



REF:INABB:AGM:2018:AGM-COMPL:

May 10, 2018

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: 68th Annual General Meeting – 09.05.2018 and voting results.
Ref: Scrip Code: **EQ: 500002 / ABB** and **DEB: 952706**
ISIN: **EQ: INE117A01022 / DEB: INE117A08019**

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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 10, 2018, pursuant to the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014.
- (4) Annual Report for the financial year 2017 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.

Please take the above on record.

Thanking you

Yours faithfully
For ABB India Limited

B Gururaj
Deputy General Counsel &
Company Secretary
FCS 2631

Encl: as above

Annexure - I

Summary of Proceedings of 68th Annual General Meeting held on May 9, 2018

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 68th Annual General Meeting of the Company held on May 9, 2018 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, 2017, Reports of the Directors and the Auditors thereon.	Ordinary Resolution	By Poll and Remote E-voting	Passed with requisite Majority.
2.	Declaration of Dividend.	Ordinary Resolution	By Poll and Remote E-voting	Passed with requisite Majority.
3.	Ratification of appointment of Messrs B S R & Co. LLP, Chartered Accountants (Firm Registration No.101248W/W-100022) as Statutory Auditors and to authorize the Board of Directors to determine their remuneration.	Ordinary Resolution	By Poll and Remote E-voting	Passed with requisite Majority.
4.	Appointment of Mr. Jean-Christophe Deslarzes as a Director.	Ordinary Resolution	By Poll and Remote E-voting	Passed with requisite Majority.
5.	Approval of remuneration to the Cost Auditor of the Company for Financial Year 2018.	Ordinary Resolution	By Poll and Remote E-voting	Passed with requisite Majority.



	ABB INDIA LIMITED
Date of the AGM/EGM	09-05-2018
Total number of shareholders on record date	64016
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	243
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	Votes Invalid	Votes Abstain	Votes Less/Partial	
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	0	0	0	
	Poll		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Total		158931281	100	158931281	0	100	0	0	0	0	0
Public- Institutions	E-Voting	35765663	31856567	89.0703	31856567	0	100.0000	0.0000	0	49277	29272	
	Poll		103635	0.2898	103635	0	100.0000	0.0000	2250	0	0	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	3561	0	0	
	Total		31960202	89.3601	31960202	0	100	0	5811	49277	29272	
Public- Non Institutions	E-Voting	17211431	263637	1.5318	263632	5	99.9981	0.0018	0	31076	0	
	Poll		7791	0.0453	7791	0	100.0000	0.0000	0	0	0	
	Postal Ballot (if applicable)		61958	0.3600	61950	8	99.9870	0.0129	0	0	0	
	Total		333386	1.9371	333373	13	99.9961	0.0039	0	31076	0	
Total		211908375	191224869	90.2394	191224856	13	100.0000	0.0000	5811	80353	29272	



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	Votes Invalid	Votes Abstain	Votes Less/Partial
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	0	0	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0
	Total		158931281	100	158931281	0	100	0	0	0	0
Public- Institutions	E-Voting	35765663	31905844	89.2080	31905844	0	100.0000	0.0000	0	0	29272
	Poll		103635	0.2898	103635	0	100.0000	0.0000	2250	0	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	3561	0	0
	Total		32009479	89.4978	32009479	0	100	0	5811	0	29272
Public- Non Institutions	E-Voting	17211431	294713	1.7123	294708	5	99.9983	0.0016	0	0	0
	Poll		7791	0.0453	7791	0	100.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		61918	0.3597	61918	0	100.0000	0.0000	0	40	0
	Total		364422	2.1173	364417	5	99.9986	0.0014	0	40	0
Total		211908375	191305182	90.2773	191305177	5	100.0000	0.0000	5811	40	29272

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of Statutory Auditors and to authorize the Board of Directors to determine their remuneration										
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	Votes Invalid	Votes Abstain	Votes Less/Partial
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	0	0	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0
	Total		158931281	100	158931281	0	100	0	0	0	0
Public- Institutions	E-Voting	35765663	31905844	89.2080	31905844	0	100.0000	0.0000	0	0	29272
	Poll		103635	0.2898	103635	0	100.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0
	Total		32009479	89.4978	32009479	0	100	0	0	0	29272
Public- Non Institutions	E-Voting	17211431	263637	1.5318	263630	7	99.9973	0.0026		31076	0
	Poll		7808	0.0454	7748	60	99.2315	0.7684	2233	0	0
	Postal Ballot (if applicable)		61933	0.3598	61825	108	99.8256	0.1743	3561	25	0
	Total		333378	1.937	333203	175	99.9475	0.0525	5794	31101	0
Total		211908375	191274138	90.2627	191273963	175	99.9999	0.0001	5794	31101	29272



