

Familiarization Kit for Directors

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1. Introduction

As required by the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Annexure C to the Nomination and Remuneration Policy, the Company has developed this Board Familiarisation Kit with a view to familiarise all its Board Members including the Independent Directors about the Company and its subsidiaries.

In addition to this Board familiarisation Kit, the Company shall regularly inform / update the Board Members about one or more or all of the following details at its periodic board meetings:

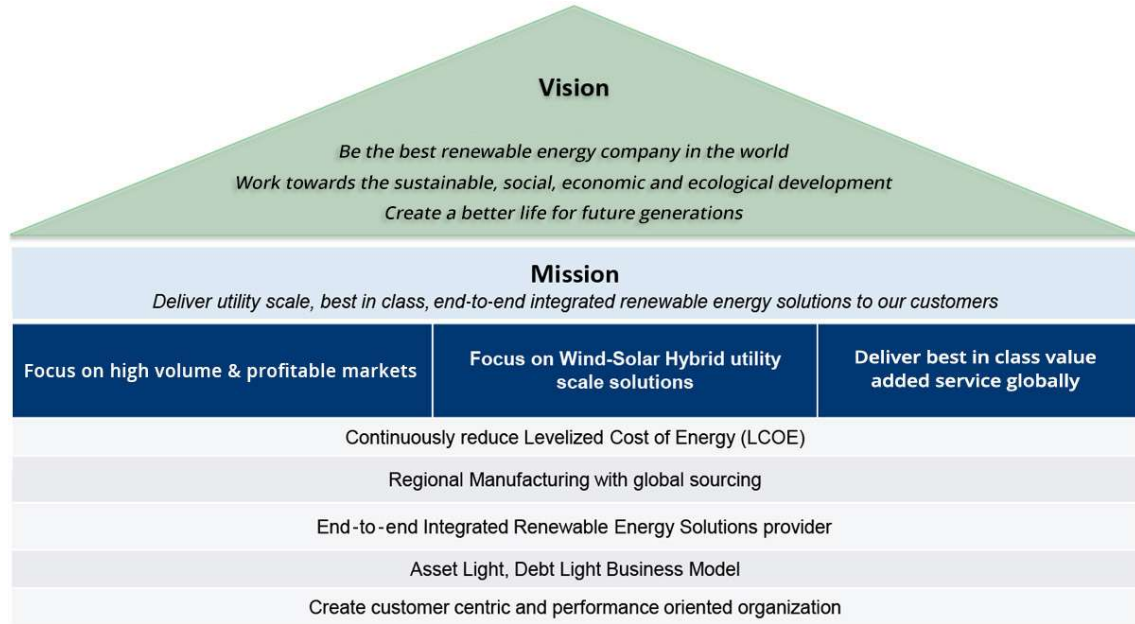
- Industry updates
- Operational / business updates
- Financial updates
- Technology updates
- QHSE, ESG & CSR updates
- HR initiatives
- Compliance, legal and risk related updates
- Updates on financial and operational performance of subsidiaries
- Updates on discussions at the committee meetings
- Updates on internal Group Structuring / Restructuring
- Such other matters as the Management may deem fit.

Further, apart from uploading on the website of the Company, material intimations as sent to the Stock Exchanges shall also be shared with the Board Members, simultaneously, to keep them abreast of the developments taking place in the Company.

During the financial year 2024-25, the Company had organised a joint training programme for all its Directors (including Independent Directors) and Senior Managerial Personnel for a duration of 1.5 hours on the National Guidelines on Responsible Business Conduct (NGRBC) and Policy against sexual harassment at the workplace (POSH).

2. Our Vision and Values

Suzlon considers itself as a leader in the manufacturing and dissemination of renewable energy and thus the torch bearer of promoting the use of renewable energy sources thereby helping to sustain the environment.



Our Values: Suzlon’s journey towards holistic sustainable development is built on five foundational pillars:

Agility: Efficient, prompt, and timely action defines the way Suzlon conducts its business and goes forward in its endeavour to achieve growth and create value for all stakeholders.

Creativity: Constant innovation and creation of new models are the cornerstones of Suzlon’s untiring efforts for unlocking the potential of renewable energy.

Value addition: Suzlon’s efforts are always concentrated on delivering the maximum value to all its stakeholders.

Commitment: Suzlon is committed to building a sustainable tomorrow and for this, it constantly partners and collaborates with all its stakeholders.

