

702, Impressa, Near Kamal Spacia, Plot no. 49, Near Kadbi Chowk, Nagpur - 440004

Report of Independent Accountants

To the Stockholder of AE Rotor Holding B.V.

Opinion

We have audited the accompanying Balance Sheet of AE Rotor Holding B.V. (referred to as "the Company") as at March 31, 2023 and the related Statements of Profit and Loss and change in stockholder's equity for the years then ended, and related notes to financial statement (collectively referred to as the "financials statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2023 and the financial performance and its cash flow for the years then ended in accordance with accounting principles generally accepted in India.

Basis of Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). 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 India, 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.

Emphasis of Matter

We draw your attention to Note 1.5 of the financial statements regarding preparation of financial information on going concern basis which states that During the year, the Company recognized a net loss of Euro 4,71,30,619 mainly due to foreign exchange loss and impairment of receivables (previous year loss: EUR 3,01,45,470).

The net worth of the Company is negative Euro 644.36 Million. The Company has certain loans and financial liability payable to ultimate holding company in excess of assets held by the Company. The Company has also payable and receivable from other parties. Further, the management is not expecting any operations in the Company. These factors indicate the existence of a material uncertainty that may cast doubt on the Company's ability to continue as going concern. Accordingly, these financial statements have been prepared assuming that the Company will not continue as a going concern and therefore the assets and liabilities of the Company are stated at values at which they are realizable and payable as per the estimates of the management. Also, since it is treated as non-going concern, the liabilities are treated as current and the assets have also been considered accordingly. The Company will not be in position to discharge its liability as estimated based on the estimated realizable value of assets.

Our opinion is not modified in respect of these matters.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with accounting principles generally accepted in India and for such internal control as management determines 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 management is 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Company's financial reporting process

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 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.

Restriction of Use

This report is issued for internal consumption of the Management and the Stockholder of the Company for the use of consolidation purposes, statutory compliances and submission to the Shareholders/ Lenders and should not be used for any other purpose. We do not accept or assume any liability or duty of care for any other purpose or any third parties to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Certificate No.: 23-24/SA/001 UDIN No.: 23170638BGWBNC2385

For K R C K & Associates Chartered Accountants Firm Registration No. 145239W

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CA Milan Rupchandani Partner Membership No. : 170638

Place: Nagpur Date: 24th April, 2023



Financial statements for the year ended 31 March 2023

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Statement of financial position as at the end of the year 31 March 23

| Partic1,ulars | Note | March 23 | March 22 |
|-----------------------------|------|------------------|------------------|
| Assets | | | |
| Non-current assets | | | |
| Financial assets | | | |
| Investments in subsidiaries | 5 | - | 18,000 |
| Loans to group companies | 7 | - | 96,56,714 |
| Other non-current assets | 9 | - | 2,86,41,414 |
| Total | | - | 3,83,16,128 |
| Current assets | | | |
| Financial assets | | | |
| Trade receivables | 6 | - | 10,39,200 |
| Loans to group companies | 7 | 86,65,200 | - |
| Cash and cash equivalents | 10 | 72,662 | 51,075 |
| Other current assets | 9 | 1,26,386 | 3,99,926 |
| Total | | 88,64,248 | 14,90,201 |
| Total assets | | 88,64,248 | 3,98,06,329 |
| Equity and liabilities | | | |
| Equity | | | |
| Equity share capital | 11 | 68,72,37,120 | 68,72,37,120 |
| Other equity | 12 | (1,33,15,94,780) | (1,28,44,64,161) |
| Total | | (64,43,57,660) | (59,72,27,041) |
| Liabilities | | | |
| Non-current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 13 | - | 7,98,72,418 |
| Other financial liabilities | 14 | - | 51,88,90,601 |
| Total | | - | 59,87,63,019 |
| Current liabilities | | | |
| Financial liabilities | | | |
| Borrowings | 13 | 8,48,05,251 | 1,52,936 |
| Other financial liabilities | 14 | 56,84,16,657 | 3,81,17,414 |
| Total | | 65,32,21,908 | 3,82,70,350 |
| | | | |

For or on the behalf of the Board of Directors of AE Rotor Holding B.V.

