



REF:INABB:STATUT:LODR:REGU 30

May 24, 2022

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

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

Attn: Listing Dept.

Dear 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 4, 2022, 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, 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 DPs, as on Friday, May 20, 2022 ("Cut-off Date"), for seeking their approval for the following proposal:

| SI No. | Description of Resolution | Type of Resolution |
|--------|---|--------------------|
| 1 | Appointment of Mr. Adrian Guggisberg (DIN: 09590850) as a Director (Non-executive and Non-independent) of the Company with effect from May 6, 2022 | Ordinary |
| 2 | Appointment of Ms. Monica Widhani (DIN: 07674403) as an Independent Director of the Company to hold office for a term of three (3) consecutive years with effect from May 6, 2022 | Special |

Copies of 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>.

We request you to take the above information on record.

For ABB India Limited


Trivikram Guda
Company Secretary & Compliance Officer
Encl: as above

ABB India Limited
Registered and Corporate Office
Disha - 3rd Floor, Plot No. 5 & 6, 2nd Stage
Peenya Industrial Area IV
Peenya, Bengaluru - 560 058
Karnataka, India

CIN: L32202KA1949PLC032923
GST: 29AAACA3834B1Z4
Phone: +91 80 2294 9150 - 54
Fax: +91 80 2294 9148

www.abb.com/in



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: 080-22949151

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 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with Rule 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 (“**the MCA**”) for holding general meetings / conducting postal ballot through e-voting vide General Circular Nos. 14/ 2020 dated April 8, 2020; 17/2020 dated April 13, 2020; 22/2020 dated June 15, 2020; 33/2020 dated September 28, 2020; 39/2020 dated December 31, 2020; 10/2021 dated June 23, 2021; 20/2021 dated December 8, 2021 and General Circular No. 3/2022 dated May 5, 2022 (**MCA Circulars**), in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the ongoing COVID – 19 pandemic issued by the Ministry of Corporate Affairs, Government of India and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the Listing Regulations**”), Secretarial Standard – 2 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 an Ordinary/ a Special Resolution by way of Postal Ballot through electronic voting (“Postal Ballot”).

SPECIAL BUSINESS:

Item No. 1: - Appointment of Mr. Adrian Guggisberg (DIN: 09590850) as a Director (Non-executive and Non-independent) of the Company.

To consider and if thought fit, to pass with or without modifications, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Mr. Adrian Guggisberg (DIN: 09590850), who was appointed as an Additional Director (Non-executive and Non-independent) by the Board of Directors with effect from May 6, 2022 under Section 161 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) read with Article 144 of the Company’s Articles of Association and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-executive and Non-independent) of the Company, liable to retire by rotation.”

Item No. 2: - Appointment of Ms. Monica Widhani (DIN: 07674403) as an Independent Director of the Company to hold office for a term of three (3) consecutive years with effect from May 6, 2022.

To consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution:**

“RESOLVED THAT, pursuant to Sections 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, read with Schedule IV of the said Act, and pursuant to Regulation 16(1)(b) and 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Articles 137 and 144 of Articles of Association of the Company, Ms. Monica Widhani (DIN: 07674403), who fulfills the criteria for independence in terms of Section 149 (6) of the Act and being eligible for such appointment and based on the recommendation of the Nomination and Remuneration Committee of the Board, appointed as an Additional Director (Category – Independent) of the Company effective from May 6, 2022 by the Board, and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, signifying his intention to propose her as a candidate for the office of Independent Director of the Company be and is hereby appointed as a Non-Executive Independent Director of the Company for a term of 3 consecutive years effective from May 6, 2022, Ms. Monica Widhani not being liable to retire by rotation during the aforesaid term of her appointment as Independent Director.

RESOLVED FURTHER THAT the Board of Directors of the Company or any Key Managerial Personnel of the Company, for the time being is hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable to give effect to the aforesaid resolution.”