Integrity: Complete honesty and transparency form the foundation for Suzlon’s relationship with all stakeholders.

3. Corporate History

- Our Company was incorporated as “Suzlon Energy Limited” on April 10, 1995 as a public limited company under the Companies Act, 1956, and a certificate of incorporation was issued by the Registrar of Companies, Gujarat, Dadra and Nagar Haveli at Ahmedabad. The Corporate Identity Number of our Company is L40100GJ1995PLC025447
- Our Company is presently listed on the National Stock Exchange of India Limited (NSE) with scrip code SUZLON – EQ and with BSE Limited (BSE) with scrip code 532667. The ISIN for Equity Shares is INE040H01021.
- Our Registered Office is situated at “Suzlon”, 5, Shrimali Society Near Shri Krishna Complex, Navrangpura, Ahmedabad 380 009, Gujarat, India and our Corporate Office is situated at One Earth, Hadapsar, Pune 411 028, Maharashtra, India.

1995 – Suzlon Is Born

- Mr. Tulsi Tanti, a mechanical engineer, was tending to his family textile business in Surat, Gujarat. The business was not in the best of health, mainly due to high operating costs caused by expensive electricity and the frequent power outages. Mr. Tanti wanted to explore other avenues for fuelling his business’ need for power. In 1994, he purchased two wind turbines and literally produced his own electricity. Other owners evinced interest in his solution, which inspired Mr. Tanti to exit the textile business and enter into the energy sector with Suzlon. In 1995, Suzlon was formed with the idea of giving customers a complete package of wind energy services.

1996 - 2000

- After its establishment in 1995, Suzlon Energy Limited slowly started gaining prominence as a provider of complete wind energy solutions. The nascent Company established a technical collaboration with German wind energy leader Südwind Energy GmbH to strengthen and build its expertise in designing Wind Turbine Generators (WTGs). This technological expertise provided the critical thrust which helped Suzlon to set up WTGs across India from 1995 to 2000. During this period Suzlon commissioned its first 0.27 MW WTG for Indian Petrochemicals Ltd in Gujarat. It also commissioned WTGs in the state of Maharashtra and Tamil Nadu. The increasing network of WTGs also led to a commensurate increase in installed capacity with the Company crossing the 100 MW installed-capacity mark in this period. Suzlon also commissioned its first 1 MW WTG in the year 2000.

2001 - 2005

- Along with product innovation, Suzlon fast-forwarded its efforts to become the most vertically integrated wind turbine manufacturer in the world. It initiated its backward integration with the dispatch of the first set of blades (Type S-60) from its rotor blade unit in Daman. The integration was further strengthened with the formation and commencement of Suzlon Control System (SCS), an MBU at Daman, for the design and manufacture of wind turbine control systems.
- During this period, Suzlon went international
- It commenced operations in the USA and Germany through wholly owned subsidiaries Suzlon Wind Energy Corp, and Suzlon Energy GmbH respectively
- A representative office was opened in Beijing
- Suzlon Energy (Australia) was formed and commenced operations as a wholly owned subsidiary
- Suzlon Energy A/S, Denmark was formed as a wholly owned subsidiary
- Mrs Jaywantiben Mehta, Hon'ble Minister of Power, flags off Suzlon's first export order to the USA in 2002

2006-2010

- After attaining a leadership position in wind power generation, Suzlon was listed on National Stock Exchange and BSE. Its IPO was oversubscribed by 15 times, a testimonial to the Company's leadership as a renewable energy player. In 2005, Suzlon achieved a new milestone in its growth by crossing the 1 GW installed capacity mark in India. Its new and improved WTG suites, such as the 2.1 MW generator, facilitates better and efficient harnessing of wind power. In just over a decade since it was formed, Suzlon achieved the superbrand status –a testament to its leadership and technological innovation. Suzlon became the only power company in India, the sole renewable energy company in Asia and the lone wind power company in the world to achieve this status. It also ranked #5 in the world among WTG manufacturers in terms of installed capacity.