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Tejjas Parmar Director Date: 24/04/2023

Statement of profit and loss and other comprehensive income for the year ended 31 March 23

| Particulars | Note | March 23 | March 22 |
|---|------|---------------|---------------|
| Income | | | |
| Other income | 15 | 9,63,371 | 16,18,971 |
| | _ | 9,63,371 | 16,18,971 |
| Expenses | | | |
| Finance costs | 16 | 49,89,020 | 47,05,355 |
| Other expenses | 17 | (35,163) | 7 54 783 |
| Foreign exchange loss on restatement of balances, net | | 1,07,00,554 | 2,56,05,772 |
| Impairment of financial assets, net | 18 | 3.24,39,579 | 6,98,532 |
| | - | 4,80,93,990 | 3,17,64,441 |
| Profit/ (loss) before tax | | (4,71,30,619) | (3,01,45,470) |
| Tax expense | | - | - |
| Profit/ (loss) after tax | _ | (4,71,30,619) | (3,01,45,470) |
| Other comprehensive income | | - | - |
| Total comprehensive income for the year | _ | (4,71,30,619) | (3,01,45,470) |

For or on the behalf of the Board of Directors of AE Rotor Holding B.V.

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Tejjas Parmar Director Date: 24/04/2023

Statement of cash flows for the year ended 31 March 23

| Particulars | March 23 | March 22 |
|---|---------------|---------------|
| Cash flow from operating activities | | |
| Profit/ (loss) before tax | (4,71,30,619) | (3,01,45,470) |
| Adjustments for: | | |
| Impairment of trade and other receivables | 3,24,39,579 | 6 98 533 |
| Interest income | (9,63,371) | (16,18,971) |
| Interest expense | 49,89,020 | 47,05,355 |
| Exchange loss | 1,06,74,532 | 2,56,05,772 |
| Gain on sale of investments | - | (48,000) |
| Balance written off, net | - | 8,88,154 |
| Changes in working capital | (29,218) | (3,55,916) |
| Net cash generated from / (used in) operating activities | (72,380) | (270,545) |
| Cash flow from investing activities | | |
| Proceeds from sale of investments | - | (48,000) |
| Loans granted to subsidiaries | (9,70,541) | - |
| Repayment of loans by subsidiaries and others | 10,92,465 | 1,49,388 |
| Net cash generated from / (used in) investing activities | 1,21,924 | 1,97,388 |
| Cash flow from financing activities | | |
| Interest paid during the year | (4,030) | (5,124) |
| Repayment of borrowings | (23,927) | (30,817) |
| Net cash generated from / (used in) financing activities | (27,957) | (35,941) |
| Net increase / (decrease) in cash and cash equivalents | 21,587 | (1,09,097) |
| Add: Effect of exchange difference on cash and cash equivalents | - | 2,976 |
| Total | 21,587 | (106,121) |
| Cash and cash equivalents at beginning of the year | 51,075 | 157,196 |
| Cash and cash equivalents at end of year | 72,662 | 51,075 |

For or on the behalf of the Board of Directors of AE Rotor Holding B.V.

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Tejjas Parmar Director Date: 24/04/2023

Statement of changes in equity for the year ended 31 March 23

| Particulars | Equity capital | Share premium | Retained earnings | Total |
|---|-------------------|------------------|----------------------|----------------|
| As at April 1, 2021 | 68,72,37,120 | 38,77,07,811 | (1,64,20,26,502) | (56,70,81,571) |
| Profit/ (loss) for the year | - | - | (3,01,45,470) | (3,01,45,470) |
| Other comprehensive income for the year | - | - | - | - |
| As at March 31, 2022 | 68,72,37,120 | 38,77,07,811 | (1,67,21,71,972) | (59,72,27,041) |
| As at April 1, 2022 | 68,72,37,120 | 38,77,07,811 | (1,67,21,71,972) | (59,72,27,041) |
| Profit/ (loss) for the year | - | - | (4,71,30,619) | (4,71,30,619) |
| Other comprehensive income for the year | - | - | - | - |
| As at March 31, 2023 | 68,72,37,120 | 38,77,07,811 | (1,71,93,02,591) | (64,43,57,660) |

For or on the behalf of the Board of Directors of AE Rotor Holding B.V.

