

SUZLON ENERGY LIMITED

Registered Office: "Suzlon", 5, Shramali Society, Near Shri Krishna Complex, Navrangpura, Ahmedabad-380009.

POSTAL BALLOT FORM

(Please read the instructions carefully before completing the form)

Serial No. _____

- Name(s) and registered address of Member(s), including joint-holders, if any (in block letters) _____;
- Registered Folio No. / DP ID No. / Client ID No. _____;
- No. of Shares held _____;
- I / We hereby exercise my / our vote in respect of the following Special / Ordinary Resolutions to be passed through Postal Ballot for the business stated in the Notice of Postal Ballot dated 8th March 2013 of Suzlon Energy Limited (the "Company") by conveying / sending my / our assent or dissent to the said Special / Ordinary Resolutions by placing a tick (✓) mark in the appropriate column below:

Item No.	Description	No. of Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	Special Resolution to approve CDR package			
2.	Ordinary Resolution u/s. 94, 97 of the Companies Act, 1956 for increase in the Authorised Share Capital of the Company			
3.	Special Resolution u/s. 81(1A) of the Companies Act, 1956 for issue of equity shares / compulsorily convertible debentures of the Company on preferential basis to CDR lenders in consideration of Funded Interest Term Loan(s)			
4.	Special Resolution u/s. 81(1A) of the Companies Act, 1956 for issue of equity shares / compulsorily convertible debentures of the Company on preferential basis to non-CDR lenders in consideration of Funded Interest Term Loan(s)			
5.	Special Resolution u/s. 81(1A) of the Companies Act, 1956 for issue of equity shares of the Company on preferential basis to IDBI Bank Limited for the Sacrifice			
6.	Special Resolution u/s. 81(1A) of the Companies Act, 1956 for issue of equity shares / compulsorily convertible debentures of the Company on preferential basis to the Promoters			
7.	Special Resolution u/s. 81(1A) of the Companies Act, 1956 for issue of equity shares / compulsorily convertible debentures of the Company on preferential basis to Samimeru Windfarms Private Limited			
8.	Special Resolution u/s. 16, 17 of the Companies Act, 1956 for amendment in the Object Clause of the Memorandum of Association of the Company			
9.	Special Resolution u/s. 149(2A) of the Companies Act, 1956 for commencement of business as specified in the Other Object Clause of the Memorandum of Association of the Company			
10.	Ordinary Resolution u/s. 293(1)(a) of the Companies Act, 1956 for sale of undertaking(s) of the Company			
11.	Special Resolution u/s. 81(1A) of the Companies Act, 1956 for issue of equity shares of the Company on preferential basis to Kalthia Group			

Place: _____
Date: _____ (Signature of the Member)

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	User ID	Password / PIN

NOTE: PLEASE READ THE INSTRUCTIONS CAREFULLY BEFORE EXERCISING YOUR VOTES.

INSTRUCTIONS

1. A Member(s) desirous to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed envelope. Postage will be borne by the Company. Envelopes containing Postal Ballot Forms, if deposited in person or sent by courier at the expense of the Member(s) will also be accepted.
2. Please convey your assent / dissent in this Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
3. The self-addressed envelope bears the name and postal address of the Scrutinizer appointed by the Board of Directors of the Company.
4. This Postal Ballot Form should be completed and signed by the Member (as per the specimen signature registered with the Company or furnished by National Securities Depository Limited / Central Depository Services (India) Limited, in respect of shares held in the physical form or dematerialised form respectively). In case of joint holding, this Form must be completed and signed by the first named Member and in his / her absence, by the next named Member.
5. Unsigned, incomplete or incorrectly ticked Postal Ballot Forms shall be rejected.
6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (5.30 p.m.) on 11th April 2013. Postal Ballot Form received after this date will be strictly treated as if the reply from such Member(s) has not been received.
7. In the case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution / Authorisation together with the specimen signature(s) of the duly authorised signatories.
8. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (5.30 p.m.) on 11th April 2013.
9. The exercise of vote through postal ballot is not permitted through a proxy.
10. Members are requested to fill the Postal Ballot Form in indelible ink (and avoid filling it by using erasable writing medium/s like pencil).
11. Voting rights shall be reckoned on the paid-up value of the shares registered in the name(s) of the Member(s) on the cut-off date i.e. 1st March 2013.
12. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self addressed postage prepaid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutinizer.
13. There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.
14. The Scrutinizer's decision on the validity of the Postal Ballot will be final.
15. The Company is pleased to offer e-voting facility as an alternate, for all the Shareholders of the Company to enable them to cast their votes electronically instead of despatching Postal Ballot Form. E-voting is optional. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice.