

### Compliance report on Corporate Governance

1. Name of Listed Entity: Hitachi Home & Life Solutions (India) Limited

2. Quarter ending: 31st December, 2015

<b>I. Composition of Board of Directors</b>								
Title	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment in the current term / cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of member-ships in Audit / Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Shinichi Iizuka	AAKPI7021D 00266660	Chairman Non-Executive	21.06.2010	-	1	Nil	Nil
Mr.	Atsushi Ohtsuka	ABYPO6762E 06584346	Executive	01.09.2015	-	1	Nil	1 Company
Mr.	Vinay Chauhan	AAJPC7140G 00267806	Executive	15.05.2013	-	1	Nil	Nil
Mr.	Anil Shah	ADSPS7069N 01603039	Executive	01.06.2013	-	1	Nil	1 Company
Mr.	Gurmeet Singh	AAAPS2806E 06938403	Executive	21.07.2014	-	1	Nil	Nil
Mr.	Varghese Joseph	ADFPJ1085J 03278962	Executive	01.08.2015	-	1	Nil	Nil
Mr.	Ashok Balwani	AFCPB1303A 02292791	Independent Director	21.07.2014 / 31.03.2019	1 year 5 months	1	Nil	Nil
Mr.	Devender Nath	AABPN5194M 02310301	Independent Director	21.07.2014 / 31.03.2019	1 year 5 months	1	Nil	1 Company
Ms.	Indira Parikh	AEHPP4908H 00143801	Independent Director	04.11.2014 / 31/03/2017	1 year 1 month	7 Companies	6 Companies	Nil
Mr.	Mukesh Patel	AFSPP1245B 00053892	Independent Director	21.07.2014 / 31.03.2019	1 year 5 months	6 Companies	2 Companies	5 Companies
Mr.	Ravindra Jain	AANPJ7290E 00281279	Independent Director	21.07.2014 / 31.03.2019	1 year 5 months	1	1 Company	Nil
Mr.	R S Mani	ABTPM6917C 00645097	Independent Director	21.07.2014 / 31.03.2019	1 year 5 months	1	Nil	Nil
Mr.	Vinesh Sadekar	AARPS9410M 00046815	Independent Director	21.07.2014 / 31.03.2019	1 year 5 months	1	Nil	Nil

\*Tenure means total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

<b>II. Composition of Committees</b>		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr. Mukesh Patel Mr. Devender Nath Mr. Ravindra Jain	Independent Director Independent Director Independent Director
2. Nomination & Remuneration Committee	Mr. Mukesh Patel Mr. Devender Nath Mr. Ravindra Jain	Independent Director Independent Director Independent Director
3. Risk Management Committee (if applicable)	Not Applicable	
4. Stakeholders Relationship Committee'	Mr. Mukesh Patel Mr. Atsushi Ohtsuka Mr. Anil Shah	Independent Director Executive Executive

<b>III. Meeting of Board of Directors</b>		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
24th July, 2015	26th October, 2015	94 days

<b>IV. Meeting of Committees.</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>			
26th October, 2015	Yes	24th July, 2015	94 days

<b>V. Related Party Transaction</b>	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

#### **VI. Affirmations.**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: This is first report and it will be placed before the ensuing meeting of the Board of Directors.

**For Hitachi Home & Life Solutions (India) Limited**

**Parag Dave**  
**Company Secretary**