2011-2015

- Continuous innovation, a hallmark of Suzlon, led to the development of the S9X suite of wind turbines, which were launched to a global audience at the AWEA Wind Power 2011 conference. Improvising on its product offering, the Company produced a variant – the S97 2.1MW wind turbine generator (WTG), built with a hybrid tower (lattice/tubular combination) and a hub-height of 120 meters in 2012
- The S111 2.1 MW WTG suite, part of the S9X series, also received certification from TÜV NORD for its 50 Hz and 60 Hz variants in 2015. This certification was awarded for conforming to standards and regulations for design, testing, and manufacturing of the WTG
- In 2015, Suzlon signed definitive agreements with Dilip Shanghvi Family and Associates (DSA) for equity investments of Rs.1,800 crore in Suzlon Energy Limited for equity infusion to accelerate growth
- Suzlon attained other major milestones too during the period. It commissioned its 10,000th WTG at the Artilleros wind farm in Uruguay
- Suzlon's landmark initiatives, Pure Air Lovers' Society (PALS) and a state-of-the-art training centre for wind technicians in North America were successful in their objectives – creating a community of people supporting wind energy in the case of PALS and preparing for future manpower needs in the latter case

2016-20

- Suzlon achieved significant milestones and recognition in the renewable energy sector during this period, including installing a record amount of wind energy, developing innovative technologies and transport systems, and several awards for manufacturing and eco-innovation.
- In 2016 Suzlon's Rotor Blade Manufacturing unit at Badnawar, Ratlam was inaugurated by Shri Shivraj Singh Chauhan, Hon'ble chief minister of Madhya Pradesh. On the product innovation front, Suzlon won the Golden Peacock Eco-Innovation Award for S97 120M Hybrid Tower Wind Turbine. Suzlon surpassed the milestone of 11,000 MW installed wind energy in India in 2017. The first wind farm achieved an operational milestone of 20 years. Suzlon achieved record installations of 1,779 MW with an impressive growth of around 100% over FY16. The product SB63 WTG received the SKOCH Corporate Excellence Silver Award for a Full Carbon Girder Blade in 2018. Also, Suzlon installed and commissioned the new S128, the largest Wind Turbine Generator (WTG) in India. The logistics team at Suzlon developed an innovative two-fold transport system, which used a specialised 'Adapter Trailer' for the first time in India. This innovative 'Adapter Trailer' ensures unbound manoeuvrability through the hilly terrain while safely transporting the country's longest blades to the most remote wind sites safely in a cost-effective and time-efficient manner
- The Daman Plant won the prestigious National Award for Manufacturing Competitiveness 2019. In addition, Daman Plant won a Gold award from International Research Institute for Manufacturing. Also, Suzlon received World's 1st solar project quality certification for its 100 MW project from DNV. In addition, Suzlon successfully completed Debt Restructuring in 2020.

2021 onwards

- The debt restructuring at Suzlon eased the pressure on the cash flows significantly and gave headroom for ramping up business operations. Suzlon also introduced a 3 MW flexible platform that could cater to

site-specific wind turbines from 2.6 MW to 3 MW product series as part of the ‘Make in India’ process with over 90% of domestic content.

- Despite the highly challenging times posed by the ongoing COVID-19 pandemic, Suzlon’s service teams did a remarkable job and achieved a total Machine Availability (MA) of 96.86%. Undeterred by the pandemic, Suzlon continued to provide uninterrupted power to the nation. The wind farms across nine states with 13,000 MW of wind assets, including substations and over 13,000 km of HT lines/ EHV lines, continued to function optimally throughout this period.
- At COP26 in 2021, Prime Minister Shri Narendra Modi announced a multi-pronged approach to support climate action, setting targets of 500 GW of non-fossil fuels energy capacity by 2030; and achieving net zero by 2070. Suzlon wholeheartedly supports the green energy transition.
- In 2022, Suzlon completed the refinancing exercise to reduce debt by replacing 16 lender consortiums with two government-backed financial institutions. Suzlon also announced its Rs.1,200 crore Rights Issue that was oversubscribed by 1.8x times on closure of the issue period.

4. Our Business

Suzlon Provides Renewable Energy Solutions Worldwide.

Founded in 1995, Suzlon is one of the leading global renewable energy solution providers. Over the past two decades, Suzlon has installed over 21.5 GW of wind energy in 17 countries across six continents.

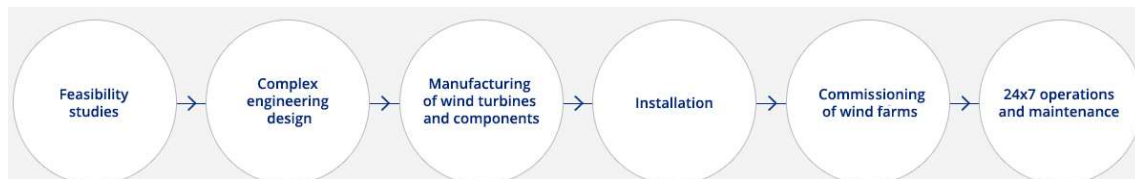
The Suzlon Group comprises of Suzlon Energy Limited and its various subsidiaries. The Group’s vision for growth is driven by the concept of sustainable development. In recent years, Suzlon has developed strong competencies in solar power too and plans to offer Wind-Solar hybrid solutions.

