

19<sup>th</sup> May 2020.

**National Stock Exchange of India Limited,**  
“Exchange Plaza”,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai-400051.

**BSE Limited,**  
P.J. Towers,  
Dalal Street,  
Mumbai-400001.

Dear Sirs,

**Sub.: Voting Results of the meeting of the shareholders of Suzlon Energy Limited held by way of postal ballot initiated in terms of Postal Ballot Notice dated 18<sup>th</sup> April 2020.**

**Ref.: Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”).**

We refer to our letter dated 19<sup>th</sup> April 2020 through which we had intimated that the Company has initiated the process of postal ballot (“Postal Ballot”) for seeking approval of the shareholders by way of ordinary / special resolutions in terms of the Postal Ballot Notice dated 18<sup>th</sup> April 2020.

In this context and in terms of Regulation 30 read with Schedule III(A)(13) of the Listing Regulations, we wish to further inform that the shareholders have approved all the resolutions proposed by the Company vide Postal Ballot Notice dated 18<sup>th</sup> April 2020 by requisite majority, the details of which are as under:

Sr. No.	Agenda Items of the Postal Ballot Notice dated 18 <sup>th</sup> April 2020	Resolution required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E-voting)	Remarks
1.	To approve increase in the Authorised Share Capital and alteration of the Capital Clause of the Memorandum of Association of the Company	Ordinary Resolution	E-voting	Passed with requisite majority
2.	To approve issue of equity shares of the Company on preferential basis to the lenders pursuant to restructuring of debt of the Company and its certain identified subsidiaries	Special Resolution	E-voting	Passed with requisite majority
3.	To approve issue of optionally convertible debentures of the Company on preferential basis to the lenders pursuant to restructuring of debt of the Company and its certain identified subsidiaries	Special Resolution	E-voting	Passed with requisite majority
4.	To approve issue of convertible warrants of the Company on preferential basis to the lenders pursuant to restructuring of debt of the Company and its certain identified subsidiaries	Special Resolution	E-voting	Passed with requisite majority
5.	To consider in-principle approval for conversion of loan to equity	Special Resolution	E-voting	Passed with requisite majority
6.	To approve issue of equity shares / equity	Special	E-voting	Passed with

Sr. No.	Agenda Items of the Postal Ballot Notice dated 18 <sup>th</sup> April 2020	Resolution required (Ordinary / Special)	Mode of Voting (Show of Hands / Poll / Postal Ballot / E-voting)	Remarks
	linked instruments	Resolution		requisite majority
7.	To approve divestment / dilution / disposal of the Company's investment(s) / asset(s) / undertaking(s)	Special Resolution	E-voting	Passed with requisite majority
8.	To approve issue of equity shares of the Company on preferential basis to the Promoters and certain persons / entities in terms of the Companies Act, 2013 and the ICDR Regulations	Special Resolution	E-voting	Passed with requisite majority
9.	To approve issue of compulsorily convertible debentures of the Company on preferential basis to certain persons / entities in terms of the Companies Act, 2013 and the ICDR Regulations	Special Resolution	E-voting	Passed with requisite majority
10.	To amend the Articles of Association of the Company	Special Resolution	E-voting	Passed with requisite majority
<b>Note: All the aforesaid resolutions, since assented by the requisite majority, are deemed to be passed on 18<sup>th</sup> May 2020 being the last date specified for e-voting in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.</b>				

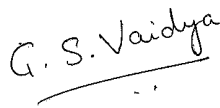
In terms of Regulation 44 of the Listing Regulations, the copy of the voting result along with the copy of the Scrutinizer's Reports is enclosed herewith.

This is for your information as also for the information of your members and the public at large.

Thanking you,

Yours faithfully,

**For Suzlon Energy Limited**



**Geetanjali S.Vaidya,**  
**Company Secretary.**

Encl.: As above.

