

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 (other than OPCs and Small Companies)

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 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

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

(a) If yes, date of AGM

24/09/2021

(b) Due date of AGM

30/09/2021

(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,	85.91
2	C	Manufacturing	C12	Repair & installation of machinery & equipment, motor vehicles	11.31

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	AE-Rotor Holding B.V.		Subsidiary	100

2	Gale Green Urja Limited	U40300GJ2017PLC096251	Subsidiary	70
3	Manas Renewables Limited	U40100GJ2015PLC083655	Subsidiary	100
4	SE Blades Technology B.V.		Subsidiary	100
5	SE Drive Technik GmbH		Subsidiary	100
6	SE Forge Limited	U27310GJ2006PLC048563	Subsidiary	100
7	Sirocco Renewables Limited	U40100GJ2015PLC083663	Subsidiary	100
8	Seventus LLC (Formerly Sure P		Subsidiary	79.9
9	Suryoday Renewables Limited	U40108GJ2016PLC092709	Subsidiary	100
10	Suyash Renewables Limited	U40108GJ2017PLC096154	Subsidiary	70
11	Suzlon Energy A/S		Subsidiary	100
12	Suzlon Energy Australia Pty. Lt		Subsidiary	100
13	Suzlon Energy B.V.		Subsidiary	100
14	Suzlon Energy Korea Co., Ltd.		Subsidiary	100
15	Suzlon Energy Limited, Mauriti		Subsidiary	100
16	Suzlon Generators Limited	U31101PN2004PLC019205	Subsidiary	75
17	Suzlon Global Services Limited	U27109GJ2004PLC044170	Subsidiary	100
18	Suzlon Gujarat Wind Park Limi	U40108GJ2004PLC044409	Subsidiary	100
19	Suzlon Power Infrastructure Li	U45203TZ2004PLC011180	Subsidiary	100
20	Suzlon Project VIII LLC		Subsidiary	100
21	Suzlon Rotor Corporation		Subsidiary	100
22	Suzlon Wind Energy (Lanka) P		Subsidiary	100
23	Suzlon Wind Energy BH		Subsidiary	50
24	Suzlon Wind Energy Corporati		Subsidiary	100
25	Suzlon Wind Energy Equipmer		Subsidiary	100
26	Suzlon Wind Energy Espana, S.		Subsidiary	100

27	Suzlon Wind Energy Limited		Subsidiary	100
28	Suzlon Wind Energy Nicaragua		Subsidiary	100
29	Suzlon Wind Energy Portugal E		Subsidiary	100
30	Suzlon Wind Energy Romania S		Subsidiary	100
31	Suzlon Wind Energy South Afri		Subsidiary	80
32	Suzlon Wind Energy Uruguay S		Subsidiary	100
33	Suzlon Wind Enerji Sanayi Ve T		Subsidiary	100
34	SWE Renewables Limited (Forr	U40300GJ2016PLC092737	Subsidiary	100
35	SWE Wind Project Services Lim	U40100GJ2016PLC092710	Subsidiary	100
36	Tarilo Holding B.V.		Subsidiary	100
37	Vakratunda Renewables Limite	U40106GJ2015PLC083763	Subsidiary	100
38	Valum Holding B.V.		Subsidiary	100
39	Varadvinayak Renewables Lim	U40200GJ2015PLC083747	Subsidiary	100
40	Vayudoot Solarfarms Limited	U40300GJ2015PLC082720	Subsidiary	51
41	Vignaharta Renewable Energy	U40100GJ2015PLC083644	Subsidiary	100
42	Suzlon Energy (Tianjin) Limite		Associate	25
43	Consortium Suzlon Padgreen C		Joint Venture	26
44	Aalok Solarfarms Limited	U40300GJ2015PLC082718	Associate	25
45	Abha Solarfarms Limited	U40300GJ2015PLC082583	Associate	25
46	Heramba Renewables Limited	U40100GJ2015PLC083751	Associate	25
47	Shreyas Solarfarms Limited	U40300GJ2015PLC082722	Associate	25