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Tejjas Parmar Director Date: 24/04/2023

Summary of significant accounting policies and other explanatory notes

1. Notes to the accounts

1.1. Activities

AE-Rotor Holding B.V.'s ('AERH or the 'Company') principal activities are asset management and provision of capital. The Company has its registered office at Jan Tinbergenstraat 290, 7559 ST, Hengelo. The Company, registered under KvK number 08097459, has its statutory seat in Hengelo.

The ultimate parent company is Suzlon Energy Limited, India. AERH and its subsidiaries are engaged in the design, development, import, export and trade in wind turbine generators ('WTG') and parts and fittings.

1.2. Group structure

The Company, Suzlon Energy B.V., SE Blade Technology B.V., Valum Holding B.V. and SE Drive Technik GmbH constitute "the Group". The head of this Group is AERH.

1.3. Related parties

All group companies mentioned in Note 1.2 above and the affiliates / group companies mentioned in Notes below are considered to be related parties. The direct parent company Suzlon Wind Energy Limited, UK, intermediate parent company Suzlon Energy Limited, Mauritius and ultimate parent company Suzlon Energy Limited, India and their subsidiaries (Affiliates) also qualify as related parties.

1.4. Estimates

The preparation of financial statements in conformity with the relevant rules requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the group's accounting policies. If necessary for the purposes of providing the view required under International Financial Reporting Standards, the nature of these estimates and judgments, including the related assumptions, is disclosed in the notes to the financial statement items in question. Key estimates include those required in the accounting for valuation / impairment of participations and intercompany receivables and intangible assets. Actual results could differ from those estimates.

1.5. Going concern

During the year, the Company recognized a net loss of Euro 47.13 Million mainly due to notional exchange loss on foreign currency transactions (previous year loss: Euro 30.15 Million). The net worth of the Company is negative Euro 644.36 Million as at 31 March 2023. The Company has certain loans and financial liability payable to ultimate holding company in excess of assets held by the Company. The Company has also payable and receivable from other related parties. Further, the Company is not expecting any operations in the Company. These factors indicate the existence of a material uncertainty that may cast doubt on the Company's ability to continue as going concern. Accordingly, these financial statements have been prepared assuming that the Company will not continue as a going concern and therefore the assets and liabilities of the Company are stated at values at which they are realizable and payable as per the estimates of the management. Also, since it is treated as non-going concern, the liabilities are treated as current and the assets have also been considered accordingly. The Company will not be able in a position to discharge its liabilities as estimated based on the estimated realizable value of assets.

2. Accounting policies for statement of financial position

2.1. General

The basis of preparation of these financial statements complies with Indian accounting standards (Ind AS) and interpretations adopted by the International Accounting Standards Board (IASB).

2.2. Changes in accounting policies

The accounting policies are consistent with those used in the previous year.

2.3. Foreign currencies

Transactions, assets and liabilities

The financial statements are prepared in Euro.

Transactions denominated in foreign currencies are initially carried at the functional exchange rates ruling at end of the month. Monetary balance sheet items denominated in foreign currencies are translated at the functional exchange rates ruling at the balance sheet date. Non-monetary balance sheet items that are measured at historical cost in a foreign currency are translated at the functional exchange rates ruling at the date of transaction.

Exchange differences arising on the settlement or translation of monetary items denominated in foreign currencies are taken to the income statement.

The functional and presentation currency of the company and the foreign activities have not changed compared with the previous financial year.

2.4. Intangible assets

An intangible asset is recognized in the balance sheet if:

- It is probable that the future economic benefits that are attributable to the asset will accrue to the company, and
- The cost of the asset can be reliably measured

Costs relating to intangible assets not meeting the criteria for capitalization are taken directly to the income statement.

Intangible assets are carried at the lower of cost of acquisition or production net of accumulated amortization and their recoverable amount (being the higher of value in use and fair value less costs to sell).

