

SUZLON ENERGY LIMITED
FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2024

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FOR THE YEAR ENDED 31 MARCH 2024

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SUZLON ENERGY LIMITED
MANAGEMENT AND ADMINISTRATION

1.

| | | <u>Date of Appointment</u> | <u>Date of Resignation</u> |
|--|---|--------------------------------|--------------------------------|
| DIRECTORS | : Mrs. Caryl Rey | 17 March 2006 | - |
| | Mr. Julien Rey | 14 November 2017 | - |
| | Mr. Tejjas Amarsinh Parmar | 22 December 2021 | - |
| ADMINISTRATOR AND SECRETARY | : Navitas Management Services Ltd. Navitas House Robinson Lane Floreal Mauritius | | |
| REGISTERED OFFICE | : C/o Navitas Management Services Ltd. Navitas House Robinson Lane Floreal Mauritius | | |
| AUDITOR | : Ernst & Young 6th Floor Icônebene Rue de L'institut Ebene Republic of Mauritius | | |
| BANKERS | : AfrAsia Bank Ltd Bowen Square, 10, Dr Ferriere Street Port Louis, Mauritius Indian Bank No 57, Sir Baron Jayathilake Mawatha, Fort, Colombo-01, Sri Lanka | | |

The directors present the audited financial statements of Suzlon Energy Limited (the "Company") for the year ended 31 March 2024.

PRINCIPAL ACTIVITY

The Company was incorporated in Mauritius under the Companies Act 2001 on 17 March 2006 as a private domestic company with liability limited by shares. The Company has been converted to a Global Business Licence Company on 12 May 2015.

The principal activity of the Company is that of an investment holding company engaged in projects involving in the use of non-conventional resources such as wind energy and wave energy.

MEMBERS OF THE BOARD OF DIRECTORS

Mrs. Caryl Rey
Mr. Julien Rey
Mr. Tejjas Amarsinh Parmar

RESULTS AND DIVIDENDS

The Company's net loss for the year ended 31 March 2024 is EUR 117,367 (2023: Loss of EUR 58,681).

The directors do not recommend the payment of a dividend for the year under review (2023: Nil).

DIRECTORS' RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

The Company's directors are responsible for the preparation and fair presentation of the financial statements, comprising the Company's statement of financial position at 31 March 2024 and the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and the notes to the financial statements, which include a summary of significant accounting policies and other explanatory notes, in accordance with International Financial Reporting Standards and the Companies Act 2001 applicable to a Company holding a Global Business License as described in note 2 of the financial statements.

The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

The Company had incurred a loss of EUR 117,367 during the year ended 31 March 2024 (31 March 2023: Loss of EUR 58,681) and has net current liabilities of EUR 232,210 as at 31 March 2024 (31 March 2023: EUR 110,780). These factors indicate the existence of uncertainty that may cast doubt on the Company's ability to continue as a going concern. The continuation of the Company's operations depends upon future profitable operation and continued financial support from the shareholders. The Company sought and obtained a letter of support from Suzlon Energy Limited, the parent to continue to provide financial support to enable it to continue operations through at least 12 months from the date of the Directors' report.

AUDITORS

The auditor's Ernst & Young, have expressed their willingness to continue in office.

Approved and authorised for issue by the Board of Directors on 29 May 2024



Tejjas Parmar (Director)



Julien Rey (Director)

**SUZLON ENERGY LIMITED
SECRETARY'S CERTIFICATE
FOR THE YEAR ENDED 31 MARCH 2024**

3.

Secretary's Certificate under section 166(d) of the Companies Act 2001

In accordance with section 166(d) of the Companies Act 2001, we certify that to the best of our knowledge and belief, the Company has filed with the Registrar of Companies, all such returns as are required of the Company under the Companies Act 2001.



.....
For and on behalf of
Navitas Management Services Ltd.
Secretary

Date: 29 May 2024

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS OF SUZLON ENERGY LIMITED****REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS*****Opinion***

We have audited the financial statements of Suzlon Energy Limited ("the Company") set out on pages 7 to 22 which comprise the statement of financial position as at 31 March 2024, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies.

In our opinion, the accompanying financial statements of the Company are prepared in all material respects, in accordance with the basis of accounting described in note 2 to the financial statements and the requirements of the Companies Act 2001 applicable to a company holding a Global Business Licence.

Basis for 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 International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code") and other independence requirements applicable to performing audits of financial statements of the Company and in Mauritius. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits of the Company and in Mauritius. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the 22 page document titled "SUZLON ENERGY LIMITED Financial statement for the year ended 31 March 2024", which includes the Commentary of Directors, and the Secretary's Certificate as required by the Companies Act 2001. The other information does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express an audit opinion or 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, 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.

Responsibilities of the Directors for the Financial Statements

The directors are responsible for the preparation of the financial statements in accordance with the requirements of the Companies Act 2001 applicable to a company holding a Global Business Licence, as described in note 2 to the financial statements 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SUZLON ENERGY LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Responsibilities of the Directors for the Financial Statements (Continued)

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 intends 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 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.

As part of an audit in accordance with ISAs, 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.
- 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 director's 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.

We communicate with the directors 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.

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SUZLON ENERGY LIMITED**

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Section 205 of the Companies Act 2001. 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.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Companies Act 2001

We have no relationship with or interests in the Company other than in our capacity as auditor and dealings in the ordinary course of business.

We have obtained all the information and explanations we have required.

In our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Ernst & Young

ERNST & YOUNG
Ebène, Mauritius

Joyce Fung

JOYCE FUNG WAN SANG, F.C.C.A.
Licensed by FRC

Date: 30 May 2024

SUZLON ENERGY LIMITED
STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED 31 MARCH 2024

7.

| | Notes | 2024 EUR | 2023 EUR |
|-------------------------------------|-------|----------------|----------------|
| Assets | | | |
| Non-current assets | | | |
| Investment in subsidiaries | 5 | 681,311 | 681,311 |
| | | 681,311 | 681,311 |
| Current assets | | | |
| Prepayments | | 1,946 | 1,433 |
| Cash and cash equivalents | | 2,117 | 810 |
| | | 4,063 | 2,243 |
| Total assets | | 685,374 | 683,554 |
| Equity and Liabilities | | | |
| Equity | | | |
| Share capital | 6 | 9,530,937 | 11,646,591 |
| Accumulated losses | | (9,077,773) | (11,076,060) |
| Shareholders' interest | | 453,164 | 570,531 |
| Current liabilities | | | |
| Trade and other payables | 7 | 232,210 | 113,023 |
| | | 232,210 | 113,023 |
| Total equity and liabilities | | 685,374 | 683,554 |

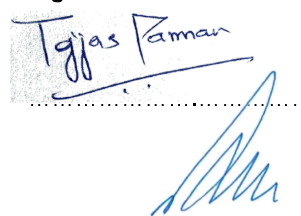
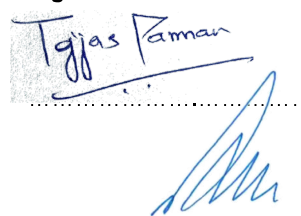
Approved and authorised for issue by the Board of directors on 29 May 2024

Name of Directors

Tejjas Parmar (Director)

Julien Rey (Director)

Signatures


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The notes on pages 11 to 22 form an integral part of these financial statements.
Auditor's report on pages 4 to 6.

SUZLON ENERGY LIMITED
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2024

8.

| | Note | 2024 EUR | 2023 EUR |
|--|------|------------------|-----------------|
| Income | | - | - |
| | | - | - |
| Expenses | | | |
| Director fees | | (3,177) | (3,417) |
| Audit fees | | (5,639) | (5,890) |
| Legal expenses | | (2,218) | (2,253) |
| Bank charges | | (441) | (460) |
| External assistance/consultancy | | (11,788) | (7,471) |
| Insurance - other | | - | (6,286) |
| Impairment of investment in subsidiary | 5 | (95,167) | (32,731) |
| Gain/ (loss) on foreign exchange | | 1,063 | (173) |
| Total expenses | | (117,367) | (58,681) |
| Loss before taxation | | (117,367) | (58,681) |
| Taxation | 8 | - | - |
| Loss for the year | | (117,367) | (58,681) |
| Other comprehensive income for the year | | - | - |
| Total comprehensive loss for the year, net of tax | | (117,367) | (58,681) |

The notes on pages 11 to 22 form an integral part of these financial statements.
Auditor's report on pages 4 to 6.

