

15<sup>th</sup> September, 2022

BSE Limited,  
25th Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai: 400 001

National Stock Exchange,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra(E), Mumbai: 400051

Dear Sir,

**Sub: Submission of voting results of the Annual General Meeting of the company under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith Scrutinizer's Report containing voting results of the Annual General Meeting of the Company held on 14<sup>th</sup> September, 2022.

Please find the same in order.

Thanking you,

Yours faithfully,

**For Johnson Controls-Hitachi Air Conditioning India Limited**

**Parag Dave**  
**Company Secretary**  
eCSIN: EA012626A000079275

**Tejal Shah**  
B.Com., LLB, ACS

**Tejal Shah & Associates**

**COMPANY SECRETARIES**

E/69, Ayojannagar Society,  
Nr. Shreyas Railway Crossing,  
Paldi, Ahmedabad-380007.

Phone Nos. : 26621871, 9825097067

email : tejalshah.associates@gmail.com

email : tejal75\_shah@yahoo.co.in

**14<sup>TH</sup> SEPTEMBER, 2022**

TO,  
THE CHAIRMAN,  
**JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED**  
9<sup>TH</sup> Floor, Abhijeet-1,  
Mithkhali Six Roads,  
Ahmedabad-380006.

Dear Sir,

We thank you for appointing us as the scrutinizer for remote e-voting process and e-voting by your members during the 37<sup>th</sup> Annual General Meeting of your Company held on Wednesday, 14<sup>th</sup> September, 2022 through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM").

We are pleased to submit the scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**FOR AND BEHALF OF,  
TEJAL SHAH AND ASSOCIATES**



**TEJAL SHAH**  
**PROPRIETOR**  
**PRACTISING COMPANY SECRETARIES**  
**M. NO. 13316**  
**UDIN: A013316D000971515**

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### DETAILS OF VOTING RESULTS

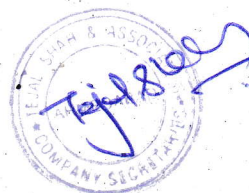
Date of the Annual General Meeting	14/09/2022
Total no. of shareholders as on record date (i.e. Wednesday, September 07, 2022 - cut-off date for voting purpose)	35773
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
a. Promoters and Promoter Group	Not Applicable
b. Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing*	41
a. Promoters and Promoter Group	2
b. Public	39

\* Video conferencing includes video conference and other audio visual means

AGENDA – WISE

The Mode of Voting on all the resolution was:

1. Remote e-voting conducted between Sunday, 11<sup>th</sup> September, 2022(9.00 am IST) and ends on Tuesday, 13<sup>th</sup> September , 2022 (05.00 pm IST) and
2. Voting through electronic means conducted during the Annual General Meeting.



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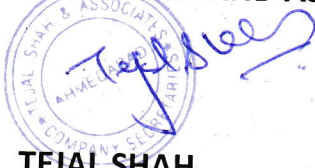
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The details of voting for each resolution are given in attached Scrutinizer's Report.

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**SCRUTINIZER'S REPORT**


NAME OF THE COMPANY	JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
MEETING	37 <sup>th</sup> Annual General Meeting
DAY, DATE AND TIME	Wednesday, 14 <sup>th</sup> September, 2022 at 10:00 a.m.
DEEMED VENUE	9TH FLOOR, ABHIJEET, MITHKHALI SIX ROADS, AHMEDABAD-380005
MODE	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

**1. Appointment as Scrutinizer:**

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 37<sup>th</sup> Annual General Meeting ("AGM") of M/S. JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (hereinafter referred to as "the Company") scheduled on Wednesday, 14<sup>th</sup> September, 2022 at 10:00 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM:**

**2.1** Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Business Standard (English) and Jaihind (Gujarati), having electronic editions on 25<sup>th</sup> August, 2022 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email-ids with the

*Tejal Shah*  


Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

**2.2** The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 24<sup>th</sup> August, 2022.

**2.3** The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited the Registrar and Share Transfer Agent ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM:

On 23<sup>rd</sup> August, 2022 by E-mail to 33222 Members who had already registered their E-mail IDs with the Company / Depositories;