**SUZLON ENERGY LIMITED [CIN:L40100GJ1995PLC025447]**

Regd. Office: "Suzlon", 5, Shrimali Society, Near Shri Krishna Complex, Navrangpura, Ahmedabad-380009; Tel.: +91.79.6604 5000; Fax: +91.79.2656 5540; website:  
www.suzlon.com; email id: investors@suzlon.com

**VOTING RESULTS - POSTAL BALLOT BY WAY OF REMOTE E-VOTING**

Date of General Meeting		Monday, May 18, 2020 The resolutions for which approval of the shareholders was sought by way of Postal Ballot in terms of the Postal Ballot Notice dated April 18, 2020, are deemed to be passed on the last date specified for e-voting, i.e. May 18, 2020, in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.						
Total number of shareholders on cut-off date (i.e. April 10, 2020)		1028639						
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable						
(1) Promoters and Promoter Group:		-						
(2) Public:		-						
No. of Shareholders attended the meeting through Video Conferencing		Video conferencing facility not established						
(1) Promoters and Promoter Group:		Not Applicable						
(2) Public:		Not Applicable						
<b>Resolution No.1</b>	<b>To approve increase in the Authorised Share Capital and alteration of the Capital Clause of the Memorandum of Association of the Company</b>							
Resolution required:	Ordinary							
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	21,89,78,450	98759669	68.9179	31.0821
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>21,89,78,450</b>	<b>9,87,59,669</b>	<b>68.9179</b>	<b>31.0821</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,42,724	27.4045	1,03,39,53,886	3,88,838	99.9624	0.0376
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,42,724</b>	<b>27.4045</b>	<b>1,03,39,53,886</b>	<b>3,88,838</b>	<b>99.9624</b>	<b>0.0376</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,65,299</b>	<b>45.2062</b>	<b>2,30,57,16,792</b>	<b>9,91,48,507</b>	<b>95.8772</b>	<b>4.1228</b>

<b>Resolution No.2</b>		<b>To approve issue of equity shares of the Company on preferential basis to the lenders pursuant to restructuring of debt of the Company and its certain identified subsidiaries</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,39,878	27.4044	1,03,38,61,606	4,78,272	99.9538	0.0462
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,39,878</b>	<b>27.4044</b>	<b>1,03,38,61,606</b>	<b>4,78,272</b>	<b>99.9538</b>	<b>0.0462</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,62,453</b>	<b>45.2061</b>	<b>2,39,62,17,393</b>	<b>86,45,060</b>	<b>99.6405</b>	<b>0.3595</b>
<b>Resolution No.3</b>		<b>To approve issue of optionally convertible debentures of the Company on preferential basis to the lenders pursuant to restructuring of debt of the Company and its certain identified subsidiaries</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,46,954	27.4046	1,03,38,47,782	4,99,172	99.9517	0.0483
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,46,954</b>	<b>27.4046</b>	<b>1,03,38,47,782</b>	<b>4,99,172</b>	<b>99.9517</b>	<b>0.0483</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,69,529</b>	<b>45.2062</b>	<b>2,39,62,03,569</b>	<b>86,65,960</b>	<b>99.6396</b>	<b>0.3604</b>

<b>Resolution No.4</b>		<b>To approve issue of convertible warrants of the Company on preferential basis to the lenders pursuant to restructuring of debt of the Company and its certain identified subsidiaries</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,23,039	27.4040	1,03,39,17,815	4,05,224	99.9608	0.0392
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,23,039</b>	<b>27.4040</b>	<b>1,03,39,17,815</b>	<b>4,05,224</b>	<b>99.9608</b>	<b>0.0392</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,45,614</b>	<b>45.2058</b>	<b>2,39,62,73,602</b>	<b>85,72,012</b>	<b>99.6436</b>	<b>0.3564</b>
<b>Resolution No.5</b>		<b>To consider in-principle approval for conversion of loan to equity</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	29,27,05,844	2,50,32,275	92.1217	7.8783
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>29,27,05,844</b>	<b>2,50,32,275</b>	<b>92.1217</b>	<b>7.8783</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,32,781	27.4042	1,03,38,89,215	4,43,566	99.9571	0.0429
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,32,781</b>	<b>27.4042</b>	<b>1,03,38,89,215</b>	<b>4,43,566</b>	<b>99.9571</b>	<b>0.0429</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,55,356</b>	<b>45.2060</b>	<b>2,37,93,79,515</b>	<b>2,54,75,841</b>	<b>98.9406</b>	<b>1.0594</b>

