Dear Sirs

Sub: Results of Postal Ballot
Ref: Scrip Code: 500002 / ABB

Pursuant to Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force), notice dated July 2, 2015 was issued to all the Members of the Company seeking their consent for issuance of unsecured redeemable non-convertible debentures on private placement basis to investors including Foreign Portfolio Investors for an aggregate amount not exceeding ₹ 600 crore by way of a Special Resolution.

Based on the Scrutinizer's Report dated August 10, 2015, today, results of the Postal Ballot were declared by the Company at 5.00 pm and displayed the same on the Notice Board kept at the Registered Office of the Company. The summary of Postal Ballot Results for the aforesaid Special Resolution is as follows:

<table>
<thead>
<tr>
<th>SI No</th>
<th>Particulars</th>
<th>No. of Physical Postal Ballot Forms</th>
<th>No. of Equity Shares</th>
<th>No. of Electronic Votes</th>
<th>No. of Equity Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Total no. of votes cast</td>
<td>817</td>
<td>5,47,151</td>
<td>165</td>
<td>19,12,69,191</td>
</tr>
<tr>
<td>2.</td>
<td>Less: Invalid no. of votes / Abstained</td>
<td>28</td>
<td>5,460</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>3.</td>
<td>Valid no. of votes</td>
<td>789</td>
<td>5,41,691</td>
<td>165</td>
<td>19,12,69,191</td>
</tr>
<tr>
<td>4.</td>
<td>Votes cast in favour of the special resolution</td>
<td>727</td>
<td>4,90,601</td>
<td>163</td>
<td>19,12,51,723</td>
</tr>
<tr>
<td>5.</td>
<td>Votes cast against the special resolution</td>
<td>62</td>
<td>51,090</td>
<td>2</td>
<td>30</td>
</tr>
</tbody>
</table>

Result:

<table>
<thead>
<tr>
<th>SI No.</th>
<th>Description</th>
<th>No. of members participated</th>
<th>No. of votes</th>
<th>Votes %</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>Votes cast in favour of the resolution (Physical &amp; e-votes)</td>
<td>890</td>
<td>19,17,42,324</td>
<td>99.96</td>
</tr>
<tr>
<td>2.</td>
<td>Votes cast against the resolution (physical and e-votes)</td>
<td>64</td>
<td>51,120</td>
<td>0.04</td>
</tr>
<tr>
<td></td>
<td>Total</td>
<td>954</td>
<td>19,17,93,444</td>
<td>100.00</td>
</tr>
</tbody>
</table>

*Some of the members have voted for lesser number of shares than the shares held by them to the extent of 17438 shares.
Accordingly the Special Resolution as set out in the Notice dated July 2, 2015 is approved by the Members with requisite majority. The results of the Postal Ballot and the Scrutinizer's Report are available on the Company's website www.abb.co.in as well as on the website of KARVY at https://evoting.karvy.com

Please take the above on record.

Thanking you

Yours faithfully
For ABB India Limited

[Signature]

B Gururaj
Deputy General Counsel &
Company Secretary

Encl: Copy of the Scrutinizer's Report
SCRUTINIZER'S REPORT

(Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014.

10th August 2015

The Chairman / Authorised Person
ABB India Limited (CIN L32202KA1949PLC032923)
21st Floor, World Trade Centre
Brigade Gateway, Dr. Rajkumar Road
Bangalore - 560055.

Dear Sir,

As you are aware, the Board of Directors of the Company at their meeting held on July 2, 2015,
had appointed me as Scrutinizer for conducting the Postal Ballot voting process in a fair and
transparent manner.

The management of the Company is responsible for ensuring compliance with the
requirements of the Companies Act, 2013, and Rules relating to voting through electronic
means and physical postal ballot forms on the resolution contained in the Postal Ballot notice
dated July 2, 2015.

My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer
report of the votes cast “in favour” or “against” the resolution based on the postal ballot forms
submitted by the shareholders of the Company and on the reports generated from the e-voting
system provided by the Karvy Computershare Private Limited, the authorised service
provider, for extending the facility of electronic voting to the shareholders of the Company.