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	46,000,000,000	8,526,944,750	8,508,012,773	8,508,012,773
Total amount of equity shares (in Rupees)	92,000,000,000	17,053,889,500	17,016,025,546	17,016,025,546

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	46,000,000,000	8,526,944,750	8,508,012,773	8,508,012,773
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	92,000,000,000	17,053,889,500	17,016,025,546	17,016,025,546

(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	Physical	DEMAT	Total			
At the beginning of the year	108,155	5,319,665,953	19774121	10,639,548	10,639,548	

Increase during the year	0	3,188,238,631	8238652	6,376,477,363	6,376,477,363	3,242,984,071
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	2,393,756,323	93756372	4,787,512,744	4,787,512,744	628,460,775
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		794,482,280	794482280	1,588,964,510	1,588,964,510	2,614,523,210
Conversion of bonds into Equity Shares						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	108,155	8,507,904,685	08012773	17,016,025,170	17,016,025,170	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

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

ISIN of the equity shares of the company

INE040H01021

(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			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

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

(iv) * 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	414,998	41499800000	41,495,700,000

Particulars	Number of units	Nominal value per unit	Total value
Total			41,495,700,000

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	41,499,800,000	4,100,000	41,495,700,000

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Warrants	498,588,439	Rs.2/-	997,176,878	Rs.2/-	997,176,878
Total	498,588,439		997,176,878		997,176,878

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

(i) Turnover

11,691,404,447

(ii) Net worth of the Company

-95,736,270,747

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	598,384,000	7.03	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)	862,477,456	10.14	0	
10.	Others	0	0	0	
	Total	1,460,861,456	17.17	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	3,537,894,364	41.58	0	
	(ii) Non-resident Indian (NRI)	117,377,930	1.38	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	121,595,284	1.43	0	
4.	Banks	1,011,521,078	11.89	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	359,316,268	4.22	0	
7.	Mutual funds	1,856,924	0.02	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,598,271,053	18.79	0	
10.	Others Clearing Members, Trusts, NI	299,254,416	3.52	0	
	Total	7,047,151,317	82.83	0	0

Total number of shareholders (other than promoters)

1,117,907

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

1,117,927

(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			359,316,268	4.22

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)	1,001,864	1,117,907
Debenture holders	0	31

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	0.35	1.18
B. Non-Promoter	0	4	0	6	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	4	0	5	0	0
C. Nominee Directors representing	0	1	0	1	0	0
(i) Banks & FIs	0	1	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	6	2	8	0.35	1.18

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

13

(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 Desaeleer	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	
Gautam Doshi	00004612	Director	42,750	
Hiten Timbadia	00210210	Director	218,000	
Ashwani Kumar	ACBPK7193D	CEO	0	
Swapnil Jain	AAWPJ9887C	CFO	1,053,500	01/06/2021
Geetanjali S.Vaidya	AJQPG2763F	Company Secretary	5,000	

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

10

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)
Gautam Doshi	00004612	Additional director	04/05/2020	Appointment
Hiten Timbadia	00210210	Additional director	29/08/2020	Appointment
Rakesh Sharma	06695734	Nominee director	25/09/2020	Change in designation
Sameer Shah	08702339	Director	25/09/2020	Change in designation
Seemantinee Khot	07026548	Director	25/09/2020	Change in designation
Gautam Doshi	00004612	Director	25/09/2020	Change in designation
Hiten Timbadia	00210210	Director	25/09/2020	Change in designation
Per Hornung Pedersen	07280323	Director	28/09/2020	Appointment for a second term of 5 y
J.P.Chalasani	ACVPC9985D	CEO	07/07/2020	Cessation
Ashwani Kumar	ACBPK7193D	CEO	19/10/2020	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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extra Ordinary General Mee	18/05/2020	1,028,639	1,130	45.21
Annual General Meeting	25/09/2020	1,064,317	755	42.69

