

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L40100GJ1995PLC025447

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCS0472N

(ii) (a) Name of the company

SUZLON ENERGY LIMITED

(b) Registered office address

SUZLON 5,SHRIMALI SOCIETY NEAR SHRI KRISHNA
COMPLEX NAVRANGPURA
AHMEDABAD
Gujarat
380009

(c) *e-mail ID of the company

mca@suzlon.com

(d) *Telephone number with STD code

07966045000

(e) Website

www.suzlon.com

(iii) Date of Incorporation

10/04/1995

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes

No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes

No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 25/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C10	Electrical equipment, General Purpose and Special purpose Machinery & equipment,	50.06
2	C	Manufacturing	C12	Repair & installation of machinery & equipment, motor vehicles	42.51

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 47

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Aalok Solarfarms Limited	U40300GJ2015PLC082718	Associate	25

2	Abha Solarfarms Limited	U40300GJ2015PLC082583	Associate	25
3	AE-Rotor Holding B.V., The Net		Subsidiary	100
4	Consortium Suzlon Padgreen C		Joint Venture	26
5	Gale Green Urja Limited	U40300GJ2017PLC096251	Subsidiary	70
6	Heramba Renewables Limited	U40100GJ2015PLC083751	Associate	25
7	Manas Renewables Limited	U40100GJ2015PLC083655	Subsidiary	100
8	SE Blades Technology B.V., The		Subsidiary	100
9	SE Drive Technik GmbH, Germ.		Subsidiary	100
10	SE Forge Limited	U27310GJ2006PLC048563	Subsidiary	100
11	Shreyas Solarfarms Limited	U40300GJ2015PLC082722	Associate	25
12	Sirocco Renewables Limited	U40100GJ2015PLC083663	Subsidiary	100
13	Seventus LLC (Formerly Sure P		Subsidiary	79.9
14	Suryoday Renewables Limited	U40108GJ2016PLC092709	Subsidiary	100
15	Suyash Renewables Limited	U40108GJ2017PLC096154	Subsidiary	70
16	Suzlon Energy (Tianjin) Limitec		Associate	25
17	Suzlon Energy A/S, Denmark		Subsidiary	100
18	Suzlon Energy Australia Pty. Lt		Subsidiary	100
19	Suzlon Energy B.V. , The Nethe		Subsidiary	100
20	Suzlon Energy Korea Co., Ltd., I		Subsidiary	100
21	Suzlon Energy Limited, Mauriti		Subsidiary	100
22	Suzlon Generators Limited	U31101PN2004PLC019205	Subsidiary	75
23	Suzlon Global Services Limited	U27109GJ2004PLC044170	Subsidiary	100
24	Suzlon Gujarat Wind Park Limi	U40108GJ2004PLC044409	Subsidiary	100
25	Suzlon Power Infrastructure Li	U45203TZ2004PLC011180	Subsidiary	100
26	Suzlon Project VIII LLC, USA		Subsidiary	100

27	Suzlon Rotor Corporation, USA		Subsidiary	100
28	Suzlon Wind Energy (Lanka) P		Subsidiary	100
29	Suzlon Wind Energy BH, Bosnia		Subsidiary	50
30	Suzlon Wind Energy Corporati		Subsidiary	100
31	Suzlon Wind Energy Equipmer		Subsidiary	100
32	Suzlon Wind Energy Espana, S.		Subsidiary	100
33	Suzlon Wind Energy Limited, U		Subsidiary	100
34	Suzlon Wind Energy Nicaragua		Subsidiary	100
35	Suzlon Wind Energy Portugal E		Subsidiary	100
36	Suzlon Wind Energy Romania S		Subsidiary	100
37	Suzlon Wind Energy South Afri		Subsidiary	80
38	Suzlon Wind Energy Uruguay S		Subsidiary	100
39	Suzlon Wind Enerji Sanayi Ve T		Subsidiary	100
40	SWE Renewables Limited (form	U40300GJ2016PLC092737	Subsidiary	100
41	SWE Wind Project Services Lim	U40100GJ2016PLC092710	Subsidiary	100
42	Tarilo Holding B.V., The Nether		Subsidiary	100
43	Vakratunda Renewables Limite	U40106GJ2015PLC083763	Subsidiary	100
44	Valum Holding B.V., The Nethe		Subsidiary	100
45	Varadvinayak Renewables Lim	U40200GJ2015PLC083747	Subsidiary	100
46	Vayudoot Solarfarms Limited	U40300GJ2015PLC082720	Subsidiary	51.04
47	Vignaharta Renewable Energy	U40100GJ2015PLC083644	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	12,490,000,000	5,338,706,098	5,319,774,121	5,319,774,121
Total amount of equity shares (in Rupees)	24,980,000,000	10,677,412,196	10,639,548,242	10,639,548,242

