

HITACHI Air conditioning solutions

28th June, 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 Postal Ballot 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 Postal Ballot conducted by the Company for obtaining approval of the Shareholders of the Company.

As mentioned in the Notice of Postal ballot, the last date of the voting period i.e. 26th June, 2022, is considered as the date of passing Resolution.

Please find the same in order.

Thanking you,

Yours faithfully,

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

Parag Dave Company Secretary eCSIN: EA012626A000079275



#### Johnson Controls-Hitachi Air Conditioning India Limited Head Office & Works

Hitachi Complex, Karannagar, Kadi, Dist. Mehsana – 382 715, Gujarat, India Phone: +91-2764-277571/72/73, E-mail: hitachi@jci-hitachi.com Dial-a-Care: +9179141-4848 / +91-756788-4848

#### **Registered Office**

9th Floor, Abhijeet – I, Mithakhali Six Roads, Ahmedabad – 380 006, Gujarat, India. CIN No. L29300GJ1984PLC007470, Regd. Office Phone: +91-79-26402024

www.hitachiaircon.in

**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

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot [Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rule 2014]

Τo,

The Chairman JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly Known As Hitachi Home & Life Solutions (India) Limited) 9TH FLOOR, ABHIJIT, MITHKHALI SIX ROADS, AHMEDABAD-380006.

Dear Sir,

Re: Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote Evoting of **JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED** (" the Company")

- 1. The Board of Directors of the Company, by Resolution passed on 26<sup>th</sup> May, 2022, has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated 26<sup>th</sup> May, 2022.
- 2. In terms of the Circular No. 14/2020 dated April 8, 2020, General Circular No. 17 /2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, and Circular No. 20/2021 dated December 8, 2021 (collectively referred to as the "MCA Circulars") the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at www.hitachiaircon.in and e-voting website at https://www.evotingindia.com and was also available on the website of stock exchanges at www.bseindia.com.
- 3. We submit our report as under:
- The Notice of Postal Ballot dated 26<sup>th</sup> May, 2022 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the

resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 20th May, 2022 in compliance with the above referred MCA Circulars.

- 5. The Company has completed the dispatch of Postal Ballot Notice by email on 27th May, 2022. In accordance With the MCA Circulars, no physical ballot notice was dispatched to the Members in view of present-situation of Covid 19 pandemic. The Company has also published Newspaper Advertisement in Business Standard (English) and Jai hind (Gujarati), respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, 28th May, 2022.
- 6. The Company has offered E-voting through Central Depository Services (India)Limited ("CDSL") and the report contains the details of E-voting only.
- 7. The facility of E-voting remained open from 9.00 a.m. Saturday on, 28<sup>th</sup> May, 2022 and ended at 5.00 p.m. on Sunday, 26<sup>th</sup> June, 2022.
- 8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Naresh Prajapati and Mrs. Jigisha Prajapatiwho are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the e-voting website of CDSL i.e. www.evotingindia.com.
- 9. 143Members representing 23634013 equity shares have cast their votes through evoting for the resolutions set out in the said notice of Postal Ballot and all votes cast upto26<sup>th</sup> June 2022at 5 P.M. i.e. the last date and time fore-voting were considered for scrutiny.
- 10. A Summary of postal ballot through E-voting is given below

## **Resolution No. 1:**

# TO APPOINT MS. SHALINI KAMATH AS A DIRECTOR (INDEPENDENT), TO HOLD OFFICE FOR A PERIOD FROM 1ST APRIL, 2022 TO 30TH SEPTEMBER, 2026. (SPECIAL RESOLUTION)

Particulars		No. of PostalBallot Forms /E- voting	No. of Shares	%of TotalPaid UpEquityCapital	%of totalvotespolled
a)	Voting exercised through E-Voting	143	23634013	86.92%	100%
b)	E-Voting ballot with assent (favour)for the Resolution	135	23633886	86.92%	100%

c)	E-Voting ballot with	8	127	0%	0%	
	dissent (against)for					
	the Resolution					
d)	E-Voting ballot	0	0	0	0	
	Abstained fromvoting					
e)	Total valid votes	143	23634013	86.92%	100%	
	exercised (b+c)					
Total Ballot with ASSENT		135	23633886	86.92%	100%	
in Electronic.						
Total Ballot with DISSENT		8	127	0%	0%	
in Electronic						
Since total votes polled in favour of the resolution is 100% and total votes polled against						
the	theresolution is 0%, resolution has been passed as Special Resolution					

Resolution No. 2:

TO APPOINT MR. TATSUYA SUGAWARA AS A DIRECTOR OF THE COMPANY. (ORDINARY RESOLUTION)

Particulars		No. of	No. of	%of TotalPaid	%of
		PostalBallot	Shares	UpEquityCapital	totalvotespolled
		Forms /E-			
		voting			
a)	Voting exercised	143	23634013	86.92%	100%
	through E-Voting				
b)	E-Voting ballot with	115*	23555156	86.63%	99.67%
	assent (favour)for the				
	Resolution				
c)	E-Voting ballot with	29*	78857	0.29%	0.33%
	dissent (against)for				
	the Resolution				
d)	E-Voting ballot	0	0	0	0
	Abstained fromvoting				
e)	Total valid votes	143	23634013	86.92%	100%
	exercised (b+c)				
Total Ballot with ASSENT		115*	23555156	86.63%	99.67%
in Electronic.					
Total Ballot with DISSENT		29*	78857	0.29%	0.33%
in I	Electronic				
Since total votes polled in favour of the resolution is 99.67% and total votes polled against					

Since total votes polled in favour of the resolution is 99.67% and total votes polled against theresolution is 0.33%, resolution has been passed as Ordinary Resolution

\*One shareholder holding holding total 1753 equity shares has voted for 1730 equity shares in favour and for 23 equity shares against the resolution.

11. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.

12. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

## FOR AND BEHALF OF, TEJAL SHAH AND ASSOCIATES



TEJAL SHAH PROPRIETOR PRACTISING COMPANY SECRETARIES M. NO. 13316 PLACE: AHMEDABAD DATE: 28/06/2022 UDIN: A013316D000536663