

**Abbott****REPORT ON CORPORATE GOVERNANCE****COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company's philosophy on Corporate Governance is to conduct its business in a manner, which is ethical and transparent with all stakeholders in the Company, including members, creditors and employees. The Company operates in compliance with all regulatory and policy requirements as well as industry ethical guidelines. The Company also has strict guiding principles laid out and communicated through its Code of Business Conduct, which is subject to regular audits to ensure controls and compliances are maintained at a high standard. The Company's philosophy on Corporate Governance is thus concerned with the ethics, values and morals of the Company and its directors, who are expected to act in the best interests of the Company and remain accountable to members and other beneficiaries for their actions.

BOARD OF DIRECTORS

- a) As on March 31, 2017, the Board comprises of 9 Directors including 1 Executive and 8 Non-Executive Directors, of which 3 are Independent Directors. The Directors are professionals, have expertise in their respective functional areas and bring a wide range of skills and experience to the Board.
- b) The composition of the Board of Directors, their attendance at the Board Meetings held during the year under review and at the last Annual General Meeting along with the number of directorships and memberships held in various committees in other companies, as on March 31, 2017, are given in the table below :

Name of the Director	Category of Directorship	Attendance at		Number of Directorships in other companies ¹	Number of Committee positions held in other companies ²
		Board Meetings	Annual General Meeting (July 18, 2016)		
Mr Munir Shaikh Chairman of the Board	Non-Executive Director	6 (including 2 meetings attended via video conferencing)	Yes	2	NIL
Mr Ambati Venu Managing Director (appointed as Additional Director and Managing Director effective September 29, 2016)	Executive Director	3	NA	NIL	NIL
Mr R. A. Shah	Non-Executive, Independent Director	6	Yes	11 ³ (includes Chairmanship of 3 companies and Vice-Chairmanship of 1 company and 1 alternate directorship)	6 (includes Chairmanship of 3 committees)

Abbott India Limited
Godrej BKC, Plot C-68, G. Block,
16th Floor, Bandra Kurla Complex,
Near MCA Club, Bandra (E),
Mumbai - 400 051.

Registered Office:
3-4, Corporate Park,
Sion Trombay Road,
Mumbai 400 071. India

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Site : www.abbott.co.in
CIN : L24239MH1944PLC007330

Mr Ranjan Kapur	Non-Executive, Independent Director	6	Yes	6 ⁴	1
Mr Kaiyomarz Marfatia	Non-Executive Director	6	Yes	NIL	NIL
Mr Bhasker Iyer	Non-Executive Director	4	Yes	NIL	NIL
Mr Sachin Dharap	Non-Executive Director	6	Yes	NIL	NIL
Mr Krishna Mohan Sahni	Non-Executive, Independent Director	6	Yes	NIL	NIL
Ms Nancy Berce	Non-Executive Director	3 (including 1 meeting attended via video conferencing)	Yes	NIL	NIL

1. The Directorships held by Directors in other companies also include directorship in private companies, alternate directorship and directorship in foreign companies. However, it does not include the directorships in companies registered under Section 8 of the Companies Act, 2013.
 2. Committee positions held in other companies includes Memberships/Chairmanships of Audit Committee and Stakeholders Relationship Committee.
 3. Mr R. A. Shah holds directorships in 9 other public companies, 1 private company and 1 foreign company.
 4. Mr Ranjan Kapur holds directorships in 1 other public company and 5 private companies.
- c) During the year under review, 6 Board Meetings were held on the following dates :
- May 25, 2016; July 18, 2016; August 26, 2016; September 29, 2016; November 28, 2016 and February 6, 2017.
- d) Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting as required under Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards are annexed to the Notice convening the Annual General Meeting, which forms part of the Annual Report.
- e) There is no inter-se relationship between any of the Directors.
- f) None of the Directors holds any shares of the Company except for Mr R. A. Shah, who along with his relatives hold 6,874 shares as on March 31, 2017.
- g) As required under the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has, from time to time notified the BSE Limited regarding all appointments/re-appointments/resignations of Directors during the year under review.

FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

In terms of the Company's Policy 'on Induction and Continuing Education Program for Independent Directors, periodic presentations by the Commercial Directors/Managing Director/ Key Managerial Personnel are arranged to familiarize the Independent Directors with the Company's business strategies, plans, operations and performance. These presentations also provide insights into the growth opportunities for the Company, operational and environmental challenges associated with the Company's business operations, products, Management's risk mitigation plans, human resources, etc.

Periodic presentations are made by relevant Functional Heads to brief the Independent Directors on the Company's policies and procedures, with regards to distribution channels, business model, cash and treasury management, accounting systems and internal controls. The Company arranges for programs and presentations by external faculties, which aid the Independent Directors keep themselves updated with current happenings, relevant news and regulatory changes.

Details of such programs conducted by the Company for the financial year 2016-17 are available on the website of the Company at <http://www.abbott.co.in/investor-relations/policies.html>.

MEETING OF INDEPENDENT DIRECTORS

A Meeting of Independent Directors was held on May 25, 2016 in terms of requirements of the Companies Act, 2013, Rules framed thereunder and Regulation 25 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

AUDIT COMMITTEE

The composition, role, terms of reference as well as powers of the Audit Committee of the Company are in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition :

The Committee comprises of 3 Independent Directors and 1 Non-Executive Director. The composition of the Audit Committee, category of its Members, their attendance at the Committee Meetings held during the year under review is given in the table below :

Sr. No.	Name of the Member	Category	Number of Meetings	
			Held	Attended
1.	Mr R. A. Shah*	Independent Director	5	5
2.	Mr Ranjan Kapur#	Independent Director	5	5
3.	Mr Munir Shaikh	Non-Executive Director	5	5 (attended 1 meeting via Video-conferencing)
4.	Mr Krishna Mohan Sahni	Independent Director	5	5

* appointed as Chairman effective May 25, 2016

ceased to be Chairman effective May 25, 2016

Ms Krupa Anandpara, Company Secretary is the Secretary of the Committee.

Role :

The role of the Committee includes :

- oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
- recommendation for appointment, remuneration and terms of appointment of auditors of the Company;

- approval of payment to statutory auditors for any other services rendered by them;
- reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to :
 - a) matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
 - b) changes, if any, in accounting policies and practices and reasons for the same;
 - c) major accounting entries involving estimates based on the exercise of judgment by management;
 - d) significant adjustments made in the financial statements arising out of audit findings;
 - e) compliance with listing and other legal requirements relating to the financial statements;
 - f) disclosure of any related party transactions;
 - g) modified opinion(s) in the draft audit report;
- reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
- approval or any subsequent modification of transactions of the Company with related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the Company, wherever it is necessary;
- evaluation of internal financial controls and risk management systems;
- reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- discussion with internal auditors of any significant findings and follow up thereon;
- reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any areas of concern;
- to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, members (in case of non-payment of declared dividends) and creditors;
- approval of appointment of Chief Financial Officer (i.e., the Whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- review the functioning of the Vigil Mechanism/Whistle Blower Mechanism;

- carry out any other functions as may be prescribed under the Companies Act, 2013, Rules framed thereunder and Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 or as may be delegated by the Board, from time to time.

The Committee also reviews various information prescribed under Part C of Schedule II as referred in Regulation 18 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Meetings :

During the year under review, the Committee met 5 times on the following dates :

May 25, 2016; July 18, 2016; August 26, 2016; November 28, 2016 and February 6, 2017

The Chief Financial Officer remains present at the Audit Committee Meetings. The Statutory, Internal and Cost Auditors are invited to the Meetings, as and when required.

Mr R. A. Shah, Chairman of the Audit Committee attended the Annual General Meeting held on July 18, 2016 in compliance with the requirements of Regulation 18 (1) (d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NOMINATION AND REMUNERATION COMMITTEE

The composition, role, terms of reference as well as powers of the Nomination and Remuneration Committee of the Company are in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition :

The Committee comprises of 2 Independent Directors and 2 Non- Executive Directors. The composition of the Nomination and Remuneration Committee, category of its Members and their attendance at the Committee Meetings held during the year under review is given in the table below :

Sr. No.	Name of the Member	Category	Number of Meetings	
			Held	Attended
1.	Mr Ranjan Kapur	Independent Director	3	3
2.	Mr R. A. Shah	Independent Director	3	3
3.	Mr Munir Shaikh	Non-Executive Director	3	3 (attended 1 meeting via Video-conferencing)
4.	Mr Bhasker Iyer	Non-Executive Director	3	1

Ms Krupa Anandpara, Company Secretary is the Secretary of the Committee.

Role :

The Role of the Committee in relation to Nomination matters include :

- formulating criteria for identifying suitable candidates for directors and senior management;
- identify persons who are qualified to become directors and appointed as the senior management in accordance with criteria laid down and recommend to the Board their appointment and removal;
- formulating the criteria for determining the qualifications, positive attributes and independence of a director;
- devising policy on the diversity of the Board;
- formulating the criteria for evaluation of performance of directors and the Board and evaluating the performance of the directors and Board; and whether to extend or continue the term of appointment of the independent director on the basis of such assessment;
- ensuring that there is an appropriate induction programme in place for new directors and reviewing its effectiveness;
- to consider any other matters as may be delegated by the Board.

The Role of the Committee in relation to Remuneration matters include :

- recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees. The Committee shall, while formulating the policy ensure that :
 - the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- to consider any other matters as may be delegated by the Board.

Meetings :

During the year under review, the Committee met 3 times on the following dates :

May 25, 2016, August 26, 2016 and November 28, 2016.

Mr Ranjan Kapur, Chairman of the Committee attended the Annual General Meeting of the Company to answer the Shareholders' queries.

Performance Evaluation Criteria for Independent Directors :

The Company has devised Performance Evaluation Framework and Policy, which sets a mechanism for the evaluation of the Board, Board Committees and Directors.

Performance Evaluation of the Board, Board Committees and Directors is done through self-assessment and group discussions in terms of the aforesaid Framework and Policy.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The composition, role, terms of reference as well as powers of the Stakeholders Relationship Committee of the Company are in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition :

The Committee comprises of 1 Independent Director, 2 Non-Executive Directors and 1 Executive Director.

The composition of the Stakeholders Relationship Committee, category of its Members and their attendance at the Committee Meetings held during the year under review is given in the table below :

Sr. No.	Name of the Member	Category	Number of Meetings	
			Held	Attended
1.	Mr Bhasker Iyer	Non-Executive Director	4	2
2.	Mr Ambati Venu*	Managing Director	4	1
3.	Mr R. A. Shah	Independent Director	4	4
4.	Mr Kaiyomarz Marfatia	Non-Executive Director	4	4

*appointed as Member effective November 28, 2016.

Ms Krupa Anandpara, Company Secretary is the Secretary of the Committee. She also acts as the Compliance Officer of the Company.

Role :

The role of the Committee includes :

- respond to the grievances in general and relating to transfer, transmission and transposition of shares, non-receipt of declared dividends, interest, non-receipt of Annual Report, duplicate, split, consolidation and rematerialisation of share certificates, etc. of all members in a time bound manner;
- monitor and review the performance and service standards of the Registrar and Share Transfer Agent of the Company and provide continuous guidance to improve the service levels for members and other security holders;
- ensure quick redressal of the complaints received from members and other security holders and maintain cordial relations with them;
- monitor the number of grievances received, resolved or pending at the beginning and end of the quarter and from time to time.

Meetings :

During the year under review, the Committee met 4 times on the following dates :

May 25, 2016; August 26, 2016; November 28, 2016 and February 6, 2017

Summary of Shareholders' Grievances :

A summary of complaints received and resolved by the Company to the satisfaction of the shareholders/investors during the year under review, is given below :

Particulars	Number
Pending at the beginning of the year	-
Received during the year	5*
Resolved during the year	5*
Pending at the end of the year	-

* includes one letter received from the BSE Limited and one letter from the Securities and Exchange Board of India (SCORES) relating to an investors grievance which were duly resolved.

As on March 31, 2017, there were no pending share transfers.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The composition, role, terms of reference as well as powers of the Corporate Social Responsibility (CSR) Committee of the Company are in compliance with the requirements of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

Composition :

The Committee comprises of 2 Independent Directors, 2 Non- Executive Directors and 1 Executive Director.

The composition of the Corporate Social Responsibility Committee, category of its Members and their attendance at the Committee Meetings held during the year under review is given in the table below :

Sr. No.	Name of the Member	Category	Number of Meetings	
			Held	Attended
1.	Mr Munir Shaikh Chairman	Non-Executive Director	4	3
2.	Mr Ranjan Kapur	Independent Director	4	4
3.	Mr Sachin Dharap	Non-Executive Director	4	4
4.	Mr Krishna Mohan Sahni	Independent Director	4	4
5.	Mr Ambati Venu*	Managing Director	4	1

* appointed as Member effective November 28, 2016.

Ms Krupa Anandpara, Company Secretary is the Secretary of the Committee.

Role :

The role of the Committee includes :

- formulate and recommend for the acceptance of the Board, the Corporate Social Responsibility Policy ("CSR Policy") interalia, to include the CSR activities, specify the modalities of execution, implementation schedules and recommend the same to the Board of Directors;
- identify the Corporate Social Responsibility projects/ activities/programs to be undertaken by the Company ("CSR activities"), in alignment with Company's CSR Policy and Schedule VII of the Companies Act, 2013;
- review best practices in key CSR areas by appropriate internal/external analysis;
- recommend the amount of expenditure to be incurred on the CSR activities, for each financial year of the Company;
- devise suitable transparent Monitoring Mechanism for monitoring progress/status of implementation of the CSR activities;
- receive reports and review activities from executive and specialist groups managing CSR activities;

- monitor CSR Policy from time to time and revise the same as and when needed; and
- carry out such other functions, as may be prescribed by the Companies Act, 2013 or CSR Rules or as may be delegated by the Board, from time to time.

Meetings :

During the year under review, the Committee met 4 times on the following dates :

May 25, 2016; August 26, 2016; November 28, 2016 and February 6, 2017.

RISK MANAGEMENT COMMITTEE

The composition, role, terms of reference as well as powers of Risk Management Committee of the Company are in compliance with provisions of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition :

The Committee comprises of 1 Independent Director, 2 Non-Executive Directors, 1 Executive Director and Chief Financial Officer.

The composition of the Risk Management Committee, category of its Members, their attendance at the Committee Meetings held during the year under review is given in the table below :

Sr. No.	Name of the Member	Category	Number of Meetings	
			Held	Attended
1.	Mr Ambati Venu* Chairman	Managing Director	1	1
2.	Mr Kaiyomarz Marfatia	Non-Executive Director	1	1
3.	Mr Krishna Mohan Sahni@	Independent Director	1	1
4.	Mr Sachin Dharap#	Non-Executive Director	1	1
5.	Mr Rajiv Sonalker	Chief Financial Officer	1	1

@appointed as Member effective May 25, 2016.

* appointed as Chairman effective November 28, 2016.

appointed as Member effective November 28, 2016.

Mr Bhasker Iyer ceased to be Chairman/Member effective November 28, 2016.

Ms Krupa Anandpara, Company Secretary is the Secretary of the Committee.

Role :

The role of the Committee includes :

- monitoring and implementing Risk Management Plans;
- ensure that the adequacy of the Company's Risk Management Framework is being assessed and that action is taken if it is inadequate;
- reporting Risk Management activities and information, including top risks and mitigation, to the Audit Committee and Board;
- understand the significant or high risks affecting Company and ensuring that processes to mitigate them are effective;
- reviewing and amending Risk Management Framework from time to time;
- other functions as may be delegated by the Board from time to time.

