ANNEXUREI

Format to be submitted by listed entity on quarterly basis

 Name of Listed Entity
Quarter ending - ABB India Limited

- 31-Dec-2018

Composition Of Board Of Director i.

T i t e (M r ./ M s)	Name of the Director	DIN	P A N	Cate gory (Chai rpers on /Execu tive/No n- Execut ive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint me nt	Dat e of ces sati on	T n ur e	No of Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Co mm itte e(s) incl udi ng this list ed enti ty	No of post of Chai rper son in Audi t/ Stak ehol der Co mmi ttee held in liste d entiti es inclu ding this liste d entiti	Me mbe rshi p in Co mmi ttee s of the Co mpa ny	Remarks
Mr.	Sanjeev Sharma	0 7 3 6 2 3 4 4 4	AIC PS 94 55 R	ED		01- Jan- 2016		3 6	1	1	<u>y</u> 0	SC,RC	
Mr.	Nasser Munjee	0 0 1 0 1 8 0	AA FP M7 58 8N	ID		06- May- 2015		6 0	7	1	5	AC,RC, NRC	

Mr.	Darius E Udwadia	0 0 0 9 7 5 5	AA AP U2 26 3K	ID	06- May- 2015	6 0	5	7	1	AC,SC	
Mr s.	Renu Sud Karnad	0 0 0 8 0 6 4	AA EP K2 99 2H	ID	06- May- 2015	6 0	5	4	1	AC,SC, NRC	
Mr.	Tarak Mehta	0 6 9 5 6 3 9	ZZ ZZ Z9 99 92	NED	28- Oct- 2014		1	1	0	AC	nnTarak Mehta&nb sp;being foreign national, do not have PAN
Mr.	Jean- Christophe Deslarzes	0 8 0 6 4 6 2 1	ZZ ZZ Z9 99 92	C & NED	08- Feb- 2018		1	0	0	RMC,N RC	nnJ C Deslarzes& nbsp;being foreign national, do not have PAN

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

ii. Composition of Committees

a. Audit Committee

<u>ui 70</u>					
Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
No.				Date	
1	Tarak Mehta	NED	Member	28-Oct-2014	
2	Renu Sud Karnad	ID	Member	09-Aug-2013	
3	Darius E Udwadia	ID	Member	21-Jul-2005	
4	Nasser Munjee	ID	Chairperson	24-Apr-2002	

Company Remarks	
Whether Permanent	Yes

chairperson appointed		

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sanjeev Sharma	ED	Member	01-Jan-2016	
2	Renu Sud Karnad	ID	Member	04-May-2014	
3	Darius E Udwadia	ID	Chairperson	04-May-2014	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	T K Sridhar	Member	Member	24-Jul-2015	
2	Sanjeev Sharma	ED	Member	01-Jan-2016	
3	Jean-Christophe Deslarzes	C & NED	Member	08-Feb-2018	
4	Nasser Munjee	ID	Chairperson	10-Feb-2015	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Nasser Munjee	ID	Chairperson	04-May-2014	
2	Renu Sud Karnad	ID	Member	04-May-2014	
3	Jean-Christophe Deslarzes	C & NED	Member	08-Feb-2018	

Company Remarks	
Whether Permanent	Yes
chairperson appointed	

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
19-Jul-2018	30-Oct-2018
	04-Dec-2018

Company Remarks	
Maximum gap between any two consecutive (in number of days)	102

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	19-Jul-2018	30-0ct-2018		Yes
Audit Committee		04-Dec-2018		Yes
Stakeholders Relationship Committee	19-Jul-2018	30-Oct-2018		Yes

Company Remarks	
Maximum gap between any	102
two consecutive (in number of	
days) [Only for Audit	
Committee]	

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related
party transactions and
Disclosure of notes of material
related party transactions

VI. Affirmations

- 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes
- 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee Yes
 - b. Nomination & remuneration committee Yes
 - c. Stakeholders relationship committee Yes
 - d. Risk management committee (applicable to the top 100 listed entities) Yes
- 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.-Yes
- 5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **Yes**

b. Any comments/observations/advice of Board of Directors may be mentioned here:

nnCG Report for Q3 2018 was placed before the Board at its meeting held on October 30, 2018. - No comments / observations / advise of the Board.n nCG Report for Q4 2018 will be placed before the Board at its meeting to be held for consideration of Q4 2018 results.n