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	18/04/2020	8	8	100
2	06/07/2020	9	9	100

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
3	24/08/2020	9	9	100
4	16/10/2020	10	10	100
5	10/11/2020	10	10	100
6	04/02/2021	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

16

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	06/07/2020	3	3	100
2	Audit Committee	24/08/2020	3	3	100
3	Audit Committee	10/11/2020	3	3	100
4	Audit Committee	04/02/2021	3	3	100
5	Stakeholders Forum	09/11/2020	3	2	66.67
6	Nomination and Remuneration Committee	24/08/2020	3	3	100
7	Corporate Social Responsibility Committee	03/02/2021	3	3	100
8	Securities Issuance Committee	06/04/2020	2	2	100
9	Securities Issuance Committee	19/05/2020	2	2	100
10	Securities Issuance Committee	27/06/2020	2	2	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	24/09/2021
								(Y/N/NA)
1	Tulsi R.Tanti	6	6	100	10	10	100	Yes
2	Girish R.Tanti	6	6	100	2	2	100	Yes

3	Vinod R.Tanti	6	6	100	13	13	100	Yes
4	Marc Desaede	6	6	100	6	6	100	No
5	Per Hornung F	6	6	100	8	7	87.5	Yes
6	Rakesh Sharn	6	6	100	0	0	0	No
7	Sameer Shah	6	6	100	1	1	100	Yes
8	Seemantinee l	6	6	100	1	1	100	Yes
9	Gautam Doshi	5	5	100	0	0	0	Yes
10	Hiten Timbadi	3	3	100	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 Direct	19,639,605	0	0	1,760,400	21,400,005
2	Vinod R.Tanti	Wholetime Direc	14,435,040	0	0	1,164,960	15,600,000
	Total		34,074,645	0	0	2,925,360	37,000,005

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	78,599,651	0	0	1,426,631	80,026,282
2	Ashwani Kumar	Chief Executive	12,448,036	0	0	1,093,440	13,541,476
3	Swapnil Jain	Chief Financial C	26,187,141	0	0	1,586,199	27,773,340
4	Geetanjali S.Vaidya	Company Secre	4,194,914	0	0	238,032	4,432,946
	Total		121,429,742	0	0	4,344,302	125,774,044

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Girish R.Tanti	Non-Executive D	0	0	0	640,000	640,000
2	Marc Deseadeleer	Independent Dir	0	0	0	720,000	720,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	Per Hornung Peder	Independent Dir	0	0	0	740,000	740,000
4	Rakesh Sharma	Nominee Directo	0	0	0	600,000	600,000
5	Sameer Shah	Independent Dir	0	0	0	620,000	620,000
6	Seemantinee Khot	Independent Dir	0	0	0	620,000	620,000
7	Gautam Doshi	Independent Dir	0	0	0	500,000	500,000
8	Hiten Timbadia	Non-Executive D	0	0	0	300,000	300,000
	Total		0	0	0	4,740,000	4,740,000

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

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

Chirag Shah

Whether associate or fellow



Associate



Fellow

Certificate of practice number

3498

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. ..

3

dated

29/06/2021

(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:

1. 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.
2. 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

VINOD
RANCHHOD
BHAI TANTI
Digitally signed by
VINOD
RANCHHOD
BHAI TANTI
Date: 2021.11.24
12:35:18 +05'30'

DIN of the director

00002266

To be digitally signed by

GEETANJAL
I SANTOSH
VAIDYA
Digitally signed by
GEETANJAL
I SANTOSH
VAIDYA
Date: 2021.11.24
12:35:18 +05'30'

☒ Company Secretary

☐ Company secretary in practice

Membership number

18026

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 Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

