Registration number: 05774256

Suzlon Wind Energy Limited

Annual Report and Financial Statements

for the Year Ended 31 March 2020

Tax-Link (cta) Ltd The Long Lodge 265-269 Kingston Road Wimbledon London SW19 3NW

Contents

1
2
3
4
5 to 7
8
9
10
11
12 to 17
. 18

Company Information

Directors

Mr Frans Hilbert Jan VISSCHER

Mr Tulsibhai Ranchhodbhai TANTI

Company secretary

TMF NOMINEES LIMITED

Registered office

19 Leyden Street London E1 7LE

Auditors

Tax-Link (cta) Ltd The Long Lodge 265-269 Kingston Road

Wimbledon London SW19 3NW

Strategic Report for the Year Ended 31 March 2020

The directors present their strategic report for the year ended 31 March 2020.

Principal activity

The principal activity of the company is The principal activity of the Company during the period was that of an investment holding company. The directors do not currently anticipate any change in the company's business or activities for the future.

Fair review of the business

The principal activity of the Company during the period was that of an investment holding company. The directors do not currently anticipate any change in the company's business or activities for the future.

The Companies Act requires directors to disclose the company's Key Performance Indicators (KPI's). Given the nature of the Company the Directors believe the sole KPI to be the valuation of the Company's investments in subsidiaries. At the end of the year 2019, the company holds investments in AE Rotor Holding which were already fully impaired in the 2016.

Principal risks and uncertainties

The Company aims to deliver sustainable value by identifying and responding successfully to risks. Risk management is integrated into the process of planning and performance management at a group level. Monitoring and accountability for the management of these risks occur through quarterly performance reviews at a group level.

The company is exposed to financial risk through its financial assets and liabilities. The key financial risk is that the proceeds from financial assets are not sufficient to fund the obligations arising from liabilities as they fall due.

Approved by the Board on and signed on its behalf by:

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Mr Tulsibhai Ranchhodbhai TANTI Director

Directors' Report for the Year Ended 31 March 2020

The directors present their report and the financial statements for the year ended 31 March 2020.

Directors of the company

The directors who held office during the year were as follows:

Mr Frans Hilbert Jan VISSCHER

Mr Tulsibhai Ranchhodbhai TANTI

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Reappointment of auditors

In accordance with section 485 of the Companies Act 2006, a resolution for the re-appointment of Tax-Link (cta) Ltd as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board on a spirit signed on its behalf by:

Mr Tulsibhai Ranchhodbhai TANTI

Director

Statement of Directors' Responsibilities

The directors acknowledge their responsibilities for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures
 disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business,

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent Auditor's Report to the Members of Suzlon Wind Energy Limited

Opinion

We have audited the financial statements of Suzlon Wind Energy Limited (the 'company') for the year ended 31 March 2020, which comprise the Profit and Loss Account, Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity, Statement of Cash Flows, and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2020 and of its loss for the year then
 ended;
- · have been properly prepared in accordance with United Kingdom Generally Accounting Practice; and
- · have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Independent Auditor's Report to the Members of Suzlon Wind Energy Limited

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic Report and Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- · the Strategic Report and Directors' Report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of our knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and the Directors' Report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- · the financial statements are not in agreement with the accounting records and returns; or
- · certain disclosures of directors' remuneration specified by law are not made; or
- · we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities [set out on page 4], the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

As part of an audit in accordance with ISAs (UK), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

• Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Independent Auditor's Report to the Members of Suzlon Wind Energy Limited

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are
 appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the
 company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors,
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and
 whether the financial statements represent the underlying transactions and events in a manner that achieves fair
 presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business
 activities within the company to express an opinion on the financial statements. We are responsible for the
 direction, supervision and performance of the company audit. We remain solely responsible for our audit
 opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Rakesh Wadhwa (Senior Statutory Auditor)

For and on behalf of Tax-Link (cta) Ltd, Statutory Auditor

The Long Lodge 265-269 Kingston Road Wimbledon London SW19 3NW



Profit and Loss Account for the Year Ended 31 March 2020

	Note	2020 £ 000	2019 £ 000
Turnover			**
Gross profit/(loss)	.*	•	
Administrative expenses		(8)	(17)
Operating loss	3	(8)	(17)
Loss before tax		(8)	(17)
Loss for the financial year		(8)	(17)