Resolution No.	4											
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Jean-Christophe Deslarzes as 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	Votes Invalid	Votes Abstain	Votes Less/Partial	
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	0	0	0	
	Poll		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Total		158931281	100	158931281	0	100	0	0	0	0	0
Public- Institutions	E-Voting	35765663	31905844	89.2080	31622509	283335	99.1119	0.8880	0	0	29272	
	Poll		103635	0.2898	103635	0	100.0000	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Total		32009479	89.4978	31726144	283335	99.1148	0.8852	0	0	29272	
Public- Non Institutions	E-Voting	17211431	263637	1.5318	263626	11	99.9958	0.0041	0	31076	0	
	Poll		7791	0.0453	7791	0	100.0000	0.0000	2250	0	0	
	Postal Ballot (if applicable)		61931	0.3598	61831	100	99.8385	0.1614	3561	27	0	
	Total		333359	1.9369	333248	111	99.9667	0.0333	5811	31103	0	
Total	211908375	191274119	90.2627	190990673	283446	99.8518	0.1482	5811	31103	29272		

Resolution No.	5											
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of remuneration to the Cost Auditor of the Company for Financial Year 2018											
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	Votes Invalid	Votes Abstain	Votes Less/Partial	
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	0	0	0	
	Poll		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Total		158931281	100	158931281	0	100	0	0	0	0	0
Public- Institutions	E-Voting	35765663	31905844	89.2080	31905844	0	100.0000	0.0000	0	0	29272	
	Poll		103635	0.2898	103635	0	100.0000	0.0000	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0	0	0	
	Total		32009479	89.4978	32009479	0	100	0	0	0	0	29272
Public- Non Institutions	E-Voting	17211431	263637	1.5318	263625	12	99.9954	0.0045	0	31076	0	
	Poll		7791	0.0453	7731	60	99.2298	0.7701	2250	0	0	
	Postal Ballot (if applicable)		61902	0.3597	61768	134	99.7835	0.2164	3561	56	0	
	Total		333330	1.9368	333124	206	99.9382	0.0618	5811	31132	0	
Total	211908375	191274090	90.2626	191273884	206	99.9999	0.0001	5811	31132	29272		





CS SKANNAN
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 the poll taken on the resolutions indicated in the Notice sent to the shareholders of the Company through e-voting, postal ballot and by poll at the 68th Annual General Meeting (AGM) of the Company held on Wednesday, 9th May 2018 at "Grand Ball Room", Second Floor, Sheraton Grand Bangalore Hotel at Brigade Gateway, 26/1 Dr. Rajkumar Road, Malleshwaram-Rajajinagar, Bengaluru - 560055 at 11.00 A.M, submit my report as under:

1. On 9th April 2018 physical copy of the Annual Report was sent by Speed Post/Registered Post to 19,527 shareholders to whom opportunity to participate in the poll through postal ballot was provided.
2. On 10th April 2018 the Company had sent the Annual Reports to 40,844 shareholders through e-mail.
3. The remote e-voting commenced from Saturday, 5th May 2018 at 9.00 AM and concluded at 5.00 PM on Tuesday 8th May, 2018.
4. 136 shareholders have casted their votes thro remote e-voting system and 174 shareholders have casted their votes through postal ballot.
5. 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.
6. The locked ballot boxes were subsequently opened by me in the presence of two witnesses who are not in the employment of the Company.
7. 245 shareholders/proxies/ Authorised Representatives were present at the AGM, amongst them, 133 shareholders had casted their votes by ballot.

CS S KANNAN AND ASSOCIATES
Consultant Company Secretary, FCS 6261, PCS No. 13016
Firm No.S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040
Email : cs.skannan@gmail.com, Mobile : 9845058441, www.kannancs.in





8. The votes casted through Postal Ballot and at the meeting were counted at first instance; thereafter electronic voting was taken up for counting.
9. 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.
10. The Poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
11. 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	
191051480	5	61950	8	111426	0	191224856	13	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	
191131833	5	61918	0	111426	0	191305177	5	Passed with requisite majority

Res. No. 3 : Ratification of appointment of M/s. B S R & Co., LLP., Chartered Accountants, having ICAI Firm registration number 101248W/W-1000022, as Statutory Auditors

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
191100755	7	61825	108	111383	60	191273963	175	Passed with requisite majority





Res. No. 4 : Appointment of Mr. Jean Christophe Deslarzes, Director.