### **3. Cut-off date:**

Voting rights were reckoned as on Wednesday, September 7, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

### **4. Remote e-voting process:**

#### **4.1 Agency:**

The Company appointed CDSL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

#### **4.2 Remote e-voting period:**

Remote e-voting platform was open from 9:00 a.m. (IST) on Sunday, September 11, 2022 till 5.00 p.m. (IST) on Tuesday, September 13, 2022 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

### **5. Voting at the AGM:**

**5.1** In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule





20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

## 6. Counting Process:

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

## 7. Results:

7.1 We observe that:

121 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 14<sup>th</sup> September, 2022 is enclosed herewith.

7.3 Based on the aforesaid results, we report that **04 Ordinary Resolutions** as set out in Item Nos. 1, 2, 3 and 4 of the Notice of the AGM dated 26<sup>th</sup> May, 2022 have been **passed with the requisite majority.**

FOR AND BEHALF OF,  
TEJAL SHAH AND ASSOCIATES

  
TEJAL SHAH  
PROPRIETOR  
PRACTISING COMPANY SECRETARIES  
M. NO. 13316  
UDIN: A013316D000971515

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**CONSOLIDATED RESULTS**

**Item No. 1** To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2022 and the reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	121	23519642	0	0	121	23519642	100
Dissent	0	0	0	0	0	0	0
Total	121	23519642	0	0	121	23519642	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 26<sup>th</sup> May, 2022 has been passed with requisite majority.

**FOR AND BEHALF OF,  
TEJAL SHAH AND ASSOCIATES**

  
  
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**CONSOLIDATED RESULTS**

**Item No. 2** To appoint a Director in place of Mr. Yoshikazu Ishihara (DIN 07998690), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	88	23361722	0	0	88	23361722	99.33
<b>Dissent</b>	33	157920	0	0	33	157920	0.67
<b>Total</b>	121	23519642	0	0	121	23519642	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 26th May, 2022 has been passed with requisite majority.

**FOR AND BEHALF OF,  
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**CONSOLIDATED RESULTS**

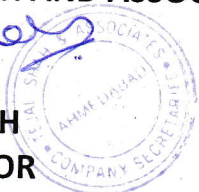
**Item No. 3** To appoint M/s. Kiran J. Mehta & Co. (FRN – 000025), cost accountants as cost auditors to conduct Audit of Cost records of the Company for the financial year April 01, 2022 to March 31, 2023 at a remuneration of Rs. 1.50 lacs plus service tax and reimbursement of actual travel and out of pocket expenses.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	119	23104853	0	0	119	23104853	98.24
Dissent	2	414789	0	0	2	414789	0.76
<b>Total</b>	<b>121</b>	<b>23519642</b>	<b>0</b>	<b>0</b>	<b>121</b>	<b>23519642</b>	<b>100</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 26<sup>th</sup> May, 2022 has been passed with requisite majority.

**FOR AND BEHALF OF,  
TEJAL SHAH AND ASSOCIATES**

  
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**PRACTISING COMPANY SECRETARIES**  
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**CONSOLIDATED RESULTS**

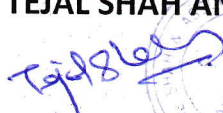
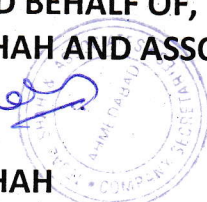
**Item No. 4** To approve Material Related Party Transaction with Highly Electrical Appliances India Pvt. Ltd. for financial year starting from April 1, 2021 till March 31, 2025 upto the aggregate amount of all Transactions during any Financial Year Rs.400 crores or 15% of the turnover of the previous audited financial statements.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent*	117	3329592	0	0	117	3329592	99.99
Dissent	3	156	0	0	3	156	0.01
<b>Total</b>	<b>120</b>	<b>3329748</b>	<b>0</b>	<b>0</b>	<b>120</b>	<b>3329748</b>	<b>100</b>

\* (Excluding e-voting of one promoter member holding 20189898 equity shares)

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 26<sup>th</sup> May, 2022 has been passed with requisite majority.

FOR AND BEHALF OF,  
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