



REF:INABB:AGM:2019:AGM-COMPL:

May 8, 2019

BSE Limited
P.J. Towers
Dalal Street
Mumbai 400 001
DCS – CRD

National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E).
Mumbai 400 051
Attn.: Manager, Listing Dept.

National Securities Depository Limited
Trade World, Kamala Mill Compound
Senapati Bapat Marg, Lower Parel
Mumbai 400 013

Central Depository Services (India) Limited
28th Floor, P.J.Towers
Dalal Street, Fort
Mumbai 400 001

Dear Sirs,

Sub: 69th Annual General Meeting – 08.05.2019 and voting results.
Ref: Scrip Code: **EQ: 500002 / ABB**
ISIN: **EQ: INE117A01022 /**

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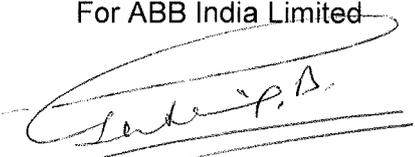
With regard to the above subject, please find enclosed the following:

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – I**.
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II**.
- (3) Report of Scrutinizer dated May 8, 2019, pursuant to the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014.
- (4) Annual Report for the financial year 2018 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the Members as per the provisions of the Companies Act, 2013.
- (5) Copy of the Addendum to the 69th AGM Notice, dated April 30, 2019.

Please take the above on record.

Thanking you

Yours faithfully
For ABB India Limited


B. Gururaj
General Counsel & Company Secretary
FCS 2631

Encl: as above

Annexure - I

Summary of Proceedings of 69th Annual General Meeting held on May 8, 2019

As required under item 13 of Part A in Schedule III of Regulation 30 of Listing Regulations, we furnish below the summary of proceedings of 69th Annual General Meeting of the Company held on May 8, 2019 at Bengaluru:

Item No.	Particulars	Resolution required	Mode of Voting	Remarks
1.	Adoption of Audited Balance Sheet, Audited Profit and Loss Account, Cash Flow Statement for the year ended December 31, 2018, Reports of the Directors and the Auditors thereon.	Ordinary Resolution	By Remote E-voting, Postal Ballot and Poll at AGM	Passed with requisite Majority.
2.	Declaration of Dividend.	Ordinary Resolution	By Remote E-voting, Postal Ballot and Poll at AGM	Passed with requisite Majority.
3.	Appointment of Mr. Tarak Mehta as a Director.	Ordinary Resolution	By Remote E-voting, Postal Ballot and Poll at AGM	Passed with requisite Majority.
4.	Approve the Material Related Party Transaction.	Ordinary Resolution	By Remote E-voting, Postal Ballot and Poll at AGM	Passed with requisite Majority.
5.	Approval of remuneration to the Cost Auditor of the Company for Financial Year 2019.	Ordinary Resolution	By Remote E-voting, Postal Ballot and Poll at AGM	Passed with requisite Majority.



	ABB INDIA LIMITED
Date of the AGM/EGM	08-05-2019
Total number of shareholders on record date	64476
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	255
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158,931,281	158,931,281	100.0000	158,931,281	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		158,931,281	100.0000	158,931,281	0	100.0000	0.0000
Public- Institutions	E-Voting	34,416,946	31,158,106	90.5313	31,075,155	82,951	99.7337	0.2662
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,158,106	90.5313	31,075,155	82,951	99.7338	0.2662
Public- Non Institutions	E-Voting	18,560,148	908,556	4.8952	908,556	0	100.0000	0.0000
	Poll		15,897	0.0857	15,897	0	100.0000	0.0000
	Postal Ballot (if applicable)		69,607	0.3750	69,594	13	99.9813	0.0186
	Total		994,060	5.3559	994,047	13	99.9987	0.0013
Total		211,908,375	191,083,447	90.1727	191,000,483	82,964	99.9566	0.0434