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs.2/- each				
Number of equity shares	12,490,000,000	5,338,706,098	5,319,774,121	5,319,774,121
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	24,980,000,000	10,677,412,196	10,639,548,242	10,639,548,242

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	5,319,774,121	10,639,548,242	10,639,548,242	

Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify	0	0	0	
NIL				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
NIL				
At the end of the year	5,319,774,121	10,639,548,242	10,639,548,242	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify	0	0	0	
NIL				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify	0	0	0	
NIL				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	20/09/2019		
Date of registration of transfer (Date Month Year)	20/04/2019		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	1,175	Amount per Share/ Debenture/Unit (in Rs.)	2
Ledger Folio of Transferor	SEL9500149		

Transferor's Name	<input type="text" value="BANSAL"/>	<input type="text"/>	<input type="text" value="RAJESHWARI"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="SEL0455872"/>
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Transferee's Name	<input type="text" value="GOEL"/>	<input type="text"/>	<input type="text" value="ASHIMA"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			112,086,861,674
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			13,901,038,272
Deposit			0
Total			125,987,899,946

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

3,002,797,954

(ii) Net worth of the Company

-103,450,810,935

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	598,384,000	11.25	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	454,400,456	8.54	0	
10.	Others	0	0	0	
	Total	1,052,784,456	19.79	0	0

Total number of shareholders (promoters)

20

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,653,209,747	49.87	0	
	(ii) Non-resident Indian (NRI)	109,058,420	2.05	0	
	(iii) Foreign national (other than NRI)	64,000	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	89,932,017	1.69	0	
4.	Banks	178,498,326	3.36	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	193,118,371	3.63	0	
7.	Mutual funds	474,348	0.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	997,490,109	18.75	0	
10.	Others Clearing Members,Trusts,NI	45,144,327	0.85	0	
	Total	4,266,989,665	80.21	0	0

Total number of shareholders (other than promoters)

1,001,864

**Total number of shareholders (Promoters+Public/
Other than promoters)**

1,001,884

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Refer Annexure	Refer Annexure			193,118,371	3.63

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	20	20
Members (other than promoters)	1,017,070	1,001,864
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	1	2	1	0.54	1.88
B. Non-Promoter	0	6	0	4	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	6	0	4	0	0
C. Nominee Directors representing	0	2	0	1	0	0
(i) Banks & FIs	0	2	0	1	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	9	2	6	0.54	1.88

