

16th August 2024.

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.: Update in the Scheme of amalgamation involving merger by absorption of Suzlon Global Services Limited (the “Transferor Company” or “SGSL”), a wholly owned subsidiary of the Company, with Suzlon Energy Limited (the “Company” or the “Transferee Company” or “SEL”), their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 (the “Scheme”).

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”).

This is to inform that the Board of Directors of the Company (the “Board”) by way of circular resolution passed on 16th August 2024 has, subject to requisite approvals / consents, approved a modification to the Scheme as approved by the Board on 2nd May 2024, to change the Appointed Date to “15th August 2024 or such other date as may be approved by the National Company Law Tribunal, Ahmedabad Bench” from the earlier Appointed Date of 1st December 2024.

The details required to be disclosed in terms of the Listing Regulations read with SEBI Circular No.SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023, are enclosed as Annexure I.

We request you to take the above on record and treat the same as compliance under the applicable provisions of the Listing Regulations.

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.

ANNEXURE I

Disclosures in terms of Regulation 30 of the Listing Regulations

Particulars	Disclosures				
	Sr. No.	Particulars	Relationship with the Company	Net Worth as at 31 st March 2024 (Audited) (Rs. Crores)	Total Income for the year ended 31 st March 2024 (Audited) (Rs. Crores)
Name of the entity(ies) forming part of the amalgamation / merger, details in brief such as, size, turnover, etc.	1.	SEL	Not Applicable	3,606.85	4,053.13
	2.	SGSL	Wholly-owned subsidiary	659.74	2,354.50
Whether the transaction falls within related party transaction? If yes, whether the same is done at 'arm's length'.	<p>SGSL is a wholly owned subsidiary company of the Company and as such a related party.</p> <p>However, the transaction shall not attract the requirements of Section 188 of the Companies Act, 2013 pursuant to clarification provided in General circular No.30/2014 dated 17th July 2014, issued by the Ministry of Corporate Affairs.</p> <p>Further, pursuant to the Regulation 23(5)(b) of the Listing Regulations, the provisions of related party transactions are not applicable to the Scheme, as the same is between the holding company and its wholly owned subsidiary.</p>				
Area of business of the entity(ies)	<p>The Transferee Company is primarily engaged in the business of Operation and maintenance of WTGs (OMS) and other businesses.</p> <p>The Transferor Company is primarily engaged in the business of manufacturing and supply of the wind turbine generators ('WTGs').</p>				
Rationale for amalgamation / merger	<ol style="list-style-type: none"> 1. Stronger financial position 2. Unified contracting 3. Elimination of inter-company outstanding 4. Efficient utilisation of the resources 5. Streamlining of the group structure and benefit of combined resources 6. Efficiency in business operations of the WTG business and OMS business 7. Sharing of best practices in sustainability, safety, health and environment. 				
In case of cash consideration amount otherwise share exchange ratio	<p>The Transferor Company is a wholly owned subsidiary of the Transferee Company. Accordingly, upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted nor any other consideration shall be paid in lieu or exchange of the</p>				

	holding of the Transferee Company in the Transferor Company.
Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of the Company pursuant to the Scheme as the Transferor Company is wholly owned subsidiary of the Transferee Company and therefore there shall be no issuance of the shares by the Transferee Company.