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158,931,281	158,931,281	100.0000	158,931,281	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		158,931,281	100.0000	158,931,281	0	100.0000	0.0000
Public- Institutions	E-Voting	34,416,946	31,207,383	90.6745	31,124,432	82,951	99.7341	0.2658
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,207,383	90.6745	31,124,432	82,951	99.7342	0.2658
Public- Non Institutions	E-Voting	18,560,148	908,556	4.8952	908,556	0	100.0000	0.0000
	Poll		15,897	0.0857	15,872	25	99.8427	0.1572
	Postal Ballot (if applicable)		69,607	0.3750	69,594	13	99.9813	0.0186
	Total		994,060	5.3559	994,022	38	99.9962	0.0038
Total		211,908,375	191,132,724	90.1959	191,049,735	82,989	99.9566	0.0434



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158,931,281	158,931,281	100.0000	158,931,281	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		158,931,281	100.0000	158,931,281	0	100.0000	0.0000
Public- Institutions	E-Voting	34,416,946	31,108,133	90.3861	30,624,981	483,152	98.4468	1.5531
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,108,133	90.3861	30,624,981	483,152	98.4469	1.5531
Public- Non Institutions	E-Voting	18,560,148	908,556	4.8952	907,806	750	99.9174	0.0825
	Poll		15,897	0.0857	15,847	50	99.6854	0.3145
	Postal Ballot (if applicable)		69,607	0.3750	69,584	23	99.9669	0.0330
	Total		994,060	5.3559	993,237	823	99.9172	0.0828
Total		211,908,375	191,033,474	90.1491	190,549,499	483,975	99.7467	0.2533



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Approve the Material Related Party Transaction							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158,931,281	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	34,416,946	31,206,791	90.6727	26,932,521	4,274,270	86.3033	13.6966
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,206,791	90.6727	26,932,521	4,274,270	86.3034	13.6966
Public- Non Institutions	E-Voting	18,560,148	858,556	4.6258	824,766	33,790	96.0643	3.9356
	Poll		15,897	0.0857	15,896	1	99.9937	0.0062
	Postal Ballot (if applicable)		69,607	0.3750	69,558	49	99.9296	0.0703
	Total		944,060	5.0865	910,220	33,840	96.4155	3.5845
Total		211,908,375	32,150,851	15.1721	27,842,741	4,308,110	86.6003	13.3997

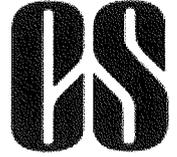


Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of remuneration to the Cost Auditor of the Company for Financial Year 2019							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	158,931,281	158,931,281	100.0000	158,931,281	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		158,931,281	100.0000	158,931,281	0	100.0000	0.0000
Public- Institutions	E-Voting	34,416,946	31,207,383	90.6745	31,124,432	82,951	99.7341	0.2658
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		31,207,383	90.6745	31,124,432	82,951	99.7342	0.2658
Public- Non Institutions	E-Voting	18,560,148	908,556	4.8952	906,996	1,560	99.8282	0.1717
	Poll		15,897	0.0857	14,307	1,590	89.9981	10.0018
	Postal Ballot (if applicable)		69,607	0.3750	69,584	23	99.9669	0.0330
	Total		994,060	5.3559	990,887	3,173	99.6808	0.3192
Total		211,908,375	191,132,724	90.1959	191,046,600	86,124	99.9549	0.0451





CS S KANNAN
Complete Compliance



FORM No. MGT-13

Report of Scrutinizer

[Pursuant to section 109 of the Companies Act, 2013 and rule 21 (2) of the
Companies (Management and Administration) Rules, 2014 amended as on date]

To,

Chairman / Authorised Persons
ABB India Limited (CIN L32202KA1949PLC032923)
21st Floor, World Trade Center
Brigade Gateway, Dr. Rajkumar Road
Bangalore - 560 055.

Dear Sir,

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer for the purpose of Scrutinizing the poll conducted through e-voting, postal ballot and by poll at the Annual General Meeting (AGM) for Ordinary and Special Businesses proposed in the Notice dated 1st March 2019 convening the 69th Annual General Meeting of the Company held on Wednesday, 8th May 2019 at "Aura", Taj Yeshwantpur, Bengaluru at 2275, Tumkur Road, Yeshwantpur, Bengaluru - 560022 at 11.00 A.M., sent to the shareholders of the Company, submit my report as under:

1. 4th April 2019 onwards physical copy of the Annual Report was sent by Speed Post/Registered Post to 18,688 shareholders to whom opportunity to participate in the poll through postal ballot was provided.
2. On 8th April 2019 the Company had sent the Annual Reports to 48,805 shareholders through e-mail.
3. On 30th April 2019 Company had emailed an Addendum to the original Notice to 48,805 shareholders with regard to the Agenda Item No.4 listed in the Notice dated 1st March 2019.
4. Company had communicated the details of the Addendum to the Notice to BSE and NSE on 30th April 2019.
5. On 2nd May 2019 physical copy of the Addendum to the original Notice was sent to 17,991 Shareholders by Courier.
6. Company also released an advertisement in the all India editions of the Financial Express and in Vijaya Karnataka, a local Kannada News Paper dated 3rd May 2019.

