

8th March 2013.

National Stock Exchange of India Limited,
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (East),
Mumbai-400051.

BSE Limited,
P.J. Towers,
Dalal Street,
Mumbai-400001.

Dear Sirs,

Sub.: Various decisions of Board of Directors approved by Circular Resolutions.

Please note that the Board of Directors has approved the following by way of Circular Resolutions:

1. The Corporate Debt Restructuring Package as approved by CDR EG, implementation of CDR package and make allotments as under:
 - (a) equity shares / compulsorily convertible debentures of the Company to CDR Lenders, as may be agreed between the Company and the CDR Lenders, on preferential basis in accordance with the ICDR Regulations, in consideration of Funded Interest Term Loan(s) and / or first 3 years' Sacrifice, up to 78,37,00,000 fully paid-up equity shares of the Company of Rs.2/- each at a price of Rs.18.51/-, being the price arrived in terms of ICDR Regulations, for an amount not exceeding Rs.1451,00,00,000/-.
 - (b) equity shares of the Company to non-CDR Lenders, as may be agreed between the Company and the non-CDR Lenders, on preferential basis in accordance with the ICDR Regulations, in consideration of Funded Interest Term Loan(s), up to 12,52,00,000 fully paid-up equity shares of the Company of Rs.2/- each at a price of Rs.18.51/- per equity share, being the price arrived in terms of ICDR Regulations, for an amount not exceeding Rs.231,70,00,000/- and / or compulsorily convertible debentures for amount not exceeding Rs.231,70,00,000/-.Out of (a) and (b), around 42,00,00,000 equity shares would be issued in April 2013, whereas the rest would be issued in one or more tranches till September 2014.
 - (c) equity shares and / or compulsorily convertible debentures of the Company, on preferential basis in accordance with the ICDR Regulations, to the Promoters in consideration of (i) conversion of unsecured loan of Rs.145,00,00,000/- given by the Promoters to the Company forming a part of the CDR Package; (ii) conversion of unsecured loan of Rs.103,00,00,000/- given by the Promoters to the Company forming a part of the promoter contribution under the CDR Package; (iii) up to Rs.129,00,00,000/- to be brought in by the Promoters as promoter contribution, from time to time, as per the CDR Package, thus aggregating to an amount not exceeding Rs.377,00,00,000/- and (iv) any other amount as may be invested by the Promoters, in accordance with their obligations under the CDR Package.
 - (d) equity shares and / or compulsorily convertible debentures of the Company, on preferential basis in accordance with the ICDR Regulations, to Samimeru Windfarms Private Limited, in consideration of conversion of unsecured loan of Rs.22,00,00,000/- given by Samimeru Windfarms Private Limited to the Company forming part of the promoter contribution under the CDR Package.
2. Acquisition of stake of Kalthia Group in Suzlon Structures Limited, a subsidiary of the Company, by share swap in accordance with the ICDR Regulations.
3. Increase the authorised share capital of the Company.
4. Amend the Other Object Clause of the Memorandum of Association of the Company and to give effect to the said amendment.

5. Approve the sale of undertaking(s) of the Company.
6. To conduct a Postal Ballot for seeking approval of members by way of Ordinary / Special Resolution, as the case may be for the above purposes.

Also find enclosed the copy of press release in this regard.

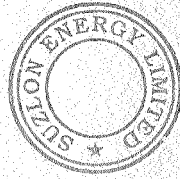
This is for your information as also for the information of your members and the public at large.

Thanking you,

Yours faithfully,
For Suzlon Energy Limited

H. A. Kanuga

Hemal A. Kanuga,
Company Secretary.



Encl.: As above.