The Suzlon Group’s world-class manufacturing footprint is spread across India. Suzlon’s success is due to its dynamic workforce of over 8,500 employees, who are respected and empowered as the Group’s most valued asset.

In India, Suzlon is a market leader with 99+ wind farms and an installed capacity of over 15,300 MW. It has developed some of Asia's largest operational onshore wind farms in nine states including Gujarat, Rajasthan, Maharashtra and Tamil Nadu. The Group's diverse client portfolio includes power utilities and electricity producers in both the private and public sectors.

The Suzlon Group aims to make renewable energy both simple and cost effective for customers. In fact, Suzlon pioneered the 'Concept to Commissioning' model in wind energy, enabling it to meet the breadth and depth of customer requirements across the renewable energy value chain.

Our Concept to Commissioning Business Model



More details about our products are available on our website at weblink <https://www.suzlon.com/in-en/energy-solutions>

More details about services provided by the Suzlon Group are available on our website at weblink <https://www.suzlon.com/in-en/energy-services>

5. Our Founder, Late Chairman and Managing Director

The Company was helmed by its Founder, Chairman and Managing Director, Mr. Tulsi R.Tanti, who was a pioneer in the wind energy industry in India. Mr. Tulsi Tanti passed away on October 1, 2022. The driving force behind Suzlon's growth since its establishment in 1995, Mr. Tulsi Tanti's vision and strategic acumen transformed Suzlon and made it a global powerhouse in the energy sector. A world-renowned expert on renewable energy, Mr. Tulsi Tanti believed in creating sustainable businesses and a sustainable world through energy independence and security.




Late Shri Tulsi Tanti

More details about our Founder are available on our website at weblink <https://www.suzlon.com/in-en/about-suzlon/the-wind-man>

6. Our Board of Directors

Our Board provides leadership and guidance to the Company’s Management on Business Strategies, Growth Plans and Corporate Governance.

<p>Mr. Vinod R.Tanti (Promoter Director) Chairman & Managing Director</p> <p>Mr. Vinod Tanti, brother of late Mr. Tulsi Tanti and the eldest among the remaining siblings, is a founding member of Suzlon Energy Limited. He has a Bachelor’s Degree in Civil Engineering and extensive experience of over three decades managing various key functions at Suzlon. With a strong techno-commercial background, he has handled diverse portfolios, like wind resource assessment, acquisition, product design, prototyping, comprehensive supply management, project execution, and lifecycle management through operations and maintenance services. Mr. Vinod Tanti brings to Suzlon his vast experience of the complete wind energy value chain as well as his process-centricity and drive for innovation. Suzlon established and continues to maintain its technology and service leadership in India under his supervision.</p>	 <p style="text-align: center;">Vinod Tanti</p>
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<p>Mr. Girish R.Tanti (Promoter Director) Executive Vice Chairman</p> <p>Mr. Girish Tanti, brother of late Mr. Tulsi Tanti and youngest among the remaining siblings, is also a founding member of Suzlon Energy Limited. He has a Bachelor’s Degree in Electronics & Communication Engineering and holds a Master’s Degree in Business Administration from the United Kingdom. He brings to Suzlon an extensive experience of nearly three decades in renewables and international business. Mr. Girish Tanti holds a unique blend of understanding the dynamics of technology and strong business acumen. Over the years, he has played several key roles, including incubating the renewable energy business in 1995, establishing technology development centres in Europe and India, setting up the global supply chain, developing wind markets across India, establishing global business operations, and spearheading corporate development activities. He also led various service functions, such as human resources, information technology, communications, and CSR. He has been instrumental in Suzlon’s rise to becoming the only wind energy player from a developing nation to rank among the top five worldwide.</p>	 <p style="text-align: center;">Girish Tanti</p>
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Mr. Pranav T.Tanti (Promoter Director)
Non-Executive Director

