

JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
(Formerly known as Hitachi Home & Life Solutions (India) Limited)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty Second Annual General Meeting of the members of the Johnson Controls-Hitachi Air Conditioning India Limited will be held on Tuesday, 8th day of August, 2017 at 9.30 a.m. at H T Parekh Convention Center, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur Road, Ahmedabad: 380 015 to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.
2. To declare dividend on Equity Shares for the year ended March 31, 2017.
3. To appoint a Director in place of Mr. Vinay Chauhan (DIN 00267806), who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:
"RESOLVED THAT pursuant to the provisions of Section 139, and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, Members of the Company at the Annual General Meeting held on July 25, 2016, appointed M/s. Price Waterhouse & Co. Chartered Accountants LLP (Firm Registration No. 304026E / E300009), as Auditors of the Company to hold office from the conclusion of Annual General Meeting held on July 25, 2016 till the conclusion of the sixth consecutive Annual General Meeting AND THAT their appointment as Auditors be ratified to hold office from conclusion of this Annual General Meeting to conclusion of next Annual General Meeting at such remuneration as may be agreed upon by Board of Directors and Auditors".

SPECIAL BUSINESS:

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:
"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and Rules framed there under and any amendment of such provisions from time to time, M/s. Kiran J Mehta & Co. (FRN - 000025), Cost Accountants, appointed by the Board of Directors of the Company to conduct the Audit of Cost records of the Company for the financial year from April 01, 2017 to March 31, 2018, be paid a remuneration of ₹ 1.25 Lacs and reimbursement of actual travel and out-of-pocket expenses."
6. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:
"RESOLVED THAT pursuant to provisions of Section 149, 152 and other applicable provisions of Companies Act, 2013 and the Rules made thereunder read with Schedule IV of the Companies Act, 2013, Ms. Indira Parikh (DIN 00143801), who was appointed as an Independent Director of the Company for a term upto March 31, 2017 by the Shareholders be and is hereby reappointed as an Independent Director of the Company with effect from April 01, 2017 to March 31, 2022."
7. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:
"RESOLVED THAT pursuant to the provisions of Sections 196 and 197 read with Schedule V and any other applicable provisions of the Companies Act, 2013 and the rules framed there under and any further statutory modification(s) thereof, for the time being in force, and subject to the approval of the Central Government, if required, the consent of the members be and is hereby accorded to the appointment of Mr. Gurmeet Singh (DIN 06938403) as a Managing Director of the Company for a period of three years with effect from February 01, 2017 on the terms and conditions of appointment and remuneration as set out in the explanatory statement attached to this notice AND THAT his period of office as a director is not liable to retire by rotation."
"FURTHER RESOLVED THAT the Board (term "Board" referred hereinafter includes Board of Directors of the Company and Nomination and Remuneration Committee) be and is hereby authorised to vary and / or modify the terms and conditions including remuneration, benefits and perquisites payable / made available to the appointee in such manner as may be agreed upon between the Board and the appointee."
"FURTHER RESOLVED THAT in the event of loss, absence or inadequacy of profits of the Company during the term of the office of the appointee, the remuneration as mentioned in the Explanatory Statement shall be paid to him as minimum remuneration."
"FURTHER RESOLVED THAT the Board be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings, as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or to any director or to any employee of the Company to give effect to the aforesaid resolutions."
8. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:
"RESOLVED that pursuant to Section 88 of the Companies Act, 2013 and Rule 5(2) of the Companies (Management and Administration) Rules, 2014 and any other applicable provisions of the Companies Act, 2013 and the rules framed there under and any further statutory modification(s) thereof, Register of Members be maintained at Ahmedabad office of Link Intime India Pvt. Limited which is presently situated at 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad 380006, Gujarat, India or at any other address of Link Intime India Pvt. Ltd. in Ahmedabad.

Notes:

- a. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the Company. The instrument appointing proxy must be deposited at the Registered Office of the Company not less than forty eight hours before the time fixed for the meeting.
A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- b. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect to the Special business to be transacted at the Meeting is annexed hereto.