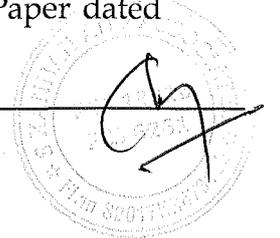
S KANNAN AND ASSOCIATES

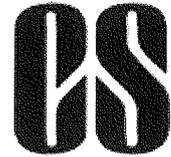
Company Secretaries

FCS 6261, PCS No. 13016, Firm No.S2017KR473100.

13, Ground Floor, 1st Main Road, Venkateshwara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

Email : cs.skannan@gmail.com / kannans@kannanacs.in, Mobile : 98450 58441, www.kannanacs.in





7. The remote e-voting commenced from Saturday, 4th May 2019 at 9.00 AM and concluded at 5.00 PM on Tuesday 7th May, 2019.
8. 158 shareholders have casted their votes thro remote e-voting system and 153 shareholders have casted their votes through postal ballot.
9. After the announcement on polling at the AGM, 2 (two) empty ballot boxes were duly locked by me and kept for polling with due identification marks.
10. The locked ballot boxes were subsequently opened by me.
11. 256 shareholders were present at the AGM, amongst them, 128 shareholders casted their votes by ballot.
12. The votes casted through Postal Ballot and at the meeting were counted at first instance; thereafter electronic voting was taken up for counting.
13. The poll papers were diligently scrutinized and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
14. The Poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
15. The results of the Poll are as under:

Res. No.1 : Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
190914992	82951	69594	13	15897	0	191000483	82964	Passed with requisite majority

Res. No. 2 : Declaration of Dividend

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
190964269	82951	69594	13	15872	25	191049735	82989	Passed with requisite majority

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No.S2017KR473100.

13, Ground Floor, 1st Main Road, Venkateshwara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

Email : cs.skannan@gmail.com / kannans@kannancs.in, Mobile : 98450 58441, www.kannancs.in





Res. No. 3 : Appointment of a Director in place of Mr. Tarak Mehta (DIN06995639) who retires by rotation and being eligible offers himself for re-appointment.

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
190464068	483902	69584	23	15847	50	190549499	483975	Passed with requisite majority

SPECIAL BUSINESS - Ordinary Resolution.

Res. No. 4 : To approve the Material Related Party Transaction.

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
27757287	4308060	69558	49	15896	1	27842741	4308110	Passed with requisite majority

Note: Promoters abstained from voting for this resolution being a related party.

SPECIAL BUSINESS - Ordinary Resolution.

Res. No. 5 : Approval of remuneration to Cost Auditor of the Company for Financial Year 2019.

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
190962709	84511	69584	23	14307	1590	191046600	86124	Passed with requisite majority

For your information, details of the polling done through remote e-voting, postal ballot and polling done by members present at the AGM are given in **Annexure A**.

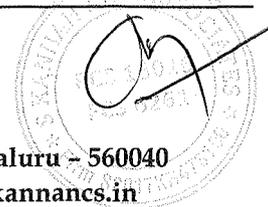
S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No.S2017KR473100.

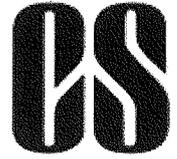
13, Ground Floor, 1st Main Road, Venkateshwara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

Email : cs.skannan@gmail.com / kannans@kannancs.in, Mobile : 98450 58441, www.kannancs.in





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On reckoning the voting of the shareholders of the Company, I report that all the resolutions as set out in the Notice dated 1st March 2019 read with the Addendum to Notice dated 30th April 2019 have been passed with the requisite majority. You are hereby advised to put up the results on your web site and also that of your Registrar and Share Transfer Agent and inform the Stock Exchanges accordingly.

