

REF:INABB:AGM:2016:Regu44(3):

April 27, 2016

BSE Limited
P.J. Towers
Dalal Street
Mumbai 400 001
DCS – CRD

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

National Securities Depository Limited
Trade World, Kamala Mill Compound
Senapati Bapat Marg, Lower Parel
Mumbai 400 013

Central Depository Services (India) Limited
28th Floor, P.J.Towers
Dalal Street, Fort
Mumbai 400 001

Dear Sirs,

Sub: Disclosure of Voting Results of 66th Annual General Meeting of the Company held on April 26, 2016 – Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

**Ref: Scrip Code: EQ: 500002 / ABB and DEB: 952706
ISIN: EQ: INE117A01022 / DEB: INE117A08019**

Pursuant to Regulation 44(3) of the Listing Regulations, we furnish below the details regarding voting results of 66th Annual General Meeting of the Company held on Tuesday, April 26, 2016 at 11.00 A.M. at "Grand Ball Room", Second Floor, Sheraton Bangalore Hotel at Brigade Gateway, 26/1, Dr. Rajkumar Road, Malleshwaram-Rajajinagar, Bengaluru – 560 055.

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Listing Regulations the Company provided its Members with the facility of remote e-voting, postal ballot and voting at the AGM venue (only for those members who had not cast their votes either by remote e-voting or postal ballot).

The remote e-voting period commenced from April 22, 2016 (9.00 am) IST and ended on April 25, 2016 (5.00 pm) IST. The remote e-voting module was disabled at 5.00 pm on April 25, 2016 and remote voting was not allowed beyond the said time.

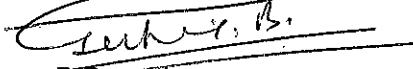
In order to conduct the poll in a fair and transparent manner, the Board of Directors of the Company has appointed Mr. S Kannan, Company Secretary in Practice as a Scrutinizer for the remote e-voting, postal ballot and poll at the venue of the Annual General Meeting. Accordingly the scrutinizer submitted his report after the completion of poll process.

The details of voting results are given in **Annexure – A** and Report of the Scrutinizer is annexed as **Annexure – B**.

Please take the above on record.

Thanking you

Yours faithfully
For ABB India Limited

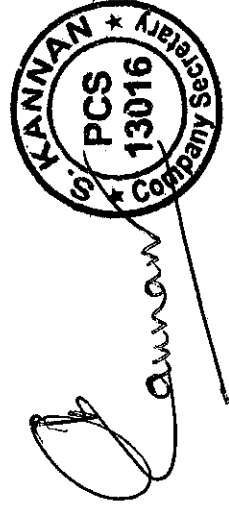
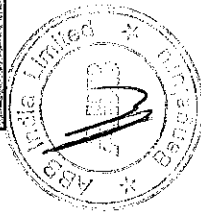

B. Gururaj
Deputy General Counsel &
Company Secretary
FCS 2631

Encl: Details of Results & Scrutinizers Report

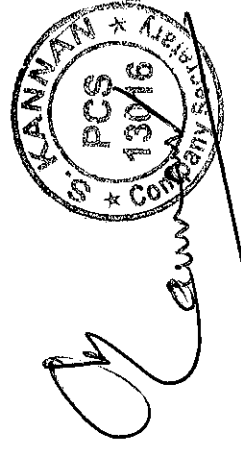
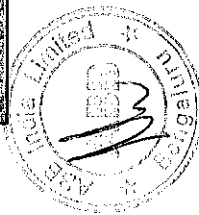
Annexure - A

	ABB INDIA LIMITED
Date of the AGM/Extraordinary General Meeting	26-04-2016
Total number of shareholders on record date	62487
No. of shareholders present in the meeting either in person or through video	
Promoters and Promoter Group:	2
Public:	177
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

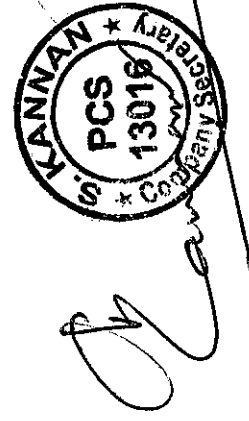
Item No.1 - Ordinary Resolution - Adoption of Financial Statements and Reports of the Board of Directors and the Auditors there on.										
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
	Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group		E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	
		Poll		0	0.0000	00	0	0.0000	0.0000	
		Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
		E-Voting	35712732	33055004	92.5580	33055004	0	100.0000	0.0000	
Public- Institutions		Poll		91070	0.2550	91070	0	100.0000	0.0000	
		Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
		E-Voting	17264362	930113	5.3875	930113	0	100.0000	0.0000	
		Poll		7085	0.0410	7085	0	100.0000	0.0000	
Public- Non Institutions		Postal Ballot (if applicable)		41997	0.2433	41997	0	100.0000	0.0000	
	Total		211908275	193056550	91.0556	193056550	0	100.0000	0.0000	