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

Statement of Comprehensive Income for the Year Ended 31 March 2020

	2020 £ 000	2019 £ 000
Loss for the year	(8)	(17)
Total comprehensive income for the year	(8)	(17)

(Registration number: 05774256) Balance Sheet as at 31 March 2020

	Note	2020 £ 000	2019 £ 000
Fixed assets			
Tangible assets	5		. 1
Current assets			
Debtors	7	3	1
Cash at bank and in hand		5	î
		8	2.
Creditors: Amounts falling due within one year	9	(170)	(158)
Net current liabilities		(162)	(156)
Net liabilities		(162)	(155)
Capital and reserves			
Called up share capital		813,303	813,303
Share premium reserve		234,367	234,367
Profit and loss account		(1,047,832)	(1,047,825)
Shareholders' deficit		(162)	(155)
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Mr Tulsibhai Ranchhodbhai TANTI Director

Statement of Changes in Equity for the Year Ended 31 March 2020

	Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total £ 000
At 1 April 2019	813,303	234,367	(1,047,824)	(154)
Loss for the year	·	<u>.</u>	(8)	(8)
Total comprehensive income		μ.	(8)	(8)
At 31 March 2020	813,303	234,367	(1,047,832)	(162)
	Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total £ 000
At I April 2018	813,303	234,367	(1,047,808)	(138)
Loss for the year	***************************************	-	(17)	(17)
Total comprehensive income		******	(17)	(17)
At 31 March 2019	813,303	234,367	(1,047,825)	(155)

Notes to the Financial Statements for the Year Ended 31 March 2020

1 General information

The company is a private company limited by share capital, incorporated in United Kingdom.

The address of its registered office is:

19 Leyden Street

London

E17LE

England

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and the Companies Act 2006. The financial statements are presented in Euro (6). The directors of the Company have determined that the functional currency should be the Euro as the Company conducts most of its transactions in foreign currencies, the Company has chosen Euro as it's functional and presentation currency. As on 31 March 2020, the exchange rate is Euro 1.1655/ GBP.

Basis of preparation

The financial statements have been prepared on a going concern basis, which contemplates continuity of normal business activities and the realisation of assets and settlement of liabilities in the ordinary course of business. The Company is dependent upon financial support from the parent to continue its operations. The parent will subject to applicable law, endeayour to continue provide financial support to the Company to enable it to continue operations for a period of at least

12 months from the date of signing of these financial statements. Therefore, the financial statements continue to be prepared on a going concern basis.

In preparing these financial statements the Company has taken advantage of all disclosure exemptions conferred by FRS 102.1.12. Therefore these financial statements do not include:

- · A statement of cash flows and related notes
- · Related party disclosures which disclose related party transactions entered in to between two or more members of the group as they are wholly owned within the group.

Foreign currencies

Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date.

All differences are taken to the profit and loss account.

Notes to the Financial Statements for the Year Ended 31 March 2020

Summary of disclosure exemptions

Exemption From preparing consolidated financial statements:

The financial statements contain information about Suzlon Wind Energy Limited as an individual company and do not contain consolidated financial information as the parent of a group. The company is exempt under Section 401 of the Companies Act 2006 from the requirements to prepare consolidated financial statements as it and its subsidiary undertaking are included by full consolidation in the consolidated financial statements of its parent, Suzlon Energy Limited, a company registered in India.

Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

Tangible assets

Tangible assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

The cost of tangible assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, other than land and properties under construction over their estimated useful lives, as follows:

Asset class

Computer Equipment

Depreciation method and rate

WDV 25%

Business combinations

Business combinations are accounted for using the purchase method. The consideration for each acquisition is measured at the aggregate of the fair values at acquisition date of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquired, plus any costs directly attributable to the business combination. When a business combination agreement provides for an adjustment to the cost of the combination contingent on future events, the group includes the estimated amount of that adjustment in the cost of the combination at the acquisition date if the adjustment is probable and can be measured reliably.

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Notes to the Financial Statements for the Year Ended 31 March 2020

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and call deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of change in value.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Investments

Investments are included at cost less amounts written off or impaired.

