



REF:INABB:LODR:2023:

May 11, 2024

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

National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> 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: 74<sup>th</sup> Annual General Meeting – 11.05.2024 and voting results.

Ref: Scrip Code: EQ: 500002 / ABB - ISIN: EQ: INE117A01022

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This is to inform you that the 74<sup>th</sup> Annual General Meeting (AGM) of ABB India Limited was held on Saturday, May 11, 2024 at 11.00 A.M. (IST) at the Registered Office of the Company at Disha, Plot No. 5 & 6, 2nd Stage, Peenya Industrial Area IV, Peenya, Bengaluru - 560 058. In this connection, 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, ('Listing Regulations') and the Chairman Statement as read out during the AGM as **Annexure – I**.
- (2) Voting results as required under Regulation 44 of the Listing Regulations as **Annexure – II**.
- (3) Report of Scrutinizer dated May 11, 2024, pursuant to the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014.

Please take the above on record.

Thanking you

Yours faithfully  
For ABB India Limited

Trivikram Guda  
Company Secretary and Compliance Officer  
ACS 17685

Encl: as above



## Annexure - I

### Summary of proceedings of the 74<sup>th</sup> Annual General Meeting held on May 11, 2024

The 74<sup>th</sup> Annual General Meeting (AGM) of the Members of ABB India Limited ('the Company') was held on Saturday, May 11, 2024 at 11.00 a.m. (IST) at the registered office of the Company situated at Disha, Plot No. 5 & 6, 2nd Stage, Peenya Industrial Area IV, Peenya, Bengaluru - 560 058.

Proceedings in brief:

Mr. Adrian Guggisberg, Chairman chaired the meeting.

The requisite quorum being present, the Chairman called the meeting to order.

The Chairman welcomed the members to the 74<sup>th</sup> AGM and introduced the Board and Key Managerial Personnel to the Members. All the Directors of the Company were present at the Meeting. The Chairman informed that the representatives of Statutory Auditor and the Secretarial Auditor were also present at the meeting. Further, the Registers as required under the Companies Act, 2013 were available at the AGM venue for inspection.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the financial year ended December 31, 2023 were taken as read. There were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor on the financial transactions or matters which have any adverse effect on the functioning of the Company.

He initiated the meeting by reading out the Chairman's Statement.

Thereafter, Mr. Sanjeev Sharma, Managing Director made a presentation on the Company's Performance for the financial year 2023.

Upon completing Managing Director's presentation, the Chairman invited Mr. Trivikram Guda, Company Secretary to brief on the e-voting process. The Company Secretary apprised the Shareholders that as required under the law, the Company had provided remote e-voting facility to the Shareholders to cast their votes which was kept open from 9:00 am on Tuesday, May 7, 2024 till 5:00 pm on Friday, May 10, 2024.

He informed also that, Members who had not cast their votes through remote e-voting and who were participating in the meeting in-person, would have the opportunity to cast their votes through "electronic poll" option using tablets available at the meeting venue.

As required under item 13 of Part A in Schedule III of Regulation 30 of Listing Regulations, the summary of proceedings of 74<sup>th</sup> AGM of the Company is furnished as below:



The following Directors were present:

SI No.	Name	Designation
1	Mr Adrian Guggisberg	Chairman & Non-executive Non-Independent Director
2	Mr Sanjeev Sharma	Managing Director
3	Mr V K Viswanathan	Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee and Risk Management Committee
4	Ms Gopika Pant	Independent Director and Chairman of Stakeholders Relationship Committee
5	Ms Carolina Yvonne Granat	Non-executive Non-independent Director
6	Ms Monica Widhani	Independent Director and Chairman of Corporate Social Responsibility Committee

In attendance:

SI No.	Name	Designation
1	Mr T K Sridhar	Chief Financial Officer
2	Mr Trivikram Guda	Company Secretary
3	Mr Pawan Kejriwal	Representative of B S R & Co.LLP, Chartered Accountants, Statutory Auditors
4	Mr Naman G Joshi	Scrutinizer for Polling Practicing Company Secretary
5	Mr S. N. Viswanathan	Representative of S. N. Ananthasubramanian & Co, Secretarial Auditors

Members present: 202

Time of commencement of the meeting: 11.00 a.m.

Time of conclusion of the meeting: 1.25 p.m.

In terms of Notice of AGM dated February 20, 2024 convening the 74<sup>th</sup> AGM of the Company the following business was transacted through remote e-voting;

Item No.	Particulars	Type of Resolution	Mode of Voting	Remarks (as per the Report of Scrutinizer)
<b>ORDINARY BUSINESS</b>				
1.	Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended December 31, 2023 and Reports of the Board of Directors and the Auditors thereon	Ordinary Resolution	By Remote E-voting and electronic poll option made available for voting at the AGM venue	Passed with requisite majority.



2.	Declaration of Dividend.	Ordinary Resolution	By Remote E-voting and electronic poll option made available for voting at the AGM venue	Passed with requisite majority.
3.	Re-appointment of Mr. Adrian Guggisberg as a Director liable to retire by rotation	Ordinary Resolution	By Remote E-voting and electronic poll option made available for voting at the AGM venue	Passed with requisite majority.
<b>SPECIAL BUSINESS</b>				
4.	Ratification of remuneration to Cost Auditor of the Company for Financial Year ending December 31, 2024	Ordinary Resolution	By Remote E-voting and electronic poll option made available for voting at the AGM venue	Passed with requisite majority.

Shareholders who participated in the meeting through audio visual means and had registered themselves as speakers were provided opportunity to ask questions or express their views followed by speakers in person on the tabled resolutions. The Chairman along with the Key Managerial Personnels replied to the comments and queries of the shareholders.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

Post the conclusion of the remote e-voting, the Scrutinizers' report was received. All the Resolutions have been passed with requisite majority. This is for your information and records.

For ABB India Limited

Trivikram Guda  
Company Secretary and Compliance Officer  
ACS 17685

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# Chairman's Speech

**Dear shareholders,**

Welcome to ABB India's 74<sup>th</sup> Annual General Meeting at our green certified campus in Peenya, Bengaluru. It has been your longstanding request, and we are happy that we could finally host the meeting and welcome you to an ABB campus. Sanjeev will speak more on the significance of the place where we are. Like every year, I will provide an overall view in alignment with the ABB Group and Sanjeev will share the specifics.

During the last three years, ABB India has grown annually in healthy double digits with the market capitalization increasing almost four-fold. Your Company's performance has perfectly mirrored the growth of the Indian economy with the revival of government-led capital expenditure across multiple sectors.

ABB India has been working with customers and partners to meticulously craft their respective growth journeys in a sustainable and resource-efficient manner.

This has been led by our purpose and the 'ABB Way' operating model. We have made our own processes more robust and efficient, and further deepened our footprint in the country.

With a highly localized portfolio and global technology leadership, ABB India has partnered the nation's development journey over several decades. ABB India's portfolio of digital and energy efficient solutions also partner in strengthening the digital infrastructure backbone of the country, while minimizing the impact of climate change.

## **Delivering on our commitment**

ABB India has consistently delivered a solid performance across all key parameters such as orders, revenue, profitability and cashflow generation. The Company has built a robust pipeline of orders from a diverse set of sectors like data centers, electronics, metros and railways, renewables, automotive, water and wastewater and power distribution. Simultaneously, we have deepened our base in segments like metals, mining, cement, pulp, and paper through our energy efficient and eco-friendly solutions. 2023 is the year of many “firsts” for your Company - from financial milestones to hosting the AGM at an ABB campus.

The year was marked by record high orders of INR 12,319 crore (order backlog up by 30 per cent) and revenue of INR 10,447 crore.

Our profit after tax increased by 22 per cent while our cash position continues to be robust.

This was also the first year when two dividends were declared in a single year. A special one was already paid in August 2023 and a final one is now proposed to be approved by all of you, our shareholders, at this Annual General Meeting.