2.5. Financial assets

2.5.1. Investments

Due to the international structure of the group, participation is recognized at cost. If an asset qualifies as impaired, it is measured at its impaired value; any write-offs are disclosed in the income statement. The impaired value (recoverable amount) is determined on the basis of, amongst others, the net equity as per financial statements of the participating interests and their long-term forecasts. In case the impairment is no longer considered to be present, it is being reversed (up to the original amount of acquisition).

2.5.2. Receivable due from group companies/ affiliated companies

Receivables are stated initially at fair value and subsequently at amortized cost based on the effective interest method less provisions considered necessary for doubtful receivables. Insofar the difference between the discounted and nominal value is not material, trade and other receivables are stated at cost.

If the receivable to subsidiaries is considered to be part of the net-investment, valuation is at cost or lower recoverable value. Reference is made to note 2.5.1.

2.6. Impairment of non-current assets

At each balance sheet date, the Company tests whether there are any indications of assets being subject to impairment. If any such indications exist, the recoverable amount of the asset is determined. If this proves to be impossible, the recoverable amount of the cash generating unit to which the asset

belongs is identified. An asset is subject to impairment if its carrying amount exceeds its recoverable amount; the recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

Fair value less costs to sell is determined based on the active market. For the purposes of determining value in use, cash flows are discounted. An impairment loss is directly expensed in the income statement. If it is established that a previously recognized impairment loss no longer exists or has declined, the increased carrying amount of the assets in question is not set any higher than the carrying amount that would have been determined had no asset impairment been recognized. The Company assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. If any such evidence exists, the impairment loss is determined and recognized in the income statement.

The amount of an impairment loss incurred on financial assets stated at amortized cost is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition). If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss shall be reversed. The reversal shall not result in a carrying amount of the financial asset that exceeds what the amortized cost would have been had the impairment not been recognized at the date the impairment is reversed. The amount of the reversal shall be reversal shall be recognized in income statement.

If an impairment loss has been incurred on an investment in an equity instrument carried at cost, the amount of the impairment loss is measured as the difference between the carrying amount of the financial assets and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. The impairment loss shall be reversed only if the evidence of impairment is objectively shown to have been removed.

2.7. Receivables

Receivables are stated initially at fair value and subsequently at amortized cost based on the effective interest method less provisions considered necessary for doubtful receivables. Insofar the difference between the discounted and nominal value is not material, trade and other receivables are stated at cost.

2.8. Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances and deposits held at call with maturities of less than 3 months. Bank overdrafts are shown in current liabilities on the balance sheet. Cash and cash equivalents are stated at face value. All cash and cash equivalents are at free disposal of management.

2.9. Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost, being the amount received taking account of any premium or discount, less transaction costs.

2.10.Taxes

A deferred tax liability is recognized for all taxable temporary differences. A deferred tax asset is recognized for all deductible temporary differences and carry-forward losses, to the extent that it is probable that future taxable profit will be available for set-off.

Deferred tax liabilities and deferred tax assets are carried on the basis of the tax consequences of the realization or settlement of assets, provisions, liabilities or accruals and deferred income as planned by the group at the balance sheet date. Deferred tax liabilities and deferred tax assets are carried at non-discounted value. Deferred and other tax assets and liabilities are netted off if the general conditions for netting off are met. Taxes are calculated on the result disclosed in the income statement, taking account of tax-exempt items and partly or completely non-deductible expenses.

The Company is the fiscal parent of the fiscal unity for Dutch corporate income tax purposes (The Company, SE Blades Technology B.V. and Valum Holding B.V. are included in the fiscal unity). The tax position of the fiscal unity has been appropriately split per unity member. The Company is responsible for the remittance of all tax payments to the tax authorities and is jointly and severally liable.

3. Accounting policies for the statement of profit or loss

3.1. Result.

Profit is determined as the balance of the realizable value of the products sold, services rendered and the costs and other charges for the year. Profits on transactions are recognized in the year in which they are realized; losses are taken as soon as they are foreseeable.

3.2. Revenue recognition

3.2.1. Dividend

Dividends are recognized in the income statement if the Group is entitled to them and the dividends are probable to be received.

3.2.2. Interest income

Interest income is recognized pro rata in the income statement, taking into account the effective interest rate for the asset concerned, provided the income can be measured and the income is probable to be received.

