

Notice to the Members

NOTICE is hereby given that the SECOND ANNUAL GENERAL MEETING of the Members of ABB Power Products and Systems India Limited ("the Company") will be held on Thursday, May 27, 2021 at 11.00 am (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") including remote e-voting process to transact the following businesses. The venue of the meeting shall be deemed to be the Registered Office of the Company at 8th Floor, Brigade Opus, 70/401, Kodigehalli Main Road, Bengaluru - 560092.

Ordinary Business:

Item No. 1 - Adoption of Financial Statements and Reports of the Board of Directors and the Auditors thereon.

To receive, consider and adopt the financial statements, namely, (i) the Audited Balance Sheet as at December 31, 2020, (ii) the Audited Statement of Profit & Loss Account for the financial year ended December 31, 2020, (iii) the Cash Flow Statement for the financial year ended December 31, 2020, (iv) statement of changes in Equity, if any, (v) an Explanatory Note annexed to, or forming part of, the documents referred to in (i) to (iv) above and the Reports of Board of Directors and the Auditors thereon.

Item No. 2 - Declaration of dividend.

To declare a dividend of ₹ 2/- per Equity Share of ₹ 2/- each for the financial year 2020.

Special business:

Item No. 3 - Appointment of Mr. Achim Michael Braun (DIN: 08596097) as a Director.

To consider and, if thought fit, to give your assent or dissent to the following **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force read with the Articles of Association of the Company, Mr. Achim Michael Braun (DIN: 08596097), who was appointed as Additional Director on February 25, 2021 and who holds office up to the date of this Annual General Meeting under Section 161(1) of the Companies Act, 2013 read with Article 94 of the Articles of Association of the Company and pursuant to the

recommendation of the Nomination and Remuneration Committee and as approved by the Board of Directors at its meeting held on February 25, 2021 in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive and Non-Independent Director and Chairman) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any of the Key Managerial Personnel of the Company for the time being, be and are hereby jointly and severally be authorized to file necessary returns/forms with the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

Item No. 4 - Appointment of Mr. Ismo Antero Haka (DIN: 08598862) as a Director.

To consider and, if thought fit, to give your assent or dissent to the following **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder including any statutory modification(s) or re-enactment thereof for the time being in force read with the Articles of Association of the Company, Mr. Ismo Antero Haka (DIN: 08598862), who was appointed as Additional Director on February 25, 2021 and who holds office up to the date of this Annual General Meeting under Section 161(1) of the Companies Act, 2013 read with Article 94 of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and as approved by the Board of Directors at its meeting held on February 25, 2021 in respect of whom the Company has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive and Non-Independent Director) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company and/or any of the Key Managerial Personnel of the Company for the time being, be and are hereby jointly and severally be authorized to file necessary returns/forms with the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."