Meetings :

During the year under review, the Committee met once on February 6, 2017.

REMUNERATION OF DIRECTORS**Executive Directors**

The Executive Directors are paid remuneration in accordance with the limits prescribed under the Companies Act, 2013 and Remuneration Policy of the Company. The approvals of the Board of Directors and Members are obtained, as and when necessary.

Details of remuneration paid to the Executive Directors are as follows :

Terms of Agreement	Mr Ambati Venu Managing Director (September 29, 2016 to March 31, 2017)	Mr Rehan A. Khan* Managing Director (April 1, 2016 to April 30, 2016)
Period of appointment	5 years	5 years
Date of appointment	September 29, 2016	May 15, 2012
Salary & Other Allowances	202.75	18.70
Perquisites	23.54	22.07
Contribution to Provident Fund/ Superannuation Fund	6.01	2.24
Performance Linked Incentive	32.57	25.33
Notice Period	Three Months	Three Months
Severance Fees	There is no separate provision for payment of severance fees.	There was no separate provision for payment of severance fees.
Stock Option	The Company does not have any Stock Option Plan for its employees. However, Managing Director and Whole time Director are entitled to Restricted Stock Units of Abbott Laboratories, USA under its "Long Term Incentive Program", the perquisite value of which is included above.	The Company did not have any Stock Option Plan for its employees. However, Managing Director and Whole time Director are entitled to Restricted Stock Units of Abbott Laboratories, USA under its "Long Term Incentive Program", the perquisite value of which is included above.

* resigned as Managing Director and Director of the Company effective April 30, 2016.

Non-Executive Directors

Mr Munir Shaikh, Mr R. A. Shah, Mr Ranjan Kapur and Mr Krishna Mohan Sahni were paid sitting fees amounting to Rs. 14.00 Lakhs, Rs. 15.50 Lakhs, Rs. 15.50 Lakhs and Rs. 14.50 Lakhs respectively, for attending Board Meetings and various Committee Meetings held during the year under review.

None of the Non-Executive Directors had any pecuniary relationship or transactions with the Company. Mr R. A. Shah is a partner of M/s Crawford Bayley & Co., which renders professional services to the Company. During the year fees of ` 86,489/- was remitted to M/s Crawford Bayley & Co. for various professional services rendered by them. The quantum of professional fees received by M/s Crawford Bayley & Co., from the Company forms a very small portion of the total revenues of M/s Crawford Bayley & Co and also a marginal portion of total revenue of the Company.

GENERAL BODY MEETINGS

Financial Year	Date	Time	Location	No. of Special Resolutions
2015-16	July 18, 2016	3.30 p.m.	RAMA AND SUNDRI WATUMULL AUDITORIUM, K C College, 124, Dinshaw Wachha Road, Vidyasagar Prin. K. M. Kundnani Chowk, Churchgate, Mumbai – 400 020	1 (Re-appointment of Mr R. A. Shah as an Independent Director)
2014-15	July 29, 2015	3.30 p.m.	RAMA AND SUNDRI WATUMULL AUDITORIUM, K C College, 124, Dinshaw Wachha Road, Vidyasagar Prin. K. M. Kundnani Chowk, Churchgate, Mumbai – 400 020	1 (Approval of Related Party Transactions with Abbott Products Operations AG., Switzerland)
2013-14	August 1, 2014	3.00 p.m.	RAMA AND SUNDRI WATUMULL AUDITORIUM, K C College, 124, Dinshaw Wachha Road, Vidyasagar Prin. K. M. Kundnani Chowk, Churchgate, Mumbai – 400 020	1 (Appointment of S R B C & Co. LLP as Statutory Auditors in place of Deloitte Haskins & Sells LLP, retiring Auditors)

There was no special resolution passed last year through postal ballot.