3.3. Expenses

Expenses are determined with due observance of the aforementioned accounting policies and allocated to the financial year to which they relate. Foreseeable and other obligations as well as potential losses arising before the financial year-end are recognized if they are known before the financial statements are prepared, provided all other conditions for forming provisions are met.

3.4. Interest expense

Interest is allocated to successive financial reporting periods in proportion to the outstanding principal. Premiums and discounts are treated as annual interest charges so that the effective interest rate, together with the interest payable on the loan, is recognized in the income statement, with the amortized cost of the liabilities being recognized in the balance sheet. Period interest charges and similar charges are recognized in the year in which they fall due.

4. The Company's direct interests in group companies comprise the following:

| | Share in issued capital as percentage | | |
|---|---------------------------------------|---------------|--|
| Name, registered office | 31 March 2023 | 31 March 2022 | |
| SE Blade Technology B.V., the Netherlands | 100 | 100 | |
| Suzlon Energy B.V., the Netherlands | 100 | 100 | |
| Valum Holding B.V., the Netherlands | 100 | 100 | |
| SE Drive Technik GmbH., Germany | 100 | 100 | |

5. Investments in subsidiaries

| | 31 March 2023 | 31 March 2022 |
|--|---------------|---------------|
| SE Blade Technology B.V. (1,800 (1,800) equity shares of Euro 10 each) | 18,000 | 18,000 |
| Provision on participation SE Blade Technology B.V. | (18,000) | (18,000) |

All amounts in EUR, unless otherwise stated

| | 31 March 2023 | 31 March 2022 |
|--|----------------|----------------|
| Suzlon Energy B.V. (540,000 (540,000) equity shares of Euro 10 each) | 17,20,00,095 | 17,20,00,095 |
| Provision on participation Suzlon Energy B.V. | (17,20,00,095) | (17,20,00,095) |
| SE Drive Technik GmbH (25,000 (25,000) equity shares of Euro 1 each) | 58,58,34,452 | 58,58,34,452 |
| Provision on participation SE Drive Technik GmbH | (58,58,34,452) | (58,58,34,452) |
| Valum Holding B.V. (1,800 (1,800) equity shares of Euro 10 each) | 18,000 | 18,000 |
| Provision on participation Valum Holding B.V. | (18,000) | - |
| Total | - | 18,000 |

6. Trade receivables

| 31 March 2023 | 31 March 2022 |
|---------------|--------------------------|
| | |
| 12,06,411 | 1,99,876 |
| (12,06,411) | (1,99,876) |
| - | - |
| | |
| - | 10,39,200 |
| - | 10,39,200 |
| | 12,06,411 (12,06,411) |

7. Loans to group companies

| | 31 March 2023 | 31 March 2022 |
|----------------------------|----------------|----------------|
| Non-current | | |
| Loans to related parties | 16,32,40,297 | 17,02,00,429 |
| Less: Impairment provision | (16,32,40,297) | (16,05,43,715) |
| Total | - | 96,56,714 |
| Current | | |
| Loans to related parties | 86,65,200 | - |
| Total | 86,65,200 | - |

8. Other financial assets

| | 31 March 2023 | 31 March 2022 |
|---------------------------------|---------------|---------------|
| Non-current | | |
| Receivable from related parties | - | 74,76,695 |
| Less: Impairment provision | - | (74,76,695) |
| Total | - | - |
| | | |

9. Other assets

| | 31 March 2023 | 31 March 2022 |
|---------------------------------|---------------|---------------|
| Non-current | | |
| Receivable from related parties | 2,97,36,380 | 2,86,41,414 |
| Less: Impairment provision | (2,97,36,380) | - |
| Total | - | 2,86,41,414 |
| Current | | |
| Receivable from related parties | 1,26,383 | 6,03,276 |
| Less: Impairment provision | - | (2,03,350) |
| Total | 1,26,386 | 3,99,926 |
| | | |

10. Cash and cash equivalents: It includes balances with banks of Euro 72,662 (previous year: Euro 51,075).

11. Equity share capital

Authorised shares: 12,00,000,000 (previous year: 12,00,000,000) of equity shares of Euro 10/- each amounting to Euro 1,20,00,00,000 (previous year: Euro 1,20,00,000).

