

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

Name of the Company : **ABB India Limited (formerly known as ABB Limited)**

Scrip Code: BSE - 500002 / NSE - ABB

Quarter ended on : **March 31, 2014**

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	Pursuant to the Order dated September 27, 2013, passed by the Hon'ble High Court of Bombay, Subsidiary Company viz., Baldor Electric India Private Limited has been merged with the Company. Relevant forms had been filed with respective Registrar of Companies on November 1, 2013 i.e., effective date. Effective November 1, 2013, the said subsidiary company ceased to exist.
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	
(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 India Limited


B Gururaj
Senior Vice President
Company Secretary