As on date, there is no special resolution proposed to be conducted through postal ballot.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Board, in terms of the requirements of the Companies Act, 2013 and Regulation 22 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has formulated the Vigil Mechanism/Whistle Blower Policy called "Abbott India Limited – Procedure for Internal Investigations".

The said Policy is available on the website of the Company at <http://www.abbott.co.in/investor-relations/policies.html>. Adequate safeguards are provided against victimization of director(s) or employee(s) or any other person who avail such mechanism.

No employee has been denied access to the Audit Committee.

MEANS OF COMMUNICATION

- The quarterly, half yearly and annual results are published in one English daily newspaper (Business Standard - PAN India) and one Marathi newspaper (Loksatta) published from Mumbai. The quarterly results/shareholding patterns/notice of Board Meetings/official news release are made available on the website of the Company at www.abbott.co.in
- During the year under review, the Company has not made any presentation to the institutional investors/analysts.

GENERAL SHAREHOLDER INFORMATION

i) Annual General Meeting

Tuesday, July 18, 2017 at 3.30 p.m.

RAMA AND SUNDRI WATUMULL AUDITORIUM, K C College, 124, Dinshaw Wachha Road, Vidyasagar Prin. K. M. Kundnani Chowk, Churchgate, Mumbai - 400 020

ii) Financial year

April 1, 2016 to March 31, 2017

iii) Book Closure

Wednesday, July 12, 2017 to Tuesday, July 18, 2017 (both days inclusive)

iv) E-Voting Period

From 10.00 a.m. (IST) on July 15, 2017 (Saturday) Upto 5.00 p.m. (IST) on July 17, 2017 (Monday)

v) Dividend Payment Date

On and from July 24, 2017

vi) Listing on Stock Exchange

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai – 400 001

Telephone No. : +91-22-2272 1233/4, +91-22-6654 5695

Fax : +91-22-2272 1919

Website : www.bseindia.com

Email : corp.relations@bseindia.com

The annual listing fees for the financial year 2016-17 was paid to the BSE Limited as per Regulation 14 of the of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

vii) Corporate Identification Number (CIN)

L24239MH1944PLC007330

viii) International Securities Identification Number (ISIN)

INE358A01014

ix) Stock Code (BSE)

500488

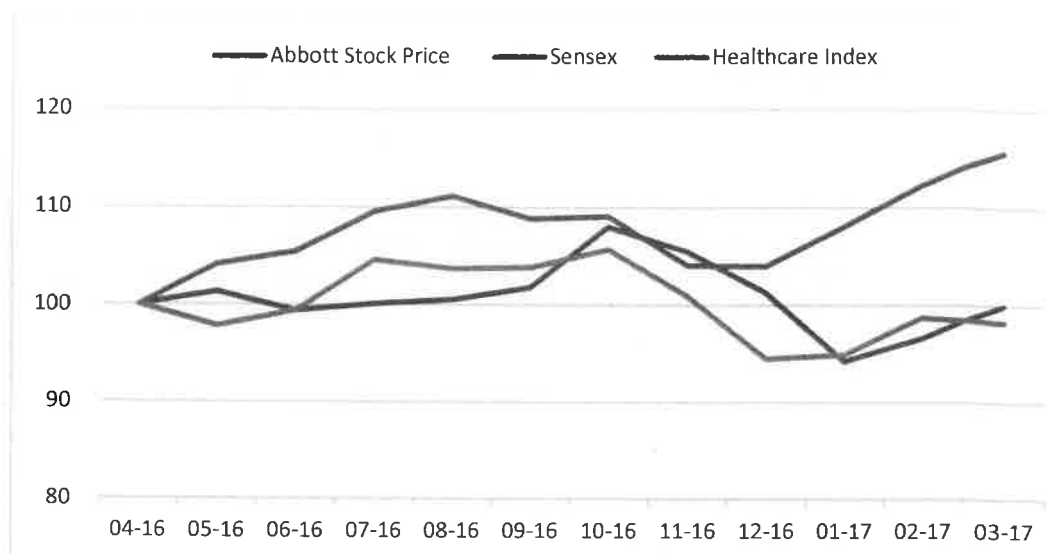
x) Market Price Data (High/Low during each month) on BSE