SUZLON ENERGY LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2024

9.

| | Stated capital | Preference | Accumulated | |
|---|-----------------------|-------------------|--------------------|----------------|
| | EUR | shares | losses | Total |
| | EUR | EUR | EUR | EUR |
| At 01 April 2022 | 11,646,591 | - | (11,017,379) | 629,212 |
| Loss for the year | - | | (58,681) | (58,681) |
| Other comprehensive income for the year | - | - | - | - |
| At 31 March 2023 | 11,646,591 | - | (11,076,060) | 570,531 |
| Loss for the year | - | - | (117,367) | (117,367) |
| Capital Reduction | (2,115,654) | - | 2,115,654 | - |
| Share buy back | (9,430,937) | - | - | (9,430,937) |
| Non-cumulative Redeemable Preference shares | - | 9,430,937 | - | 9,430,937 |
| Other comprehensive income for the year | - | - | - | - |
| At 31 March 2024 | 100,000 | 9,430,937 | (9,077,773) | 453,164 |

The notes on pages 11 to 22 form an integral part of these financial statements.
Auditor's report on pages 4 to 6.

SUZLON ENERGY LIMITED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2024

10.

| | Notes | 2024 EUR | 2023 EUR |
|--|-------|-----------------|----------------|
| Cash flow from operating activities | | | |
| Loss for the year before taxation | | (117,367) | (58,681) |
| <i>Adjustments for:</i> | | | |
| Loss on exchange difference | | (1,063) | 173 |
| Impairment of investment in subsidiary | | 95,167 | 32,731 |
| <i>Changes in working capital:</i> | | | |
| (Increase)/ decrease in prepayments | | (513) | 68 |
| Increase in other payables | 7 | 119,187 | 20,599 |
| Net cash from/ (used in) operating activities | | 95,411 | (5,110) |
| Cash flows from investing activities | | | |
| Investment in subsidiary | 5 | (95,167) | - |
| Net cash used in investing activities | | (95,167) | - |
| Net movement in cash and cash equivalents | | 244 | (5,110) |
| Cash and cash equivalents at 01 April 2023 | | 810 | 6,093 |
| Effect of foreign exchange difference | | 1,063 | (173) |
| Cash and cash equivalents at 31 March 2024 | | 2,117 | 810 |

The notes on pages 11 to 22 form an integral part of these financial statements.
Auditor's report on pages 4 to 6.

1. CORPORATE INFORMATION

Suzlon Energy Limited ("the Company") is a private Company with liability limited by shares incorporated in the Republic of Mauritius on 17 March 2006. The Company was initially granted a Category 1 Global Business Licence under the Financial Services Act 2007. Following the enactment of Finance Act 2018, since the Company's GBC1 license was issued before 16 October 2017, it has been grandfathered till 30 June 2021. With effect from 01 July 2021, the Company is deemed to hold a Global Business Licence. The Company has its registered office at c/o Navitas Management Services Ltd., Navitas House, Robinson Lane, Floreal, Republic of Mauritius.

The principal activity of the Company is that of an investment holding in companies engaged in projects involved in the use of non-conventional resources such as wind energy and wave energy.

The financial statements of the Company for the year ended 31 March 2024 were authorised for issue in accordance with a resolution of the directors on the date as stamped on page 2.

2. BASIS OF PREPARATION

The financial statements are prepared under the historical cost convention and are presented in Euro ('EUR'). The preparation of financial statements in conformity with IFRS requires the use of certain critical account estimates. It also requires the Board of Directors to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

The Company is the holder of a Global Business License and has subsidiaries. The Company has elected in accordance with the Fourteenth Schedule of the Companies Act 2001, Section 12, to not to prepare group financial statements in accordance with Section 211 of the Companies Act 2001 "Contents and form of financial statements".

The basis of preparation of these financial statements complies with International Financial Reporting Standards (IFRS) and interpretations adopted by the International Accounting Standards Board (IASB), except for the application of IFRS 10 - Consolidated Financial Statements, IFRS 11 - Joint Arrangements and IFRS 12 - Disclosure of Interests in Other Entities. Instead of presenting consolidated financial statements of the Group, the Company only presents separate financial statements as described in IAS 27 - Separate Financial Statements.

2.1 SUMMARY OF MATERIAL ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below:

Foreign currency translation

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Euro ("EUR"), which is the Company's functional and presentation currency.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at its functional currency rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange ruling at the reporting date. All differences are taken to profit or loss.

