

REF:INABB:STATUT:ANNX-I:

April 12, 2016

BSE Limited
P.J. Towers
Dalal Street
Mumbai 400 001
(Attn: DCS – CRD)

National Stock Exchange of India Limited
Exchange Plaza, 5th floor
Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E)
Mumbai 400 051

Attn: Listing Dept.

Dear Sir

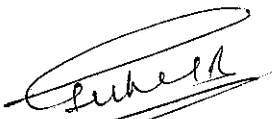
Sub: Annexure I – Report on Corporate Governance

Ref: BSE - 500002 / NSE - ABB

Pursuant to Regulation 27 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Annexure-I for the quarter ended **March 31, 2016**.

Thanking you

Yours faithfully
For ABB India Limited



B Gururaj
Deputy General Counsel &
Company Secretary
FCS-2631

Encl: As above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **ABB India Limited**
 2. Quarter ending - **31-Mar-2016**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Frank Duggan	02937233	ZZZ ZZ9 999 Z	C & NED	28-Oct-2014			1	0	0
Mr.	Nasser Munjee	00010180	AAF PM 758 8N	ID	06-May-2015		5	7	1	5
Mr.	Darius E Udwardia	00009755	AA AP U22 63K	ID	06-May-2015		5	7	7	2
Mrs.	Renu Sud Karnad	00008064	AAE PK2 992 H	ID	06-May-2015		5	3	6	1
Mr.	Tarak Mehata	06995639	ZZZ ZZ9 999 Z	NED	28-Oct-2014			1	1	0
Mr.	Sanjeev Sharma	07362344	AIC PS9 455 R	ED	01-Jan-2016		3	1	1	0

II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Nasser Munjee	ID	Chairperson
2	Darius E Udwardia	ID	Member
3	Renu Sud Karnad	ID	Member
4	Tarak Mehta	NED	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Darius E Udwardia	ID	Chairperson
2	Renu Sud Karnad	ID	Member
3	Sanjeev Sharma	ED	Member

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Frank Duggan	C & NED	Member
2	Nasser Munjee	ID	Chairperson
3	Sanjeev Sharma	ED	Member
4	T K Sridhar		Member
5	Pitamber Shivnani		Member

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Frank Duggan	C & NED	Member
2	Nasser Munjee	ID	Chairperson
3	Renu Sud Karnad	ID	Member

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
03-Nov-2015	04-Feb-2016	54
11-Dec-2015		

IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
03-Feb-2016	Yes	03-Nov-2015	91
03-Feb-2016	Yes	11-Dec-2015	
03-Feb-2016	Yes	03-Nov-2015	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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

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**
4. 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:

Reports for Q4 2015 placed before the Board at its meeting held on February 4, 2016 - No comments / observations / advice of Board.
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Name : B Gururaj
Designation : Company Secretary & Compliance Officer