Month	(Rs.)	
	High	Low
April, 2016	4,850.00	4,500.00
May, 2016	4,780.00	4,455.90
June, 2016	4,788.95	4,360.00
July, 2016	4,825.40	4,616.00
August, 2016	4,849.00	4,605.00
September, 2016	4,795.95	4,465.00
October, 2016	5,190.00	4,613.95
November, 2016	5,035.00	4,431.00
December, 2016	4,900.00	4,501.00
January, 2017	4,720.00	4,351.00
February, 2017	4,729.55	4,351.00
March, 2017	4,825.00	4,366.05

xi) Performance in comparison to broad based indices

April 1, 2016 to March 31, 2017

Normalised (100)



xii) Registrar and Share Transfer Agent

Karvy Computershare Private Limited
Unit : Abbott India Limited

Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Tel No : +91-40-6716 2222; Fax No : +91-40-2342 0814	B-24, Rajabhadur Mansion, 6, Ambalal Doshi Marg, Behind BSE Limited, Fort, Mumbai - 400 001 Tel No : +91-22-6623 5412
Email : einward.ris@karvy.com Website : www.karvycomputershare.com	

Details of various centres of Karvy are available on www.karvycomputershare.com

xiii) Share Transfer System

Share Transfer Committee comprising of the Directors and officials of the Company attend to the share transfer formalities at least once in a fortnight. The said Committee also considers requests received for duplicate certificates, split/consolidation, dematerialisation, rematerialisation, transfer and transmission of shares.

Share transfer requests received at the Registrar & Share Transfer Agent are normally processed and delivered within 15 days from the date of lodgement in cases where documents are complete and in order. Requests for dematerialisation of shares are processed and the confirmation is given to the depositories within 15 days from the date of receipt.

xiv) Distribution of Shareholding as on March 31, 2017

Distribution	No. of Shareholders	% to Total	No. of Shares held	% to Total
(1)	(2)	(3)	(4)	(5)
Upto 500	21,646	94.10	14,36,175	6.76

501 to 1000	734	3.19	5,30,176	2.50
1001 to 2000	359	1.56	5,12,091	2.41
2001 to 3000	113	0.49	2,76,678	1.30
3001 to 4000	45	0.20	1,59,577	0.75
4001 to 5000	33	0.14	1,49,796	0.70
5001 to 10000	29	0.13	2,01,541	0.95
ABOVE 10000	45	0.19	1,79,83,268	84.63
TOTAL	23,004	100.00	2,12,49,302	100.00

xv) Shareholding Pattern as on March 31, 2017

Category of Shareholders	No. of Shares	% to Total
Promoters/Foreign Collaborators	1,59,34,048	74.99
Banks	5,722	0.03
Financial Institutions	1,01,507	0.48
Foreign Institutional Investors	32,170	0.15
Foreign Portfolio-Corp.	5,49,279	2.57
Insurance Companies	39,631	0.19
Mutual Funds	11,59,464	5.46
Domestic Companies	1,65,038	0.78
Non-Domestic Companies	471	0.00
Non-Resident Indians	71,373	0.34
Directors & Relatives	6,874	0.03
Others	31,83,725	14.98
TOTAL	2,12,49,302	100.00

xvi) Disclosure in respect of equity shares transferred in "Abbott India Limited - Unclaimed Suspense Account" is as under :

Particulars	No. of Shareholders	No. of Equity Shares
Aggregate number of shareholders and the outstanding shares in the Unclaimed Suspense Account lying as on April 1, 2016	NIL	NIL
Number of shareholders who approached the Company for transfer of shares and shares transferred from suspense account during the year	NIL	NIL
Number of shareholders and aggregate number of shares transferred to the Unclaimed Suspense Account during the year	191*	24,671*
Aggregate number of shareholders and outstanding shares in the Unclaimed Suspense Account lying as on March 31, 2017	191	24,671

*Transferred to "Abbott India Limited - Unclaimed Suspense Account" on January 10, 2017.