I confirm that I am maintaining the registers received from your Registrar and Share Transfer Agent electronically, in respect of the votes cast through remote e-voting by the shareholders of the Company. I have retained the following documents and the same would be handed over to your authorized representative after the results were made public and the minutes of the meeting is signed by the Chairman.

1. Original postal ballots received from the shareholders numbering 153.
2. Original ballot papers casted by and amongst the members present at the AGM numbering 128.

For S Kannan And Associates


S Kannan
Company Secretary



Place: Bangalore
Date : 8th May 2019

Encl: Annexure A.

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No.S2017KR473100.

13, Ground Floor, 1st Main Road, Venkateshwara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040
Email : cs.skannan@gmail.com / kannans@kannancs.in, Mobile : 98450 58441, www.kannancs.in

ANNEXURE - A
ABB INDIA LIMITED

Details of E-Voting, Postal Ballot & Physical Poll - 69th AGM held on 8th May 2019

Res. No.	Resolution Description	Mode of Polling	Ballots Received	Total Votes held	Ballots in Favour	Votes polled in favour	% of votes in favour	Ballots against	Votes polled against	% of votes against	Invalid-Ballots	Invalid-Votes	% of Invalid votes	Abstain-Ballots	No. of abstainVotes	% of votes Abstain
1	Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon	Electronic	158	191071224	156	190914992	99.92	1	82951	0.04	0	0	0	1	49277	0.03
		Postal Ballots	153	70107	148	69594	99.27	4	13	0.02	0	0	0	1	500	0.71
		Physical	128	22363	112	15897	71.09	0	0	0.00	16	6466	28.91383	0	0	0.00
TOTAL			439	191163694	416	191000483	99.91	5	82964	0.04	16	6466	0.003382	2	49777	0.03
2	Declaration of Dividend	Electronic	158	191071224	157	190964269	99.94	1	82951	0.04	0	0	0	0	0	0.00
		Postal Ballots	153	70107	148	69594	99.27	4	13	0.02	0	0	0	1	500	0.71
		Physical	128	22363	111	15872	70.97	1	25	0.11	16	6466	28.91383	0	0	0.00
TOTAL			439	191163694	416	191049735	99.94	6	82989	0.04	16	6466	0.003382	1	500	0.00
3	Appintment of a Director. To appoint a Director in place of Mr. Tarak Mehta (DIN06995639) who retires by rotation and being eligible offers himself for re-appointment.	Electronic	158	191071224	139	190464068	99.68	17	483902	0.25	0	0	0	2	99250	0.05
		Postal Ballots	153	70107	147	69584	99.25	5	23	0.03	0	0	0	1	500	0.71
		Physical	128	22363	111	15847	70.86	1	50	0.22	16	6466	28.91383	0	0	0.00
TOTAL			439	191163694	397	190549499	99.68	23	483975	0.25	16	6466	0.003382	3	99750	0.05
4	To approve the Material Related Party Transaction.	Electronic	158	191071224	89	27757287	14.53	66	4308060	2.25	0	0	0	3	158981873	83.21
		Postal Ballots	153	70107	145	69558	99.22	7	49	0.07	0	0	0	1	500	0.71
		Physical	128	22363	111	15896	71.08	1	1	0.00	16	6466	28.91383	0	0	0.00
TOTAL			439	191163694	345	27842741	14.56	74	4308110	2.25	16	6466	0.003382	4	158982373	83.17
5	Approval of remuneration to the Cost Auditor of the Company for Financial Year 2019	Electronic	158	191071224	154	190962709	99.94	5	84511	0.04	0	0	0	0	0	0.00
		Postal Ballots	153	70107	147	69584	99.25	5	23	0.03	0	0	0	1	500	0.71
		Physical	128	22363	108	14307	63.98	4	1590	7.11	16	6466	28.91383	0	0	0.00
TOTAL			439	191163694	409	191046600	99.94	14	86124	0.05	16	6466	0.003382	1	500	0.00





