



REF:INABB:STATUT:LODR:2026

May 26, 2026

BSE Limited
P.J. Towers
Dalal Street
Mumbai 400 001

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 Sirs,

Sub: Intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Ref: BSE - 500002 / NSE - ABB

In continuation of our letter dated May 08, 2026, please find attached the copy of the Postal Ballot Notice which is being sent to the Members of the Company through electronic means to their e-mail id's registered with the Depository Participant(s) ("DPs") or with KFin Technologies Limited ("KFin"), the Registrars and Share Transfer Agent of the Company and whose names appear on the Register of Members/ List of Beneficial Owners as received from DPs, as on Friday, May 22, 2026 ("Cut-off Date"), for seeking their approval for the following proposals:

SI No.	Description of Resolution	Type of Resolution
1	Appointment of Mr. TK Sridhar (DIN: 06960804) as Managing Director of the Company to hold office for a term of five (5) consecutive years with effect from January 1, 2027.	Ordinary
2	Appointment of Mr. Sanjeev Sharma (DIN: 07362344) as Non-Executive, Non- Independent Director of the Company to hold office for a term of two (2) consecutive years with effect from January 1, 2027.	Ordinary

The Company has engaged the services of KFIN to provide e-voting facility to all its members. The remote e-voting period commences at 9.00 a.m. (IST) on Wednesday, May 27, 2026 and will end at 5.00 p.m. (IST) on Thursday, June 25, 2026. The Postal Ballot Notice is also made available on the website of the Company www.abb.co.in and website of the Registrar <https://evoting.kfintech.com>. The results of the voting by Postal Ballot will be declared on or before 5.00 p.m. (IST) on Monday, June 29, 2026.



We request you to take the above information on record.

This intimation is also being uploaded on the website of the Company.

Thanking you,

For ABB India Limited

Trivikram Guda
Company Secretary & Compliance Officer
ACS: 17685
Encl: as above



ABB India Limited

CIN: L32202KA1949PLC032923

Regd. Office: Disha – 3rd Floor, Plot No. 5 & 6, 2nd Stage,

Peenya Industrial Area IV,

Peenya, Bengaluru - 560 058, Karnataka

Ph: 080-22949113

E-mail: investor.helpdesk@in.abb.com, Website: www.abb.co.in

Notice of Postal Ballot

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time) and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“**MCA**”) for holding general meetings / conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, read with other relevant circulars, General Circular No. 09/2023 dated September 25, 2023 including General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/ 2025 dated September 22, 2025 issued by the MCA (collectively the “**MCA Circulars**”), and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**Listing Regulations**”), Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, that the resolutions appended below are proposed for the approval of the members of ABB India Limited (the “**Company**”) to be passed as Ordinary Resolutions by way of Postal Ballot through electronic voting (“**Postal Ballot**”).

SPECIAL BUSINESS:

Item No. 1: - Appointment of Mr. TK Sridhar (DIN: 06960804) as Managing Director of the Company to hold office for a term of five (5) consecutive years with effect from January 1, 2027.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 160, 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Schedule V thereto and the Rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the Members be and is hereby accorded to the appointment of Mr. TK Sridhar (DIN: 06960804) as the Managing Director of the Company for a period of five (5) consecutive years from January 1, 2027 to December 31, 2031 (both days inclusive), at the remuneration and on the terms and conditions set out in the Agreement dated May 9, 2026 entered into between the Company and Mr. TK Sridhar.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the “Board”) be and is hereby authorized to alter, vary or modify the terms of Managing Director’s appointment,

including remuneration, as may be agreed upon, subject to the provisions of the Act and Schedule V thereto.

RESOLVED FURTHER THAT the remuneration payable to Mr. TK Sridhar as the Managing Director, by way of salary, perquisites, commission and other allowances, shall be within the limits prescribed under Section 197 of the Act, and where there is more than one Whole-time Director, the total remuneration shall not exceed the limits applicable to all such Directors taken together.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. TK Sridhar, remuneration shall be paid in accordance with the provisions of Schedule V to the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors and/or any Key Managerial Personnel of the Company be and are hereby authorized, jointly or severally, to do all such acts, deeds, matters and things as may be necessary, expedient or desirable in this regard.”