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 ongoing COVID-19 pandemic and 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 resolutions as set out in Postal Ballot Notice would only be taken through the remote 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 20, 2022 (“**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 who have not registered their e-mail addresses are requested to register/update the same with KFIN, in case of shares are held in Physical form and with DP(s), in case shares are held in electronic form, for sending future communication(s) in electronic form.
5. Members can also temporarily update their email address and mobile number with KFIN, by following the procedure given below:
 - (i) Visit the link <https://ris.kfintech.com/clientservices/postalballot/>
 - (ii) Select the Company name: "ABB India Limited"
 - (iii) Enter DPID Client ID (in case shares are held in electronic form)/Physical Folio No. (in case shares are held in physical form) and Permanent Account Number ("PAN").
 - (iv) In case of shares which are held in physical form, if PAN is not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.
 - (v) Enter the email address and mobile number.
 - (vi) System will check the authenticity of the DPID Client ID/Physical Folio No. and PAN/Certificate No., as the case may be and send the OTPs to the said mobile number and email address, for validation.
 - (vii) Enter the OTPs received by SMS and Email to complete the validation process. (Please note that the OTPs will be valid for 5 minutes only).
 - (viii) In case the shares are held in physical form and PAN is not available, the system will prompt you to upload the self-attested copy of your PAN.
 - (ix) System will confirm the email address for the limited purpose of serving the Postal Ballot Notice and the remote e-voting instructions along with the User ID and Password.

Alternatively, Members may send an email request to einward.ris@kfintech.com along with the scanned copy of their request letter duly signed by the 1st member, providing the email address, mobile number, self-attested copy of PAN and Client Master copy in case shares are held in electronic form or copy of the share certificate in case shares are held in physical form, to enable KFIN to temporarily register their email address and mobile number so as to enable to issue the Postal Ballot Notice and the remote e-voting instructions along with the User ID and Password, through electronic mode. However, Members holding shares in electronic form, will have to once again register their email address and mobile number with their DPs, to permanently update the said information.

In case of any queries, in this regard, Members are requested to write to einward.ris@kfintech.com or evoting@kfintech.com or contact KFIN at toll free number: 1- 800-309-4001 .

The detailed procedures for voting through "electronic means" are given below.

6. Remote e-voting:

- i) In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the MCA Circulars, the Company has extended only the remote 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 resolutions as set out in this Postal Ballot Notice.

- ii) The Company has availed the services of KFIN, as the authorised agency for providing e-voting facility.
- iii) The Company has appointed Mr S Kannan, (Membership No. FCS 6261 / CP No. PCS 13016), Practicing Company Secretary, Bengaluru and in his absence, Mr B L Vinay, Practicing Company Secretary, Bengaluru, (Membership No. A26638 and CP No. PCS 10760) 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 20, 2022, (including those Members who may not receive this Postal Ballot Notice due to non-registration of their email address with KFin Technologies Limited, Registrar and Share Transfer Agents of the Company (KFIN) or the DPs, as aforesaid) can cast their votes electronically, in respect of the resolutions as set out in the Postal Ballot Notice only through the remote e-voting.
- vi) Members holding shares as on the cut-off date 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 resolutions as set out in the Postal Ballot Notice only through the remote e-voting.
- vii) 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.

viii) **Instructions for Remote E-voting are as under:**

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

| Type of shareholders | Login Method |
|--|---|
| <p><u>Individual Shareholders holding securities in demat mode with NSDL</u></p> | <p>1. User already registered for IDeAS facility:</p> <ol style="list-style-type: none"> I. Visit URL: https://eservices.nSDL.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 remote 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.nSDL.com II. Select “Register Online for IDeAS” or click at https://eservices.nSDL.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.nSDL.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 remote e-Voting period. |

| | |
|---|---|
| <p><u>Individual Shareholders holding securities in demat mode with CDSL</u></p> | <p>1. Existing user who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> I. Visit URL: https://web.cdslindia.com/myeasi/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/myeasi/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. |
| <p><u>Individual Shareholder login through their demat accounts / Website of Depository Participant</u></p> | <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 remote e-Voting period without any further authentication. |

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 CDS.

| Login type | Helpdesk details |
|---------------------------|--|
| Securities held with NSDL | Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
| Securities held with CDSL | Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43 |

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.

{A) 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) 6596, 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 remote e-voting. Together with attested specimen signature(s) of the duly authorised representative(s), to

the Scrutinizer at email id cs.skannan@gmail.com 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 2022".

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the, Notice of Postal Ballot and e-voting instructions cannot be serviced, will have to follow the following process:

i. Members who have not registered their email address and in consequence the Postal Ballot Notice cannot be serviced, may temporarily get their email address and mobile number provided with KFintech, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

ii Alternatively, member may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal Ballot Notice and the e-voting instructions.

iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

i. 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., to cast vote on its behalf together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at E-mail cs.skannan@gmail.com 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 2022."

ii. The remote e-voting facility shall be available during the following period:

Commencement from 9.00 a.m. IST on Wednesday, May 25, 2022 End at 5.00 p.m. IST on Thursday, June 23, 2022.

The e-voting shall be disabled by KFIN at 5.00 p.m. IST on Thursday, June 23, 2022.

