

# ABB India Limited

(formerly known as ABB Limited)

CIN: L32202KA1949PLC032923

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

Phone: 080-22949150 to 22949153

Website: www.abb.co.in, E-mail: investor.helpdesk@in.abb.com



## 65th Annual General Meeting BALLOT FORM

(In lieu of E-voting)

DP. Id	
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Client Id / Folio No.	
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No. of Shares	
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NAME AND ADDRESS OF THE REGISTERED MEMBER
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Dear Shareholder(s):

I/We hereby exercise my/our vote in respect of the Resolution(s) to be passed for the businesses stated in the Notice dated February 10, 2015 convening the 65th Annual General Meeting of the Company to be held on May 6, 2015, by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below.

Item No.	Description	Type of resolution	No. of equity shares	FOR	AGAINST
1.	Adoption of Audited Balance Sheet, Audited Profit and Loss Account, Cash Flow Statement for the year ended December 31, 2014, Reports of the Directors and the Auditors thereon.	Ordinary resolution			
2.	Declaration of Dividend.	Ordinary resolution			
3.	Appointment of M/s. S. R. BATLIBOI & ASSOCIATES LLP, Chartered Accountants, having ICAI Firm registration number 101049W, as Statutory Auditors.	Ordinary resolution			
4.	Re-appointment of Mr. Tarak Mehta (DIN 06995639) who was appointed to fill the casual vacancy.	Ordinary resolution			
5.	Appointment of Mr. Nasser Munjee (DIN 00010180) as an Independent Director of the Company for a period of 5 consecutive years.	Ordinary resolution			
6.	Appointment of Mr. Darius E Udawadia (DIN 00009755) as an Independent Director of the Company for a period of 5 consecutive years.	Ordinary resolution			
7.	Appointment of Mrs. Renu Sud Karnad (DIN 00008064) as an Independent Director of the Company for a period of 5 consecutive years.	Ordinary resolution			

Place:

Date :

\_\_\_\_\_  
Signature of the Shareholder

**NOTE: Kindly read the instructions printed overleaf before filling the form. Valid Ballot Forms received by the scrutinizer by 5:00 p.m. on Tuesday, May 5, 2015 shall only be considered.**

## INSTRUCTIONS

1. Members may fill up the Ballot Form printed overleaf and submit the same in a sealed envelope to Mr. S Kannan, Practicing Company Secretary, The Scrutinizer, C/o Karvy Computershare Pvt. Ltd., Unit: ABB India Limited, Plot No.17-24, Vittal Rao Nagar, Near Image Hospital, Madhapur, Hyderabad – 500081 or to his email id cs.skannan@gmail.com so as to reach **5.00 pm on Tuesday, May 5, 2015**. Ballot Form received thereafter will strictly be treated as if not received.
2. The Company will not be responsible if the envelope containing the Ballot Form is lost in transit.
3. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
4. In the event member casts his votes through both the processes i.e. E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
5. The right of voting by Ballot Form shall not be exercised by a proxy.
6. To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company (i.e. M/s Karvy Computershare Pvt. Ltd.). Members are requested to keep the same updated.
7. There will be only one Ballot Form for every Folio/DP ID/CLIENT ID irrespective of the number of joint members.
8. In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot Form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
9. Where the Ballot Form has been signed by an authorized representative of the Body Corporate/Trust/Society, etc. a certified copy of the relevant authorization/Board resolution to vote should accompany the Ballot Form.
10. Instructions for e-voting procedure are available in the Notice of 65th Annual General Meeting and are also placed on the website of the Company, [www.abb.co.in](http://www.abb.co.in) and <https://evoting.karvy.com>. For further details members are requested to refer the same.
11. In case of any query, you may refer Help & FAQ section of <https://evoting.karvy.com> (Karvy Website) or call KCPL on 44655000 & Toll Free No.1800 3454 001.
12. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date **Wednesday, April 29, 2015**.
13. The e-voting period commences on **Saturday, May 2, 2015 (9.00 a.m. IST)** and ends on **Tuesday, May 5, 2015 (5.00 p.m. IST)**. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on **Wednesday, April 29, 2015**, may cast their vote electronically.
14. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he / she / it shall not be allowed to change it subsequently.
15. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on **Wednesday, April 29, 2015**.
16. Mr. S Kannan Practicing Company Secretary, (Membership No. F6261 and PCS No. 13016), has been appointed as the Scrutinizer to scrutinize the voting process (electronically or otherwise) in a fair and transparent manner.
17. The Results shall be declared either by the Chairman or by an authorized person of the Chairman and the resolution will be deemed to have been passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s).
18. Immediately after declaration of results, the same shall be placed along with the Scrutinizer's Report on the Company's website [www.abb.co.in](http://www.abb.co.in) and on the website of KARVY <https://evoting.karvy.com>, and communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed for placing the same in their website.