2.1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Foreign currency translation (Continued)

Transactions and balances (Continued)

Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

Non-monetary items in a foreign currency that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Financial instruments

Recognition, derecognition and measurement

Regular purchases and sales of investments are recognised on the trade date – the date on which the Company commits to purchase or sell the investment. Financial assets and financial liabilities at fair value through profit or loss are initially recognised at fair value. Transaction costs are expensed as incurred in the statement of comprehensive income. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

Subsequent to initial recognition, all financial assets and financial liabilities at fair value through profit or loss are measured at fair value. Gains and losses arising from changes in the fair value of the 'financial assets or financial liabilities at fair value through profit or loss' category are presented in the statement of comprehensive income within other net changes in fair value of financial assets and liabilities at fair value through profit or loss in the period in which they arise. Financial assets other than those classified as FVTPL, are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit and loss when the assets are derecognised, as well as through amortisation process.

The Company's financial assets at amortised cost include cash at bank.

Financial liabilities

The Company measures its financial liabilities at amortised cost and includes other payables.

Derecognition

A financial asset (or where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- The rights to receive cash flows from the asset have expired; and
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement and either (a) the company has transferred substantially all the risks and rewards of the asset or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement and has neither transferred nor retained substantially all of the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

2.1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

Equity instruments

Equity instruments are recorded at the proceeds received, net of direct issue costs, and are classified as equity.

Investment in subsidiary

A subsidiary is an investment which the Company controls. Control is achieved where the Company has power over more than one half of the voting rights or the power to govern the financial and operating policies of an investee enterprise so as to obtain benefits from its activities.

An investment in subsidiary is shown at cost in the Company's financial statements. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the recoverable amount of the investment is less than its carrying amount, the investment is written down immediately to its recoverable amount and the impairment loss is recognised as an expense in profit or loss.

On disposal of the investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to profit or loss.

Consolidated financial statements

The Company owns 100% of the issued share capital of Suzlon Wind Energy Limited UK, 100% of Suzlon Wind Energy Uruguay SA, 100% of Suzlon Wind Energy (Lanka) Pty Ltd, 80% of Suzlon Wind Energy South Africa, 100% of Suzlon Energy A/S, which are considered to be subsidiary undertakings. Also it holds 12.39% for the issued share capital of Suzlon Energia Eolica do Brasil Ltda. in which is 87.61% is held by Suzlon Energy A/S.

The Company being the parent is required to prepare consolidated financial statements under IFRS 10 "Consolidated Financial Statements". The Company has taken advantage of the exemption provided by the Companies Act 2001 allowing a wholly owned parent company holding a Global Business License not to present consolidated financial statements which contain financial information of the Company. These financial statements are of the individual company only and do not contain consolidated financial information as parent of the group.

Under IFRS 10 "Consolidated Financial Statements", consolidated financial statements of the Company and its subsidiaries as a group should have been presented as the Company's ultimate parent does not produce consolidated financial statements available for public use that comply with International Financial Reporting Standards. The directors are of opinion that preparation of consolidated financial statements that comply with International Financial Reporting Standards will not be useful to its parent as the Company is wholly owned by its ultimate parent Suzlon Energy Limited (India) which produces consolidated financial statements prepared in accordance with Indian Generally Accepted Accounting Principles. The registered office of Suzlon Energy Limited (India) is "Suzlon", 5, Shrimali Society, Near Shri Krishna Complex, Navarangpura, Ahmedabad - 380009. The Company has therefore taken exemption on Companies Act 2001 as per Note 2.

Taxes

Current taxation

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

2.1 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

Taxes (Continued)

Current taxation (Continued)

Current income tax relating to items recognised directly in equity is recognised in equity and not in profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred taxation

Deferred income tax is provided, using the liability method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences unless the deferred tax liability arises from goodwill amortisation or the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax liabilities are recognised for all taxable temporary differences associated with investments in subsidiaries except where the timing of the reversal of the temporary difference can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the tax rates and tax laws that have been enacted or subsequently enacted at the reporting date.

Related parties

Related parties are individuals and companies where the individual or the Company has the ability directly or indirectly to control the other party or exercise significant influence over the other party in making financial and operating decisions.

Expenses

All expenses are recognised in profit or loss on an accruals basis.

3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

In the current year, there are no changes in accounting policies and disclosures. Company has not applied revised standards and interpretations that are effective for the current financial year and that are relevant to its operations. Their application has not had any significant impact on the amounts reported for the current and prior periods but may affect the accounting for future transactions or arrangements.