Name : Designation : B Gururaj Company Secretary & Compliance Officer

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

Item	Col	gulation mplianc		ny Remark	W	Vebsite
		tatus				
Details of business	Yes					/w.abb.co.in
Terms and conditions of appointment of	Yes					/w.abb.co.in
Composition of various committees of	Yes				-	/w.abb.co.in
Code of conduct of board of directors and	Yes					/w.abb.co.in
Č Č	Yes					/w.abb.co.in
Criteria of making payments to non-	Yes			www.abb.		/w.abb.co.in
Policy on dealing with related party	Yes				ww	/w.abb.co.in
Policy for determining 'material' subsidiaries						
, e ,	Yes				ww	/w.abb.co.in
Contact information of the	Yes				ww	/w.abb.co.in
designated officials of the listed						
email address for grievance redressal and	Yes				ww	/w.abb.co.in
Financial results	Yes				ww	/w.abb.co.in
Shareholding pattern	Yes				ww	/w.abb.co.in
Details of agreements entered into	Not					
	Appli	icable				
	Not	00.010				
II Annual Affirmations					<u> </u>	
Particulars		Regulati	on	Compl		Company
	Numbe			iance		Remark
				status		Kelliark
Independent director(s) have been		16(1)(b) & 25(6)		Yes		
appointed in terms of specified criteria of						
'independence' and/or 'eligibility'						
Board composition		17(1)		Yes		
Meeting of Board of directors		17(2)		Yes		
Review of Compliance Reports		17(3)		Yes		
Plans for orderly succession for		17(4)		Yes		
appointments						
Code of Conduct		17(5)		Yes		
Fees/compensation		17(6)		Yes		
Minimum Information		17(7)		Yes		
Compliance Certificate		17(8)		Yes		
Risk Assessment & Management		17(9)		Yes		
Performance Evaluation of Independent		17(10)		Yes		
Directors						
Composition of Audit Committee		18(1)		Yes		
Meeting of Audit Committee		18(2)		Yes		
Composition of nomination & remuneration		<u>19(1) & (</u>	2)	Yes		
committee			-/			
Composition of Stakeholder Relationship		20(1) & (2)	Yes		
Committee			-/	103		
Composition and role of risk management	-+	21(1),(2)	(3) (4)	Yes		
committee		- '('),(-)	~~//	100		
Vigil Mechanism		22		Yes		
vigii iviconanioni			(6),(7) &	Yes		

Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Not Applicable
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Other Information

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - Not Applicable

Other Information	

Name	:	B Gururaj
Designation	:	Company Secretary & Compliance Officer

General information about company							
Scrip code	500002						
NSE Symbol	ABB						
MSEI Symbol	NOTLISTED						
ISIN	INE117A01022						
Name of the entity	ABB India Limited						
Date of start of financial year	01-01-2018						
Date of end of financial year	31-12-2018						
Reporting Quarter	Yearly						
Date of Report	31-12-2018						
Risk management committee	Applicable						

	Annexure I														
	Annexure I to be submitted by listed entity on quarterly basis														
	I. Composition of Board of Directors														
	Disclosure of notes on composition of board of directors explanatory								explanatory						
			Is	there any	change in i	nformation	of board	of directors	compare	e to previ	ious quarter	Yes			
						· · · · ·	Wether th	e listed enti	ty has a F	Regular (Chairperson	Yes			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entitiks including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Sanjeev Sharma	AICPS9455R	07362344	Executive Director	Not Applicable		01-01-2016		36	1	1	0		
2	Mr	Nasser Munjee	AAFPM7588N	00010180	Non- Executive - Independent Director	Not Applicable		06-05-2015		60	7	1	5		
3	Mr	Darius E Udwadia	AAAPU2263K	00009755	Non- Executive - Independent Director	Not Applicable		06-05-2015		60	5	7	1		
4	Mrs	Renu Sud Karnad	AAEPK2992H	00008064	Non- Executive - Independent Director	Not Applicable		06-05-2015		60	5	4	1		

	Annexure I to be submitted by listed entity on quarterly basis														
						I. Co	ompositio	on of Board	l of Direc	ctors					
					Disclosur	e of notes o	on compo	osition of bo	ard of di	irectors	explanator	y	-	-	-
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entitikes including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Tarak Mehta	ZZZZ29999Z	06995639	Non- Executive - Non Independent Director	Not Applicable		28-10-2014			1	1	0	Textual Information (2)	
6	Mr	Jean- Christophe Deslarzes	ZZZZ9999Z	08064621	Non- Executive - Non Independent Director	Chairperson		08-02-2018			1	0	0	Textual Information (3)	

	Text Block
Textual Information(1)	Tarak Mehta being foreign national, do not have PAN
Textual Information(2)	J C Deslarzes being foreign national, do not have PAN

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

Au	Audit Committee Details								
		Whet	Yes						
Sr	DIN Number	Name of Committee members	Category 1 of directors Category 2 of directors		Date of Appointment	Date of Cessation	Remarks		
1	00010180	Nasser Munjee	Non-Executive - Independent Chairperson 2		24-04-2002				
2	00009755	Darius E Udwadia	Non-Executive - Independent Director	Member	21-07-2005				
3	00008064	Renu Sud Karnad	Non-Executive - Independent Member		09-08-2013				
4	06995639	Tarak Mehta	Non-Executive - Non Independent Director	Member	28-10-2014				