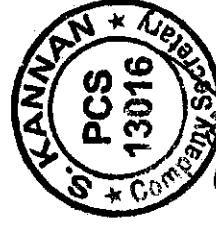
Item No.2 - Ordinary Resolution -Declaration of Dividend.									
Resolution required: (Ordinary/ Special)	Yes	No	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held (1)							
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	35712732	33339407	93.3544	33339407	0	100.0000	0.0000	
	Poll		91070	0.2550	91070	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	17264362	930113	5.3875	930113	0	100.0000	0.0000	
	Poll		7085	0.0410	7080	5	99.9294	0.0706	
	Postal Ballot (if applicable)		41997	0.2433	41997	0	100.0000	0.0000	



Item No.3 - Ordinary Resolution - Ratification of appointment of Auditors Messrs S. R. BATLIBOI & ASSOCIATES LLP, Chartered Accountants, having ICAI Firm registration number 101049W, as Statutory Auditors.									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	E-Voting	35712732	33339407	93.3544	32715425	623982	98.1283	1.8717	
Public- Institutions	Poll		91070	0.2550	91070	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	E-Voting	17264362	930113	5.3875	930113	0	100.0000	0.0000	
	Poll		7085	0.0410	7085	0	100.0000	0.0000	
Public- Non Institutions	Postal Ballot (if applicable)		41997	0.2433	41997	0	100.0000	0.0000	



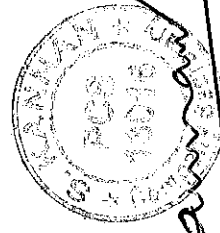
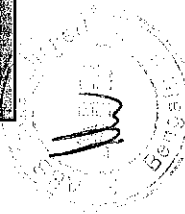
Resolution required: (Ordinary/ Special)		Item No.4 - Ordinary Resolution - Re-appointment of Mr. Frank Duggan (DIN: 02937233) who was appointed to fill the casual vacancy.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Category	Yes									
		Mode of Voting									
		No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	E-Voting	35712732	33339407	93.3544	33110172	229235	99.3124	0.6876			
	Poll		91070	0.2550	91070	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	E-Voting	17264362	929962	5.3866	928462	1500	99.8387	0.1613			
	Poll		7085	0.0410	7085	0	100.0000	0.0000			
	Postal Ballot (if applicable)		41992	0.2432	41992	0	100.0000	0.0000			



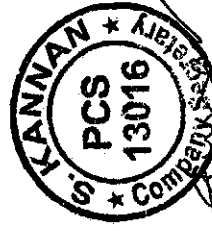
Resolution required: (Ordinary/ Special)									
Item No.5 - Ordinary Resolution - Appointment of Mr. Sanjeev Sharma (DIN: 07362344) as Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - against (5)	% of Votes In favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	35712732	33339407	93.3544	33236566	102841	99.6915	0.3085	
	Poll		91070	0.2550	91070	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	17264362	929962	5.3866	928462	1500	99.8387	0.1613	
	Poll		7085	0.0410	7085	0	100.0000	0.0000	
	Postal Ballot (if applicable)		41992	0.2432	41992	0	100.0000	0.0000	



Item No.6 - Ordinary Resolution - Appointment of Mr.Sanjeev Sharma (DIN:07362344) as Managing Director of the Company for a period of 3 years.										
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000		
	Poll		0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	35712732	33339407	93.3544	33144569	194838	99.4155	0.5845		
	Poll		91070	0.2550	91070	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	17264362	929962	5.3866	928462	1500	99.8387	0.1613		
	Poll		7085	0.0410	7085	0	100.0000	0.0000		
	Postal Ballot (if applicable)		41992	0.2432	41992	0	100.0000	0.0000		



Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes	Item No.7 - Ordinary Resolution - Ratification of remuneration to Cost Auditor for the Financial Year 2016.							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	158931281	158931281	100.0000	158931281	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	35712732	33339407	93.3544	33339407	0	100.0000	0.0000	
	Poll		91070	0.2550	91070	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	17264362	929862	5.3860	929862	0	100.0000	0.0000	
	Poll		7085	0.0410	7085	0	100.0000	0.0000	
	Postal Ballot (if applicable)		41992	0.2432	41992	0	100.0000	0.0000	





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Annexure - B



FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014 amended as on date]

11/30/16
27/4

Chairman / Authorised Persons
ABB India Limited (CIN L32202KA1949PLC032923)
21st Floor, World Trade Center
Brigade Gateway, Dr. Rajkumar Road
Bangalore – 560055.