Item No. 2: - Appointment of Mr. Sanjeev Sharma (DIN: 07362344) as Non-Executive, Non-Independent Director of the Company to hold office for a term of two (2) consecutive years with effect from January 1, 2027.

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the Members be and is hereby accorded for the appointment of Mr. Sanjeev Sharma (DIN: 07362344), presently serving as the Managing Director of the Company, as a Non-Executive, Non-Independent Director, for a term of two (2) consecutive years commencing from January 1, 2027 to December 31, 2028, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Section 197(1) read with Section 198 and other applicable provisions of the Act, and Article 147 of the Articles of Association of the Company, approval of the Members be and is hereby accorded for payment of remuneration by way of commission to Mr. Sanjeev Sharma, upon his appointment as a Non-Executive, Non-Independent Director of the Company, for each financial year commencing from January 1, 2027 to December 31, 2028, at such rate and on such terms as may be determined by the Board of Directors from time to time.

RESOLVED FURTHER THAT the commission payable to Mr. Sanjeev Sharma shall be subject to the limits prescribed under Section 197 of the Act, provided that the aggregate commission payable to all Non-Executive Directors, including Independent Directors, shall not exceed one percent (1%) per annum of the net profits of the Company, computed in the manner laid down in Section 198 of the Act, and shall be in addition to the sitting fees payable for attending meetings of the Board of Directors and/or Committees thereof.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Sanjeev Sharma, remuneration shall be paid in accordance with the provisions of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Key Managerial Personnel of the Company, for the time being, be and are hereby severally authorized to do all

such acts, deeds, matters and things and take such steps as may be necessary, expedient or desirable to give effect to the foregoing resolutions.”

Notes:

1. The Statement pursuant to Sections 102, 108, 110 and all other applicable provisions, if any, of the Act read with rules made thereunder, various MCA Circulars as mentioned above, setting out the material facts concerning the resolution and the reasons thereof is annexed hereto for your consideration.
2. Members may take note that considering the relaxation granted by the Statutory Authorities, the Companies are permitted to conduct the Postal Ballot by sending the Notice in electronic form only. Hence the Company has not dispatched the Postal Ballot notice, Postal Ballot form / self-addressed envelope etc., by post or courier. Further as per relaxation granted, the communication of the assent or dissent of the Members on the resolution as set out in Postal Ballot Notice would only be taken through the e-voting.
3. The Postal Ballot Notice and the e-voting instructions along with the User ID and Password are being sent only by email to those Members who have registered their email address with their Depository Participant(s) (“**DPs**”) or with KFin Technologies Limited, the Registrars and Share Transfer Agent of the Company (“**KFIN**”) and whose names appear on the Register of Members/ List of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited, (collectively the “**Depositories**”) as on Friday, May 22, 2026 (“**Cut-off Date**”). The Postal Ballot Notice has been uploaded on the websites of the Company (www.abb.co.in), KFIN(<https://evoting.kfintech.com/public/Downloads.aspx>), National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com), in compliance with the Relevant Circulars.
4. Members holding shares in electronic mode, who have not registered their email addresses are requested to register their email addresses with their respective Depository Participant (DP).

Members holding shares in physical mode are requested to update their email addresses with KFIN by following the process detailed below:

Members holding shares in physical mode are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16th, 2023, shall register the e-mail ID, mobile number, postal address with PIN code for their corresponding folio numbers. Members can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link:

<https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through ‘In Person Verification’ (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

c) Through electronic mode with e-sign by following the link:

<https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

5. e-voting:

- i) In compliance with Regulation 44 of the Listing Regulations and the MCA Circulars, the Company has extended only e-voting facility for its Members, to enable them to cast their votes electronically instead of submitting the physical Postal Ballot Form, in respect of the resolution as set out in this Postal Ballot Notice.
- ii) The Company has availed the services of KFIN, as the authorized agency for providing e-voting facility.
- iii) The Company has appointed Mr. K. Chandra Sekhar, (Membership No. A14441 / CP No. PCS 24363), Practicing Company Secretary, Bengaluru as the Scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.
- iv) Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the shareholders as on Cut-off Date. A person who is not a shareholder as on Cut-off Date, should treat this notice for information purpose only.
- v) Members holding shares either in physical form or dematerialized form, as on the cut-off Date i.e. Friday, May 22, 2026, (including those Members who may not receive this Postal Ballot Notice due to non-registration of their email address with KFin or the DPs, as aforesaid) can cast their votes electronically, in respect of the resolution as set out in the Postal Ballot Notice only through the e-voting.