## **Creating value now and for the future**

Our Indian operations, fully aligned with the ABB Way model of operation, are now yielding greater benefits from the portfolio realignment and productization.

We are actively managing our business portfolio to ensure that our divisions conform to our company purpose and deliver on our commitments to stakeholders.

Our portfolio has expanded significantly, now serving 23 segments comprising core and emerging or lighter ones as compared to seven segments back in the pre-COVID days. The share of the lighter segments (data centers, electronics, water, F&B, pharma, warehouse, and logistics, etc.) to the orders’ basket has doubled in the last five years. This renders

greater flexibility in business model and risk mitigation in response to market dynamics.

ABB India continues to work closely with all its customers, channel partners and system integrators, deeper in the tiers 2 and 3 cities to fulfill their growth ambitions in a sustainable manner. From smaller cities to global markets, your company has also deployed a multi-pronged strategy to cater to evolving customer demands.

To increase market allocation for exports, your Company deployed:

- regional strategies,
- global feeder factories,
- product customizations,
- OEM or channel focus as per geographies
- and local certifications

These in turn have ensured preference for ABB India products in varied geographies.

### **Partnering the India growth story**

India continues to be a beacon of growth in a global landscape, which though uncertain, has been able to avoid some major projected risks in 2023.

ABB India's solutions have been an integral part of this journey in power distribution, smart power, or smart building technology for projects of national importance.

ABB's 'Made in India' global technology solutions such as energy efficient drives, eco-efficient switchgears, automation, and digitalization solutions are catalyzing the country's energy transition with renewables (solar and wind) and hydrogen.

Our automation solutions have been ensuring effective monitoring and tracking of resources - be it water, energy or the last mile delivery and connectivity for natural gas.

ABB has also been effectively partnering the transformation of Indian industries in steel, cement, oil and gas, pulp and paper, and mining for a greener and more sustainable mode of operation. The robotics solutions are also playing a significant role in the nation's rapid strides in self-reliance and localization of value chain in the electronics segment.

ABB's traction technology and electrification solutions are also a part of India's journey of electrifying transport networks with varying levels of high-speed and semi high-speed trains. Metals and railways have been two key areas for our large orders. Our solutions are well entrenched in the automotive sector, in manufacturing and optimizing paint usage, and battery tray assembly of electric vehicles, among other applications. The exponential rise in airports in the country has also provided an opportunity for switching technology, distribution products, electrification panels and building automation solutions.

### **Sustainability**

The company has been working closely with our customers, suppliers, and partners across the country to imbibe sustainability in their activities. We are witnessing a surge in the number of companies joining the Energy Efficiency Movement in India. A multi-city symposium on the topic was held for industry peers and partners to enhance awareness about the available solutions to drive efficiency initiatives in their organizations.

Safety and integrity provide us with the license to operate. In June 2023, the Health, Safety, Environment and Security policy was updated to reinforce ABB's commitment to putting health, safety, the environment, and security at the center of our activities. Last year, ABB Group also updated its Code of Conduct and Supplier Code of Conduct and implemented processes and programs to strengthen its integrity culture and enhance risk monitoring. You can read more it in the ABB India annual report 2023.

The Annual Report will also highlight our achievements and targets in sustainability e.g. GHG emissions of Scope 1 and 2, water conservation and



recycling, and renewable electricity. The updates on community projects, human rights, diversity and inclusion, safety and integrity will also be highlighted in the Business Responsibility and Sustainability Report.

### **Facing the future with confidence**

ABB India has made solid, record progress in 2023. This has been a gradual and positive journey of various initiatives involving people, processes, and products cumulatively over the last few years. Empowered by the guidance of our seasoned Board of Directors, we are poised to sustain this growth trajectory, going forward. ABB India is set to create benchmarks and new growth templates underlined by sustainability and integrity.

On behalf of the Board of Directors, we would like to thank all our stakeholders for their continued trust and support. Together with our customers, employees, partners, suppliers, and investors, we will continue to provide superior value for all our stakeholders by balancing the needs of society, the economy, and the environment.