<b>Resolution No.6</b>		<b>To approve issue of equity shares / equity linked instruments</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,50,609	27.4047	1,03,39,54,116	3,96,493	99.9617	0.0383
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,50,609</b>	<b>27.4047</b>	<b>1,03,39,54,116</b>	<b>3,96,493</b>	<b>99.9617</b>	<b>0.0383</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,73,184</b>	<b>45.2063</b>	<b>2,39,63,09,903</b>	<b>85,63,281</b>	<b>99.6439</b>	<b>0.3561</b>
<b>Resolution No.7</b>		<b>To approve divestment / dilution / disposal of the Company's investment(s) / asset(s) / undertaking(s)</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	19,73,26,112	12,04,12,007	62.1034	37.8966
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>19,73,26,112</b>	<b>12,04,12,007</b>	<b>62.1034</b>	<b>37.8966</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,41,11,121	27.3984	1,03,36,01,535	5,09,586	99.9507	0.0493
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,41,11,121</b>	<b>27.3984</b>	<b>1,03,36,01,535</b>	<b>5,09,586</b>	<b>99.9507</b>	<b>0.0493</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,46,33,696</b>	<b>45.2018</b>	<b>2,28,37,12,103</b>	<b>12,09,21,593</b>	<b>94.9713</b>	<b>5.0287</b>

Resolution No.8		To approve issue of equity shares of the Company on preferential basis to Promoters and certain persons / entities in terms of the Companies Act, 2013 and the ICDR Regulations						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes (see note below)				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,14,061	27.4037	1,03,37,35,727	5,78,334	99.9441	0.0559
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,14,061</b>	<b>27.4037</b>	<b>1,03,37,35,727</b>	<b>5,78,334</b>	<b>99.9441</b>	<b>0.0559</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,36,636</b>	<b>45.2056</b>	<b>2,39,60,91,514</b>	<b>87,45,122</b>	<b>99.6364</b>	<b>0.3636</b>
Resolution No.9		To approve issue of compulsorily convertible debentures of the Company on preferential basis to certain persons / entities in terms of the Companies Act, 2013 and the ICDR Regulations						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,43,08,394	27.4036	1,03,37,27,603	5,80,791	99.9438	0.0562
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,43,08,394</b>	<b>27.4036</b>	<b>1,03,37,27,603</b>	<b>5,80,791</b>	<b>99.9438</b>	<b>0.0562</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,48,30,969</b>	<b>45.2055</b>	<b>2,39,60,83,390</b>	<b>87,47,579</b>	<b>99.6362</b>	<b>0.3638</b>

<b>Resolution No.10</b>		<b>To amend the Articles of Association of the Company</b>						
Resolution required:		Special						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	1,05,27,84,456	1,05,27,84,456	100.0000	1,05,27,84,456	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (A)</b>		<b>1,05,27,84,456</b>	<b>100.0000</b>	<b>1,05,27,84,456</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
B. Public- Institutions	E-Voting	49,26,34,459	31,77,38,119	64.4977	30,95,71,331	81,66,788	97.4297	2.5703
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>31,77,38,119</b>	<b>64.4977</b>	<b>30,95,71,331</b>	<b>81,66,788</b>	<b>97.4297</b>	<b>2.5703</b>
C. Public- Non Institutions	E-Voting	3,77,43,55,206	1,03,41,23,690	27.3987	1,03,36,54,533	4,69,157	99.9546	0.0454
	Poll		0.0000	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if app.)		0.0000	0.0000	0	0	0.0000	0.0000
	<b>Total (C)</b>		<b>1,03,41,23,690</b>	<b>27.3987</b>	<b>1,03,36,54,533</b>	<b>4,69,157</b>	<b>99.9546</b>	<b>0.0454</b>
<b>Grand Total (A+B+C)</b>		<b>5,31,97,74,121</b>	<b>2,40,46,46,265</b>	<b>45.2020</b>	<b>2,39,60,10,320</b>	<b>86,35,945</b>	<b>99.6409</b>	<b>0.3591</b>

Note: The Promoters of the Company are interested in Resolution No.8, however the said resolution does not fall under the definition of "material related party transactions" in terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"). Further, the said resolution also does not fall under the purview of Section 188 of the Companies Act, 2013, and hence concerned Promoters are not required to abstain from voting on Resolution No.8 in terms of the Companies Act, 2013 and the Listing Regulations.