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
190817416	283346	61831	100	111426	0	190990673	283446	Passed with requisite majority

Res. No. 5 : Approval of remuneration to Cost Auditor of the Company for Financial Year 2018.

E-VOTING		Postal Ballot		Poll at AGM		Total		Result
For	Against	For	Against	For	Against	For	Against	
191100750	12	61768	134	111366	60	191273884	206	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**.

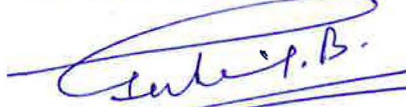
On reckoning the voting of the shareholders of the Company, I report that all the resolutions as set out in the Notice dated 8th February, 2018 shall stand passed with the requisite majority. The Company is hereby instructed to put up the results on its web site and also that of your Registrar and Share Transfer Agent and inform the Stock Exchanges.

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 174.
2. Original ballot papers casted by and among the members present at the AGM numbering 133.

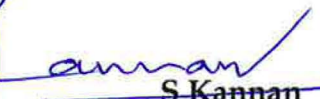
Place: Bangalore
Date : 10th May 2018
Encl: Annexure A.

For ABB India Limited


B. Gururaj
Company Secretary

For S Kannan and Associates




S Kannan
Company Secretary
PCS NO. 13016 / FCS 6261

CS S KANNAN AND ASSOCIATES
Consultant Company Secretary, FCS 6261, PCS No. 13016
Firm No.S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040
Email : cs.skannan@gmail.com, Mobile : 9845058441, www.kannanacs.in

ANNEXURE - A

ABB INDIA LIMITED (CIN: L32202KA1949PLC032923)

Details of E-Voting, Postal Ballot & Physical Poll - 68th AGM held on 9th May 2018

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 abstain Votes	% of votes Abstain
1	Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon	Electronic	136	191161110	130	191051480	99.94	1	5	0.00	0	0	0	5	80353	0.04
		Postal Ballots	174	65519	158	61950	94.55	3	8	0.01	13	3561	5.44	0	0	0.00
		Physical	133	113676	125	111426	98.02	0	0	0.00	8	2250	1.98	0	0	0.00
TOTAL			443	191340305	413	191224856	99.94	4	13	0.00	21	5811	7.41	5	80353	0.04
2	Declaration of Dividend	Electronic	136	191161110	135	191131833	99.98	1	5	0.00	0	0	0	0	0	0.00
		Postal Ballots	174	65519	159	61918	94.50	0	0	0.00	13	3561	0	2	40	0.00
		Physical	133	113676	125	111426	98.02	0	0	0.00	8	2250	1.98	0	0	0.00
TOTAL			443	191340305	419	191305177	99.98	1	5	0.00	21	5811	1.98	2	40	0.00
3	Ratification of appointment of Statutory Auditors and to authorize the Board of Directors to determine their remuneration	Electronic	136	191161110	130	191100755	99.97	2	7	0.00	0	0	0	4	31076	0.00
		Postal Ballots	174	65519	156	61825	94.36	4	108	0.16	13	3561	0	1	25	0.00
		Physical	133	113676	124	111383	97.98	2	60	0.05	7	2233	1.96	0	0	0.00
TOTAL			443	191340305	410	191273963	99.97	8	175	0.00	20	5794	1.96	5	31101	0.00
4	Appointment of Mr. Jean-Christophe Deslarzes as a Director	Electronic	136	191161110	123	190817416	99.82	10	283346	0.15	0	0	0	4	31076	0.00
		Postal Ballots	174	65519	158	61831	94.37	1	100	0.15	13	3561	0	2	27	0.00
		Physical	133	113676	125	111426	98.02	0	0	0.00	8	2250	0	0	0	0.00
TOTAL			443	191340305	406	190990673	99.82	11	283446	0.15	21	5811	0.00	6	31103	0.00
5	Approval of remuneration to the Cost Auditor of the Company for Financial Year 2018	Electronic	136	191161110	129	191100750	99.97	3	12	0.00	0	0	0	4	31076	0.00
		Postal Ballots	174	65519	152	61768	94.27	6	134	0.20	13	3561	0	3	56	0.00
		Physical	133	113676	123	111366	97.97	2	60	0.05	8	2250	0	0	0	0.00
TOTAL			443	191340305	404	191273884	99.97	11	206	0.00	21	5811	0.00	7	31132	0.00

NOTE: One of the shareholders who participated through e-voting has partially not voted to the extent of 29272 shares held by them.