Creditors

Short term creditors are measured at transaction price.

Tax

Current tax is recognised for the amount of income tax payable in respect of the taxable profit for the current or past reporting periods using the tax rates and laws that that have been enacted or substantively enacted by the reporting date.

Related party transactions

The Company has taken advantage of the exemption available under FRS102.1.12 not to disclose transactions with other members of the Suzlon Energy Limited group.

Reserves

Notes to the Financial Statements for the Year Ended 31 March 2020

Profit and Loss Account

The Company has incurred a loss of EUR 17 thousand during the year amounting to total accumulated losses of EUR 1,051,489 thousand as on 31 March 2020.

Capital contribution reserve

The Holding Company has made a capital contribution in earlier years. Capital contribution reserve is a distributable reserve and does not impact on percentage of holding of the Company.

Capital reduction reserve

The Company has created a capital reduction reserve in earlier years as a result of a capital reduction done during that respective year. The capital reduction reserve arose as the share capital of the Company was denominated in GBP while the functional currency of the Company was Euro. It was recorded at the difference between the historical exchange rate at which share capital was recorded in the books and the exchange rate as on the date of capital reduction.

Guarantees

The Company has a negative lien in favour of the 'Offshore Security Trustee' for all its shares in AE Rotor Holdings B.V as on 31 March 2020.

Ultimate parent undertaking and controlling party

The immediate parent undertaking is Suzion Energy Limited, Mauritius. The directors consider the ultimate parent undertaking and controlling party to be Suzion Energy Limited, India.

The parent undertaking of the group of undertakings for which group financial statements are drawn up and of which the company is a member is Suzlon Energy Limited, India. Copies of the financial statements can be obtained from the website, www.suzlon.com.

Events after Reporting date

There have occurred no such events after the balance sheet date that represent material changes and commitments affecting the financial position of the company.

3 Operating loss

Arrived at after charging/(crediting)

	€ 000	€ 000
Depreciation expense	. 55	74
Foreign exchange (gains)/losses	(14)	397
4 Auditors' remuneration		
	2020	2019
	€ 000	€ 000
Audit of the financial statements	4,213	8,589

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Notes to the Financial Statements for the Year Ended 31 March 2020

5 Tangible assets

	Furniture, fittings and equipment £ 000	Total £ 000
Cost or valuation At 1 April 2019	N-000000000000000000000000000000000000	1
At 31 March 2020		1
Depreciation Charge for the year	1	1
At 31 March 2020	1	1
Carrying amount		
At 31 March 2020	Ministerior and Company of the Compa	# BMM(FT; MA) (FT)
At 31 March 2019		1
6 Investments		
	2020 € 000	2019 € 000
Subsidiaries	****	£ 000
Cost or valuation At 1 April 2019		1,020,708
Provision At 1 April 2019	_	1,020,708
Carrying amount		
At 31 March 2020	.	CONTRACTOR

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Notes to the Financial Statements for the Year Ended 31 March 2020

Undertaking	Registered office	Holding	Proportion of voting rights and shares held 2020 2019	
Subsidiary undertakings			2020	2017
AB Rotor Holding B V	Netherlands		92.11%	92.11%
7 Debtors				
			2020 € 000	2019 € 000
Prepayments		RCA.	2,233	2,208
8 Cash and cash equivaler	nts			
			2020	2019
Cash at bank		236	€ 000 4,960	€ 000 - 1,151
9 Creditors				
		Note	2020 € 000	2019 € 000
Due within one year	•			
Other payables			164,916	148,310
Accrued expenses			4,792	9,581
		Apper	169,708	157,891
10 Share capital				
Allotted, called up and fully	paid shares			
	20	20	2019	
	No. 000	€ 000	No. 000	€ 000
Ordinary of €1 each	813,302	813,302	813,302	813,302

Detailed Profit and Loss Account for the Year Ended 31 March 2020

	2020 € 000	2019 € 000
Turnover		
Administrative expenses		
General administrative expenses	7,591	16,435
Finance charges	393	62
Depreciation costs	55	74
	8,039	16,571
Operating loss	(8,039)	(16,571)
Loss before tax	(8,039)	(16,571)