vi) Instructions for e-voting are as under:

- l) **Login method for e-Voting for Individual shareholders holding securities in demat mode.**

Type of shareholders	Login Method
<u>Individual Shareholders holding securities in demat mode with NSDL</u>	<p>1. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> I. Visit URL: https://eservices.nsd.com II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the e-Voting period. <p>2. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> I. To register click on link : https://eservices.nsd.com II. Select “Register Online for IDeAS” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1 <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <ol style="list-style-type: none"> I. Open URL: https://www.evoting.nsd.com/ II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the e-Voting period.
<u>Individual Shareholders holding securities in demat mode with CDSL</u>	<p>1. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with your registered user id and password. IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFintech e-Voting portal. V. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest</p> <ol style="list-style-type: none"> I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration II. Proceed with completing the required fields. III. Follow the steps given in point 1 <p>3. Alternatively, by directly accessing the e-Voting website of CDSL</p> <ol style="list-style-type: none"> I. Visit URL: www.cdslindia.com II. Provide your demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. IV. After successful authentication, user will be provided links for the respective ESP, i.e KFintech where the e- Voting is in progress.

<u>Individual Shareholder login through their demat accounts / Website of Depository Participant</u>	<ol style="list-style-type: none"> I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name or e-Voting service provider – Kfintech and you will be redirected to e-Voting website of KFintech for casting your vote during the e-Voting period without any further authentication.
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Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: [https:// evoting.kfintech.com /](https://evoting.kfintech.com/)
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9733, followed by folio number.–In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the “EVEN” i.e., “ABB India Limited-Postal Ballot” and click on “Submit”.

- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
 - viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
 - x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
 - xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
 - xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to cast vote on its behalf and to cast its vote through e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id chandra@kcsassociates.co.in with a copy marked to evoting@kfintech.com The scanned image of the above-mentioned documents should be in the naming format “ABB India Limited - Postal Ballot 2026” .
 - xiii. Any Member, who has not received the User ID and Password, may obtain the same in the following manner:
 - a) If the mobile number of the Member is registered against Folio No./ DP ID Client ID, the Member may send SMS: MYEPWD e-voting Event Number + Folio No. or DPID Client ID to 9212993399. For example:
 - NSDL: MYEPWDIN12345612345678
 - CDSL: MYEPWD1402345612345678
 - Physical: MYEPWD1234567890
 - b) If email address or mobile number of the Member is registered against Folio No./ DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the Member may click “Forgot Password” and enter Folio No. or DPID Client ID and PAN to generate a new password.
 - c) Members may send an e-mail request to evoting@kfintech.com.
6. The e-voting facility will be available during the following period:
- Commencement from 9.00 a.m. IST on Wednesday, May 27, 2026.
- The e-voting shall be disabled by KFIN at 5.00 p.m. IST on Thursday, June 25, 2026.
7. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members. The Resolution, if passed by the requisite majority, shall be deemed to be passed on Thursday, June 25, 2026 i.e., the last date specified for the e-voting.
8. The Scrutinizer will submit his report to the Chairman of the Company, or any other person authorized by him in writing after completion of scrutiny of the votes cast through e-voting. The results of the postal ballot (including e-voting) will be announced on or before **5.00 p.m. IST on Monday, June 29, 2026** and communicated to BSE Limited (“BSE”), National Stock Exchange of India Limited (“NSE”) (together the “Stock Exchanges”),

National Securities Depository Limited & Central Depository Services (India) Limited, Depositories and will be uploaded on the website of the Company i.e. website www.abb.co.in and website of KFIN <https://evoting.kfintech.com/public/Downloads.aspx>. The said Results will also be displayed at the Registered Office of the Company.