3.1 ACCOUNTING STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE

A number of new standards, amendments to existing standards and interpretations have been issued and are not yet effective at the date of issuance of the financial statements of the Company. The Company does not intend to adopt these standards and interpretations as the directors do not consider these to have a material impact on the Company.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

Critical accounting judgements in applying the Company's accounting policies

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the amounts recognised in the financial statements. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered those factors described therein and have determined that the functional currency of the Company is the Euro (refer to note 13 for further information).

Going concern

The Company had incurred a loss of Euro 117,367 during the year ended 31 March 2024 (31 March 2023: Loss of Euro 58,681) and has net current liabilities of 232,210 Euro as at 31 March 2024 (31 March 2023: Euro 110,780). The continuation of the Company's operations depends upon future profitable operation and continued financial support from the shareholders. The Company sought and obtained a letter of support from Suzlon Energy Limited, the parent to continue to provide financial support to enable it to continue operations through at least 12 months from the date of the Directors' report. In addition, its sister company AE Rotor Holding B.V. has issued a sub-ordination letter for the amount owed by the Company to them. Based on these factors, the Company's management is satisfied that the Company has the resources to continue in business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern.

Impairment of Investment in subsidiaries

The Company's management evaluates the net worth of the investees on the reporting date. In case there is uncertainty of return of the amount invested into that investee company, a provision is created against the investment upto that extent. Management also makes use of internal and external sources in assessing the net worth of the investees.

The Investment in Suzlon Wind Energy Limited UK, Suzlon Wind Energy Uruguay S.A, Suzlon Energia Eolica do Brasil Ltda, Suzlon Wind Energy South Africa and Suzlon Energy AS were already fully provided as per management decision. The Company has partially provided its investment in Suzlon Wind Energy (Lanka) Pty Ltd.

5. INVESTMENT IN SUBSIDIARIES

| | 2024 | 2023 |
|-------------|-----------------|----------|
| | EUR | EUR |
| At 01 April | 681,311 | 714,042 |
| Additions | 95,167 | - |
| Impairment | (95,167) | (32,731) |
| At 31 March | 681,311 | 681,311 |

Details of investment are as follows:

| Name of the Company | Type of shares | Place of incorporation | % Effective Holding | | 2024 | 2023 |
|---------------------------------------|-----------------------|-------------------------------|----------------------------|------|----------------|---------|
| | | | 2024 | 2023 | EUR | EUR |
| Suzlon Wind Energy Limited | Equity | United Kingdom | 100% | 100% | - | - |
| Suzlon Wind Energy Uruguay, SA | Equity | Uruguay | 100% | 100% | - | - |
| Suzlon Energia Eolica do Brasil Ltda. | Equity | Brazil | 99% | 99% | - | - |
| Suzlon Wind Energy South Africa | Equity | South Africa | 80% | 80% | - | - |
| Suzlon Energy A/S | Equity | Denmark | 100% | 99% | - | - |
| Suzlon Wind Energy (Lanka) Pty. Ltd. | Equity | Sri Lanka | 100% | 100% | 681,311 | 681,311 |
| | | | | | 681,311 | 681,311 |

The Company has fully impaired all its stake in Suzlon Wind Energy Limited, UK, Suzlon Energia Eolica do Brasil Ltda, Suzlon Wind Energy Uruguay, SA and Suzlon Energy A/S. The Company acquire 1% stake of Suzlon Energy A/S for a consideration of EUR 95,167 from Suzlon Energy Limited during the financial year and has been fully impaired during same period.

6. STATED CAPITAL

| | 2024 | 2023 |
|---|------------------|------------|
| | EUR | EUR |
| <i>Issued and fully paid:</i> | | |
| 37,790,592 (2023: 4,401,315,657) ordinary shares at no par value | 100,000 | 11,646,591 |
| 4,699,567 (2023: nil) Non-cumulative Redeemable Preference shares | 9,430,937 | - |
| | 9,530,937 | 11,646,591 |

6. STATED CAPITAL (CONTINUED)

- (a) On 24 August 2023, the Company purchased 4,363,525 of its own shares, at a price of MUR 10 per share, for a total consideration of Euro 9,430,937 as permitted by its constitution and in accordance with the Companies Act 2001.
- (b) On 24 August 2023, the Company issued 4,699,567 Non-Cumulative Redeemable Preference Shares, at a price of MUR 100 per share, for a total consideration of Euro 9,430,937 (MUR 469,956,700) as permitted by its constitution and in accordance with the Companies Act 2001. The Company has obtained court approval under section 261-263 in accordance with Companies Act 2001.