Issued, subscribed and fully paid-up shares: 6,87,23,712 (previous year: 6,87,23,712) of equity shares of Euro 10/- each amounting to Euro 68,72,37,120 (previous year: Euro 68,72,37,120).

Reconciliation of the equity shares outstanding at the beginning and at the end of the financial year:

| | 31 March 23 | | 31 March 22 | |
|------------------------------------|---------------------|--------------|------------------|--------------|
| | Number of shares | EUR | Number of shares | EUR |
| At the beginning of the year | 6,87,23,712 | 68,72,37,120 | 6,87,23,712 | 68,72,37,120 |
| Movement during the year | - | - | - | - |
| Outstanding at the end of the year | 6,87,23,712 | 68,72,37,120 | 6,87,23,712 | 68,72,37,120 |

12. Other equity: Refer Statement of changes in equity for detailed movement in equity balance.

| | 31 March 23 | 31 March 2022 |
|-------------------|------------------|------------------|
| Share premium | 38,77,07,811 | 38,77,07,811 |
| Retained earnings | (1,71,93,02,591) | (1,67,21,71,972) |
| Total | (1,33,15,94,780) | (1,28,44,64,161) |

13. Borrowings

Non-current: It consists of loans from ultimate parent company, Suzlon Energy Limited amounting to Euro Nil (previous year: Euro 7,98,72,418) including interest accrued on loan.

Current: It consists of loans from affiliate, Suzlon Wind Energy Uruguay SA amounting to Euro 1,40,489 (previous year: Euro 1,52,936) and from ultimate parent company, Suzlon Energy Limited amounting to Euro 8,46,64,763 (previous year: Euro Nil) including interest accrued on loan.

14. Other financial liabilities

| 31 March 2023 | 31 March 2022 |
|---------------|---|
| | |
| - | 51,88,90,601 |
| - | 51,88,90,601 |
| | |
| 53,01,94,653 | - |
| 3,81,79,750 | 3,78,67,259 |
| 42,254 | 2,50,155 |
| 56,84,16,657 | 3,81,17,414 |
| | - - 53,01,94,653 3,81,79,750 42,254 |

15. Other income: It consists of interest income on group company loans of Euro 9,63,371 (previous year: Euro 16,18,971).

16. Finance costs

| | 31 March 2023 | 31 March 2022 |
|---|---------------|---------------|
| Interest expense on group company loans | 49,84,989 | 47,00,231 |
| Bank charges | 4,031 | 5,124 |
| Total | 49,89,020 | 47,05,355 |

17. Other expenses

| | 31 March 2023 | 31 March 2022 |
|----------------------------|---------------|---------------|
| General expenses | (35,162) | (85,372) |
| Gain on sale of investment | - | (48,000) |
| Bad debts written off | - | 8,88,154 |
| Total | (35,162) | 7,54,783 |

18. Impairment of financial assets, net: It includes Provision on receivables/ participation of related parties amounting to Euro 3,24,39,579 (2022: Euro 6,98,532).

19. Average number of employees

During the year 2022-23, the average number of employees as calculated on a full-time equivalent basis was Nil (2022: Nil).

20. Director's remuneration

The Company paid remuneration to Director of EUR Nil (2022 - EUR Nil).

21. Income tax expense

The income tax payable for the year is Nil (2022 - Nil). No corporate income benefit has been accounted for as future taxable profits are uncertain.

The Company has unutilized carry forward losses of approximately EUR 86,114,860 as on the balance sheet date. The Company has incurred losses in the period and has carried forward losses from previous periods. It is not clear that the company can substantiate a future claim to use these losses and no deferred tax asset has been booked as a result. Also the tax returns of the company are currently under routine audit by the tax authorities and there may be a possibility of difference of opinion between the position of the company and of the tax authorities. Given the uncertainty of any outcome, no provision has been recognized nor does the company recognizes the need to disclose a contingent liability in this respect.