9. All the material documents referred to in the explanatory statement will be available for inspection through electronic mode, during office hours on all working days from the date of dispatch of the Postal Ballot Notice until the last date for receipt of votes by e-voting.
10. Members requiring any clarifications on voting by Postal Ballot including e-voting may contact Ms. C Shobha Anand, Vice President, KFin Technologies Limited on toll-free number 1- 800-309-4001 or by email at evoting@kfintech.com

By Order of the Board
For ABB India Limited

Date: May 8, 2026
Place: Bangalore
Registered Office:
Disha - 3rd Floor, Plot No. 5 & 6, 2nd Stage,
Peenya Industrial Area IV, Peenya,
Bengaluru - 560 058, Karnataka
CIN: L32202KA1949PLC032923
Ph: 080-22949113
E-mail: investor.helpdesk@in.abb.com,
Website: www.abb.co.in

Trivikram Guda
Company Secretary
Membership No.: A17685

Explanatory statement pursuant to Sections 102(1) and 110 of the Companies Act, 2013

Item No. 1

The Board of Directors on the recommendation of the Nomination and Remuneration Committee has appointed Mr. TK Sridhar (DIN: 06960804) as the Managing Director of the Company, with effect from January 1, 2027, for a term of five (5) consecutive years and recommended the same for shareholders' approval.

Mr. TK Sridhar, aged fifty-eight years, is a seasoned business finance leader with over three decades of experience. He has held several senior leadership roles within the organization and is currently serving as the Chief Financial Officer (CFO) and Head of Investor Relations of the Company.

Over the course of his tenure, he has played a key role in shaping the Company's strategy and driving its growth and transformation agenda. As a member of the core leadership team, he has been closely involved in enterprise-level decision-making, contributing to the formulation and execution of business strategies, and driving operational performance across the organization.

In his leadership roles, he has spearheaded several enterprise-wide initiatives, including strategic mergers and acquisitions, business restructuring, and large-scale transformation programs. He has also been instrumental in strengthening the Company's governance framework and maintaining a transparent and effective engagement with the Board and key stakeholders.

As CFO, he has overseen financial operations at scale, including responsibility for revenues of multi-million-dollar, while significantly improving profitability, strengthening cash flows, and enhancing financial discipline within the organization. He has led key initiatives such as the establishment of the Global Business Services hub in India and the implementation of global finance transformation programs, contributing to operational efficiency and global integration.

He brings extensive experience in investor relations, regulatory and compliance matters, and has actively driven initiatives in sustainability, ESG and corporate social responsibility. His strong focus on governance, stakeholder engagement, and long-term value creation has been a key contributor to the Company's credibility and market standing.

Mr. TK Sridhar holds a Master's degree in Commerce and is a member of the Institute of Cost & Management Accountants of India.

His deep understanding of the Company's business, proven ability to drive strategic and operational outcomes, and extensive leadership experience across functions and geographies position him well to lead ABB India as Managing Director.

The Board strongly believes that Mr. TK Sridhar's proven leadership capabilities, institutional knowledge, and familiarity with the Company's culture and values position him well to lead the Company's next phase of growth while ensuring a smooth and orderly leadership transition.

The principal terms and conditions of Mr. TK Sridhar's appointment as Managing Director as contained in the Agreement dated May 9, 2026 ("Agreement") are as under:

Tenure of appointment: Mr. TK Sridhar be appointed as the Managing Director for a period of five (5) years from January 1, 2027 to December 31, 2031 (both days inclusive). : Mr. TK Sridhar not liable to retire by rotation so long as he holds the office as Managing Director. In the event Mr. TK Sridhar ceases to be the Managing Director before the end of his tenure, he will also cease to be a Director of the Company.

Subject to the orders and directions given to him by the Board from time to time and subject to such restrictions as the Board may impose at its discretion from time to time, Mr. TK Sridhar shall have the management of the whole of the affairs of the Company with power to appoint and dismiss employees of the Company and to enter into contracts on behalf of the Company in the ordinary course of its business.

During the period of his employment, Mr. TK Sridhar to undertake such travel in India and abroad as the Board may from time to time direct in connection with or in relation to the business of the Company.

Remuneration and Perquisites:

Mr. TK Sridhar to be entitled to the following remuneration and perquisites:

Basic Pay:

₹11,655,000/- (Rupees One Crore Sixteen Lakh Fifty-Five Thousand only) per annum.