Voting rights on Shares lying in the Unclaimed Suspense Account shall remain frozen till the rightful owner of such shares claims the shares.

xvii) Dematerialisation of Shares as on March 31, 2017 and liquidity

The shares of the Company are compulsorily traded in electronic mode and are available for trading with both the depositories in India namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

2,06,38,014 Equity Shares representing 97.12% of the Company's total paid-up share capital were held in dematerialised mode, as on March 31, 2017.

xviii) The Company has not issued any GDR/ADR or Warrants or any other convertible instruments.

xix) Foreign exchange risk and hedging activities

The Company has foreign exchange exposure and hedging is done for a significant portion of the same.

xx) Plant Location

L-18/19, Verna Industrial Estate, Goa

xxi) Address for correspondence

Abbott India Limited
CIN : L24239MH1944PLC007330

Registered office : 3-4, Corporate Park, Sion-Trombay Road, Mumbai – 400 071 Maharashtra, India Tel No : +91-22-6797 8888 Fax : +91-22-6797 8727	Corporate Office : 16th Floor, Godrej BKC, Plot C – 68, "G" Block, Bandra Kurla Complex, Near MCA Club, Bandra (East), Mumbai – 400 051 Tel No : +91-22-3816 2000 Fax : +91-22-3816 2400
Email : investorrelations.india@abbott.com Website : www.abbott.co.in	

Karvy Computershare Private Limited
Unit : Abbott India Limited

Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Tel No : +91-40-6716 2222; Fax No : +91-40-2342 0814	B-24, Rajabhadur Mansion, 6, Ambalal Doshi Marg, Behind BSE Limited, Fort, Mumbai - 400 001 Tel No : +91-22-6623 5412
Email : einward.ris@karvy.com Website : www.karvycomputershare.com	

OTHER DISCLOSURES

- There were no Related Party Transactions entered into by the Company that had potential conflict with the interests of the Company at large.
- Policy on dealing with Related Party Transactions and Materiality and Policy on Determination of Materiality of Event or Information for Disclosure are disclosed on the website of the Company at <http://www.abbott.co.in/investor-relations/policies.html>
- In the preparation of Financial Statements, no differential treatment from that prescribed in the Accounting Standards has been followed.
- Pursuant to the disclosures made by the Senior Management to the Board, there were no material financial and commercial transactions entered into by them where they have personal interest and which could have potential conflict with the interest of the Company at large.
- There were no instances of non-compliance by the Company, no penalties/strictures imposed on the Company by the Stock Exchange or the Securities and Exchange

Board of India or any statutory authority on any matters related to the capital markets during the last three years.

- f) In terms of requirement of Regulation 17 (8) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chief Executive Officer (CEO) and Chief Financial Officer (CFO) have made a certification to the Board of Directors in the prescribed format, which has been reviewed by the Audit Committee and taken on record by the Board.
- g) Code of Business Conduct for Board of Directors and Senior Management lays down various principles of ethics and compliance. The Code has been posted on the Company's website <http://www.abbott.co.in/investor-relations/policies.html>
- h) The Company has complied with all the mandatory requirements of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- i) The Company has complied with all the Corporate Governance requirements specified in Regulations 17 to 23 and 25 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. As the Company does not have any subsidiary, Regulation 24 is not applicable to the Company.

Compliance with Discretionary requirements :

- i) The quarterly and half yearly financial results are published in two newspapers as prescribed by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and are also available on the website of the Company at www.abbott.co.in. Therefore, the results were not separately circulated to all the Members.
- ii) Reporting of Internal Auditors is directly to the Audit Committee.
- iii) The Company has its financial statements with unmodified audit opinion.

For and on behalf of the Board



Munir Shaikh
Chairman
DIN : 00096273



Ranjan Kapur
Director
DIN : 00035113

Mumbai
May 19, 2017