

MD/CFO Certificate

Annexure 1

To,
The Board of Directors,
ABB Power Products and Systems India Limited.

We certify that;

- A. We have reviewed financial statements and the cash flow statement of ABB Power Products and Systems India Limited for the financial year ended December 31, 2020 and that to the best of our knowledge and belief:
 1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transaction entered into by the Company during the period are fraudulent, illegal or violate the code of conduct of the Company.
- C. We accept responsibility for establishing and maintaining internal controls over financial reporting and that we have evaluated the effectiveness of internal control systems of the Company over financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls over financial reporting, if any, of which we are aware and the steps we have taken, propose to take, to rectify these deficiencies. In our opinion, there are adequate internal controls over financial reporting;
- D. We have indicated to the Auditors and the Audit Committee that there are:
 1. No significant changes in internal control over financial reporting during the period;
 2. No significant changes in the accounting policies; and
 3. No instances of fraud of which we have become aware and the involvement there in, if any, of the management or an employee having a significant role in the Company's internal control systems over financial reporting.
- E. We affirm that we have not denied any personnel access to the Audit Committee of the Company and we have provided protection to whistle blowers from unfair termination and other unfair or prejudicial employment practices.

We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the period covered by this report.

Bengaluru	Venu Nuguri	Ajay Singh
February 26, 2021	Managing Director and Chief Executive Officer	Chief Financial Officer
	DIN:07032076	

Annexure 2

Declaration by the Managing Director and Chief Executive Officer under Listing Regulations regarding compliance with Business Conduct Guidelines (Code of Conduct).

In accordance with the Listing Regulations, I hereby confirm that all the Directors and the Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct as applicable to them, for the financial year ended December 31, 2020.

For **ABB Power Products and Systems India Limited**

Bengaluru	Venu Nuguri
February 26, 2021	Managing Director and Chief Executive Officer
	DIN: 07032076