Other Allowances:

Mr. TK Sridhar to be entitled for other allowances viz., house rent allowance ("HRA"), flexible remainder including leave travel concession of ₹ 15,734,250/- (Rupees One Crore Fifty-Seven Lakh Thirty-Four Thousand Two Hundred Fifty only) per annum.

Social Security:

Mr. TK Sridhar shall be entitled to contributions to provident fund, super annuation as determined by the Board and the NRC from time to time. However, the aggregate monetary value of such contributions in a financial year shall not exceed ₹ 3,146,850/- (Rupees Thirty-One Lakh Forty-Six Thousand Eight Hundred Fifty only). At the time of employment termination, Mr. Sridhar shall be entitled to receiving gratuity only as per the provisions of and limits under, the Code on Social Security, 2020 and any applicable Policies.

Bonus:

Mr. TK Sridhar will be entitled to receiving annual performance bonus of up to Rs. 11,655,000/- (Rupees One Crore Sixteen Lakh Fifty-Five Thousand only) per annum, if he achieves 100% of the business targets fixed under the Annual Incentive Plan (AIP) by the Board and the NRC; provided however that the actual amount of performance bonus shall vary depending upon the shortfall or exceeding the performance achievement, and shall be determined by the Board and the NRC.

Long-term Incentive:

Mr. TK Sridhar may be offered the opportunity to participate in ABB's Long-Term Incentive plan ("LTIP"). Participation is not guaranteed and may vary every year. Additional details of the LTIP may be provided by the Company at the time of the relevant offer. Participation in the LTIP is discretionary, not a term of employment and represents a voluntary, separate and distinct opportunity outside the scope and reach of the employment relationship and is offered at the sole discretion of the Company and as determined by the Board and the NRC. The plan offering can be suspended by the Company any time without offering any other compensation. The target award, based on the grade of Mr. Sridhar's current position in the Company, corresponds to 35% of Basic, HRA, flexible remainder and super annuation. The actual amount awarded can be between 0% and 200% of the target award size determined at the discretion of the Board and the NRC.

Certain Benefits / Perquisites:

Mr. Sridhar may be entitled to certain benefits / perquisites, one Company car with reimbursement of Chauffeur's salary as per company policy, reimbursement of salary for domestic help, expenses towards medical for self & family (as per the Policies), mobile, telephone, internet and other suitable communication facilities at his residence.

Mr. Sridhar will be covered under Company's Mediclaim Policy, Personal Accident Insurance, Mutual Family Assistance & Term Life Insurance Scheme as per the rules of the Company/Group's Policy for the time being in force.

Leave:

Mr. TK Sridhar will be entitled to availing leave as per the Policies.

Restriction on Overall Remuneration:

Mr. TK Sridhar's aggregate of salary, performance bonus and benefits / perquisites in any financial year shall not exceed the limits prescribed under the applicable legal requirements.

Minimum Remuneration:

In case of loss or inadequacy of profits in any financial year during the currency of tenure of his service, the payment of salary, commission and perquisites payable by the Company to Mr. TK Sridhar shall be governed by the limits prescribed under Section II of Part II of Schedule V to the Act.

Revision in Remuneration:

The remuneration payable to Mr. TK Sridhar and/or the compensation breakdown, may be subject to revision from time to time (annually and/or otherwise), by the Board at its discretion based on recommendation of the NRC.

During the term of employment, Mr. TK Sridhar shall be entitled to:

- (a) The reimbursement of entertainment expenses actually and properly incurred by him in the course of the legitimate business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board; and
- (b) The reimbursement of travelling, hotel and other expenses incurred by him in India and abroad exclusively on the business of the Company in accordance with the Policies or as approved by the Board.

Mr. TK Sridhar shall not be entitled to any sitting fee for attending the meetings of the Board or Committee/s thereof, as long as he functions as the Managing Director of the Company.

Mr. TK Sridhar is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given his consent to act as Director in Form DIR-2. He is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India ("SEBI") or any other authority. The Company has received all other statutory disclosures. The Company has also received notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Managing Director of the Company. The Board, therefore, recommends the resolution as set out in Item No. 1 of the Notice for approval of members by means of an Ordinary Resolution.