For Suzlon Energy Limited

*G. S. Vaidya*

Date: May 19, 2020  
Place: Pune

Geetanjali S.Vaidya,  
Company Secretary.  
M. No.A 18026.



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**Company Secretaries**  
**Trade Mark Agent**  
**Insolvency Resolution Professional**

May 19, 2020

To,  
The Chairman  
Suzlon Energy Limited  
"Suzlon", 5 Shrimali Society,  
Nr. Shri Krishna Complex,  
Navrangpura, Ahmedabad – 380 009.

Respected Sir,

Sub.: Scrutinizer Report

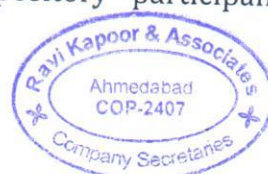
The Board of Directors of Suzlon Energy Limited, at its meeting held on April 18, 2020 appointed the undersigned as Scrutinizer to ensure that the process of Postal Ballot as prescribed under Section 110 of the Companies Act, 2013 (hereinafter referred to as "Act") read with the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "Rules") is complied with.

In terms of section 110 of the Act and in terms of the circulars issued by the Ministry of Corporate Affairs, Government of India (the "MCA") vide its General Circular No.14/2020 dated April 8, 2020 and General Circular No.17/2020 dated April 13, 2020 (the "MCA Circulars"), in view of the current extraordinary circumstances due to COVID-19 pandemic requiring social distancing, companies are advised to take all the decisions requiring members' approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/e-voting in accordance with the provisions of the Companies Act and rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

The MCA has further clarified that for companies that are required to provide e-voting facility under the Companies Act, while they are transacting any business(es) only by postal ballot up to June 30, 2020 or till further orders, whichever is earlier, the requirements provided in Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as well as the framework provided in the MCA Circulars is applicable mutatis mutandis.

The Company has accordingly sent Postal Ballot Notice by email to all its shareholders for passing of Ordinary / Special Resolutions for the special businesses as mentioned in the notice of postal ballot dated April 18, 2020 who have registered their email addresses with the Company or depository / depository participants and the

*Ravi Kapoor*





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communication of assent / dissent of the members are taken place through the remote e-voting system. This Postal Ballot is accordingly being initiated by the Company in compliance with the MCA Circulars.

In compliance with the requirements of the MCA Circulars thus hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the shareholders for this Postal Ballot and shareholders were requested to communicate their assent or dissent through the remote e-voting system only.

The Company has availed E-voting facility offered by KFin Technologies Private Limited for conducting e-voting by members of the Company and as permissible under the Act, notices to the shareholders were sent through e-mail whose e-mail id were registered with Registrar and Transfer Agent. The Company has also provided option for e-voting to those shareholders, who held shares in Physical form. The e-voting portal remained open for voting from Sunday, April 19, 2020 (9.00 a.m. IST) to Monday, May 18, 2020 (5.00 p.m. IST) both days inclusive. The shareholders of the Company holding shares either in physical form or dematerialised form, as on the cut-off date i.e. April 10, 2020 were entitled to vote on the resolutions (item nos. 1 to 10 as set out in notice of postal ballot dated April 18, 2020).

A public notice in newspaper informing the members about dispatch of notice and commencement of postal ballot were given on April 19, 2020. Members have been informed that those shareholders who were members of the Company as on cut-off date, i.e. Friday, April 10, 2020, and who have not received notice of postal ballot and postal ballot form can request for a duplicate copy of postal ballot notice, if so required, and the postal ballot notice and postal ballot form can be download from the website of the Company or website of KFin Technologies Private Limited.

The Shareholders were required to cast their vote online through remote e-voting on or before May 18, 2020 on the basis of User-id and password provided to them by KFin Technologies Private Limited.

E-voting register was kept bearing particulars of names, address, folio nos. of shares along with assent, dissent, abstained as well as less voting was recorded herein. Summary of the e-voting with their pattern of voting is as per **Annexure-A**.

As per Section 110(2) of the Companies Act, 2013 read with Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India, if a resolution is assented to by a requisite majority of the shareholders by means of Postal Ballot, it shall be deemed to have been duly passed on the last date specified for e-voting, i.e. May 18, 2020.

