

27th May, 2019

To,
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

Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019

Dear Sir,

This refers to the SEBI Circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we hereby submit Annual Secretarial Compliance Report for the financial year ended on 31.03.2019.

Thanking you,

Yours faithfully,

For Johnson Controls-Hitachi Air Conditioning India Limited



Parag Dave
Company Secretary

Johnson Controls-Hitachi Air Conditioning India Limited

Head Office & Works: Hitachi Complex, Karan Nagar, Kadi, Dist: Mehsana – 382 727, Gujarat, India.
Tel: +91-2764-277571 Fax: +91-2764-233425 E-mail: hitachi@jci-hitachi.com
Dial-a-care & 3532 4848 (Prefix City/State Capital STD code or 079)
Registered Office: 9th Floor, Abhijeet – I, Mithakhali Six Roads, Ahmedabad – 380 006, Gujarat, India.
CIN No. L29300GJ1984PLC007470, Regd. Office Ph. No. 91-79-26402024

www.jci-hitachi.in

Annual Secretarial Compliance Report of
M/s. Johnson Controls- Hitachi Air Conditioning India Limited
For the Financial Year ended 31.03.2019

We have examined:

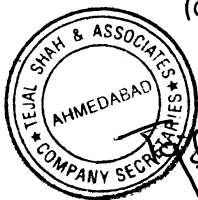
- (a) The books, papers, minute books, forms and returns filed and all the documents and records made available to us and explanation provided by M/s. Johnson Controls- Hitachi Air Conditioning India Limited ("the listed entity"),
- (b) The filings/ submissions made by the listed entity to the stock exchanges,
- (c) Website of the M/s. Johnson Control Hitachi
- (d) Website of the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE)

For the year ended 31.03.2019 in respect of compliance with the provisions of :

- (a) The Securities and Exchange of India Act, 1992 ("SEBI ACT") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities and Contracts (Regulation) Act 1956 ("SCRA") rules made thereunder and the Regulations, circulations, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and circulars/ guidelines issued thereunder, have been examined, include:

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable to the Company during the year ended 31.03.2019)
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the year ended 31.03.2019)

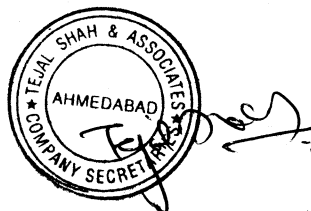


- (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2018; (Not Applicable to the Company during the year ended 31.03.2019)
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the year ended 31.03.2019)
- (g) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Preference Shares) Regulations, 2013; (Not Applicable to the Company during the year ended 31.03.2019)
- (h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client ;
- (i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and
- (j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the Company during the year ended 31.03.2019)

And circulars/ guidelines issued thereunder;

And based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder and in our opinion there were not any deviation found in any of the compliances.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) There was not any action taken against the listed entity/ its promoters / its directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:



Tejal Shah
B.Com., LLB, ACS

Tejal Shah & Associates

COMPANY SECRETARIES

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

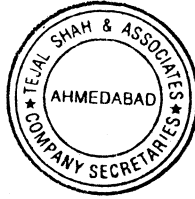
Phone Nos. : 26621871, 9825097067

email : tejalshah.associates@gmail.com

email : tejal75_shah@yahoo.co.in

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: (Not applicable since this is first year of the report).

PLACE: AHMEDABAD
DATE: 24TH MAY, 2019



**FOR TEJAL SHAH & ASSOCIATES
COMPANY SECRETARIES**

A handwritten signature in black ink, appearing to read "Tejal Shah".

**TEJAL SHAH
PROPRIETOR
M. NO. 13316**