- 22. Contingent liabilities: Nil (2022 Nil).
- 23. Commitments: Refer to note 2.10 and note 21 with respect to taxes and note 13 with respect to loans.

24. Related party transactions

Transactions take place between the Company and other subsidiaries of the Suzlon Group. These transactions are conducted in the ordinary course of business at an arm's length basis and are subject to commercial agreements.

In accordance with IAS 24, the persons and entities, which control the Group or exercise a significant influence on it or which the Group controls or on which it exercises a significant influence are regarded as related parties for the group.

| Ultimate holding company | Suzlon Energy Limited, India | | |
|--------------------------------|---|---------------------------------|--|
| Other holding company | Suzlon Wind Energy Ltd. UK, | Suzlon Energy Limited Mauritius | |
| Subsidiaries | Suzlon Energy B.V., | SE Blade Technology B.V. | |
| | SE Drive Technik GmbH , | Valum Holding B.V. | |
| Affiliates | Suzlon Wind Energy Corporation, | Suzlon Energy A/S | |
| | Tarilo Holding B.V. | Suzlon Wind Energy Uruguay SA | |
| | Suzlon Wind Energy South-Africa (Pty) Limited | | |
| | Suzlon Rotor Corporation, USA | | |
| Key Management Personnel (KMP) | Tejjas Parmar | | |

Related parties with whom transactions have taken place during the year:

Transactions between the Group and related parties during the year and the status of outstanding balances as at 31 March 23 and 31 March 22.

(Previous year figures are shown in bracket)

| Particulars | Ultimate holding | Subsidiaries | Affiliates | KMP |
|------------------|---------------------|--------------|------------|-----|
| Interest income | - | 8,02,168 | 1,61,203 | - |
| | - | (7,98,152) | (8,20,820) | - |
| Interest expense | 47,92,345 | 1,86,193 | 6,451 | - |
| | (45,21,080) | (1,74,829) | (4,322) | - |

Outstanding balances

| Particulars | Ultimate holding | Other holding | Subsidiaries | Affiliates |
|-----------------------------|---------------------|------------------|----------------|---------------|
| Trade receivables | 10,39,200 | - | - | 1,67,211 |
| | (10,39,200) | (-) | (-) | (1,99,876) |
| Loans / advances | - | - | 15,90,34,742 | 1,28,70,755 |
| receivable | (-) | (-) | (15,74,18,957) | (1,27,81,472) |
| Investments | - | - | 75,78,70,547 | - |
| | (-) | (-) | (75,78,70,547) | (-) |
| Other ecceta | 2,95,45,368 | 1,06,024 | - | 2,11,374 |
| Other assets | (2,89,35,6534) | (2,70,034) | - | (39,003) |
| Other financial assets | - | - | - | - |
| | (-) | (-) | (798,117) | (66,78,578 |
| Other financial liabilities | 53,01,94,653 | - | - | - |
| for SBLC invocation | (51,88,90,601) | (-) | (-) | (-) |
| Other financial liabilities | (3,44,50,512) | - | 37,29,238 | - |
| | (3,44,50,512) | (-) | (34,16,746) | (-) |
| Porrowingo | 8,46,64,763 | - | - | 1,40,489 |
| Borrowings | (7,98,72,418) | (-) | (-) | (1,52,936) |

25. Financial risks

Foreign exchange risk

The Company is influenced by transactions in foreign currencies. The Company does not enter into any forward currency contracts.

Credit risk/ liquidity risk

The Company is primarily involved with transactions with related parties. The Company has liability towards repayment of the loan. The Company also has a significant concentration of credit risk with respect to the long term loan receivable due from SE Drive Technik GmbH, Suzlon Wind Energy Corporation and Suzlon Wind Energy South Africa.

26. Proposed appropriation of the net result for the year 2023

The proposal to the General Meeting of Shareholders for the appropriation of the net result for the year 2023, being a loss of Euro 4,71,30,619 is to add this to the retained earnings.

- **27.** There have been no material events after the balance sheet date.
- **28.** The previous year figures have been reclassified wherever necessary to confirm with the classification in the financial statement for the year ended 31 March 2023.

24 April 2023

AE-Rotor Holding B.V.

Tejjas Parmar Director