Mr. Pranav Tanti is the eldest child of late Mr. Tulsi Tanti. He holds a Master of Business Administration Degree from the University of Chicago, Booth School of Business, and a dual honours degree in Business Administration & Finance from Keele University, the United Kingdom. With over two decades of experience in international business, Mr. Pranav Tanti possesses extensive expertise in the renewable energy industry. During his diverse global experience, he has worked in some of the world's major business hubs, including India, China, the United States, and Hong Kong. Most recently, he served as the Chief Executive Officer of Skeiron Renewable Energy, a company founded by him that invested in and managed a portfolio of nearly 400 MW of wind turbine assets. Mr. Pranav Tanti spearheaded fundraising from two Hong Kong-based private equity firms. At the peak of the market in 2018, he successfully led the exit of the portfolio, worth US\$ 500 million. Previously, he held various executive roles at the Suzlon Group's Chicago and India offices. He has also held positions at Merrill Lynch and CLSA in the investment banking and equity research divisions in Hong Kong and Beijing. Currently, he leads efforts to develop large-scale utility projects for Green Hydrogen and Green Ammonia in North America and Asia.



Pranav Tanti

Mr. Sameer Shah
Independent Director

Mr. Sameer Shah has over four decades of experience spanning finance, banking, governance and strategy across diverse geographies and industry verticals. He holds a Bachelor's Degree in Science with honours from the University of Mumbai, a Master of Business Administration from the University of Rochester, New York, and a Diploma in Securities Law from the Government Law College, Mumbai. He is also a qualified Treasurer with the Association of Corporate Treasurers in London, United Kingdom. In his previous role, he served as the Chief Financial Officer and Head of Information and Communications Technology at a petroleum, chemicals, and mining company for five years. Prior to that, Mr. Sameer Shah worked with Deutsche Bank for 13 years as Managing Director, heading the Equity Services Business for Asia Pacific and the Arabian Gulf countries. He also led the Corporate Banking division for Western India from 2009 to 2011. He previously worked with SABIC, Ontario Hydro (Hydro One), and Tata Consultancy Services. Currently, Mr. Shah works as an independent Strategic Planning and Finance Consultant and collaborates with various non-profit organisations in leadership and advisory roles. His work includes contributions to organisations such as Mercy Ships, Pacific Opera Victoria, Victoria Literacy Connection, and Sidney Classical Orchestra in Canada. He has also actively supported initiatives at Chinmaya Mission, the Sujaya Foundation, Jeevan Vikas Ganga Trust, and United Way.



Sameer Shah

Mrs. Seemantinee Khot
Independent Director

Mrs. Seemantinee Khot has a Bachelor of Arts in Psychology and a Master’s Degree in Social Work from the Tata Institute of Social Sciences. She possesses a versatile experience of over four decades in sustainable development with several domestic and international organisations, including the Food and Agriculture Organisation of the United Nations, Swiss Development Corporation, International Fund for Agricultural Development, and other Bilateral Aid projects. Mrs. Khot has and continues to serve on the boards of multiple listed/unlisted companies, not-for-profits, microfinance institutions, and farmer-producing organisations. She has dedicated herself to agro-based livelihoods, rural development, and women’s empowerment initiatives through organisations like Participatory Research in Asia and BAIF Development Research Foundation. She has been instrumental in introducing gendered situation analysis and responding to class and caste inequities in governmental and non-governmental projects. Mrs. Khot has worked across all continents as Senior Evaluation Specialist for the UN Food and Agriculture Organisation. She is a Partner at CHHAYA Strategic Advisors LLP and is the founding member of ‘Every Woman Everywhere,’ an initiative by Harvard Business School, and ‘Consult for Women’s Land and Resource Rights.’ In 2023, Mrs. Khot was honoured with the prestigious Iconic Women Directors Awards 2023 for Greater Social Impact.



Seemantinee Khot

Mr. Girish Vanvari
Independent Director

Mr. Girish Vanvari is a Chartered Accountant with more than three decades of experience across taxation, corporate finance, M&A, Valuations, corporate restructuring, and corporate governance. In the boardroom, he is known for bringing financial discipline, regulatory insight, and practical business judgment, contributing across audit committee deliberations, financial oversight, risk management, capital allocation, RPT reviews, and governance frameworks.



