



Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company : **ABB Limited**
 Scrip Code: BSE - 500002 / NSE - ABB
 Quarter ended on : **December 31, 2011**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/NA)	Remarks
I. Board of Directors	49 I	Yes	
(A) Composition of Board	49 (I A)	Yes	
(B) Non-executive Directors' Compensation & Disclosures	49 (I B)	Yes	Necessary disclosures made in the Annual Report. The same would be done in future also.
(C) Other Provisions as to Board and Committees	49 (I C)	Yes	
(D) Code of Conduct	49 (I D)	Yes	
II Audit Committee	49 II	Yes	
(A) Qualified & Independent Audit Committee	49 (II A)	Yes	
(B) Meeting of Audit Committee	49 (II B)	Yes	
(C) Powers of Audit Committee	49 (II C)	Yes	
(D) Role of Audit Committee	49 (II D)	Yes	
(E) Review of information by Audit Committee	49 (II E)	Yes	
III. Subsidiary Companies	49 (III)	NA	The Company does not have any subsidiary company
IV. Disclosures	49 (IV)	Yes	
(A) Basis and Related Party Transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from Public issues, Rights issues, Preferential issues, etc.	49 (IV D)	NA	The Company has not made public issues, rights issues, preferential issues in the recent years.
(E) Remuneration of Directors	49 (IV E)	Yes	Necessary disclosures made in the Annual Report. The same would be done in future also.
(F) Management	49 (IV F)	Yes	Complied in the Annual Report. The same would be done in future also.
(G) Shareholders	49 (IV G)	Yes	
V. CEO/CFO Certification	49 (V)	Yes	Complied in the Annual Report. The same would be done in future also.
VI. Report on Corporate Governance	49 (VI)	Yes	The Annual Report carried a separate section on compliance of Corporate Governance. The same would be done in future also.
VII Compliance	49 (VII)	Yes	

For ABB Limited

B. Gururaj
 Senior Vice President
 Company Secretary