



REF:INABB:LODR:2025:

June 10, 2025

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

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

Dear Sirs,

Sub: Copy of Minutes of Annual General Meeting.  
Ref: Scrip Code: EQ: 500002 / ABB - ISIN: EQ: INE117A01022  
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Pursuant to Regulations 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we are enclosing herewith a certified copy of the Minutes of the Seventy Fifth Annual General Meeting of the Members of the Company held on May 10, 2025.

Please take the above on record.

Thanking you

Yours faithfully  
For ABB India Limited

Trivikram Guda  
Company Secretary and Compliance Officer  
ACS 17685

Encl: as above

## ABB India Limited

**Minutes of the Seventy Fifth Annual General Meeting of the Members of ABB India Limited commenced at 11.00 a.m. and concluded at 1.40 p.m. on Saturday, May 10, 2025 at Registered Office of the Company at Disha, Plot No. 5 & 6, 2nd Stage, Peenya Industrial Area IV, Peenya, Bengaluru - 560 058**

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### **Directors Present**

Mr. Adrian Guggisberg	-	Chairman
Ms. Amrita Gangotra	-	Independent Director and Chairperson of Corporate Social Responsibility Committee
Ms. Carolina Granat	-	Director
Ms. Gopika Pant	-	Independent Director and Chairperson of Stakeholders Relationship Committee
Mr. Sanjeev Sharma	-	Managing Director
Mr. Shobinder Duggal	-	Independent Director and Chairman of Audit, Nomination & Remuneration and Risk Management Committee

### **Also Present**

Mr. Trivikram Guda	-	Company Secretary
Mr. T K Sridhar	-	Chief Financial Officer

### **By Invitation**

Mr. Pawan Kumar Kejriwal	-	Representatives of B S R & Co. Mr. Shishir Agarwal LLP, Statutory Auditors
Mr. K.Chandra Sekhar	-	Scrutinizer for E-voting Practicing Company Secretary
Mr. S.N. Viswanathan	-	Representative of S. N. Ananthasubramanian & Co, Secretarial Auditors

The Meeting was attended by 242 persons representing 15,91,37,754 equity shares i.e. 75.097%, out of which,

- 241 were, Members present in person;
- 1 was representing a corporate Member viz., (a) ABB Asea Brown Boveri Limited, Switzerland; and

Requisite quorum as required under Section 103 of the Companies Act, 2013 being present, the Chairman stated that the meeting was validly constituted and declared that the proceedings be commenced.

At the outset, the Chairman welcomed the Members to the 75<sup>th</sup> Annual General Meeting which is a significant milestone in the history of the Company, and he expressed his pleasure of hosting the shareholders second time from own campus of ABB.

### **ABB India Limited**

He also informed that, for those members who are unable to join this meeting in person, the Company had provided the facility of live webcast for viewing this AGM proceedings.

The Chairman introduced to the Members, the Directors, the Chief Financial Officer and the Company Secretary of the Company, who were seated on the dais.

He further informed to the Members that the representative from Statutory Auditors of the Company, BSR & Co. LLP, the Secretarial Auditors, S. N. Ananthasubramanian & Co, were also present at the meeting in person.

He stated that Mr. K. Chandra Sekhar, Practicing Company Secretary, Bengaluru, who had been appointed by the Board as a Scrutinizer, for scrutinizing the proceedings of this meeting, was also present for the meeting.

He further mentioned that the Register of Directors and Key Managerial Personnel in accordance with Section 170 of the Companies Act, 2013, Auditors' Report and Report of the Secretarial Auditors were available for inspection by the Members.

He stated that the Company had received 2 valid proxies representing 12 equity shares in the aggregate (0.00%) and one representation under Section 113 of the Companies Act, 2013 representing 158,931,281 equity shares (75.00%) and that the same along with the instrument of proxy were tabled and available for inspection by the Members until the conclusion of the meeting.

With the consent of the Members present, the Notice convening the 75<sup>th</sup> Annual General Meeting of the Company was taken as read.

The Chairman informed that in the absence of any qualification, observation or comment on financial transactions or matters which have any adverse effect on the functioning of the Company mentioned in the Auditors' Report, the Auditors' Report was not required to be read out, in terms of Section 145 of the Companies Act, 2013. Further he informed the Members that the report issued by Secretarial Auditors does not contain any qualifications, observations or matters which have adverse functioning of the Company and was taken as read.

### **Chairman's Statement**

The Chairman then read out his Statement addressed to Members.

He started addressing the members by greeting for the completion of 75<sup>th</sup> year of existence of ABB at India. He elaborated on ABB's legacy of innovation and strategic investments of the Company, our new brand positioning – how do we want to be known to our customers. He also touched upon driving growth through innovation and market, focus sustainability at ABB India, long-term vision and strategic outlook. He concluded his statement by giving some highlights of future of ABB.