Dear Sir,

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the resolutions indicated in the Notice sent to the shareholders of the company through e-voting and postal ballot and by poll at the Annual General Meeting (AGM) of the company held on 26th April, 2016 at "Grand Ball Room", Second Floor, Sheraton Bangalore Hotel, Brigade Gateway, 26/1 Dr. Rajkumar Road, Malleshwaram- Rajajinagar, Bengaluru – 560055 at 11.00 A.M, submit my report as under:

1. The remote e-voting commenced from 22nd April, 2016 at 9.00 AM and concluded at 5.00 PM on 25th April, 2016. The Company had sent the annual reports to 34,572 shareholders through e-mail out of which, 119 shareholders had exercised their rights in casting their votes thro remote e-voting system.
2. Physical copy of the Annual Report was sent by Speed Post/Registered Post to 29,999 shareholders to whom opportunity to participate in the poll through postal ballot was provided. Out of 29,999 shareholders, 50 shareholders had exercised their rights in casting their votes.
3. Amongst the 179 shareholders present at the AGM, 109 Shareholders had exercised their rights in casting their votes.
4. After the announcement on polling at the AGM, 3 ballot boxes were duly locked by me and kept for polling with due identification marks.
5. The locked ballot boxes were subsequently opened by me. As per Law, I counted the votes cast at the meeting and then unblocked the votes cast through remote e-voting.
6. The poll papers were diligently scrutinized and were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
7. The Poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru – 560040

Email : cs.skannan@gmail.com, Mobile : 9845058441





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8. The results of the Poll are as under:

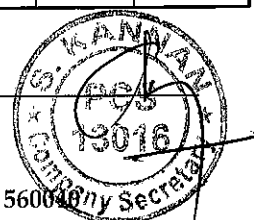
SL. NO.	RES. NO.	Resolution	E-VOTING		Postal Ballot		Poll at AGM		Total		Result
			For	Against	For	Against	For	Against	For	Against	
1	1	Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.	192916398	0	41997	0	98155	0	193056550	0	Passed with requisite majority
2	2	Declaration of Dividend	193200801	0	41997	0	98150	5	193340948	5	Passed with requisite majority
3	3	Ratification of appointment of M/s. S R Batliboi & Associates LLP., Chartered Accountants, having ICAI Firm registration number 101049W, as Statutory Auditors	192576819	623982	41997	0	98155	0	192716971	623982	Passed with requisite majority
4	4	Re-appointment of Mr. Frank Duggan (DIN 02937233) who was appointed to fill the casual vacancy.	192969915	230735	41992	0	98155	0	193110062	230735	Passed with requisite majority
5	5	Appointment of Mr. Sanjeev Sharma (DIN 07362344) as Director.	193096309	104341	41992	0	98155	0	193236456	104341	Passed with requisite majority
6	6	Appointment of Mr. Sanjeev Sharma (DIN: 07362344) as Managing Director of the Company for a period of 3 years.	193004312	196338	41992	0	98155	0	193144459	196338	Passed with requisite majority
7	7	Ratification of remuneration to Cost Auditor for the Financial Year 2016.	193200550	0	41992	0	98155	0	193340697	0	Passed with requisite majority

CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560046

Email : cs.skannan@gmail.com, Mobile : 9845058441





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For your information, details of the polling done through remote e-voting, postal ballot and polling done by members present at the AGM are given in **Annexure A**.

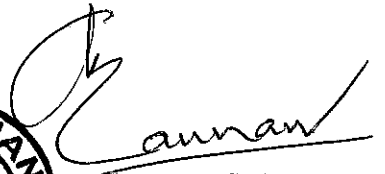
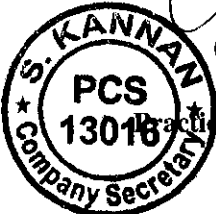
On reckoning the voting rights of the Members of the Company, I report that all the resolutions shall stand passed with the requisite majority. The company is hereby instructed to put up the results on its web site and also that of the service provider and inform the Stock Exchanges.