Mr. TK Sridhar is currently serving as a non-executive director of ABB Global Industries and Services Private Limited, ABB Business Services Private Limited and B and R Industrial Automation Private Limited.

Mr. TK Sridhar is interested in the resolution at Item No.1 of the accompanying Notice since it relates to his appointment as the Director of the Company. No Director or key managerial personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution at Item No.1 of the accompanying Notice.

Relevant details of the Directorship of Mr. TK Sridhar are provided in the Annexure. He does not hold by himself or for any other person on a beneficial basis, any shares in the Company.

The Board of Directors recommends the resolution set out at Item No. 1 of the Notice for approval of the Members by way of an Ordinary Resolution.

Item No.2

The term of Mr. Sanjeev Sharma (DIN: 07362344), as the Managing Director of the Company, will conclude on December 31, 2026.

With a view to continuing to benefit from Mr. Sharma's deep knowledge of ABB's business, particularly in India, and to ensure continuity in strategic guidance at the Board level, the Board, upon completion of his tenure as the Managing Director, considered it appropriate to retain his association with the Company in a non-executive capacity. Accordingly, the Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has proposed and recommended the appointment of Mr. Sanjeev Sharma as a Non-Executive, Non-Independent Director of the Company, with effect from January 1, 2027, liable to retire by rotation.

Mr. Sanjeev Sharma, aged sixty years, is currently the Managing Director of the Company and has over thirty-five years of industry experience. He joined ABB in 1990 and has held several leadership positions across India, Switzerland, Germany and Malaysia, managing diverse business units and divisions. Prior to his appointment as Managing Director of the Company, he served as the Global Managing Director – Low Voltage Systems business unit, Malaysia. His continued association is expected to provide valuable strategic insights and support an orderly leadership transition, while maintaining continuity in the Company's long-term strategic direction.

Pursuant to Article 147 of the Articles of Association of the Company and the provisions of Section 197(1) read with Section 198 of the Companies Act, 2013, Mr. Sharma be paid commission, for each financial year commencing from Financial Year 2027, for a period of two (2) financial years from January 1, 2027 to December 31, 2028, at such rate and on such terms as may be determined by the Board of Directors from time to time and shall be in addition to the sitting fees payable for attending meetings of the Board of Directors and/or Committees thereof. The Members may note that, the aggregate commission payable to all Non-Executive Directors, including Independent Directors, will not exceed one percent (1%) per annum of the net profits of the Company, computed in the manner laid down in Section 198 of the Act.

Mr. Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013, has given his consent to act as Director in Form DIR-2, and is not debarred from holding the office of Director pursuant to any order of the Securities and Exchange Board of India (SEBI) or any other authority. The Company has received all requisite statutory disclosures, including notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Non-Executive Director.

Apart from being the Managing Director of the Company, Mr. Sharma is currently serving as a Non-Executive director in ABB Global Industries and Services Private Limited, ABB Business

Services Private Limited and as an Independent Director in Titan Engineering & Automation Limited.

Mr. Sharma is interested in the resolution set out at Item No. 2 of the accompanying Notice, as it relates to his appointment and remuneration. None of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

Relevant details of the Directorship of Mr. Sharma are provided in the Annexure to this Notice. Mr. Sharma does not hold any equity shares in the Company, either directly or beneficially.

The Board of Directors recommends the resolution set out at Item No. 2 of the Notice for approval of the Members by way of an Ordinary Resolution.

By Order of the Board
For ABB India Limited

Date: May 8, 2026
Place: Bangalore
Registered Office:
Disha - 3rd Floor, Plot No. 5 & 6, 2nd Stage,
Peenya Industrial Area IV, Peenya,
Bengaluru - 560 058, Karnataka
CIN: L32202KA1949PLC032923
Ph: 080-22949113
E-mail: investor.helpdesk@in.abb.com,
Website: www.abb.co.in

Trivikram Guda
Company Secretary
Membership No.: A17685

**ANNEXURE TO POSTAL BALLOT NOTICE
DETAILS OF DIRECTOR SEEKING APPOINTMENT**

DETAILS ARE PROVIDED PURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015 AND SECRETARIAL STANDARD 2 (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI).

