### MINISTRY OF CORPORATE AFFAIRS RECEIPT

G.A.R.7

SRN: F96651807

Service Request Date : 05/07/2024

Payment made into : State Bank of India

#### **Received From :**

Name : JAYACHANDRAN K

Address : FLAT S-3, DOWNHILL APARTMENTS

8/8, 13TH CROSS, 8TH MAIN MALLESWARAM

BANGALORE, Karnataka

IN - 560003

#### Entity on whose behalf money is paid

**CIN:** L32202KA1949PLC032923

Name : ABB INDIA LIMITED

Address : Disha - 3rd Floor, Plot No. 5 & 6, 2nd Stage,

Peenya Industrial Area IV, Peenya

Bengaluru, Karnataka

India - 560058

#### Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2023	Normal	600.00
	Total	600.00
Mode of Payment: Internet Banking - State Bank of I	India	

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar, then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

## FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# **Annual Return**

(other than OPCs and Small **Companies**)

Form language Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

* Corporate Identification Number (CIN) of the company		L32202KA	1949PLC032923	Pre-fill
Global Location Number (GLN)	of the company			
* Permanent Account Number (P	AN) of the company	AAACA383	34B	
(ii) (a) Name of the company		ABB INDIA	LIMITED	
(b) Registered office address		E		
Disha - 3rd Floor, Plot No. 5 & 6, 7 Peenya Industrial Area IV, Peeny Bengaluru Bangalore Karnataka	-			
(c) *e-mail ID of the company		IN*******	*****BB.COM	
(d) *Telephone number with STI	) code	08*****4	.0	
(e) Website		www.abb.o	co.in	
(iii) Date of Incorporation		24/12/194	9	
(iv) Type of the Company	Category of the Company	S	ub-category of the C	Company
		nares Indian Non-Governn		

Yes

No

No

 $(\bullet)$ 

(vi) \*Whether shares listed on recognized Stock Exchange(s) • Yes  $\bigcirc$ 

#### (a) Details of stock exchanges where shares are listed

	S. No.	St	ock Exchange Na	me			Code		
	1		BSE Limited				1		
	2	National St	ock Exchange of In	dia Limi	ited		1,024		
	(b) CIN of	the Registrar and Tran	sfer Agent			L72400TG2	2017PLC117649	9	Pre-fill
	Name of t	he Registrar and Trans	sfer Agent						
	KFIN TECH	INOLOGIES LIMITED							
	Registere	d office address of the	Registrar and Tra	ansfer A	gents				
		Tower B, Plot No- 31 & 3 uda, Serili ngampally NA		t, N					
(vii)	*Financial	year From date 01/01	/2023	(DD/M	IM/YYYY)	To date	31/12/2023		
(viii)	*Whether	Annual general meetin	ıg (AGM) held		• Y	es 🔿	No		1
	(a) If yes,	date of AGM	11/05/2024						
	(b) Due da	ate of AGM	30/06/2024						
	(c) Wheth	er any extension for A	GM granted		0	Yes	No		
II. F	PRINCIPA	AL BUSINESS AC	TIVITIES OF T	HE CO	OMPAN	Y			

\*Number of business activities 2

	Main Activity group code		Business Activity Code		% of turnover of the company
1	с	Manufacturing	C9	Computer, electronic, Communication and scientific measuring & control equipment	37.4
2	с	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	59.3

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 1 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	ABB ASEA BROWN BOVERI LTD		Holding	75

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

## (i) \*SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	lssued capital	Subscribed capital	Paid up capital			
Total number of equity shares	212,500,000	211,908,375	211,908,375	211,908,375			
Total amount of equity shares (in Rupees)	425,000,000	423,816,750	423,816,750	423,816,750			

#### Number of classes

	Authorised capital		Subscribed capital	Paid up capital
Number of equity shares	212,500,000	211,908,375	211,908,375	211,908,375
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	425,000,000	423,816,750	423,816,750	423,816,750

1

#### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	750,000	0	0	0
Total amount of preference shares (in rupees)	75,000,000	0	0	0

Number of classes

Class of shares Preference Share	Authoricod	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	750,000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	75,000,000	0	0	0

1

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

#### (d) Break-up of paid-up share capital

Class of shares	Number of shares		Total nominal amount	Total Paid-up amount	Total premium	
Equity shares	Physical	DEMAT	Total			

At the beginning of the year	4 004 407	040 540 000	044000075	400 040 750	400 040 75	
	1,301,407	210,546,908	211908375	423,810,750	423,810,75	
Increase during the year	0	87,158	87158	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	87,158	87158	0	0	
Shares were Dematerialized Decrease during the year						
	87,158	0	87158	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	87,158	0	87158	0	0	
Shares were Dematerialized	07,150	0	07150	0	0	
At the end of the year	1,274,309	210,634,066	211908375	423,816,750	423,816,75	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify	1					
Decrease during the year	0	0	0	0	0	0

i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE117A01022

0

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class o	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	Face value per share			