I confirm that I am maintaining the registers received from the service provider electronically, in respect of the votes cast through remote e-voting by the shareholders of the Company. I have handed over the following documents to your authorized representative:

1. Original postal ballots received from the shareholders numbering 50.
2. Original ballot papers casted by and among the members present at the AGM numbering 109.
3. Annexure A as indicated above.

Place: Bangalore
Date : 27th April, 2016

Encl: As above.

S Kannan
Practising Company Secretary
PCS No.13016
FCS 6261

CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016
13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040
Email : cs.skannan@gmail.com, Mobile : 9845058441

ANNEXURE - A
ABB INDIA LIMITED

Details of E-Voting, Postal Ballot & Physical Poll - 66th AGM held on 26th April, 2016

Res. No.	Resolution Description	Mode of Polling	Ballots Received	Total Votes	Ballots in Favour	Votes in favour	% of votes in favour	Ballots against	Votes against	% of votes against	Invalid- Ballots	Invalid- Votes	Invalid- %	Abstain- Ballots	Abstain- Votes	Abstain- %
1	Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.	Electronic	119	193200801	117	192916398	99.85	0	0	0.00	0	0	0.00	2	284403	0.15
		Physical	50	42547	48	41997	98.71	0	0	0.00	2	550	1.29	0	0	0.00
		At AGM	109	98308	100	98155	99.84	0	0	0.00	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	265	193056550	99.85	0	0	0.00	11	693	0.00	2	284403	0.15
2	Declaration of Dividend.	Electronic	119	193200801	119	193200801	100.00	0	0	0.00	0	0	0.00	0	0	0.00
		Physical	50	42547	48	41997	98.71	0	0	0.00	2	550	1.29	0	0	0.00
		At AGM	109	98308	99	98150	99.84	1	5	0.01	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	266	193340948	100.00	1	5	0.00	11	693	0.00	0	0	0.00
3	Ratification of appointment of Auditors Messrs S. R. BATLIBOI & ASSOCIATES LLP, Chartered Accountants, having ICAI Firm registration number 101049W, as Statutory Auditors.	Electronic	119	193200801	109	192576819	99.68	10	623982	0.32	0	0	0.00	0	0	0.00
		Physical	50	42547	48	41997	98.71	0	0	0.00	2	550	1.29	0	0	0.00
		At AGM	109	98308	100	98155	99.84	0	0	0.00	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	257	192716971	99.68	10	623982	0.32	11	693	0.00	0	0	0.00
4	Re-appointment of Mr. Frank Duggan (DIN: 02937233) who was appointed to fill the casual vacancy.	Electronic	119	193200801	107	192969915	99.88	11	230735	0.12	0	0	0.00	1	151	0.00
		Physical	50	42547	47	41992	98.70	0	0	0.00	2	540	1.27	1	15	0.04
		At AGM	109	98308	100	98155	99.84	0	0	0.00	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	254	193110062	99.88	11	230735	0.12	11	693	0.00	2	166	0.00
5	Appointment of Mr. Sanjeev Sharma (DIN: 07362344) as Director.	Electronic	119	193200801	112	193096309	99.95	6	104341	0.05	0	0	0.00	1	151	0.00
		Physical	50	42547	47	41992	98.70	0	0	0.00	2	540	1.27	1	15	0.04
		At AGM	109	98308	100	98155	99.84	0	0	0.00	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	259	193236456	99.95	6	104341	0.05	11	693	0.00	2	166	0.00
6	Appointment of Mr. Sanjeev Sharma (DIN: 07362344) as Managing Director of the Company for a period of 3 years.	Electronic	119	193200801	108	193004312	99.90	10	196338	0.10	0	0	0.00	1	151	0.00
		Physical	50	42547	47	41992	98.70	0	0	0.00	2	540	1.27	1	15	0.04
		At AGM	109	98308	100	98155	99.84	0	0	0.00	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	255	193144459	99.90	10	196338	0.10	11	693	0.00	2	166	0.00
7	Ratification of remuneration to Cost Auditor for the Financial Year 2016.	Electronic	119	193200801	117	193200550	100.00	0	0	0.00	0	0	0.00	2	251	0.00
		Physical	50	42547	47	41992	98.70	0	0	0.00	2	540	1.27	1	15	0.04
		At AGM	109	98308	100	98155	99.84	0	0	0.00	9	153	0.16	0	0	0.00
	TOTAL		278	193341656	264	193340697	100.00	0	0	0.00	11	693	0.00	3	266	0.00