	ABB INDIA LIMITED
Date of the AGM/EGM	11-05-2024
Total number of shareholders on record date	110256
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	201
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 - Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended December 31, 2023 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 Abstained
Promoter and Promoter Group	E-Voting	15,89,31,281	15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	3,77,69,699	3,07,61,003	81.4436	3,07,38,500	22,503	99.9268	0.0731	0	22,361
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,07,61,003	81.4436	3,07,38,500	22,503	99.9268	0.0732	0	22361
Public- Non Institutions	E-Voting	1,52,07,395	31,995	0.2104	31,957	38	99.8812	0.1187	0	3
	Poll		12,515	0.0823	12,515	0	100.0000	0.0000	0	10
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		44,510	0.2927	44,472	38	99.9146	0.0854	0	13
Total		21,19,08,375	18,97,36,794	89.5372	18,97,14,253	22,541	99.9881	0.0119	0	22374

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 Abstained
Promoter and Promoter Group	E-Voting	15,89,31,281	15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0.0000	0

Public- Institutions	E-Voting	3,77,69,699	3,07,83,364	81.5028	3,07,83,364	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,07,83,364	81.5028	3,07,83,364	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	1,52,07,395	31,998	0.2104	31,963	35	99.8906	0.1093	0	0
	Poll		12,515	0.0823	12,515	0	100.0000	0.0000	0	10
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		44,513	0.2927	44,478	35	99.9214	0.0786	0	10
Total		21,19,08,375	18,97,59,158	89.5477	18,97,59,123	35	100.0000	0.0000	0	10

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Adrian Guggisberg as a Director liable to retire by rotation									
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 Abstained
Promoter and Promoter Group	E-Voting	15,89,31,281	15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,77,69,699	3,07,78,449	81.4898	2,61,76,171	46,02,278	85.0470	14.9529	0	4,915
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,07,78,449	81.4898	2,61,76,171	46,02,278	85.0471	14.9529	0	4,915
Public- Non Institutions	E-Voting	1,52,07,395	28,525	0.1876	26,986	1,539	94.6047	5.3952	0	3,473
	Poll		12,515	0.0823	12,515	0	100.0000	0.0000	0	10
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		41,040	0.2699	39,501	1,539	96.2500	3.7500	0	3,483
Total		21,19,08,375	18,97,50,770	89.5438	18,51,46,953	46,03,817	97.5738	2.4262	0	8398

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration to Cost Auditor of the Company for Financial Year ending December 31, 2024									
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 Abstained
Promoter and Promoter Group	E-Voting	15,89,31,281	15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0

	Total		15,89,31,281	100.0000	15,89,31,281	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	3,77,69,699	3,07,62,757	81.4482	3,07,62,757	0	100.0000	0.0000	0	20,607
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,07,62,757	81.4482	3,07,62,757	0	100.0000	0.0000	0	20607
Public- Non Institutions	E-Voting	1,52,07,395	31,995	0.2104	31,185	810	97.4683	2.5316	0	3
	Poll		12,515	0.0823	12,515	0	100.0000	0.0000	0	10
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		44,510	0.2927	43,700	810	98.1802	1.8198	0	13
	Total	21,19,08,375	18,97,38,548	89.5380	18,97,37,738	810	99.9996	0.0004	0	20620



# N G JOSHI & CO

COMPLIANCE FOR CORPORATE ACTIONS

**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]*

To.