- c. The Register of Members and Share transfer books of the Company will be closed from August 02, 2017 to August 08, 2017 (both days inclusive).
- d. Dividend, if declared, will be paid as under:
- Physical Shares: To the members whose names appear on the Register of members of the Company as on closing hours of August 01, 2017.
 - Dematerialised Shares: To the beneficial owners as on closing hours of August 01, 2017 as per information to be furnished by Depositories for this purpose.
- Dividend Payment Date: Dividend, if declared, will be paid on or after August 25, 2017.
- e. Members are requested to notify promptly any change in their address to the Company's Registrars and Share Transfer Agent, Link Intime India Pvt. Limited at its present address at 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad 380006, Gujarat, India. The members are also requested to send all correspondence relating to Shares, including transfers and transmissions to the Registrars and Share Transfer Agent.
- f. All members who have not encashed their dividend warrants for the financial years 2009-10, 2010-11, 2011-12, 2012-13, 2013-14, 2014-15 and 2015-16 are requested to write to the Company's Registrars and Share Transfer Agent, for issuance of duplicate dividend warrant(s).
- g. The facility for making nominations is available for members in respect of the shares held by them. Nomination form can be obtained from the Company's Registrars and Share Transfer Agent.
- h. Electronic copy of the Annual Report for the year 2016-17, Notice of the Annual General Meeting of the Company along with Attendance Slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company / Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies are being sent in the permitted mode.
- i. Members desirous of obtaining information in respect of accounts of the Company, are requested to send queries in writing to the Company at the registered office, so as to reach at least seven days before the date of the meeting.
- j. The shares of the Company have been listed at BSE Limited and National Stock Exchange of India Limited and Company has already paid Listing Fees to the said Stock Exchanges for the year 2017-18.
- k. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule framed thereunder the Company is pleased to provide members, a facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

By Order of the Board of Directors

Place : Delhi
 Date : May 23, 2017
 Johnson Controls-Hitachi Air Conditioning India Limited
 (Formerly known as Hitachi Home & Life Solutions (India) Limited)
 Corporate Identification Number (CIN): L29300GJ1984PLC007470
 Regd. Office: 9th Floor, Abhijeet, Mithakhali Six Roads, Ahmedabad: 380006
 Phone: 079-26402024 E-mail:parag.dave@jci-hitachi.com, Web: www.jci-hitachi.in

Parag Dave
 Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No. 5

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, on recommendation of Audit Committee, the Board has considered and approved appointment of 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 from April 01, 2017 to March 31, 2018 at a remuneration of ₹ 1.25 Lacs plus Service Tax and reimbursement of actual travel and out-of-pocket expenses.

Such remuneration has to be ratified by the Shareholders of the Company. Therefore, consent of the Members is sought for passing an Ordinary resolution for ratification of the Remuneration payable to Cost Auditors for the Financial year from April 01, 2017 to March 31, 2018.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board commends the resolution for approval of the members.

Item No. 6

Based on the skills, experience, knowledge and performance evaluation, Nomination and Remuneration Committee and Board of the Company has accorded approval for re-appointment of Ms. Indira Parikh as an Independent Director for Second term from April 01, 2017 to March 31, 2022. She has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Companies Act and in the opinion of the Board, she fulfils the conditions specified in the Act and the Rules framed there under for re-appointment as an Independent Director. Consent of the Members is sought for her appointment as an Independent Director of the Company.

Except Ms. Indira Parikh, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board commends the resolution for approval of the members.

Item No. 7

Mr. Atsushi Ohtsuka, Managing Director of the Company, had repatriated to Japan to pursue his new assignment. Therefore, he had resigned as a Managing Director of the Company with effect from January 31, 2017.

Nomination and Remuneration Committee and Board of Directors has appointed Mr. Gurmeet Singh (who was appointed as an Executive Director of the Company with effect from July 21, 2014) as a Managing Director for the period of three years with effect from February 01, 2017.

Nomination and Remuneration Committee has determined remuneration of Mr. Gurmeet Singh as under:

Salary:

Not to exceed ₹ 17,500,000 per Annum (inclusive of perquisites as stated under).

Perquisites:**Category A:**

The Company shall provide furnished accommodation or house rent allowance and any other perquisites as may be decided by the Company from time to time.

Category B:

Company's car and telephone at residence. Extent of usage of these perquisites for official duties, shall not be included in the computation of the limit of the above remuneration ceiling.

