

SUZLON ENERGY LIMITED [CIN:L40100GJ1995PLC025447]

Regd. Office: "Suzlon", 5, Shrimali Society, Near Shri Krishna Complex, Navrangpura, Ahmedabad-380009; Tel.: +91.79.6604 5000; website: www.suzlon.com; email id: investors@suzlon.com

VOTING RESULTS - POSTAL BALLOT

Date of General Meeting		Friday, April 28 2023						
		The resolution for which approval of the shareholders was sought by way of Postal Ballot in terms of the Postal Ballot Notice dated March 27, 2023, is deemed to be passed on the last date specified for e-voting, i.e. April 28, 2023, in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.						
Total number of shareholders on cut-off date (i.e. March 24, 2023)		2689751						
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable						
(1) Promoters and Promoter Group:		-						
(2) Public:		-						
No. of Shareholders attended the meeting through Video Conferencing		Not Applicable						
(1) Promoters and Promoter Group:		-						
(2) Public:		-						
Resolution No.1	To appoint Mr. Gautam Doshi as an Independent Director of the Company for a second term of three years							
Resolution required:	Special							
Whether promoter/ promoter group are interested in the agenda / resolution?		No						
Category	Mode of Voting	Paid-up value of No. of shares held (1)	Paid-up value of No. of votes polled (valid votes) (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	Paid-up value of No. of Votes – in favour (4)	Paid-up value of No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
A. Promoter and Promoter Group	E-Voting	3,26,95,47,059	3,26,95,47,059	100.00	3,26,95,47,059	-	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot (if app.)		-	-	-	-	-	
	Total (A)		3,26,95,47,059	100.00	3,26,95,47,059	-	100.00	-
B. Public- Institutions	E-Voting	3,99,13,07,661	1,55,93,82,694	39.07	1,46,72,57,318	9,21,25,376	94.09	5.91
	Poll		-	-	-	-	-	
	Postal Ballot (if app.)		-	-	-	-	-	
	Total (B)		1,55,93,82,694	39.07	1,46,72,57,318	9,21,25,376	94.09	5.91
C. Public- Non Institutions	E-Voting	15,28,53,19,446	3,19,10,91,046	20.88	3,18,82,37,328	28,53,718	99.91	0.09
	Poll		-	-	-	-	-	
	Postal Ballot (if app.)		-	-	-	-	-	
	Total (C)		3,19,10,91,046	20.88	3,18,82,37,328	28,53,718	99.91	0.09
	Grand Total (A+B+C)	22,54,61,74,166	8,02,00,20,799	35.57	7,92,50,41,705	9,49,79,094	98.82	1.18

Notes:

(1) As on the Cut-Off date, i.e. March 24, 2023, the paid-up equity share capital of the Company comprised of 1007,30,87,083 fully paid-up equity shares having a face value of Rs.2/- each bearing ISIN INE040H01021 and 240,00,00,000 partly paid-up equity shares having a face value of Rs.2/- each with Re.1/- paid-up bearing ISIN IN9040H01011. In order to correctly reflect the voting pattern, paid-up value of the votes polled has been considered since the voting rights are considered in proportion to the amount paid-up on the face value of the shares, i.e. Fully paid-up shares x Rs.2 and Partly paid-up shares x Re.1. Accordingly no. of shares wherever appearing in the above tables to be referred to as corresponding paid-up value of such equity shares.

Date: April 29, 2023
Place: Pune

For Suzlon Energy Limited

Digitally signed by GEETANJALI SANTOSH VAIDYA
DN: cn=Geetanjali S. Vaidya, o=Suzlon Energy Limited, ou=Company Secretary, email=geetanjali.vaidya@suzlon.com, c=IN

**GEETANJALI
ALI
SANTOSH
VAIDYA**

Geetanjali S.Vaidya,
Company Secretary.
M. No.A 18026.

REPORT OF THE SCRUTINIZER**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)**

To,
The Chairman,
SUZLON ENERGY LIMITED
CIN: L40100GJ1995PLC025447

Dear Sir,

I, DSM Ram, Company Secretary in practice and Proprietor of DSMR & Associates, Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of Suzlon Energy Limited (the "Company") for the purpose of scrutinizing the Postal Ballot voting conducted by way of remote e-voting ("voting") in a fair and transparent manner on the resolution contained in the postal ballot notice dated 27th March 2023 ("Notice") issued in accordance with General Circular Nos.14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December 2021, 3/2022 dated 5th May 2022 and 11/2022 dated 28th December 2022 issued by the Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as the "MCA Circulars"), Secretarial Standard on the General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof).

1. The said appointment as the Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (the "Rules"). As the Scrutinizer, I have to scrutinize the process of voting conducted for the postal ballot by using an electronic voting system on the dates referred to in the Notice.

2. Management's Responsibility:

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the Listing Regulations relating to e-voting on the resolution contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

3. Scrutinizer's Responsibility:

My responsibility as a scrutinizer for voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolution contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by KFin Technologies Limited ("KFin"), the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically till the time fixed for closing of the e-voting process, i.e. till 5.00 p.m. on 28th April 2023.

For DSMR & ASSOCIATES
COMPANY SECRETARIES

S. Ramani
DSM RAM
PROPRIETOR

4. Cut -off date:

The Members of the Company as on the "cut-off" date, i.e. Friday, 24th March 2023, as set out in the Notice were entitled to vote on the resolution set out in the Notice and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date, subject to the provisions of the Articles of Association of the Company.