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Tulsi R.Tanti	00002283	Managing Director	3,905,000	
Girish R.Tanti	00002603	Director	100,019,000	
Vinod R.Tanti	00002266	Whole-time director	25,267,000	
Marc Desaedeleer	00508623	Director	0	
Per Hornung Pedersen	07280323	Director	0	
Rakesh Sharma	06695734	Nominee director	0	
Sameer Shah	08702339	Director	0	
Seemantinee Khot	07026548	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
J.P.Chalasanani	ACVPC9985D	CEO	0	07/07/2020
Swapnil Jain	AAWPJ9887C	CFO	0	
Geetanjali S.Vaidya	AJQPG2763F	Company Secretar	5,000	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Biju George Kozhipattu	02405333	Nominee director	28/08/2019	Cessation (Withdrawal of Nomination)
Marc Desaeleer	00508623	Director	20/09/2019	Appointment for a second term of 5 y
Ravi Uppal	00025970	Director	20/09/2019	Appointment for a second term of 5 y
Venkataraman Subrama	00357727	Director	20/09/2019	Appointment for a second term of 5 y
Vinod R.Tanti	00002266	Whole-time directo	01/10/2019	Reappointment for a term of 3 years
Ravi Uppal	00025970	Director	27/09/2019	Cessation
Vijaya Sampath	00641110	Director	27/09/2019	Cessation
Venkataraman Subrama	00357727	Director	04/10/2019	Cessation
Pratima Ram	03518633	Nominee director	31/10/2019	Cessation (Withdrawal of Nomination)
Rakesh Sharma	06695734	Additional director	19/12/2019	Appointment
Sameer Shah	08702339	Additional director	27/02/2020	Appointment
Seemantinee Khot	07026548	Additional director	16/03/2020	Appointment
Swapnil Jain	AAWPJ9887C	CFO	01/06/2019	Appointment
Hemal A.Kanuga	AGIPK3230C	Company Secretar	28/12/2019	Cessation
Geetanjali S.Vaidya	AJQPG2763F	Company Secretar	28/12/2019	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	20/09/2019	1,036,931	489	43.21

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2019	10	9	90
2	14/08/2019	10	9	90
3	14/11/2019	5	5	100
4	12/02/2020	6	6	100
5	27/02/2020	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

14

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2019	3	3	100
2	Audit Committee	13/08/2019	3	2	66.67
3	Audit Committee	14/11/2019	3	3	100
4	Audit Committee	12/02/2020	3	3	100
5	Stakeholders Forum	30/05/2019	3	3	100
6	Stakeholders Forum	13/08/2019	3	3	100
7	Stakeholders Forum	14/11/2019	3	3	100
8	Stakeholders Forum	11/02/2020	3	3	100
9	Nomination and Remuneration Committee	29/05/2019	5	3	60
10	Nomination and Remuneration Committee	14/08/2019	5	5	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	25/09/2020
								(Y/N/NA)
1	Tulsi R.Tanti	5	5	100	7	7	100	Yes
2	Girish R.Tanti	5	4	80	3	2	66.67	Yes
3	Vinod R.Tanti	5	5	100	8	8	100	Yes
4	Marc Desaede	5	5	100	5	5	100	Yes
5	Per Hornung F	5	5	100	10	10	100	Yes
6	Rakesh Sharn	2	2	100	0	0	0	Yes
7	Sameer Shah	0	0	0	0	0	0	Yes
8	Seemantinee I	0	0	0	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tulsi R.Tanti	Managing Director	26,385,600	0	0	1,814,400	28,200,000
2	Vinod R.Tanti	Wholetime Director	13,192,800	0	0	907,200	14,100,000
	Total		39,578,400	0	0	2,721,600	42,300,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	J.P.Chalasani	Chief Executive	36,529,576	0	0	8,929,425	45,459,001
2	Swapnil Jain	Chief Financial Officer	14,490,958	0	0	1,367,380	15,858,338
3	Hemal A.Kanuga	Company Secretary	5,502,574	0	0	323,109	5,825,683
4	Geetanjali S.Vaidya	Company Secretary	610,575	0	0	55,992	666,567
	Total		57,133,683	0	0	10,675,906	67,809,589