Apart from the aforesaid remuneration, he will be entitled to reimbursement of all expenses incurred in connection with the business of the company. The appointee shall not be entitled to any sitting fees for Board / Committee meetings.

In the event of loss, absence or inadequacy of profits of the Company in any financial year during the term of the office of the appointee, the remuneration as mentioned above shall be paid to him as minimum remuneration.

Annual / interim increments will be decided as per the policy of the Company on the basis of performance of the appointee.

Information as required under Section II of the Part II of Schedule V of the Companies Act, 2013**I. General Information**

- 1) Nature of Industry: Company is engaged in manufacturing and selling of Air conditioners and trading of Refrigerators, Washing Machines.
- 2) Date or expected date of commencement of commercial production: Company commenced its business in the year 1985.
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable.
- 4) Financial performance based on the given indicators: For the year 2016-17, Income was ₹ 215,283.56 Lacs and Profit before tax was ₹ 11,786.72 Lacs.
- 5) Foreign investments or collaborations, if any: Johnson Controls–Hitachi Air conditioning is holding 74.25% of the total paid up share capital as well as Company has entered into Technical Collaboration agreements with Johnson Controls–Hitachi Air Conditioning Technology (Hong Kong) Limited for the products of the Company.

II. Information about the appointee

- 1) Back ground details: Brief resume of the appointee is provided as part of this notice.
- 2) Past remuneration: For the year 2016-17 ₹ 117.97 Lacs
- 3) Job Profile and his suitability:
Mr. Gurmeet Singh is an Honours Graduate in Physics from the University of Delhi with a Post Graduate Diploma in Management. In his total experience of nearly 29 years, he has worked in various companies and product categories. In his career he has worked in fields of Sales, Marketing, Business Planning, Service and Strategy.
- 4) Remuneration proposed to appointee: Remuneration as stated above.
- 5) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): With globalisation and liberalisation taking roots in India, the demand for the knowledge and skill in various fields are on the rise and there has been a phenomenal growth in the remuneration package for key positions in the last few years.
- 6) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Apart from the remuneration, he does not have any pecuniary relationship with the Company or with the managerial personnel or with the other Directors of the Company.

III. Other Information

Reasons of loss or inadequate profits: Not applicable since, during the year 2016-17, Company has made profit before tax of ₹ 11786.72 Lacs.

IV. Disclosures

The disclosures of remuneration shall be reported in Corporate Governance Report attached to the Directors' Report.

Except Mr. Gurmeet Singh being appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

The above explanatory statement sets out an abstract of material terms and conditions of the appointment and hence the same may be treated as an abstract of memorandum of interest in accordance with Section 190 of the Companies Act, 2013.

The Board commends the resolution for approval of the members.

Item No. 8

Company has appointed M/s. Link Intime India Pvt. Limited as a Registrars and Transfer Agent. Pursuant to Section 88 of the Companies Act, 2013 and Rule 5(2) of the Companies (Management and Administration) Rules, 2014, Register of Members will be maintained at the office of Link Intime India Pvt. Limited at its present address situated at. 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisbridge, Ahmedabad 380006, Gujarat, India or at any other address of Link Intime India Pvt. Ltd. in Ahmedabad.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

The Board commends the resolution for approval of the members.

By Order of the Board of Directors

Place : Delhi

Date : May 23, 2017

Johnson Controls-Hitachi Air Conditioning India Limited

(Formerly known as Hitachi Home & Life Solutions (India) Limited)

Corporate Identification Number (CIN): L29300GJ1984PLC007470

Regd. Office: 9th Floor, Abhijeet, Mithakhali Six Roads, Ahmedabad: 380006

Phone: 079-26402024 E-mail:parag.dave@jci-hitachi.com, Web: www.jci-hitachi.in

Parag Dave
Company Secretary

Instructions for E-voting

1. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule framed thereunder the Company is pleased to provide members, a facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).
2. Facility for voting, either through ballot or polling paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
3. Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
4. Tejal Shah & Associates, Company Secretaries in practice (Membership no. ACS-13316), has been appointed as the Scrutinizer to scrutinize the e-voting process (including the Ballot Form received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
5.
 - i) The voting period begins on August 05, 2017 (09.00 am IST) and ends on August 07, 2017 (05.00 pm IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of August 01, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - iii) Click on Shareholders.
 - iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - v) Next enter the Image Verification as displayed and Click on Login.
 - vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- viii) After entering these details appropriately, click on "SUBMIT" tab.
- ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi) Click on the EVSN for the relevant Johnson Controls-Hitachi Air Conditioning India Limited on which you choose to vote.
- xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xviii) Shareholders can also use Mobile app - "m - Voting" for e-voting. m - Voting app is available on Apple, Android and Windows based Mobile. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).