List of FII FPI.pdf
FormMGT8_2021.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 LTD
List of Shareholders as on 31/03/2021 (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	124578025	1.46
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	94403082	1.11
3	BELGRAVE INVESTMENT FUND	SUITE 208, 2ND FLOOR, NG TOWER EBENE CYBERCITY MAURITIUS 72201	INMUFP006919	55102000	0.65
4	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP012120	24626210	0.29
5	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	22711147	0.27
6	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP111015	12275472	0.14
7	SPDR S AND P EMERGING MARKETS ETF	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP131416	5179600	0.06
8	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP022719	3276635	0.04
9	VANGUARD TOTAL WORLD STOCK INDEX FUND	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP067417	2501641	0.03
10	LAERERNES PENSION FORSIKRINGSAKTIESELSKAB	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INDNFP082018	2200000	0.03
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	1842154	0.02
12	POLUS GLOBAL FUND	ICICI BANK LTD SMS DEPT 1ST FLOOR EMPIRE COMPLEX 414 S B MARG LOWER PAREL MUMBAI 400013	INMUFP016615	1650000	0.02
13	SPDR S AND P EMERGING ASIA PACIFIC ETF	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INUSFP131516	1470045	0.02
14	CITRINE FUND LIMITED	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INMUFP101215	1050000	0.01
15	SOCIETE GENERALE - ODI	SBI-SG GLOBAL SECURITIES SERVICES PL JEEVAN SEVA EXTENSION BUILDING GROUND FLOOR S V ROAD SANTACRUZ WEST MUMBAI 400054	INFRFP100119	1018729	0.01
16	BOFA SECURITIES EUROPE SA - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-FR-FP-0973-19	904084	0.01
17	JYSKE INVEST INDISKE AKTIER KL	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDNFP058015	849112	0.01
18	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	715000	0.01

19	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
20	VANGUARD ESG INTERNATIONAL STOCK ETF	JPMORGAN CHASE BANK N.A. INDIA SUB CUSTODY 6th FLOOR, PARADIGM B MINDSPACE, MALAD W, MUMBAI 400064	INUSFP014619	498526	0.01
21	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	0.00
22	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	0.00
23	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKET S EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INUSFP083219	249334	0.00
24	SPARROW ASIA DIVERSIFIED OPPORTUNITIES FUND	STANDARD CHARTERED BANK Securities Services, 3rd Floor 23-25, MAHATMA GANDHI ROAD FORT, MUMBAI 400001	INMUFP178317	200000	0.00
25	FORBES EMF	BNP PARIBAS HOUSE 1 NORTH AVENUE, MAKER MAXITY BANDRA KURLA COMPLEX, BANDRA EAST MUMBAI 400051	INMUFP043216	125000	0.00
26	ELARA INDIA OPPORTUNITIES FUND LIMITED	C/O. ICICI BANK LTD., SMS 1ST FLOOR, EMPIRE COMPLEX 414, SENAPATI BAPAT MARG LOWER PAREL, MUMBAI 400013	INMUFP242916	110000	0.00
27	JYSKE INVEST INDIAN EQUITIES CL	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI 400001	INDNFP057315	95498	0.00
28	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
29	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMERGING MARKETS ALL CAP EQUITY INDEX FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI 400063	INIRFP049720	85156	0.00
30	CREDIT SUISSE (SINGAPORE) LIMITED - ODI	CITIBANK N.A. CUSTODY SERVICES FIFC- 11TH FLR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI 400098	IN-SG-FP-0039-20	78013	0.00
31	AEON SUSTAINABLE GROWTH FUND	3RD FLOOR 355 NEXTERACOM TOWER 1 CYBERCITY, EBENE MAURITIUS 111111	INMUFP255415	76000	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	75000	0.00
33	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX FUND	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI 400001	INUKFP043018	21823	0.00
34	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
35	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	1043	0.00
TOTAL:				359316268	4.22



CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,
Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118_min@yahoo.com