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Girish R.Tanti	Non-Executive Dir	0	0	0	440,000	440,000
2	Ravi Uppal	Independent Dir	0	0	0	140,000	140,000
3	Marc Deseadeleer	Independent Dir	0	0	0	600,000	600,000
4	Venkataraman Subi	Independent Dir	0	0	0	300,000	300,000
5	Vijaya Sampath	Independent Dir	0	0	0	260,000	260,000
6	Per Hornung Peder	Independent Dir	0	0	0	700,000	700,000
7	Biju George Kozhip	Nominee Director	0	0	0	200,000	200,000
8	Pratima Ram	Nominee Director	0	0	0	200,000	200,000
9	Rakesh Sharma	Nominee Director	0	0	0	200,000	200,000
10	Sameer Shah	Independent Dir	0	0	0	0	0
11	Seemantinee Khot	Independent Dir	0	0	0	0	0
	Total		0	0	0	3,040,000	3,040,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

The composition of the Board of Directors and Audit Committee was not in compliance with Section 149 of the Companies Act. 2013 and the Listing Regulations for part of the financial year as also the

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Kuldeep Ruchandani

Whether associate or fellow

Associate Fellow

Certificate of practice number

8563

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Digitally signed by
 VINOD RANCHHOD BHAJI TANTI
RANCHHOD BHAJI TANTI
 Date: 2020.11.11 16:44:39 +0530

DIN of the director

00002266

To be digitally signed by

Digitally signed by
 GEETANJAL I SANTOSH VAIDYA
GEETANJAL I SANTOSH VAIDYA
 Date: 2020.11.11 16:44:39 +0530

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of FII.pdf
Form MGT-8.pdf
Clarification.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

SUZLON ENERGY LIMITED
(CIN: L40100GJ1995PLC025447)

VARIOUS CLARIFICATIONS TO FORM MGT-7 DATED 31ST MARCH 2020

Clarification 1:

Point II. Principal business activities of the company:

Principal business activities of the Company as provided in the Annual Report of 2019-20 are as under:

Sr. No.	Name and Description of main products / services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Sale of Wind Turbines Generators and related components	27101	50.06
2.	Operation & Maintenance of Wind Turbines Generators	9983	42.51

Clarification 2:

Point IX. Meetings of Members / Class of members / Board / Committees of the Board of Directors:

A. Members / Class / Requisitioned / NCLT / Court convened meetings:

No. of meetings held: 1 (one Annual General Meeting)

Annual General Meeting:

24th Annual General Meeting of the Company was held on 20th September 2019, where 137 members were present in person / through proxy and the Company received 15 valid proxies and who may have cast their vote by ballot at the Annual General Meeting. Additionally, in terms of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 and the Rules made thereunder, the Company had provided facility for voting by electronic means ("E-voting"). It may be please noted that the E-voting rights of the shareholders were reckoned on the equity shares held by them as on 13th September 2019, being the cut off date for the purpose, whose details are as under:

No. of members entitled to attend the meeting as on cut off date: 10,36,931.

No. of shares as on cut off date: 531,97,74,121.

And since members who have done E-voting may also be deemed to have participated in the Annual General Meeting, while providing the details under Point IX, we have thus included members who were present in person or by proxy as well as those who exercised E-voting and whose details are arrived as under:

Particulars	No. of cases	No. of shares	%
No. of members present in person (122) and Proxy (15) i.e. (A)	137	132870750	2.50
E-voting cases i.e. (B)	366	2296129604	43.16
(Less): Members / Proxy attended AGM who have already e-voted i.e. (C)	14	130563435	2.45

Particulars	No. of cases	No. of shares	%
E-voting cases excluding the Members / Proxy attended AGM i.e. {(D)=(B)-(C)}	352	2165566169	40.71
Therefore, No. of members who attended the meeting (either physically or through E-voting) i.e. (A)+(D)	489	2298436919	43.21

Extra Ordinary General Meeting

During the financial year under review, in terms of notice dated 27th February 2020, the Company had convened an extra ordinary general meeting (“EGM”) of the shareholders of the Company which was scheduled to be held on 24th March 2020. However, the EGM could not be held on the scheduled date in light of nationwide lock down imposed in view of the pandemic situation of COVID-19 and was postponed twice and eventually cancelled on 15th April 2020. Post 31st March 2020, the Company initiated postal ballot process for obtaining approval of the shareholders for all the items as were proposed to be considered at the said EGM.