ABB India Limited

CIN: L32202KA1949PLC032923

Registered Office: 21st Floor, World Trade Center, Brigade Gateway
No.26/1, Dr. Rajkumar Road, Malleshwaram West, Bengaluru – 560 055
Phone: +91 (80) 22949150 - 22949153; Fax: +91 (80) 22949148
Website: www.abb.co.in, E-mail: investor.helpdesk@in.abb.com

**ADDENDUM TO THE NOTICE OF THE
69th ANNUAL GENERAL MEETING**

This Addendum to the Notice to the Members is issued in continuation to the Notice dated March 1, 2019 for convening of the 69th Annual General Meeting (AGM) of the Members of the Company scheduled to be held on Wednesday, May 8, 2019 at 11.00 a.m. at "Aura", Taj Yeshwantpur, Bengaluru, 2275, Tumkur Road, Yeshwantpur, Bengaluru, 560 022 for making modifications to the Ordinary Resolution set out for the Item No. 4 of the above aforesaid Notice on page 31 of the Annual Report for the Financial Year 2018 already circulated to the Members. The modifications proposed to be carried out in the Resolution are highlighted in bold italics.

This Addendum to the Notice of the AGM shall form an integral part of the Notice dated March 1, 2019 circulated to the Members of the Company.

RESOLVED FURTHER THAT the Managing Director, Chief Financial Officer and Secretary of the Company be and are hereby severally authorized to do all acts, deeds and take such steps including but not restricted to execute, or authorize any person to execute all such documents, instruments and writings as may be considered proper or necessary or expedient to give effect to this resolution."

By Order of the Board
For ABB India Limited

Sd/-
B Gururaj
Company Secretary
FCS-2631

Place: Bengaluru
Date: April 30, 2019

**MODIFIED ORDINARY RESOLUTION
SET OUT AT AGENDA ITEM NO. 4 OF
THE NOTICE OF THE 69th AGM IS AS
UNDER**

Special Business:

**Item No. 4 – Approve the Material Related Party
Transaction**

To consider and, if thought fit, to give your assent or dissent to the following **Ordinary Resolution**:

"RESOLVED THAT pursuant to Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") as amended from time to time, approval of the Members be and is hereby accorded for payment by the Company to ABB Schweiz AG, Baden, Switzerland, a related party as defined in the Companies Act 2013, with respect to royalty/license fee **during the Financial Year 2019 subject to such payment not exceeding 4% of the Company's annual consolidated turnover of the audited financial statement for the Financial Year 2018.**



ADDENDUM TO THE STATEMENT OF MATERIAL FACTS FOR THE AMENDED RESOLUTION

Item No. 4

The Company reiterates that the proposed payment with respect to royalty / licence fee by the Company to ABB Schweiz AG, Baden, Switzerland a related party as envisaged in the first paragraph of the **Ordinary Resolution** at Item no. 4 on page 31 of the Notice dated March 1, 2019 is only **during the Financial Year 2019** and **NOT** in perpetuity, as a few Shareholders have conveyed to the Company it would appear to be.

In fact, the second paragraph of the Statement of Material Facts pertaining to Item No. 4 at page 36 expressly states this.

However, to set at rest any lingering doubt or misgiving on this score, namely, that the payment by the Company to the above related party envisaged in the **Ordinary Resolution** at Item 4 of the above Notice dated March 1, 2019 is **NOT** in perpetuity but only **during the Financial Year 2019**, it is proposed to slightly amend the first paragraph of the proposed Ordinary Resolution at the said Item No. 4 of the above Notice at page 31 in the manner and to the limited extent stated in the attached Addendum.

Accordingly, the proposed Ordinary Resolution at Item No.4 at page 31 of the Notice of AGM has been amended and shall be as set out in the Addendum to the Notice.

The Board of Directors recommend the proposed amended Ordinary Resolution as set out in the Addendum to the Notice of the AGM for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and or their relatives is concerned or interested, financially or otherwise, in the Ordinary Resolution set out in the addendum Notice.

By Order of the Board
For ABB India Limited

Sd/-
B Gururaj
Company Secretary
FCS-2631

Place: Bengaluru
Date: April 30, 2019

Registered Office:
21st Floor, World Trade Center, Brigade Gateway,
No.26/1, Dr. Rajkumar Road, Malleshwaram West,
Bengaluru – 560 055
CIN: L32202KA1949PLC032923