xix) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Brief resume of the Directors seeking appointment or re-appointment at this Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)

Ms. Indira Parikh

Prof. Indira J Parikh is the Founder President of FLAME at present. She has been involved in creating the academic vision and shaping FLAME. She has conceptualized the Center for Organizational Growth and Excellence (COGE) with its focus on thresholds of life, lifelong learning, development and growth. The focus of COGE is on transformation from entry to career transition at the end of working life. Prof. Indira J Parikh has done M. Ed from University of Rochester, New York USA and the Doctorate from Gujarat University. She was a faculty at IIM-Ahmedabad for over 30 years and Dean from 2002 to 2005. She has taught at INSEAD, Fontainebleau (France) and Texas A&M University. She is specialized in organization development and design, and institution building. She has designed and offered management and leadership development programs in public sector, private sector and multinational organizations. She has been a consultant to various national and international organizations. Prof. Parikh has been honored with several life time achievement awards both nationally and internationally. She has written numerous articles published in National & International Journals and is the co-author/ author of several books.

There is no inter-se relation of Ms. Indira Parikh with any other Director of the Company. Directorship / Membership of Committee of the Board held in public limited listed companies in India:

Name of Company	Membership of Committee
Johnson Controls-Hitachi Air Conditioning India Limited	-
Sintex Industries Limited	Audit Committee, Nomination & Remuneration Committee
Zydus Wellness Limited	Audit Committee, Nomination & Remuneration Committee, CSR Committee
Foseco India Limited	Audit Committee, Nomination and Remuneration Committee, CSR Committee, Stakeholder Relationship Committee
Force Motors Limited	Audit Committee
Deepak Nitrate Limited	Nomination and Remuneration Committee
Arvind Smartspaces Limited	Audit Committee, CSR Committee

No. of Shares held in Company: Nil

Mr. Gurmeet Singh

Mr. Gurmeet Singh is an Honors’ Graduate in Physics from the University of Delhi with a Post Graduate Diploma in Management. In his total experience of nearly 29 years, he has worked in various companies and product categories. In his career he has worked in fields of Sales, Marketing, Business Planning, Service and Strategy. He has been associated with Company for almost 15 years in 2 stints. He had initially joined HHLI in 2001.

There is no inter-se relation of Mr. Gurmeet Singh with any other Director of the Company. Directorship / Membership of Committee of the Board held in other public limited companies in India:

Name of Company	Membership of Committee
Johnson Controls-Hitachi Air Conditioning India Limited	CSR Committee, Stakeholder Relationship Committee, Vigil Mechanism Committee

No. of Shares held in Company: Nil

Particulars of employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the year ended March 31, 2017 Employees employed throughout the year:

Employees employed throughout the year:

Name of the Employee	Designation	Qualification	Age (Yrs)	Experience (Yrs)	Remuneration (Rs. in Lacs)	Date of commencement of employment	Last Employment held
Mr. Gurmeet Singh	Managing Director	Graduate in Physics & PGD in Management	51	29	117.97	08-Feb-2014	Orient Paper And Industries Ltd.
Mr. Vinay Chauhan	Executive Director	B.E. (Mechanical) PGD in Industrial Engineering	57	32	116.37	06-Dec-1993	Koron Business Systems Ltd.
Mr. Varghese Joseph	Executive Director	B.Com (Management), PGPM	48	28	96.99	19-Mar-2012	Samsung India Electronics Pvt. Ltd.
Mr. Tomonaga Watanabe	Asst. Vice President	B.E. (Mechanical)	54	31	153.12	29-Mar-2014	Hitachi Appliances Inc.
Mr. Ichio Iwai	Asst. Vice President	Graduate in Politics and Economics	55	31	146.75	10-Jun-2013	Hitachi Appliances Inc.
Mr. Sanjay Kumar	Vice President	M.B.A, B.A	47	25	62.05	27-Jan-2015	Tafe Motor And Tractors Ltd.
Mr. Rakesh Juneja	Vice President	B.E., PGDM	57	35	53.63	05-Apr-2010	LG Electronics
Mr. Kapil Malhotra	Deputy Vice President	B.E., MBA	47	23	52.50	23-May-1994	-