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

I have examined the registers, records and books and papers of **SUZLON ENERGY LIMITED (CIN: L40100GJ1995PLC025447)** ("the Company") having its Registered Office at "**Suzlon**" 5, **Shrimali Society Near Shri Krishna Complex Navrangpura Ahmedabad - 380009** as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2021**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act;
2. Maintenance of registers/records & making entries therein within the time prescribed therefor;
3. filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;



5. Closure of Register of Members / Security holders.
6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; - Not Applicable as the Company has not given any loans or advances to its Directors and /or persons or firms or companies referred in Section 185 of the Act.
7. Contracts / Arrangements with related parties as specified in Section 188 of the Act;
8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital /conversion of shares/ securities and issue of security certificates in all instances.
9. Keeping 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; - Not applicable.
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; - Not applicable.
11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Re-appointment and/or Ratification of appointment of auditors as per the provisions of section 139 of the Act;
14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities, if applicable under the various provisions of the Act;
15. Acceptance/ renewal/ repayment of deposits - Not applicable as the Company has not accepted any deposits from public or shareholders.



16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;
18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company.

Place: Ahmedabad

Date: 22th November, 2021

UDIN: F005545C001506495

Signature:



Name of Company Secretary in Practice:

Chirag Shah

C. P. No: 3498



SUZLON ENERGY LIMITED
(CIN: L40100GJ1995PLC025447)

VARIOUS CLARIFICATIONS TO FORM MGT-7 DATED 31ST MARCH 2021

Clarification 1:

Point IV. Share Capital, Debentures and Other Securities of the Company.

(d) Break-up of paid-up Share Capital:

During the financial year 2020-21, certain shares were converted from demat mode to physical mode and as a result there is increase in physical holding as compared to last year due to dematerialisation of shares. However, there is no category in the form to show such conversion from demat to physical or vice versa and hence, the physical shares mentioned at the beginning of the year are same as at the end of the year. However the actual break-up of paid-up Share Capital as at the beginning of year and as at the end of the year is as under:

Particulars	At the beginning of the year i.e. 1 st April 2020.	At the end of the year i.e. 31 st March 2021.
Physical	107,904	108,155
Demat	531,96,66,217	850,79,04,618
Total Shares	531,97,74,121	850,80,12,773
Paid Up Capital	1,063,95,48,242	1701,60,25,546

Clarification 2:

Point IV. Share Capital, Debentures and Other Securities of the Company.

(iv) Debentures (Outstanding as at the end of financial year)

During the financial year 2020-21, the Company had allotted 4,998 fully paid up Compulsorily Convertible Debentures (CCDs) having a face value of Rs.1,00,000/- each aggregating to Rs.49,98,00,000/- and 4,10,000 fully paid up 0.01% Optionally Convertible Debentures (OCDs) of Rs.1,00,000/- each aggregating to Rs.41,00,00,00,000/-.

Further, in respect of the OCDs, Rs.10/- out of face value of Rs.1,00,000/- was redeemed during the financial year 2020-21 as per the terms of the OCDs and accordingly the outstanding value of OCDs as at the end of the financial year stands reduced by Rs.41,00,000/-. The details of debentures outstanding as at the end of financial year is as given below:

Description	Compulsorily Convertible Debentures (CCDs)	Optionally Convertible Debentures (OCDs)
No. of debentures allotted during the financial year	4,998	4,10,000
Face Value	Rs.1,00,000/- each	Rs.1,00,000/- each
Total Value	Rs.49,98,00,000/-	Rs.41,00,00,00,000/-
Less: Amount redeemed during the year	-	Rs.41,00,000
Outstanding amount of debentures as at the end of financial year	Rs.49,98,00,000/-	Rs.40,99,59,00,000/-
Total Outstanding	Rs.41,49,57,00,000/-	

Clarification 3:

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: 2 (One Postal Ballot and one Annual General Meeting)

Extra Ordinary General Meeting:

The Company had conducted postal ballot process vide Postal Ballot Notice dated 18th April 2020 in terms of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and General Circular No.14/2020 dated 8th April 2020 and General Circular No.17/2020 dated 13th April 2020 issued by Ministry of Corporate Affairs. The E-voting rights of the shareholders were reckoned on the equity shares held by them as on 10th April 2020, being the cut-off date, the details of which are as under:

No. of members entitled to attend meeting as on cut-off date: 10,28,639

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

Since there was no physical meeting held and no physical postal ballot forms were sent in this postal ballot process, the members who have casted their vote through e-voting are deemed to have participated in the postal ballot process. Accordingly, while providing details under Point IX, we have thus included members who have casted their votes through e-voting as per details given below:

Particulars	No. of members attended	Corresponding no. of shares	% of total shareholding
Total votes polled through e-voting	1,130	240,52,08,007	45.21

Annual General Meeting:

25th Annual General Meeting of the Company was held on 25th September 2020, through Video Conferencing in terms of General Circular No.14/2020 dated 8th April 2020, General Circular No.17/2020 dated 13th April 2020 and Circular No.20/2020 dated 5th May 2020 issued by the Ministry of Corporate Affairs and Circular No.SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India. It may be noted that the E-voting rights of the shareholders were reckoned on the equity shares held by them as on 18th September 2020, 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: 10,64,317.

No. of shares as on cut-off date: 822,55,23,053.

Since there was no physical meeting held, members who have casted their vote either through remote e-voting or through e-voting facility provided at the AGM are deemed to have participated in the 25th AGM. Accordingly, while providing the details under Point IX, we have thus included members who have casted their votes either through remote e-voting or e-voting at AGM whose details are arrived as under:

Particulars	No. of cases	No. of shares	Percentage
No. of members attended the meeting through Video Conferencing and have casted their vote	193	33,91,37,374	4.12

Particulars	No. of cases	No. of shares	Percentage
using e-voting facility provided at AGM i.e. (A)			
No. of members who have casted their vote using remote e-voting facility i.e. (B)	654	348,77,70,479	42.40
(Less): Members attended AGM who have already cast their votes using remote e-voting facility i.e. (C)	92	31,55,35,156	3.83
Therefore, No. of members who attended the meeting (either through Video Conferencing or Remote e-voting) i.e. {(D)=(A)+(B)-(C)}	755	351,13,72,697	42.69

Clarification 4:

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

B. Board Meetings

It is clarified that the Board Meeting held on 24th August 2020 was adjourned to and held and concluded on 28th August 2020.

Clarification 5:

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

C. Committee meetings

During the Financial Year 2020-21, 16 meetings were held. As there are limitations in entering all the details of 16 committee meetings in the Form MGT-7 and as stated in the help file, the relevant details of 16 meetings have been provided hereunder:

Committee Meetings held: 16

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	06/07/2020	3	3	100
2.	Audit Committee	24/08/2020 (adjourned to and held and concluded on 28/08/2020)	3	3	100
3.	Audit Committee	10/11/2020	3	3	100
4.	Audit Committee	04/02/2021	3	3	100
5.	Stakeholders Relationship Committee	09/11/2020	3	2	66.67
6.	Nomination and Remuneration Committee	24/08/2020	3	3	100
7.	Corporate Social Responsibility Committee	03/02/2021	3	3	100

8.	Securities Issue Committee	06/04/2020	2	2	100
9.	Securities Issue Committee	19/05/2020	2	2	100
10.	Securities Issue Committee	27/06/2020	2	2	100
11.	Securities Issue Committee	14/07/2020	2	2	100
12.	Securities Issue Committee	17/08/2020	2	2	100
13.	Securities Issue Committee	12/10/2020	2	2	100
14.	Securities Issue Committee	20/11/2020	2	2	100
15.	Risk Management Committee	06/07/2020	3	3	100
16.	Separate Meeting of Independent Directors	24/06/2020	5	4	80