7. TRADE AND OTHER PAYABLES

| | 2024 | 2023 |
|---|----------------|---------|
| | EUR | EUR |
| Accruals | 6,183 | 7,000 |
| Amount due to related companies (note 10) | 226,027 | 106,023 |
| | 232,210 | 113,023 |

Amount due to related companies are unsecured, interest-free and repayable on demand.

8. TAXATION

The Company holds a Global Business Company Licence for the purpose of Financial Services Act 2007 of Mauritius.

Under the current laws, the Company is subject to tax in Mauritius on its taxable profits at a rate of 15%. Foreign tax credit applies on any foreign source income that has been subject to any foreign tax. Mauritius does not have any capital gains tax and furthermore, any trading profits on the sale of securities are generally exempt from tax.

The Company may apply an exemption on its foreign dividend income, interest income and profits from foreign permanent establishments: the exemption is computed at 80% of the relevant foreign sourced income and is subject to certain prescribed conditions. The exemption is not mandatory so that the Company may apply the credit system if it so wishes.

A reconciliation between accounting profit and tax expense for the years 31 March 2024 and 2023 is as follows:

| | 2024 | 2023 |
|-----------------------------|------------------|-----------|
| | EUR | EUR |
| Loss for the year | (117,367) | (58,681) |
| Add: Expenditure disallowed | 95,167 | 32,731 |
| Chargeable income | (22,200) | (25,950) |
| Loss brought forward | (148,396) | (122,446) |
| Loss carried forward | (170,596) | (148,396) |

9. RELATED PARTY DISCLOSURES

During the year, the Company had the following transactions on an arm's length basis with related entities. Details of the nature, volume of transactions and balances with these related entities are as follows:

| <u>Name of company</u> | <u>Relationship</u> | <u>Nature of transactions</u> | Volume of transactions during the year (net) | Balances at 31 March 2024 | Balances at 31 March 2023 |
|------------------------|---------------------|-------------------------------|---|----------------------------------|----------------------------------|
| | | | EUR | EUR | EUR |
| AE Rotor Holding B.V | Fellow Subsidiary | Other payables | 120,004 | 226,027 | 106,023 |

Terms and conditions of transactions with related parties

Outstanding balances at the year-end are unsecured and settlement occurs in cash.

The transactions with related parties have been made under normal commercial terms and in ordinary course of business.

10. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Fair values

The carrying amount of the Company's financial assets and financial liabilities approximate their fair values.

Financial risk factors

The Company's activities expose it to a variety of financial risks such as credit risk, market risk (including cash flow interest rate risk, foreign currency risk and other price risk) and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Credit risk

With respect to credit risk arising from financial assets, which comprises of its cash at bank and loan given to group company, the Company's exposure to credit risk arises from the default of the counterparty, with a maximum exposure equal to the carrying amount of these financial assets.

10. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Credit risk (Continued)

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

2024

| | Carrying amount | Of which: neither impaired or past due | Of which: not impaired and past due in the following periods | | |
|-------------------------|--------------------|--|---|----------------------------|-----------------------|
| | | | Less than 90 days | Between 91 and 180 days | More than 180 days |
| | EUR | EUR | EUR | EUR | EUR |
| Cash at bank | 2,117 | 2,117 | - | - | - |
| At 31 March 2024 | 2,117 | 2,117 | - | - | - |

2023

| | Carrying Amount | Of which: neither impaired or past due | Of which: not impaired and past due in the following periods | | |
|-------------------------|--------------------|--|---|----------------------------|-----------------------|
| | | | Less than 90 days | Between 91 and 180 days | More than 180 days |
| | EUR | EUR | EUR | EUR | EUR |
| Cash at bank | 810 | 810 | - | - | - |
| At 31 March 2023 | 810 | 810 | - | - | - |

The financial assets are neither past due nor impaired at the reporting date. The cash balance is held with reputable institutions.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The types of risk that the Company is exposed in relation to market prices are: cash flow interest rate risk, foreign currency risk and other price risk.

Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments.