*Ravi Kapoor*



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The term "requisite majority" which refers to the context of ordinary resolution and special resolution as defined under section 114 of the Act, means:

- a) Intention to propose the resolution as ordinary / special resolution duly specified in the notice as the case may be
- b) Notice required under the Act was duly given
- c) The votes cast in favour of the resolution is more than the votes cast against in case of ordinary resolution and in case of special resolution the votes cast in favour is three times more than the votes cast against.

As the conditions prescribed under section 114 of the Companies Act, 2013 are complied with, the resolutions are considered to have been approved by the shareholders.

You are requested to take note of the above and oblige. We are enclosing report generated from the website of KFin Technologies Private Limited, with regard to electronic voting for your records.

Thanking you

Yours truly,

**For, Ravi Kapoor & Associates**

**(Ravi Kapoor)**  
**Company Secretary- Scrutinizer**  
**FCS-2587**  
**COP-2407**





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**Annexure-A**

**Voting pattern of Electronic Vote**

Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against	No. of Votes abstained	No. of Shares abstained	No. of Less Voted	No. of Shares Less Voted
<b>RESOLUTION 1 (Ordinary Resolution)</b>  To approve increase in the Authorised Share Capital and alteration of the Capital Clause of the Memorandum of Association of the Company	1006	2305716792	95.88	97	99148507	4.12	36	330144	5	12564
<b>RESOLUTION 2 (Special Resolution)</b>  To approve issue of equity shares of the Company on preferential basis to the lenders pursuant to the restructuring of debt of the Company and its certain identified subsidiaries	992	2396217393	99.64	115	8645060	0.36	34	325482	8	20072
<b>RESOLUTION 3 (Special Resolution)</b>  To approve issue of optionally convertible debentures of the Company on preferential basis to the lenders pursuant	985	2396203569	99.64	115	8665960	0.36	40	320969	7	17509

*Ravi Kapoor*



**Voting pattern of Electronic Vote**

Particulars	No. of Voted in favour	No. of shares in favour	% of shares in favour	No. of voted against	No. of shares against	% of shares against	No. of Votes abstained	No. of Shares abstained	No. of Less Voted	No. of Shares Less Voted
to the restructuring of debt of the Company and its certain identified subsidiaries										
<b>RESOLUTION 4 (Special Resolution)</b> To approve issue of convertible warrants of the Company on preferential basis to the lenders pursuant to the restructuring of debt of the Company and its certain identified subsidiaries	987	2396273602	99.64	108	8572012	0.36	44	344174	7	18219
<b>RESOLUTION 5 (Special Resolution)</b> To consider in-principle approval for conversion of loan to equity	984	2379379515	98.94	114	25475841	1.06	36	335012	8	176391
<b>RESOLUTION 6 (Special Resolution)</b> To approve issue of equity shares / equity linked instruments	1006	2396309903	99.64	97	8563281	0.36	37	318274	4	16549

*Ravi Kapoor*



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<b>RESOLUTION 7 (Special Resolution)</b> To approve divestment / dilution / disposal of the Company's investment(s) / asset(s) / undertaking(s)	925	2283712103	94.97	161	120921593	5.03	49	557212	5	17099
<b>RESOLUTION 8 (Special Resolution)</b> To approve issue of equity shares of the Company on preferential basis to the Promoters and certain persons / entities in terms of the Companies Act, 2013 and the ICDR Regulations	932	2396091514	99.64	159	8745122	0.36	46	353587	6	17784
<b>RESOLUTION 9 (Special Resolution)</b> To approve issue of compulsorily convertible debentures of the Company on preferential basis to certain persons / entities in terms of the Companies Act, 2013 and the ICDR Regulations	946	2396083390	99.64	145	8747579	0.36	46	359234	6	17804

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<b>RESOLUTION 10 (Special Resolution)</b> To amend the Articles of Association of the Company	977	2396010320	99.64	107	8635945	0.36	55	549113	4	12629
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**For, Ravi Kapoor & Associates**

*Ravi Kapoor*

**(Ravi Kapoor)**

**Company Secretary- Scrutinizer**

**FCS-2587**

**COP-2407**