**Shri ADRIAN GUGGISBERG,**

Chairman of 74<sup>th</sup> Annual general Meeting

**ABB India Limited**

Disha – 3rd Floor, Plot No. 5 & 6, 2nd Stage,

Peenya Industrial Area IV, Peenya,

Bengaluru - 560 058, Karnataka

Dear Sir,

I, Naman G. Joshi, Proprietor of N G Joshi & Co, Company Secretaries, Bangalore, was appointed as a scrutinizer by the Board of Directors of the Company at its meeting held on 20<sup>th</sup> day of February 2024 for the purpose of scrutinizing e-voting process (remote e-voting) and voting by poll (electronic) under the provisions of Section 108 and 109 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), on the resolutions contained in the Notice to the 74<sup>th</sup> Annual General Meeting of the Equity Shareholders of **ABB India Limited** (the “Company”) held on May 11, 2024 at 11.00 A.M. at Disha, Plot No. 5 & 6, 2nd Stage, Peenya Industrial Area IV, Peenya, Bengaluru - 560 058. I hereby submit my report as under:

1. The Equity Shareholders holding shares as on May 4, 2024, being cut-off date, were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.
2. The remote E-Voting period remained open from 9.00 AM on Tuesday, May 7, 2024 up to 5.00 PM on Friday May 10, 2024.

**PRIMARY OFFICE**

PRAKRUTHI CRYSTAL” 4th Floor, No 4144, 4th Phase,  
Giri Nagar, Bangalore -560085  
Tel: 080-26423303/ 9739098717 / 9035840555  
csnaman@ngjoshiandco.com / cs@ngjoshiandco.com

**BRANCH OFFICE**

No. 11, Behind Mahalakshmi Temple, Ganesh Layout,  
Gandhi Nagar, Hubli, 580030  
0836-3502916 / 3504022

3. After the time fixed for closing of the poll by the Chairman at the AGM, shareholders were asked to poll their votes electronically through the facility provided by the KFin Technologies Limited (“KFin”).
4. All the votes casted were reconciled with the records maintained by the Company’s Registrar and Transfer Agents.
5. The votes cast through poll (electronic) at the AGM venue were unblocked at 1.46 PM, after the conclusion of voting at the AGM on Saturday, May 11, 2024.
6. After the closure of Poll (electronic), the votes cast under electronic poll facility were unblocked in the presence of Mr. G Madhusudan and Mr. K Balakrishna, witnesses not in employment of the Company, as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.
7. Thereafter, the details of equity shareholders, who voted “For” or “Against” or “Invalid” on May 11, 2024 were extracted from the data available with KFin and the list of equity shareholders who voted “For” or “Against” were downloaded from the E-Voting website of KFin.
8. The combined result of remote E-voting and poll (electronic) is as under:

**(a) RESOLUTION No.1:(As an Ordinary Resolution)**

Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended December 31, 2023 and Reports of the Board of Directors and the Auditors thereon:

(i) Voted in favor of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	1,033	18,97,01,738	99.9881
Voting by Poll	108	12,515	
Total	1,141	18,97,14,253	99.9881

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	4	22,541	0.0119
Voting by Poll	0	0	
Total	4	22,541	0.0119

(iii) Invalid votes:

Total number of members Whose votes were declared invalid	Total number of votes cast by them
0	0

(iv) Abstain from Voting for resolution:

Mode of Voting	Number of members voted	Number of votes cast by them
Remote E-Voting	5	22,364
Voting by Poll	1	10
Total	6	22,374

**(b) RESOLUTION No.2: (As an Ordinary Resolution)**

Declaration of Dividend

(i) Voted in favor of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	1,039	18,97,46,608	99.99998
Voting by Poll	108	12,515	
Total	1,147	18,97,59,123	99.99998

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	3	35	00.00002
Voting by Poll	0	0	
Total	3	35	00.00002

(iii) Invalid votes:

Total number of members Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(iv) Abstain from Voting for resolution:

Mode of Voting	Number of members voted	Number of votes cast by them
Remote E-Voting	0	0
Voting by Poll	1	10
Total	1	10

**(c) RESOLUTION No.3: (As an Ordinary Resolution)**

Re-appointment of Mr. Adrian Guggisberg as a Director liable to retire by rotation:

(i) Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	856*	18,51,34,438	97.5738
Voting by Poll	108	12,515	
Total	964*	<b>18,51,46,953</b>	<b>97.5738</b>

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	193*	46,03,817	2.4262
Voting by Poll	0	0	
Total	193*	46,03,817	2.4262

(iii) Invalid votes:

Total number of members Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



(iv) Abstain from Voting for resolution:

Mode of Voting	Number of members voted	Number of votes cast by them
Remote E-Voting	5	8,388
Voting by Poll	1	10
Total	6	8,398

**(d) RESOLUTION No. 4: (As an Ordinary Resolution)**

Ratification of remuneration to Cost Auditor of the Company for Financial Year ending December 31, 2024:

(i) Voted in favor of the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	1,028	18,97,25,223	99.9996
Voting by Poll	108	12,515	
Total	1,136	18,97,37,738	99.9996

(ii) Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	7	810	00.0004
Voting by Poll	0	0	
Total	7	810	00.0004

(iii) Invalid votes:

Total number of members Whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(iv) Abstain from Voting for resolution:

Mode of Voting	Number of members voted	Number of votes cast by them
Remote E-Voting	7	20,610
Voting by Poll	1	10
Total	8	20,620

9. This Report provides details of equity shareholders who voted “FOR”, “AGAINST”, “INVALID” and shareholders “ABSTAINED” from voting.

Note : \* 1. On the resolution no. 3 proposed after counting total members participation in the Remote E-Voting, it counts as 856 in favour of motion and 193 against motion, but when all the 2 categories are counted separately total members participation in the ballot count become 1049, because 12 members has voted their partial shares in favor of the motion of resolution and balance shares against the motion of the resolution.

I hereby confirm that the resolutions proposed at the 74<sup>th</sup> Annual General Meeting of the Company are passed with requisite majority.

Thanking you,

Yours faithfully,

**For N G Joshi & Co.,**

**NAMAN  
GURUMUR  
THI JOSHI**

Digitally signed by NAMAN GURUMURTHI JOSHI  
DN: c=IN, postalCode=560085, st=KARNATAKA,  
street=BANGALORE, l=BANGALORE, o=Personal,  
serialNumber=d611a11f15d27c7f16386453659732c4  
04f8b1d637acbee9bb025f1e426fb8a0f,  
pseudonym=e7b18180c77149d09c09b989505e34d  
d,  
2.5.4.20=ef1bf7c25e5f3845d76096ec750368964e6d  
904b27b8c21e9e435e55e7aa839,  
email=CSNAMAN@NGJOSHIANDCO.COM,  
cn=NAMAN GURUMURTHI JOSHI  
Date: 2024.05.11 19:48:55 +05'30'

**Naman G. Joshi**

Practicing Company Secretary

FCS 8389 CP 9579

Place: Bangalore

Dated: 11/05/2024

UDIN: **F008389F000352801**



# **N G JOSHI & CO**

**COMPLIANCE FOR CORPORATE ACTIONS**

## **Consolidated Scrutinizer's Report**

*[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]*

To,

**Shri ADRIAN GUGGISBERG,**

Chairman of 74<sup>th</sup> Annual General Meeting

**ABB India Limited**

Disha – 3rd Floor, Plot No. 5 & 6, 2nd Stage,

Peenya Industrial Area IV, Peenya,

Bengaluru - 560 058, Karnataka

Dear Sir,

1. I, Naman G. Joshi, Proprietor of N G Joshi & Co, Company Secretaries, Bangalore, was appointed as a scrutinizer by the Board of Directors of the Company at its meeting held on 20<sup>th</sup> day of February 2024 for the purpose of scrutinizing e-voting process (remote e-voting) and voting by poll (electronic) under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), on the resolutions contained in the Notice to the 74<sup>th</sup> Annual General Meeting of the Equity Shareholders of **ABB India Limited** (the "Company") held on May 11, 2024 at 11.00 A.M. at Registered office Disha, Plot No. 5 & 6, 2nd Stage, Peenya Industrial Area IV, Peenya, Bengaluru - 560 058.
2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by remote e-voting) and voting by electronic poll on the resolutions contained in the notice to 74<sup>th</sup> AGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the process of voting through electronic means (i.e. by remote e-voting) and voting by poll (electronic) at venue is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" or "invalid" or "abstained" from the resolutions, based on the reports generated from e-voting system provided by KFin Technologies Limited ("KFin")., the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for the voting through electronic means (i.e. by remote e-voting) and report generated for voting by electronic poll at the meeting.
3. I submit herewith my consolidated scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting) and voting by poll (electronic) as under:

#### **PRIMARY OFFICE**

PRAKRUTHI CRYSTAL" 4th Floor, No 4144, 4th Phase,  
Giri Nagar, Bangalore -560085  
Tel: 080-26423303/ 9739098717 / 9035840555  
csnaman@ngjoshiandco.com / cs@ngjoshiandco.com

#### **BRANCH OFFICE**

No. 11, Behind Mahalakshmi Temple, Ganesh Layout,  
Gandhi Nagar, Hubli, 580030  
0836-3502916 / 3504022

**ORDINARY BUSINESS:**

ITEM NUMBER & AGENDA OF THE NOTICE OF AGM	TOTAL votes		Votes in favor of the Resolution		Votes against the resolution		Invalid Votes	Abstain votes
	No. Members voted	No of shares held	Nos.	% of Total No. of Valid Votes cast	Nos.	% of Total No. of Valid Votes cast	Nos.	No.
Item No. 1 – Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended December 31, 2023 and Reports of the Board of Directors and the Auditors thereon .	1145	19,01,03,502	1141	18,97,14,253	4	22,541	0	22,374
Item No. 2 – Declaration of Dividend.	1150	19,01,25,866	1147	18,97,59,123	3	35	0	10
Item No. 3 – Re-appointment of Mr. Adrian Guggisberg as a Director liable to retire by rotation.	1145	19,01,17,478	964* (856+108)	18,51,46,953	193*	46,03,817	0	8398

**SPECIAL BUSINESS:**

ITEM NUMBER & AGENDA OF THE NOTICE OF AGM	Total Votes		Votes in favor of the Resolution		Votes against the resolution		Invalid Votes	Abstain
	No. members voted	No	Nos.	% of total no. of valid votes cast	Nos.	% of total no. of valid votes cast	Nos.	Nos.
Item No. 4 – Ratification of remuneration to Cost Auditor of the Company for Financial Year ending December 31, 2024. as an <b>Ordinary Resolution</b>	1,143	19,01,05,256	1136	18,97,37,738	7	810	0	20,620

4. The electronic data and all other relevant records relating to the e-voting and poll (electronic) is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.
5. I hereby confirm that the resolutions proposed at the 74<sup>th</sup> Annual General Meeting of the Company are passed with requisite majority.

Note : \* 1. On the resolution no. 3 proposed after counting total members participation in the Remote E-Voting, it counts as 856 in favour of motion and 193 against motion, but when all the 2 categories are counted separately total members participation in the ballot count become 1049, because 12 members has voted their partial shares in favor of the motion of resolution and balance shares against the motion of the resolution.

Thanking you,

Yours faithfully,  
**For N G Joshi & Co.,**

**NAMAN  
GURUMUR  
THI JOSHI**

Digitally signed by NAMAN GURUMURTHI JOSHI  
DN: cn=N, postalCode=560085, st=KARNATAKA,  
street=BANGALORE, s=BANGALORE, cn=Personal,  
serialNumber=de11a1f18d27c7f16386453d38732c4  
04f8b1d637acbee9b025f1e426fb8a0f,  
pseudoym=7018180c77149d89c09b989505e34d  
d,  
2.5.4.20=e11bf7c25e5f3845d76096ec750368964e6d  
90402788c21e9d433455c7a3839,  
email=CSNAMAN@NGJOSHIANDCO.COM,  
cn=NAMAN GURUMURTHI JOSHI  
Date: 2024.05.11 19:49:45 +05'30'

**Naman G. Joshi**  
Practicing Company Secretary  
FCS F8389 CP 9579  
Place: Bangalore  
Dated: 11/05/2024  
UDIN: **F008389F000352801**

Countersigned by:  
**ABB India Limited**