The impact of changes in interest rates on the Company's financial assets on account of Cash and cash equivalents is minimal. As such, the effect of a sensitivity analysis on the Company's profit before tax is negligible.

The impact of changes in interest rates on the Company's financial liabilities is nil since there are no interest sensitive financial liabilities.

10. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Interest rate risk (Continued)

The table below analyses the Company's interest rate risk exposure in terms of the remaining period to the next contractual repricing date or to the maturity date, whichever is the earlier. The floating rate column represents the financial assets and liabilities which have floating rates of interest that do not reprice at set dates, but rather reprice whenever the underlying interest rate index changes.

| | Total | Floating | Non-interest sensitive |
|----------------------------|----------------|-----------------|-----------------------------------|
| | EUR | EUR | EUR |
| As at 31 March 2024 | | | |
| Financial assets | 2,117 | 2,117 | - |
| Financial liabilities | 232,210 | - | 232,210 |
| As at 31 March 2023 | | | |
| Financial assets | 810 | 810 | - |
| Financial liabilities | 113,023 | - | 113,023 |

Foreign currency risk

The Company's currency exposures in respect of monetary items as at 31 March 2024 and 31 March 2023 that result in net currency gains and losses in the income statement and equity arise principally from movement in US Dollar and Euro exchange rates.

The Company's financial assets mainly comprise bank balances. The impact in exchange rates on the bank balances is minimal. As such, the effect of a sensitivity analysis on the Company's profit before tax is as below.

There are no financial liabilities denominated in foreign currency, therefore the impact of exchange rates and the effect of sensitivity analysis on company's financial liabilities remains nil.

| | % Change in currency rate | Effect on loss before tax |
|-----------------------|----------------------------------|----------------------------------|
| March 31, 2024 | +5% | 98 |
| | -5% | (98) |
| March 31, 2023 | +5% | 37 |
| | -5% | (37) |

10. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

Currency profile

The currency profile of the Company's financial assets and liabilities is summarised as follows:

| | 2024 | | 2023 | |
|----------------------|-------------------------|------------------------------|-------------------------|------------------------------|
| | Financial assets | Financial liabilities | Financial assets | Financial liabilities |
| | EUR | EUR | EUR | EUR |
| Euro | - | 232,210 | - | 113,023 |
| LKR | - | - | 2 | - |
| United States Dollar | 2,117 | - | 808 | - |
| | 2,117 | 232,210 | 810 | 113,023 |

Other price risk

Other price risk is the risk that the value of the instrument will fluctuate as a result of changes in market prices, whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market.

The Company's investments are unquoted and are held subsidiaries as listed in Note 5 above.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. The Company maintains sufficient cash to address any liquidity risks that may arise.

Residual contractual maturity of financial liabilities are presented below in Euro (EUR).

| | | Within 1 year | Greater than 1 year | Total |
|----------------------|--------------------------|----------------------|----------------------------|----------------|
| | | EUR | EUR | EUR |
| 31 March 2024 | Trade and other payables | 232,210 | - | 232,210 |
| 31 March 2023 | Trade and other payables | 113,023 | - | 113,023 |

11. CAPITAL MANAGEMENT

Capital includes equity attributable to the equity holders of the parent.

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes during the years ended 31 March 2024 and 31 March 2023.

12. FUNCTIONAL AND PRESENTATION CURRENCY

The financial statements of the Company are presented in Euro ("EUR"). The directors of the Company have determined that the functional currency should be the EUR. As the company conducts most of its transactions in foreign currencies, the Company has chosen Euro as its functional and presentation currency. Its "domiciled" currency, the Mauritian Rupee, does not reflect the fundamentals of the business as the major transactions are carried in Euro. After careful evaluation, the Company has opted for the Euro as its functional and presentation currency as the presentation of the financial statements in Euro results in the financial statements providing a more faithful view of the Company's affairs than by presentation in Mauritius currency.

13. HOLDING AND ULTIMATE HOLDING COMPANY

The directors consider Suzlon Energy Limited (India), the registered office of which is "Suzlon", 5, Shrimali Society, Near Shri Krishna Complex, Navarangpura, Ahmedabad - 380009 as the Company's holding and ultimate holding company.

14. EVENTS AFTER REPORTING DATE

There are no events subsequent to the reporting date which would require disclosure in or adjustments to the financial statements as at 31 March 2024.