Clarification 3:

Point IX. Meetings of Members / Class of members / Board / Committees of the Board of Directors:

C. Committee meetings

During the Financial Year 2019-20, 14 meetings were held. As there are limitations in entering all the details of 14 committee meetings in the Form MGT-7 and as stated in the help file, the relevant details of 14 meetings have been provided hereunder:

Committee Meetings held: 14

Sr. No.	Type of meeting	Date of meeting	Total number of Members as on the date of the meeting	Attendance	
				Number of members attended	As % age of total members
1.	Audit Committee	30/05/2019	3	3	100
2.	Audit Committee	13/08/2019	3	2	100
3.	Audit Committee	14/11/2019	3	3	100
4.	Audit Committee	12/02/2020	3	3	100
5.	Stakeholders Relationship Committee	30/05/2019	3	3	100
6.	Stakeholders Relationship Committee	13/08/2019	3	3	100
7.	Stakeholders Relationship Committee	14/11/2019	3	3	100
8.	Stakeholders Relationship Committee	11/02/2020	3	3	100
9.	Nomination and Remuneration Committee	29/05/2019	5	3	60
10.	Nomination and Remuneration Committee	14/08/2019	5	5	100
11.	Corporate Social Responsibility Committee	11/02/2020	3	3	100
12.	Securities Issue Committee	13/03/2020	2	2	100
13.	Risk Management Committee	30/05/2019	4	4	100

S. No.	Type of meeting	Date of meeting	Total number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of Attendance
14.	Separate Meeting of Independent Directors	29/05/2019	5	4	80

Clarification 4:

Point XII. Penalty and Punishment – Details thereof

During the financial year 2019-20, there are no penalties / punishment imposed on the Company, its directors and officers under the Companies Act, 2013 however, the National Stock Exchange of India Limited and BSE Limited both have levied a penalty of Rs.5,000/- per day for a period from 27th December 2019 till 15th March 2020 for non-appointment of requisite number of Independent Directors including one Woman Director in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Except for the said penalty, there were no other penalties, punishment or compounding of offences during the financial year ended 31st March 2020.

Form No. MGT-8

*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies
(Management and Administration) Rules, 2014]*

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **SUZLON ENERGY LIMITED, CIN - L40100GJ1995PLC025447** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for financial year ended on 31st March, 2020. In our opinion and to the best of our information and according to the examination carried out by us and explanations furnished to us by the company, its officers and agents, on which we relied, we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately and it is duly certified by the Whole time Director and Company Secretary of the Company in accordance with the provisions of Section 92(1) of the Companies Act, 2013 and the rules made thereunder.
- B. During the aforesaid financial year, the company has generally complied with provisions of the Act & Rules made thereunder in respect of:
 1. Its status under the Act-The Company is a Listed Public Limited Company, Limited by shares, Non- Government Company having its shares listed on National Stock Exchange of India Limited and BSE Limited.
 2. The Company kept and maintained the registers as per the provisions of the Act and the rules made there under and all entries therein have been found to be recorded for the transactions happened during the year under report.
 3. The Company has filed the forms and returns within the time prescribed under the Act and rules made there under;
 4. The Company has called/ convened/ held meetings of Board of Directors and its committees and the meetings of the members of the company on due dates in respect of which meetings, proper notices including shorter notices/fresh notice, wherever required were found to have been given and the proceedings have been properly



recorded in the Minutes Book/ registers maintained for the purpose and the same have been signed;

5. During the period under review, for the purpose of Annual General Meeting the Company had closed the register of members from 14.09.2019 to 20.09.2019 in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder.
6. The Company has not granted any Loans, or provided any Guarantees or made Investments to/in its Director and/or person or firms or companies which were not in compliance with the provisions of Section 185 of the Companies Act, 2013 and applicable rules.
7. The contracts /arrangement as specified in Section 188 of the Companies Act, 2013 with related parties were in compliance with the provisions of the Act.
8. During the period under review, the company has not issued any shares, debentures or other securities, however there were transfer of shares and according to the certificate issued under Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the company had delivered all the Share certificates relating to such requests.