Accordingly, I submit my report as under:

1. In terms of Section 110 of the companies Act, 2013, read with Rule 22 of the Companies
(management and Administration) Rules, 2014, the Company has issued a postal
ballot notice dated July 2, 2015 for passing a special resolution mentioned in the said
notice to its members. The Company completed the despatch of the postal ballot
forms along with self-addressed postage pre-paid business reply envelopes to its
members whose name(s) appeared in the Register of members / list of beneficiaries as
on Friday, June 26, 2015

2. The members were informed vide the postal ballot notice that they were required to
give their assent for or dissent against the proposal through physical postal ballot
forms which were required to be sent to me on or before Saturday, August 8, 2015 or
through e-voting facility which was kept open from 9.00 AM on Friday, July 10, 2015
till 5.00 PM on Saturday, August 8, 2015, (both days inclusive).
3. Pursuant to clause 35B of the listing agreement entered into by the Company with BSE Limited, and the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), the Company has provided electronic voting facility (e-voting) to the shareholders of the Company and has engaged Karvy Computershare Private Limited for providing e-voting platform. Email communication in respect of e-voting for postal ballot of the Company has been sent to email addresses which are registered with the Depositories as on June 26, 2015.

4. Particulars of all the postal ballot forms received from the members including electronic voters have been entered in a register separately maintained for the purpose.

5. The postal ballot forms were duly opened and scrutinized by me and the shareholding was confirmed with the Register of Members of the Company / list of beneficiaries as on the cut-off date i.e., June 26, 2015 as made available by Karvy Computershare Private Limited, the Registrar and Share Transfer Agent of the Company. The report of shareholders’ voting through e-voting option was generated after close of working hours i.e., at 5.00 PM on August 8, 2015.

6. I have considered all postal ballot forms received up to 5.00 PM on August 8, 2015 and electronic votes recorded from July 10, 2015 up to the close of working hours i.e., at 5.00 PM on August 8, 2015, being the last date and time fixed by the Company for receipt of the forms which have been considered for my scrutiny.

7. A summary of the postal ballot forms and electronic voting confirmations (e-votes) received for the special resolution given in the Notice referred to above seeking members’ approval for issuance of Unsecured Redeemable Non-Convertible Debentures on Private Placement basis for an aggregate amount of not exceeding Rs.600 Crore is as under:

<table>
<thead>
<tr>
<th>Sl. No.</th>
<th>Description</th>
<th>No. of members participated</th>
<th>No. of Votes held</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Postal Ballot forms received* (Physical)</td>
<td>817</td>
<td>5,47,151</td>
</tr>
<tr>
<td>2</td>
<td>E-Voting confirmation</td>
<td>165</td>
<td>19,12,69,191</td>
</tr>
<tr>
<td></td>
<td>TOTAL</td>
<td>982</td>
<td>19,18,16,342</td>
</tr>
<tr>
<td>LESS:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>a) Invalid / Abstained Votes through Postal Ballots</td>
<td>28</td>
<td>5,460</td>
</tr>
<tr>
<td>4</td>
<td>b) Invalid / Abstained votes through e-voting</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>5</td>
<td>Votes Ballots (physical)</td>
<td>789</td>
<td>5,41,691</td>
</tr>
<tr>
<td>6</td>
<td>Valid Ballots (e-voting)</td>
<td>165</td>
<td>19,12,69,191</td>
</tr>
<tr>
<td>7</td>
<td>TOTAL VALID VOTES</td>
<td>954</td>
<td>19,18,10,882</td>
</tr>
</tbody>
</table>

J-001, Shriram Aditya Apartments, Chikalsandra, Arehalli, Near Abbeyya Naidu Studio, Banasankari 3rd Stage, Bangalore -560 061, E-mail: cs.skannan@gmail.com, Mobile: 98450 58441
RESULT

<table>
<thead>
<tr>
<th>Sl. No.</th>
<th>Description</th>
<th>No. of members participated</th>
<th>No. of votes</th>
<th>Votes in %</th>
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<td>0.04</td>
</tr>
<tr>
<td></td>
<td>TOTAL</td>
<td>954</td>
<td>19,17,93,444</td>
<td>100.00</td>
</tr>
</tbody>
</table>

*Some of the members have voted for lesser number of shares than the shares held by them to the extent of 17438 shares.

8. The postal ballot and all other papers relating to postal ballot including voting by electronic means shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be returned to the Company.

I write to state that the special resolution set out in the Notice for Postal Ballot dated July 2, 2015 is approved by members of the Company with requisite majority. You may accordingly declare the results of the Postal Ballot as per law.

Yours truly,

[Signature]

CS S Kannan
Consultant Company Secretary
PCS 13016

J-001, Shriram Aditya Apartments, Chikalsandra, Arehalli, Near Abbayya Naidu Studio,
Banasankari 3rd Stage, Bangalore -560 061, E-mail: cs.skanan@gmail.com, Mobile: 98450 58441