7. Resolution 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 passed on Thursday, June 23, 2022 i.e., the last date specified for the remote 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 postal ballots (including e-voting). The results of the postal ballot (including e-voting) will be announced on or before **5.00 p.m. IST on Saturday, June 25, 2022** 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 Statement setting out Material Facts will be available for inspection electronically, 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 remote e-voting.
10. Members requiring any clarifications on voting by Postal Ballot including e-voting may contact Ms. C Shobha Anand, Deputy Vice President, KFin Technologies Limited on toll-free number 1- 800-309-4001 or by email at shobha.anand@kfintech.com or evoting@kfintech.com.

By Order of the Board
For ABB India Limited

Trivikram Guda
Company Secretary
ACS: 17685

Date: May 4, 2022
Place: Bengaluru

Registered Office:
Disha - 3rd Floor, Plot No. 5 & 6, 2nd Stage,
Peenya Industrial Area IV, Peenya,
Bengaluru - 560 058, Karnataka
CIN: L32202KA1949PLC032923
Ph: 080-22949151
E-mail: investor.helpdesk@in.abb.com, Website: www.abb.co.in

Statement setting out Material Facts under Section 102 of the Companies Act, 2013 to the accompanying Notice dated May 4, 2022.

Item No.1

Based on the recommendation of the Nomination and Remuneration Committee, the Board at its meeting held on May 4, 2022, appointed Mr. Adrian Guggisberg (DIN: 09590850), as an Additional Director (Non-Executive and Non-Independent) of the Company effective May 6, 2022. The said appointment is pursuant to Section 161 of the Act and other applicable provisions (including any statutory modification or re-enactment thereof for the time being in force), if any, of the Act read with Article 144 of the Articles of Association of the Company. In terms of Section 161 of the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointment of Mr. Adrian Guggisberg requires approval by the Members.

Considering the skills, qualifications and vast experience of 26 years, the Nomination and Remuneration Committee and the Board considered that the association of Mr. Adrian Guggisberg as a Director of the Company will be highly beneficial to and in the interest of the Company. The Board also opined that Mr. Guggisberg with his leadership experience in different roles within ABB will add significant value to the Company. He will not receive any remuneration in the form of Commission from the Company. Mr. Guggisberg 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. The Company has received notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Non-executive 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. Guggisberg 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. Guggisberg 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.

Item No.2

Ms. Monica Widhani (DIN: 07674403), was co-opted as a Non-Executive Independent Director of your Company with effect from May 6, 2022. The details of her profile are furnished under Particulars of Directors annexed to the notice. In terms of Section 149 and other applicable provisions of the Companies Act, 2013 and Regulation 16(b) and 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(Listing Regulations), Ms. Monica Widhani, being eligible and offering herself for appointment, is proposed to be appointed as an Independent Director for a term of three (3) consecutive years effective May 6, 2022 as mentioned in the Resolution. In the opinion of the Board, Ms. Monica Widhani fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and applicable provisions of Listing Regulations, for her appointment as Independent Director of the Company and is independent of the management. Copy of the letter of appointment of Independent Director setting out the terms and conditions would be available for virtual inspection without any fee by the members on the website of the Company.

After evaluating the skills, qualifications, experience, independence and capabilities to perform the role of Independent Director, the Board of Directors based on the recommendation of the Nomination and Remuneration Committee of the Board of Directors has approved the

appointment of Ms. Monica Widhani as an Independent Director of the Company effective May 6, 2022 for a term of three (3) consecutive years. The Board considers that association of Ms. Monica Widhani on the Board would be of immense benefit to the Company and it is desirable to avail her services as Independent Director of the Company.

Ms. Monica Widhani is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given her consent to act as Director in Form DIR-2. She has confirmed that, she is not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. The Company has received notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Independent Director of the Company. She also confirmed that she is not debarred from holding the office of the Director by virtue of any orders of SEBI or any other authority, in line with circulars dated June 20, 2018, issued by the Stock Exchanges. The consent and approval of the Shareholders is sought for her appointment in accordance with Section 150 and all other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board, therefore, recommends the resolution as set out in Item No. 2 of the Notice for approval of members by means of a Special Resolution.

Ms. Monica Widhani is interested in the resolution at Item No.2 of the accompanying Notice since it relates to her appointment as the Independent 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.2 of the accompanying Notice.

Relevant details of the Directorship of Ms. Monica Widhani are provided in the Annexure. She does not hold by herself or for any other person on a beneficial basis, any shares in the Company.