Further, other than the aforesaid event the Company has not issued/ allotted/ transmitted/ bought back securities / altered or reduced share capital/ converted any share/ securities during the year under review.
9. During the period under review the Company was not required to hold in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.
10. The Company has not declared dividend during the financial year ended 31st March, 2020; and there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2020.
11. The Company has generally complied with the provisions relating to signing and filing of audited financial statements and the Directors report for the financial year ended 31st March 2020.



12. *The Company was in compliance with the Constitution/ appointment/ re-appointment/ retirement/ disclosure of Directors, Key Managerial Personnel and the remuneration paid to them, However, During the period under review, the Company has not filled in the casual vacancy caused in the office of Woman Director and Chief Financial Officer in compliance with the provision of Section 149 and 203 of the Companies Act, 2013 read with Rule 3 of The Companies (Appointment and Qualifications of Directors) Rules, 2014 and The Companies (Appointment and Remuneration) Rules 2014 respectively for part of the year under review. However, as at the end of the financial year, the board has been duly constituted as per the provisions of the Companies Act, 2013;*
13. During the period under report, There were no instances of Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. During the period under report, the Company was not required to take any approvals from Tribunal, Regional Director, or such other authorities, in compliance with the various provisions of the Act.
15. The Company has not accepted any deposits falling under the provisions of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and hence terms relating to acceptance/ renewal/ repayment of deposits are not applicable to the Company.
16. The Company has complied with provisions relating to borrowings from public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect, wherever applicable;
17. During the period under review, the Company has not given Loans, provided Guarantees and made Investments which was not in compliance with the provisions of Section 186 of the Companies Act, 2013 read with Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014.



18. During the period under review the Company has not altered the provisions of the Memorandum of Association and Articles of Association of the Company;

For KPRC & Associates
Company Secretaries



CS Kuldeep Ruchandani
Partner
C.P. No. 8563
FCS 7971

Date: - 27/10/2020

Place: - Pune

UDIN: F007971B001071726



SUZLON ENERGY LIMITED

List of Shareholders as on 31/03/2020 (FII,FPC)

SLNO	NAME/JOINT NAME(S)/ADDRESS	ADDRESS	REGN. NO WITH SEBI	HOLDING	% TO EQT
1	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP101917	41397557	0.78
2	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP068617	39370669	0.74
3	HYPNOS FUND LIMITED	SBI SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA ANNEXE BUILDING, A WING GR FLOOR, S V ROAD SANTACRUZ WEST, MUMBAI 400054	INMUFP017014	21536643	0.40
4	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFA I D G)	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-US-FP-0314-16	16747998	0.31
5	CREDIT SUISSE (SINGAPORE) LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-SG-FP-0126-14	14463831	0.27
6	MV SCIF MAURITIUS	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INMUFP003417	11420219	0.21
7	THE EMERGING MARKETS SMALL CAP SERIES OF THE DFA INVESTMENT TRUST COMPANY	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-US-FP-0339-16	10013342	0.19
8	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEXFUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP067617	7579836	0.14
9	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP111015	6491862	0.12
10	SPDR S AND P EMERGING MARKETS ETF	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP131416	4161817	0.08
11	SPDR S AND P EMERGING MARKETS SMALL CAP ETF	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP131616	2589520	0.05
12	EATON VANCE TRUST COMPANY COLLECTIVE INVESTMENT TRUST FOR EMPLOYEE BENEFIT PLANS-EATON VANCE TRUST COMPANY/PARAMETRIC EMERGING MARKETS EQUITY FUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	IN-US-FD-2186-09	2407898	0.05
13	LAERERNES PENSION FORSIKRINGSAKTIESELSKAB	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INDNFP082018	2200000	0.04
14	CITY OF NEW YORK GROUP TRUST	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP213516	1677482	0.03
15	POLUS GLOBAL FUND	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI 400013	INMUFP016615	1650000	0.03