No	omination and remuneration committee								
	Whether the Nomination and remuneration committee has a Regular Chairperson Yes								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00010180	Nasser Munjee	Non-Executive - Independent Director	Chairperson	04-05-2014				
2	00008064	Renu Sud Karnad	Non-Executive - Independent Director	Member	04-05-2014				
3	08064621	Jean-Christophe Deslarzes	Non-Executive - Non Independent Director	Member	08-02-2018				

Sta	takeholders Relationship Committee								
	W								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00009755	Darius E Udwadia	Non-Executive - Independent Director	Chairperson	04-05-2014				
2	00008064	Renu Sud Karnad	Non-Executive - Independent Director	Member	04-05-2014				
3	07362344	Sanjeev Sharma	Executive Director	Member	01-01-2016				

Ri	isk Management Committee								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00010180	Nasser Munjee	Non-Executive - Independent Director	Chairperson	10-02-2015				
2	08064621	Jean-Christophe Deslarzes	Non-Executive - Non Independent Director Member		08-02-2018				
3	07362344	Sanjeev Sharma	Executive Director	Member	01-01-2016				
4	999999999	T K Sridhar	Member	Member	24-07-2015				

Co	Corporate Social Responsibility Committee								
	Whethe	Yes							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	00008064	Renu Sud Karnad	Non-Executive - Independent Director	Chairperson	04-05-2014				
2	06995639	Tarak Mehta	Non-Executive - Non Independent Director	Member	28-10-2014				
3	07362344	Sanjeev Sharma	Executive Director	Member	01-01-2016				

Ot	her Committee	1				
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1						
An	Annexure 1						
ш	III. Meeting of Board of Directors						
	Disclosure of notes on m						
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)				
1	19-07-2018						
2		30-10-2018	102				
3		04-12-2018	34				

	Annexure 1						
IV	. Meeting of Commi	ittees					
				Disclosure of r	notes on meeting of c	committees explanatory	
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	30-10-2018	Yes		19-07-2018	102	
2	Audit Committee	04-12-2018	Yes				
3	Stakeholders Relationship Committee	30-10-2018	Yes		19-07-2018	102	
4	Corporate Social Responsibility Committee	30-10-2018	Yes				

	Annexure 1						
v.	V. Related Party Transactions						
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.				
1	Whether prior approval of audit committee obtained	Yes					
2	Whether shareholder approval obtained for material RPT	NA					
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes					

	Annexure 1			
VI	Affirmations			
Sr	Subject	Compliance status (Yes/No)		
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes		
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes		
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes		
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes		
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes		
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes		
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes		
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes		
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)		

	Annexure 1		
Sr	Sr Subject Compliance status		
1 Name of signatory B Gururaj		B Gururaj	
2	2 Designation Company Secretary and Compliance Officer		

Text Block		
Trutual Information (1)	CG Report for Q3 2018 was placed before the Board at its meeting held on October 30, 2018 No comments / observations / advise of the Board.	
Textual Information(1)	CG Report for Q4 2018 will be placed before the Board at its meeting to be held for consideration of Q4 2018 results.	

Γ	Annexure II			
	Annexure II to be submitted by listed	entity at the end of the fi	nancial year (for the whole of financia	ıl year)
I. 1	Disclosure on website in terms of Listing Regula	tions		
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes		www.abb.co.in
2	Terms and conditions of appointment of independent directors	Yes		www.abb.co.in
3	Composition of various committees of board of directors	Yes		www.abb.co.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.abb.co.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.abb.co.in
6	Criteria of making payments to non-executive directors	Yes		www.abb.co.in
7	Policy on dealing with related party transactions	Yes		www.abb.co.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.abb.co.in

	Annexure II			
	Annexure II to be submitted by listed entity at the	end of the financial y	year (for the whole of financial y	ear)
I. E	Disclosure on website in terms of Listing Regulations			
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.abb.co.in
11	email address for grievance redressal and other relevant details	Yes		www.abb.co.in
12	Financial results	Yes		www.abb.co.in
13	Shareholding pattern	Yes		www.abb.co.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

	Annexure II				
II.	Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes		
2	Board composition	17(1)	Yes		
3	Meeting of Board of directors	17(2)	Yes		
4	Review of Compliance Reports	17(3)	Yes		
5	Plans for orderly succession for appointments	17(4)	Yes		
6	Code of Conduct	17(5)	Yes		
7	Fees/compensation	17(6)	Yes		
8	Minimum Information	17(7)	Yes		
9	Compliance Certificate	17(8)	Yes		
10	Risk Assessment & Management	17(9)	Yes		

	Annexure II			
п.	Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

	Annexure II			
п.	Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			·

	Annexure II		
1	Name of signatory	B Gururaj	
2 Designation Co		Company Secretary and Compliance Officer	

	Annexure II		
III.	III. Affirmations		
Sr	Sr Particulars Compliance status (Yes/No/NA)		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied NA		
	Any other information to be provided		

	Annexure II		
1	Name of signatory	B Gururaj	
2 Designation		Company Secretary and Compliance Officer	

Signatory Details	
Name of signatory	B Gururaj
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	11-01-2019

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