

SCHEDULE RELATING TO SECTION 7.2

OFFICER'S CERTIFICATE

To: Noteholder under the agreement
From: AUTOLIV INC. Parent Guarantor

Date: 2020-02-21

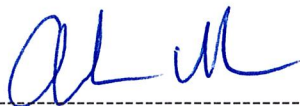
**Autoliv ASP Inc., Autoliv Inc.
Note Purchase and Guaranty Agreement dated 23 April, 2014 (the "Agreement")**

1. This is the Officer's Certificate referred to in Section 7.2 of the Agreement. Defined terms below shall have the meaning ascribed to them in the Agreement.
2. We confirm that as at 2019-12-31, the Parent Guarantor had Consolidated Total Assets of \$6,771 million and:
 - (a) had not sold any assets other than in the ordinary course of business (limitation in Section 10.3: 10% of Consolidated Total Assets);
 - (b) had incurred Liens (as defined in the Agreement) securing Indebtedness of \$0 million (limitation in Section 10.5(l): aggregate unpaid principal amount of all Indebtedness secured by Liens permitted: up to 20% of Consolidated Total Assets);
 - (c) had Subsidiary Indebtedness (as defined in the Agreement) of \$0 million (limitation in Section 10.6(e): 20% of Consolidated Total Assets; and
 - (d) the aggregate of Indebtedness secured by Liens and Subsidiary Indebtedness was \$0 million (limitation in Section 10.6(e): 20% of Consolidated Total Assets).

Based on the above the Parent Guarantor was in compliance with the respective requirements.

3. We confirm that we have reviewed the relevant terms of the Event of Default provisions of the Agreement and that we have reviewed the transactions and conditions of the Parent Guarantor and its Subsidiaries from the beginning of Quarter 4 up to and including the date of this certificate and such review has not disclosed the existence of a Default or Event of Default.

By:



Christian Hanke
Interim Chief Financial Officer
AUTOLIV, INC.