### E-VOTING

Users who wish to opt for e-voting may use the following login credentials.

EVEN (E Voting Event Number)	User ID	Password
1664		

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## ATTENDANCE SLIP

PLEASE HAND OVER THE ATTENDANCE SLIP AT THE ENTRANCE OF THE AGM HALL

DP. Id	
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Client Id / Folio No.	
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No. of Shares	
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NAME AND ADDRESS OF THE REGISTERED MEMBER
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I hereby record my presence at the 65th Annual General Meeting of the Company held at “**Grand Ball Room**”, **Second Floor, Sheraton Bangalore Hotel at Brigade Gateway**, 26/1, Dr. Rajkumar Road, Malleshwaram-Rajajinagar, Bengaluru – 560 055, on **Wednesday, May 6, 2015** at 11.00 A.M. (IST)

Full name of the Proxy, if attending the Meeting:

Signature of the Member / Joint Member / Proxy attending the Meeting :

### Note:

Persons attending the Meeting are requested to bring this Attendance Slip and Annual Report with them.



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**65th Annual General Meeting on May 6, 2015** at 11.00 A.M. (IST)



## PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
Email ID	
Folio No. / DP ID - Client ID	

I / We being the Member(s) of \_\_\_\_\_ shares of above named Company, hereby appoint:

(1) Name: \_\_\_\_\_ Address: \_\_\_\_\_

Email ID: \_\_\_\_\_ Signature: \_\_\_\_\_ Or failing him / her

(2) Name: \_\_\_\_\_ Address: \_\_\_\_\_

Email ID: \_\_\_\_\_ Signature: \_\_\_\_\_ Or failing him / her

(3) Name: \_\_\_\_\_ Address: \_\_\_\_\_

Email ID: \_\_\_\_\_ Signature: \_\_\_\_\_



as my / our proxy to attend and vote (on a poll) for me/us and on my / our behalf at the 65th Annual General Meeting of the Company to be held on and at any adjournment thereof in respect of such resolutions as are indicated below:

**ORDINARY BUSINESS:**

1. Adoption of Audited Balance Sheet, Audited Profit and Loss Account, Cash Flow Statement for the year ended December 31, 2014, Reports of the Directors and the Auditors thereon.
2. Declaration of Dividend.
3. Appointment of M/s. S. R. BATLIBOI & ASSOCIATES LLP, Chartered Accountants, having ICAI Firm registration number 101049W, as Statutory Auditors.

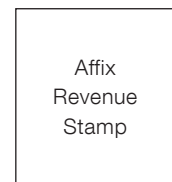
**SPECIAL BUSINESS:**

4. Re-appointment of Mr. Tarak Mehta (DIN 06995639) who was appointed to fill the casual vacancy.
5. Appointment of Mr. Nasser Munjee (DIN 00010180) as an Independent Director of the Company for a period of 5 consecutive years.
6. Appointment of Mr. Darius E Udwadia (DIN 00009755) as an Independent Director of the Company for a period of 5 consecutive years.
7. Appointment of Mrs. Renu Sud Karnad (DIN 00008064) as an Independent Director of the Company for a period of 5 consecutive years.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2015

Signature of Member(s): \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_



**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Statement setting out material facts thereon and notes, please refer to the Notice of the 65th Annual General Meeting.
3. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.