Employees employed for a part of the year:

Name of the Employee	Designation	Qualification	Age (Yrs)	Experience (Yrs)	Remuneration (Rs. in Lacs)	Date of commencement of employment	Last Employment held
Mr. Atsushi Ohtsuka ¹	Managing Director	Graduation in Science and Engineering	54	31	160.41	01-Sep-2015	Hitachi Appliances Inc.
Mr. Anil Shah ²	Executive Director	B.Com., A.C.A.	58	35	50.30	07-Dec-1984	Amal Investments Ltd.

1. Mr. Atsushi Ohtsuka ceased to be a Managing Director of the Company with effect from January 31, 2017.
2. Mr. Anil Shah ceased to be an Executive Director with effect from September 03, 2016.

JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED

(Formerly known as Hitachi Home & Life Solutions (India) Limited)

Corporate Identification Number (CIN): L29300GJ1984PLC007470

Regd. Office: 9th Floor, Abhijeet, Mithakhali Six Roads, Ahmedabad: 380006

Phone: 079-26402024 E-mail:parag.dave@jci-hitachi.com, Web: www.jci-hitachi.in

ATTENDANCE SLIP

Name of Sole / First named Member : _____

Registered Folio No. / DP ID No.-Client No. : _____

Number of Shares Held : _____

I/We hereby record my / our presence at the 32nd Annual General Meeting of the Company held on 8th August, 2017 at H T Parekh Convention Center, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur Road, Ahmedabad : 380 015 at 9.30 a.m.

Member's / Proxy's Name

Signature of Member / Proxy

Shareholders / Proxy holders are requested to bring the attendance slip with them duly completed when they come to the meeting and hand over at the Gate duly signed.

JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED

(Formerly known as Hitachi Home & Life Solutions (India) Limited)

Corporate Identification Number (CIN): L29300GJ1984PLC007470

Regd. Office: 9th Floor, Abhijeet, Mithakhali Six Roads, Ahmedabad: 380006

Phone: 079-26402024 E-mail:parag.dave@jci-hitachi.com, Web: www.jci-hitachi.in

PROXY FORM**32nd Annual General Meeting on 8th August, 2017**

Name of the Member(s) : _____

Registered Address : _____

E-mail Id : _____

Folio No. / DP ID No.-Client No. : _____

I/We being the member(s) of _____ shares of the above named Company hereby appoint:

(1) Name _____ Address _____

e-mail ID _____ Signature _____ or failing him

(2) Name _____ Address _____

e-mail ID _____ Signature _____ or failing him

(3) Name _____ Address _____

e-mail ID _____ Signature _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company to be held on Tuesday, 8th August, 2017 at H T Parekh Convention Center, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur Road, Ahmedabad: 380 015 at 9.30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

1.	Adoption of Financial Statement for the year ended March 31, 2017
2.	To declare Dividend for the year ended March 31, 2017
3.	To re-appoint Mr. Vinay Chauhan as Director who retires by rotation
4.	To ratify appointment of M/s. Price Waterhouse & Co. as an Auditors of the Company
5.	To appoint Cost Auditors for the year 2017-18
6.	To re-appoint Ms. Indira Parikh as an Independent Director of the Company
7.	To appoint Mr. Gurmeet Singh as a Managing Director of the Company
8.	To maintain Register of members at Link Intime India Pvt. Ltd., Registrars & Share Transfer Agent

Signed this _____ day of _____ 2017

Signature of Shareholder: _____ Signature of Proxy Holder(s) _____

Affix
1 Rupee
Revenue
Stamp

Note: This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

Route map of AGM place Ahmedabad Management Association, ATIRA Campus,
Dr. Vikram Sarabhai Marg, Vastrapur Road, Ahmedabad: 380 015