16	SPDR S AND P EMERGING ASIA PACIFIC ETF	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP131516	1415451	0.03
17	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL INTERNATIONAL STOCK MARKET INDEX TRUST	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP022719	1119465	0.02
18	JYSKE INVEST INDISKE AKTIER KL	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDNFP058015	1068949	0.02
19	CITRINE FUND LIMITED	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INMUFP101215	1050000	0.02
20	VANGUARD TOTAL WORLD STOCK INDEX FUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP067417	946139	0.02
21	T.A. WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-US-FP-0316-16	648648	0.01
22	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-US-FP-0240-18	553919	0.01
23	SOCIETE GENERALE	SBI SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA ANNEXE BUILDING, A WING GR FLOOR, S V ROAD SANTACRUZ WEST, MUMBAI 400054	INFRFP020917	542692	0.01
24	MORGAN STANLEY ASIA (SINGAPORE) PTE.	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-SG-FP-0966-19	408756	0.01
25	LEGAL AND GENERAL ASSURANCE (PENSION MANAGEMENT) LIMITED	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-UK-FP-1156-17	296442	0.01
26	DFA INTERNATIONAL CORE EQUITY FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 M.G. ROAD FORT, MUMBAI 400001	INCAFP268915	246520	0.00
27	JYSKE INVEST INDIAN EQUITIES CL	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDNFP057315	157426	0.00
28	VANGUARD ESG INTERNATIONAL STOCK ETF	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP014619	157392	0.00
29	ELARA INDIA OPPORTUNITIES FUND LIMITED	C/O. ICICI BANK LTD., SMS 1ST FLOOR, EMPIRE COMPLEX 414, SENAPATI BAPAT MARG LOWER PAREL, MUMBAI 400013	INMUFP242916	150000	0.00
30	FORBES EMF	C/O KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS,INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI 400097	INMUFP043216	125000	0.00
31	UTAH STATE RETIREMENT SYSTEMS	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-US-FP-2719-16	113883	0.00

32	PREMIER INVESTMENT FUND LIMITED	C/O KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS, INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI 400097	INMUFP067016	111000	0.00
33	ELM PARK FUND LIMITED	ICICI BANK LIMITED SMS DEPT., 1 ST FLOOR EMPIRE COMPLEX, 414, S. B. MARG LOWER PAREL (W), MUMBAI. 400013	INMUFP228515	100000	0.00
34	BNP PARIBAS ARBITRAGE	BNP PARIBAS, CUSTODY OPERATIONS BNP PARIBAS HOUSE, 6TH FLOOR 1 NORTH AVENUE,MAKER MAXITY BKC,BANDRA EAST,MUMBAI 400051	INFRFP085515	95049	0.00
35	AEON SUSTAINABLE GROWTH FUND	3RD FLOOR 355 NEXTERACOM TOWER 1 CYBERCITY, EBENE MAURITIUS 111111	INMUFP255415	76000	0.00
36	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE G AL ALL CAP INDEX FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INUKFP043018	21823	0.00
37	TOR ASIA CREDIT MASTER FUND LP	KOTAK MAHINDRA BANK LIMITED KOTAK INFINITI, BLDG.NO.21, 6TH FLR ZONE IV,CUSTODY SERVS,INFINITY PARK GEN. AK VAIDYA MARG, MALAD E, MUMBAI 400097	INCYFP014817	5000	0.00
38	MERRILL LYNCH MARKETS SINGAPORE PTE. LTD	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-SG-FP-1104-15	141	0.00
39	DB INTERNATIONAL (ASIA) LTD	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INSGFP079017	2	0.00
TOTAL:				193118371	3.63