# (iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

🛛 Nil

[Details being provided in a CD/Digital Media]	O Yes	O No	O Not Applicable
Separate sheet attached for details of transfers	⊖ Yes	O No	

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual (	general meeting
Date of registration of transfe	r (Date Month Year)
Type of transfer	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock

Number of Shares/ E Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Tran	sferor		i	
Transferor's Name				
	Surname		middle name	first name
Ledger Folio of Tran	sferee			<u></u>
Transferee's Name				
	Surname		middle name	first name
Date of registration of	of transfer (Date Month	Year)		
Type of transfe	r	1 - Equ	uity, 2- Preference Shares,3 -	- Debentures, 4 - Stock
Number of Shares/ [ Units Transferred	Debentures/		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Tran	sferor			
Transferor's Name				
	Surname		middle name	first name
Ledger Folio of Tran	sferee			
Transferee's Name				
	Surname		middle name	first name

## (iv) \*Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

## Details of debentures

Class of debentures	Outstanding as at the beginning of the year	-	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (	(other than shares ar	nd debentures)		0	
Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

## V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

104,465,249,857

## (ii) Net worth of the Company

59,446,034,158

## VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1. Indiv	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	158,931,281	75	0	
10.	Others	0	0	0	
	Total	158,931,281	75	0	0

1

## Total number of shareholders (promoters)

## (b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ty	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	13,628,578	6.43	0	
	(ii) Non-resident Indian (NRI)	672,325	0.32	0	
	(iii) Foreign national (other than NRI)	4,988	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	27,948	0.01	0	
5.	Financial institutions	4,200,766	1.98	0	

б.	Foreign institutional investors	22,709,433	10.72	0	
7.	Mutual funds	10,100,305	4.77	0	
8.	Venture capital	340,669	0.16	0	
9.	Body corporate (not mentioned above)	622,486	0.29	0	
10.	Others Clearing Members, IEPF, AIF	669,596	0.32	0	
	Total	52,977,094	25	0	0

#### Total number of shareholders (other than promoters)

102.092

#### Total number of shareholders (Promoters+Public/ Other than promoters)

102,093

#### (c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII Address Date of Country of Number of shares % of shares held Incorporation Incorporation held CUSTODY BANK OF JA8-11 HARUMI 1-CHOME CHUO-KU 967,617 0.46 VANGUARD EMERGIN 100 VANGUARD BOULEVARD MAL 724,955 0.34 VANGUARD TOTAL IN 100 VANGUARD BOULEVARD MAL 723,655 0.34 ISHARES CORE MSCI E 400 HOWARD STREET SAN FRANC 541,371 0.26 PEOPLE'S BANK OF CHNO 32 CHENGFANG STREET XICHE 540,427 0.26 NOMURA INDIA INVES 2-11-3 Hamamatsucho Minato-ku 0.21 453,381 GOVERNMENT OF SIN 168 Robinson Road 37-01 Capital 438,897 0.21 GOVERNMENT PENSIC Bankplassen 2 P O Box 1179 Sentre 437,668 0.21 WILLIAM BLAIR EMER 12 GILL STREET SUITE 2600 WOBL 434,670 0.21 AMUNDI FUNDS SBI F 5 ALLEE SCHEFFER LUXEMBOURG 383,285 0.18 ISHARES MSCI INDIA E The Corporation Trust Company 1 355,596 0.17 VANGUARD FIDUCIAR 100 VANGUARD BOULEVARD MAL 342,820 0.16 ASHOKA WHITEOAK K2nd FLOOR BLOCK E IVEAGH COU 325,535 0.15 ABERDEEN STANDARE 312,372 0.15 35a avenue John F Kennedy ABERDEEN NEW INDIABOW BELLS HOUSE 1 BREAD STREE 245,971 0.12

774

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
KUWAIT INVESTMENT	MINISTRIES COMPLEX BLK 3 PO BC			233,605	0.11
ABU DHABI INVESTME	211 CORNICHE STREET PO BOX 36			227,874	0.11
STICHTING DEPOSITAI	OUDE LINDESTRAAT 70			216,768	0.1
GOLDMAN SACHS (SII	1 RAFFLES LINKS 07 01			213,261	0.1
THE NOMURA TRUST /	2-2-2 OTEMACHI CHIYODA-KU TO			211,677	0.1
ABERDEEN GLOBAL IN	c/o Cim Global Administrators Ltd			206,147	0.1
ANDRA AP-FONDEN	P O BOX 11155 OSTRA HAMNGAT/			198,992	0.09
NOMURA FUNDS IREL	33 SIR JOHN ROGERSON'S QUAY D			189,546	0.09
CANDRIAM EQUITIES I	14 PORT DE FRANCE L 4360			186,000	0.09
BNP PARIBAS FINANCI	1 RUE LAFFITTE PARIS			185,021	0.09

#### VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	100,591	102,092
Debenture holders	0	0

#### VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### (A) \*Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. <b>Promoter</b>	0	2	0	2	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GOPIKA PANT	00388675	Director	0	
VEGULAPARANAN KA	01782934	Director	0	
SANJEEV SHARMA	07362344	Managing Director	0	
MONICA WIDHANI	07674403	Director	0	
CAROLINA YVONNE (	09477744	Director	0	
ADRIAN GUGGISBER	09590850	Director	0	
SRIDHAR KRISHNAS\	ANIPS7791R	CFO	0	
TRIVIKRAM GUDA	AIZPG7906Q	Company Secretar	0	

#### (ii) Particulars of change in director(s) and Key managerial personnel during the year

Name	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)	

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1		

8

0

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attend Number of members	ance % of total
			attended	shareholding
Annual General Meeting	04/05/2023	114,980	177	75.33

#### **B. BOARD MEETINGS**

\*Number of meetings held 4

_							
	S. No.	Date of meeting	Total Number of directors associated as on the date				
			of meeting	Number of directors attended	% of attendance		
	1	10/02/2023	6	6	100		
	2	03/05/2023	6	6	100		
	3	11/08/2023	6	6	100		
	4	09/11/2023	6	5	83.33		
5			I		1		

#### C. COMMITTEE MEETINGS

er of meet			16		
S. No.	Type of meeting		Total Number of Members as	A	ttendance
		Date of meeting	on the date of the meeting	Number of members attended	% of attendance
1	Audit Committe	10/02/2023	4	4	100
2	Audit Committe	03/05/2023	4	4	100
3	Audit Committe	11/08/2023	4	4	100
4	Audit Committe	09/11/2023	4	2	50
5	CSR	10/02/2023	4	4	100
6	CSR	03/05/2023	4	4	100
7	CSR	11/08/2023	4	4	100
8	CSR	09/11/2023	4	4	100
9	Nomination Re	10/02/2023	3	3	100
10	Nomination Re	03/05/2023	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

		Board Meetings		Co	Whether attended AGM			
S. No.	of the director	the director Meetings which	Number of Meetings	% of attendance	Number of Meetings which director was		% of attendance	held on
		entitled to attended		entitled to attended attend		allendance	11/05/2024 (Y/N/NA)	
1	GOPIKA PAN <sup>.</sup>	4	4	100	14	14	100	Yes
2	VEGULAPAR	4	3	75	8	7	87.5	Yes
3	SANJEEV SH	4	4	100	10	10	100	Yes
4	MONICA WID	4	4	100	12	12	100	Yes
5	CAROLINA Y	4	4	100	6	6	100	Yes
6	ADRIAN GUG	4	4	100	4	3	75	Yes

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered 1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJEEV SHARM/	Managing Direct	65,254,564.46	0	0	1,139,902	66,394,466.46
	Total		65,254,564.46	0	0	1,139,902	66,394,466.46

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SRIDHAR KRISHN/	CFO(KMP)	23,453,307	0	0	217,718	23,671,025
2	TRIVIKRAM GUDA	Company Secre	11,621,615	0	0	144,297	11,765,912
	Total		35,074,922	0	0	362,015	35,436,937

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GOPIKA PANT	Independent Dir	0	3,625,000	0	0	3,625,000
2	MONICA WIDHANI	Independent Dir	0	1,700,000	0	0	1,700,000
3	VEGULAPARANAN	Independent Dir	0	3,975,000	0	0	3,975,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	9,300,000	0	0	9,300,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- \* A. Whether the company has made compliances and disclosures in respect of applicable Yes No provisions of the Companies Act, 2013 during the year
  - B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

#### (A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

Name of the company/ directors/ officers	Date of Order	leaction linder which	Details of appeal (if any) including present status

#### (B) DETAILS OF COMPOUNDING OF OFFENCES NI

Name of the		section under which	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

○ Yes ● No

(In case of 'No', submit the details separately through the method specified in instruction kit)

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

KUNJITHAPADHAM JAYACHANDRAN

Whether associate or fellow

Certificate of practice number

4031

#### I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

#### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

dated 24/07/2015

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

10

2. All the required attachments have been completely and legibly attached to this form.

## Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by				
Director	Sanjeev Digitally signed by Barijeev Sharma Sharma Distance (10,10,10,10,10,10,10,10,10,10,10,10,10,1			
DIN of the director	0*3*2*4*			
To be digitally signed by	Trivikra Digitally signed by Trivikram Guda Date: 2024.07.05 ID:32:28 +05'30'			
<ul> <li>Company Secretary</li> </ul>				
O Company secretary in practice				
Membership number 1*6*5 Certificate			ctice number	
Attachments				List of attachments
1. List of share holders, o	debenture holders		Attach	INABB_MGT-8 Certificate.pdf
2. Approval letter for exte	ension of AGM;		Attach	INABB FIIs.pdf Details of meetings held and attended FY 2
3. Copy of MGT-8;			Attach	Letter of Clarification Designated Person.po
4. Optional Attachement	(s), if any		Attach	
				Remove attachment
Modify	Check	Form	Prescrutiny	Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company