By Order of the Board
For ABB India Limited

Trivikram Guda
Company Secretary
ACS: 17685

Date: May 4, 2022
Place: Bengaluru

Registered Office:
Disha – 3rd Floor, Plot No. 5 & 6, 2nd Stage,
Peenya Industrial Area IV, Peenya,
Bengaluru - 560 058, Karnataka
CIN: L32202KA1949PLC032923
Ph: 080-22949151
E-mail: investor.helpdesk@in.abb.com, Website: www.abb.co.in

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).

1. Mr. Adrian Guggisberg

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|--|--|-----------------------------------|
| Name of the Director. | Adrian Guggisberg | |
| DIN | 09590850 | |
| Date of Birth / Age. | 29.11.1972/ 49 years | |
| Date of Appointment on the Board. | May 6, 2022 | |
| Qualification. | Bachelor's degrees in Electrical Engineering and Bachelor's degree in Economics | |
| Brief profile and nature of their expertise in specific functional areas. | Mr. Guggisberg Joined ABB group in 1996 and he has extensive senior management and leadership experience in R&D, application engineering, product and product portfolio management within ABB's Motion business area | |
| Current remuneration (last drawn remuneration). | Not Applicable | |
| Details of remuneration sought to be paid. | Not Applicable | |
| Shareholding in the Company. | Nil | |
| Key terms and conditions of appointment. | Mr. Guggisberg is a Non-Executive and Non-Independent Director of the Company. He is required to comply with the applicable provisions of the Companies Act, 2013 (including Schedule IV thereto), SEBI Listing Regulations and other applicable laws. | |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the Company. | Mr. Guggisberg is not related to any Directors and other Key Managerial Personnel of the Company. | |
| Number of meetings of the Board attended during the year | Nil as he has been appointed effective May 6, 2022. | |
| Names of listed entities in which the person also holds the directorship and the membership of Committees of the board [along with listed entities from which the person has resigned in the past three years] | Directorship | Committee Membership/Chairmanship |
| | Nil | Nil |
| | Mr. Guggisberg has not resigned from any listed entities in the past three years. | |

2. Ms. Monica Widhani

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|---|---|-----------------------------------|
| Name of the Director. | Monica Widhani | |
| DIN. | 07674403 | |
| Date of Birth / Age. | 18.01.1959/ 62 years | |
| Date of Appointment on the Board. | May 6, 2022 | |
| Qualification. | Chartered Accountant, Institute of Chartered Accountants of India, Bachelor of Science (with Honours in Chemistry), University of Rajasthan, India | |
| Brief profile and nature of their expertise in specific functional areas. | Ms. Widhani has more than 35 years of experience in Finance and other matters. She was associated with the reputed Companies in various roles. She is also acting as Independent Director in other reputed company. | |
| Current remuneration (last drawn remuneration). | Not Applicable. | |
| Details of remuneration sought to be paid. | Eligible for sitting fees for attending the Board and its Committee meetings and yearly Commission | |
| Shareholding in the Company. | Nil | |
| Key terms and conditions of appointment. | Ms. Widhani is a Non-Executive and Independent Director of the Company for a term of three consecutive years from her date of appointment. She is required to comply with the applicable provisions of the Companies Act, 2013 (including Schedule IV thereto), SEBI Listing Regulations and other applicable laws. She is entitled to the sitting fees for attending the Board and Committee meetings and yearly Commission. | |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the Company. | Ms. Widhani is not related to any Directors and other Key Managerial Personnel of the Company. | |
| Number of meetings of the Board attended during the year | Nil, as she has been appointed effective May 6, 2022. | |
| 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 |
| | Gujarat Pipavav Port Limited | Audit Committee- Member |
| | Ms. Widhani 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.

KEY INFORMATION:

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| "Cut-Off Date" to reckon voting rights | May 20, 2022 |
| E Voting commencement date /time | At 9.00 a.m. (IST) on Wednesday, May 25, 2022 |
| E Voting end date /time | At 5.00 p.m. (IST) on Thursday, June 23, 2022. |
| Web link for remote e-voting | https://evoting.kfintech.com/ |
| Web link for temporary registration of email ids | https://ris.kfintech.com/clientservices/postalballot/ |
| Date of announcement of voting result | on or before 5.00 p.m. (IST) on Saturday, June 25, 2022 |
| Registrars and Share Transfer Agent | KFin Technologies Ltd. Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032, Telangana Email id - einward.ris@kfintech.com Website: https://www.kfintech.com and / or https://ris.kfintech.com/ Toll free number - 1- 800-309-4001 |