5. E-voting process:

- i. The Postal Ballot notice dated 27th March 2023 for seeking consent of the Members of the Company for resolution as provided therein was sent to the Members of the Company whose names appeared on the Register of Members / List of beneficiaries as on Friday, 24th March 2023.
- ii. Further, in compliance with the provisions of Section 108 and Section 110 of the Act read with Rule 20 and Rule 22 of the Rules and Regulation 44 of the Listing Regulations, the Board had provided a facility to the Members of the Company to exercise their voting rights through electronic means and availed the services of KFin to provide the e-voting facility. Necessary instructions regarding the voting process were also mentioned in the Notice.
- iii. Particulars of the votes cast through e-voting from / by the members have been entered in a register separately maintained for the purpose as per Rule 22 of the Rules.
- iv. I downloaded the report and unblocked the e-voting portal from <https://www.evoting.kfintech.com> by using the Scrutinizer's login ID and Password at 6.22 p.m. (IST)
- v. All e-votes cast up to the close of 5:00 p.m. IST on 28th April 2023 (the last date and time fixed by the Company for e-voting) were considered.
- vi. The votes cast during the remote e-voting were unblocked on Friday, 28th April 2023 after the conclusion of e-voting period for the Postal Ballot and was witnessed by two witnesses, Mr. Gnanaprakash Kota and Mr. Muralidhar Reddy, who are not in the employment of the Company and / or KFin. They have signed below in the confirmation of the same.
- vii. Thereafter, the details containing, *inter alia*, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of KFin, viz., <https://evoting.kfintech.com>. Based on the report generated by KFin and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.


Place: Hyderabad
Date: 29th April 2023

For DSMR & Associates,
Company Secretaries



C. P. No. 4239
UDIN: A014939E000224687

Witnesses:


Y. Musali Mohan Reddy
Vignan Enclave, Chintal,
Hyderabad, 500054.



K. Gnanaprakash.
Sri Lakshmi Bay Hostel,
Sri Nagar,
Hyderabad - 500038.

I submit herewith the Scrutinizer's Report on the results of the remote e-voting based on the report generated by KFin scrutinized on test-check basis, and relied upon by me as under:

Item No. 1 – Special Resolution: To appoint Mr. Gautam Doshi as an Independent Director of the Company for a second term of three years.

S.R. No.	Particulars	No. of Members who voted	Voting rights [#]	% of total valid voting rights
	Electronic Mode			
A	Total Members who voted	5,478	8,76,29,53,829	N. A.
B	Less: Invalid votes (including abstained votes)	201	74,24,37,081	N. A.
	Less: Less voted		4,95,949	N. A.
C	Net valid votes in Electronic (A-B)	5,277	8,02,00,20,799	100.00
D	Votes with Assent as Special Resolution	4,738	7,92,50,41,705	98.82
E	Votes with Dissent as Special Resolution	593	9,49,79,094	1.18

[#]Voting rights on partly paid-up equity shares are in proportion to the amount paid-up on the face value of the shares, i.e. @ 50% of the face value of the equity shares.

Result – As the number of voting rights exercised in favour of the resolution is 98.82% and the number of voting rights exercised against the resolution is 1.18%, I report that the Special Resolution No.1 as set out in the Notice has been passed by the Members by requisite majority.

Notes:

- i. Aforesaid resolution contained in the Notice is passed with requisite majority by the Members of the Company as specified under the Act.
- ii. The figures in percentage have been rounded off to 2 decimal points.
- iii. The Company has added the following point regarding e-voting eligibility-

The shareholders are requested to cast their vote for both fully paid-up shares (EVEN 7216) as well as partly paid-up shares (EVEN 7217), as the case may be. The voting rights of the shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off Date, i.e. Friday, 24th March 2023.

IT IS HEREBY CLARIFIED THAT THE SHAREHOLDERS MAY HAVE PAID FIRST AND FINAL CALL ON THE PARTLY PAID-UP SHARES AND THUS DURING THE REMOTE E-VOTING PERIOD THE PARTLY PAID-UP SHARES MAY HAVE BEEN CONVERTED IN TO FULLY PAID-UP SHARES, HOWEVER PENDING FINAL LISTING AND TRADING APPROVAL FROM THE STOCK EXCHANGES ON THE DATE OF DISPATCH OF THIS NOTICE AND THUS FORMAL TRANSITION OF THE PARTLY PAID-UP SHARES FROM PARTLY PAID ISIN # IN9040H01011 TO FULLY PAID-UP ISIN # INE040H01021 WITH THE DEPOSITORIES AND IN TURN IN THE RESPECTIVE DEMAT ACCOUNTS OF THE SHAREHOLDERS ON THE DATE OF DISPATCH OF THIS NOTICE, SHAREHOLDING AS ON CUT-OFF DATE HAS BEEN CONSIDERED FOR EACH SHAREHOLDER FOR PRACTICAL PURPOSES OF REMOTE E-VOTING.

S. Ramani Kp.

DSM RAM
PROPRIETOR
C.P.No 4239

Thus, irrespective of the paid-up status of the shares and / or the shareholding in the respective demat accounts under respective ISINs, the shareholders are requested to cast their vote for both fully paid-up shares (EVEN 7216) as well as partly paid-up shares (EVEN 7217), as the case may be.

The electronic data and all other relevant records relating to remote voting are under my safe custody and will be handed over to Ms. Geetanjali S.Vaidya, the Company Secretary and the Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

Restriction on Use

1. This report has been issued at the request of the Company for (i) submission to the Stock Exchanges, (ii) placing on the website of the Company, and (iii) placing on website of KFin. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Place: Hyderabad
Date: 29th April 2023

For DSMR & Associates
Company Secretaries



Proprietor
C. P. No. 4239

UDIN: A014939E000224687