Chairman then invited Mr. Sanjeev Sharma, Managing Director to make a presentation to Members on the Company's Performance in 2024.

Mr. Sanjeev Sharma welcomed the Members who were present both in person and those who had joined through virtual means. He expressed his delightfulness to host the shareholders for 75<sup>th</sup> AGM. He then made a Presentation which, inter-alia, covered Megatrends shaping our economy; Sustainability practice; creating success; our business; financial highlights of 2024; Investing in a Stronger foundation; Expanding and enhancing footprint to serve customers ; Local expertise for advanced technological solutions; Strategic direction Transforming Industries; Leading with Technology; Strategic Direction. He concluded the Presentation by providing a snapshot of the media spotlight for the Company in India.

## **ABB India Limited**

### **E-voting Process**

The Chairman then requested the Company Secretary to brief the Members on e-voting process. The Company Secretary informed the Members that:

- As required under the law, Company had provided remote e-voting facility to the Shareholders to cast their votes electronically in respect of all businesses mentioned in the Notice dated February 17, 2025.
- Remote e-voting facility was kept open from 9:00 am on May 6, 2025 till 5:00 pm, on May 9, 2025.
- Members who had not cast their votes yet through remote e-voting and who were participating in this meeting in-person, would have the opportunity to cast their votes through “electronic poll” option available at the meeting.
- Members were provided with One Time Password (i.e OTP) at the Registration Counter. These Members were provided with an opportunity to cast their votes once the poll was ordered. Volunteers present in the hall assisted the Members to cast their vote electronically through tablets.
- Mr. K. Chandra Sekhar, Practicing Company Secretary, was the Scrutinizer appointed for scrutinizing the e-voting process.

He also informed the Members that as required under law, the results of Remote e-voting, would be declared within two working days from the conclusion of the meeting and the results would be placed on the website of the Company and KFintech. The results would also be informed to Stock Exchanges.

Thereafter the Chairman opened the floor for discussion on the resolutions on which voting was to be held as mentioned in the notice including clarification on the accounts and reports.

The Chairman informed that firstly, the members participating through audio visual means and have expressed their interest to express their views would be called on by the Moderator. Once the Members participating through audio visual means have asked their questions, members present in person at the venue, may come one by one to the podium as per the order in which their names would be called by the Moderator.

The Moderator invited those registered speakers who had joined meeting through video conference, to ask their questions in the following order.

1. Mr. Viraj Yatish Mithani
2. Mr. Yusuf Yunus Rangwala
3. Ms. Celestine Elizabeth Mascarenhas
4. Mr. Abhishek J
5. Mrs. Binita Viraj Mithani

Later on, the Moderator invited the shareholders present in person, who had registered as speakers.

Mr. K Sadananda Sastry, Mr. R Muralidhar, Mr. Ramamurthy S, Mr. Govinda Raju, B L Kamat, Mr. Ganeshan C, Mr. Ramachandra M Bhat, Mr. Narendra and others took turns and asked questions/ expressed their views.

The questions asked by the speakers were generally covering issue of Bonus shares; general growth prospects; Corporate Social Responsibility, ESG topics, Physical / Hybrid AGM; Capex; etc. Few shareholders appreciated the performance of the Company and thanked the Management.

**ABB India Limited**

The Chairman, the Managing Director, the Chief Financial Officer and the Company Secretary addressed the queries raised by the Members and also offered required explanations and additional details / information wherever needed.

Thereafter, the Chairman informed the Members that the Members attending this AGM who had not cast their vote through remote e-voting facility may cast their vote through electronic voting facility made available to them. The e-voting facility remained open for 15 minutes to enable the Members to cast their vote.

There being no other business, the Chairman thanked the Members and other participants for attending the meeting.

The meeting concluded at 1.40 p.m. with a vote of thanks to the Chair by a Shareholder.

Entered on: May 23, 2025

Sd/-  
**ADRIAN GUGGISBERG**  
**CHAIRMAN**  
**DIN: 09590850**

Place: Zurich  
Date: June 06, 2025

## **ABB India Limited**

### **CONDUCT OF POLL:**

Mr. K. Chandra Sekhar, the Scrutinizer, monitored voting by poll (electronic) process in accordance with the requirements of Companies Act, 2013 read with the Companies (Management and Administration) Rules 2014 and Circulars issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India. After ensuring that all Members participating in the e-voting had cast their votes, the Scrutinizer closed the e-voting at 1.55 p.m. Thereafter, the Scrutinizer counted votes cast through e-voting process, in accordance with the requirements of Companies Act, 2013 and submitted his Report dated May 10, 2025.

### **RESULTS OF THE ELECTRONIC VOTING ON THE ORDINARY AND SPECIAL BUSINESSES SET OUT IN THE AGM NOTICE:**

On the basis of the Scrutinizer's Report dated May 10, 2025, in respect of Remote e-voting, and voting by electronic poll means conducted during the Annual General Meeting, the summary of which was mentioned hereunder, Mr. Trivikram Guda, Company Secretary who was authorized by the Chairman in this behalf, announced the results of e-voting on May 10, 2025 stating that following Resolutions in respect of Ordinary and Special Businesses as set out at Item Nos. 1 to 5 of the Notice of 75<sup>th</sup> Annual General Meeting of the Company, had been duly passed with the requisite majority in all cases. The result of e-voting is as under:

**ABB India Limited**

<b>Item No.</b>	<b>Description of Resolution</b>	<b>Total No. of votes polled</b>	<b>No. of votes in favour</b>	<b>No. of votes against</b>	<b>Invalid Votes/ Less Voted/ Abstained</b>	<b>Percentage (In favour of the resolution)</b>	<b>Result</b>
<b>Ordinary Business:</b>							
1.	Ordinary Resolution for Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended December 31, 2024 and Reports of the Board of Directors and the Auditors thereon.	188,245,102	188,245,056	46	50161	100.00	Passed with requisite majority
2.	Ordinary Resolution for Declaration of Dividend.	188,263,914	188,263,868	46	31349	10.00	Passed with requisite majority
3.	Ordinary Resolution for Re-appointment of Ms. Carolina Yvonne Granat (DIN: 09477744) as a Director liable to retire by rotation.	188,263,913	187,147,411	1,116,502	31350	99.41	Passed with requisite majority
<b>Special Business:</b>							
4.	Ordinary Resolution for Appointment of Secretarial Auditors.	188,262,857	187,885,849	377,008	32386	99.80	Passed with requisite majority
5.	Ordinary Resolution for Ratification of remuneration to Cost Auditor of the Company for Financial Year ending December 31, 2025.	188,244,098	188,244,004	94	51145	10.00	Passed with requisite majority

## **ABB India Limited**

The Resolutions for the Ordinary and Special businesses as set out in Item Nos.1 to 5 of the Notice of the 75<sup>th</sup> Annual General Meeting, duly approved by the Members with requisite majority were recorded hereunder as part of the proceedings of the 75<sup>th</sup> Annual General Meeting of the Members held on May 10, 2025:

### **Item No.1 Consideration and Adoption of Audited Financial Statements of the Company for the Financial Year ended December 31, 2024 and Reports of the Board of Directors and the Auditors thereon**

**“RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended December 31, 2024 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and hereby adopted.”

### **Item No.2 Declaration of Dividend**

**“RESOLVED THAT** a Dividend of ₹ 33.50 (Rupees Thirty-Three and Fifty Paise only) (i.e. 1,675%) per Equity Share of the face value of ₹ 2 each for the financial year ended December 31, 2024 on 21,19,08,375 Equity Shares of the Company as recommended by the Board of Directors be declared and that the said Dividend be distributed out of the profits for the year ended December 31, 2024.”

### **Item No. 3 Re-appointment of Ms. Carolina Yvonne Granat (DIN: 09477744) as a Director liable to retire by rotation**

**“RESOLVED THAT** Ms. Carolina Yvonne Granat (DIN: 09477744), who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

### **Item No. 4 Appointment of Secretarial Auditors**

**“RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] M/s. S. N. ANANTHASUBRAMANIAN & Co, (Firm Registration No. P1991MH040400) Company Secretaries, be and hereby appointed as Secretarial Auditors of the Company for conducting Secretarial Audit and issue the Secretarial Compliance Report for the term of 5 (five) years from Financial Year January 1, 2025 to December 31, 2029 at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditors.”

### **Item No. 5 Ratification of remuneration to Cost Auditor of the Company for financial year ending December 31, 2025**

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, Ashwin Solanki & Associates, Cost Accountants, having Firm Registration Number 100392, appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct audit of the cost records maintained by the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, for the Financial Year ending December 31, 2025 be paid remuneration of ₹ 27,00,000 (Rupees Twenty Seven Lakhs only) plus reimbursement of out of pocket expenses and applicable taxes and to seek certification services as and when required (along with necessary fees).

**ABB India Limited**

**RESOLVED FURTHER THAT** approval of the Company be and is hereby accorded to the Board of Directors of the Company (including its Committee thereof) to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

Sd/-  
**ADRIAN GUGGISBERG**  
**CHAIRMAN**  
**DIN: 09590850**

Place: Zurich  
Date: June 06, 2025

Certified True Copy  
For ABB India Limited

Trivikram Guda  
Company Secretary and Compliance Officer  
ACS 17685