i. Mr. TK Sridhar

Name of the Director	T K Sridhar	
DIN	06960804	
Date of Birth / Age	29.02.1968, 58 years	
Date of Appointment on the Board	January 1, 2027	
Qualifications	Mr. TK Sridhar holds a Master's degree in Commerce and is a member of the Institute of Cost & Management Accountants of India	
Brief profile and nature of their expertise in specific functional areas	Please refer Item no. 1 of explanatory statements	
Current remuneration (last drawn remuneration)	Rs.2.53 crs for FY 2025	
Details of remuneration proposed to be paid	Please refer Item no. 1 of explanatory statements	
Shareholding in the Company	Nil	
Key terms and conditions of appointment	Please refer Item no. 1 of explanatory statements	
Skills and capabilities required for the role and the manner in which the proposed director meets such requirements	Please refer Item no. 1 of explanatory statements	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil	
Number of meetings of the Board attended during the year	Mr. TK Sridhar is not a member of the board of the Company. However in the capacity of CFO of the Company he attended in total three Board meetings during the current financial year as an invitee.	
Directorships, Memberships / Chairmanships of committees of other Boards [along with listed entities from which the person has resigned in the past three years]*	Directorship	Committee Membership/Chairmanship
	ABB India Limited	Risk Management Committee (Member)
	Mr. TK Sridhar has not resigned from any listed entities in the past three years.	

ii. Sanjeev Sharma

Name of the Director	Mr. Sanjeev Sharma	
DIN	07362344	
Date of Birth / Age	10.11.1965, 60 years	
Date of Appointment on the Board	January 1, 2027	
Qualifications	Mr. Sharma is a Graduate in Electronics and Telecommunications Engineering and Executive Master Degree in Business Administration.	
Brief profile and nature of their expertise in specific functional areas	Please refer Item no. 2 of explanatory statements	
Current remuneration (last drawn remuneration)	Rs.5.94 Crs for FY 2025	
Details of remuneration proposed to be paid	Mr. Sharma is eligible for annual commission, as may be approved by the Board and members.	
Shareholding in the Company	Nil	
Key terms and conditions of appointment	Mr. Sharma being a Non-Executive and Non-Independent Director of the Company is required to comply with the applicable provisions of the Companies Act, 2013, the Listing Regulations and other applicable laws. [Refer notice and Item No. 2 of the explanatory statements]	
Skills and capabilities required for the role and the manner in which the proposed director meets such requirements	Please refer Item no. 2 of explanatory statements	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Mr. Sharma is not related to any Directors and Key Managerial Personnel of the Company.	
Number of meetings of the Board attended during the year	3	
Directorships, Memberships / Chairmanships of committees of other Boards [along with listed entities from which the person has resigned in the past three years]*	Directorship	Committee Membership/Chairmanship
	ABB India Limited	Stakeholders Relationship Committee (Member)
		Risk Management Committee (Chairperson)
		Corporate Social Responsibility Committee (Member)
Mr. Sharma has not resigned from any listed entities in the past three years.		

*As per amended Regulation 36 of the Listing Regulations, details of Directorship / Membership of Committees in listed entities are provided. Directorships in foreign companies, membership in governing councils, chambers and other bodies, partnership in firms etc., are not provided.

INFORMATION AT GLANCE:

Particulars	Information
"Cut-Off Date" to reckon voting rights	Friday, May 22, 2026
E Voting commencement date /time	At 9.00 a.m. (IST) on Wednesday, May 27, 2026
E Voting end date /time	At 5.00 p.m. (IST) on Thursday, June 25, 2026
Date on which the resolution is deemed to be passed	Last date of voting i.e. Thursday, June 25, 2026
Web link for e-voting	https://evoting.kfintech.com/
Date of announcement of voting result	on or before 5.00 p.m. (IST) on Monday, June 29, 2026
Name, address and contact details of Registrar and Share Transfer Agent.	Shobha Anand, Vice President KFin Technologies Limited, Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad – 500 032 Contact details: shobha.anand@kfintech.com; einward.ris@kfintech.com Contact number – 1800-309-4001