Girish Vanvari

7. Our Key Managerial Personnel



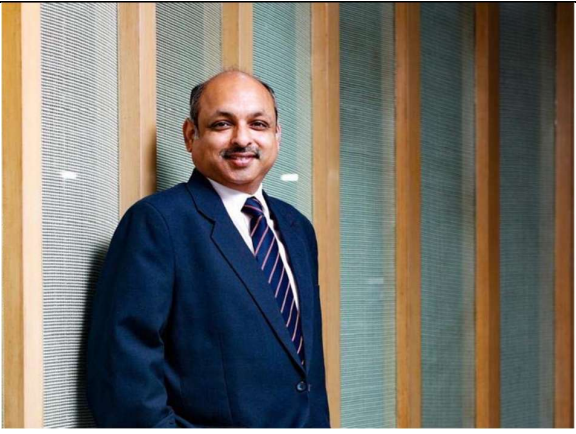
J. P. Chalasani

Mr. J. P. Chalasani
Group Executive Council Member

Mr. J.P.Chalasani holds a bachelor’s degree in Mechanical Engineering. Renowned for his project management and people leadership skills, Mr. Chalasani brings to the company more than four decades of experience working in the Indian power sector, especially with companies like Suzlon, NTPC, Reliance Power and Punj Lloyd. Mr. JP Chalasani joined the Suzlon Group in April 2016 as Chief Executive Officer. Post a highly


	<p>successful tenure as Group CEO, Mr. Chalasani transitioned to a Strategic Advisor role with the group in July 2020. He was re-appointed as the Chief Executive Officer of the Suzlon Group on 5th April 2023 and elevated to member of Group Executive Council on 24th February 2026. Currently, he serves on the Group Executive Council to drive key strategic initiatives across the Group.</p>
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 <p data-bbox="496 932 610 961">Ajay Kapur</p>	<p data-bbox="873 468 1179 527">Mr. Ajay Kapur Group Chief Executive Officer</p> <p data-bbox="873 562 1443 1010">Mr. Ajay Kapur holds a degree in Economics and an MBA from the K.J. Somaiya Institute of Management. He is also an alumnus of the Wharton School of the University of Pennsylvania. He has over three decades of expertise in the Cement, Construction, Power, and Heavy Metals sectors. He has been extensively involved in several business forums, such as CII, FICCI, and ASSOCHAM. Mr. Kapur brings significant independent leadership experience with over a decade as CEO of large, listed entities across Infrastructure, Construction, Power, and Heavy Metals. He has been instrumental in building companies with enviable growth, operational excellence and financial stability. Mr. Kapur's last held position was that of Managing Director of Ambuja Cements Limited (Adani Group Company).</p>
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 <p data-bbox="496 1478 610 1507">Rahul Jain</p>	<p data-bbox="873 1047 1162 1106">Mr. Rahul Jain Group Chief Financial Officer</p> <p data-bbox="873 1142 1443 1478">Mr. Rahul Jain plays a critical role in scaling new markets, technologies, and opportunities for the Suzlon Group. He is a veteran of corporate finance with extensive experience in leading financial transformation, streamlining systems, leveraging technology, and strengthening financial discipline to support the organic and inorganic growth of his organisations. A Chartered Accountant, he is seasoned in identifying new avenues and unlocking capital allocation, among others. Mr. Jain has previously dedicated nearly two decades to SRF Limited and a decade to Jubilant Organosys Limited.</p>
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 <p data-bbox="456 1839 639 1869">Geetanjali Vaidya</p>	<p data-bbox="873 1537 1360 1596">Mrs. Geetanjali S. Vaidya Company Secretary (CS) and Compliance Officer</p> <p data-bbox="873 1631 1443 1839">Mrs. Geetanjali S. Vaidya joined Suzlon in April 2005 and was appointed as the Company Secretary and Compliance Officer in December 2019. She brings over two decades of experience in the areas of Company law, SEBI regulations and related matters. She is a member of the Institute of Company Secretaries of India and also holds a Master's Degree in commerce.</p>
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8. Our Senior Management (SMPs)

 <p style="text-align: center;">Rajendra Mehta</p>	<p>Mr. Rajendra Mehta Group Chief Human Resource Officer (CHRO)</p> <p>Mr. Rajendra Mehta joined the Suzlon Group in December 2022. He brings on board a rich experience of over three decades. He has expertise in developing and executing strategic human resources agendas across organisations in the field of engineering, media and entertainment, retail, and financial services. Over the years, his experience has covered different aspects of human resources, from talent management, performance management, and leadership and capability development to digital transformation and taking up the organisational transformational agenda.</p>
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 <p style="text-align: center;">Bernhard Telgmann</p>	<p>Mr. Bernhard Telgmann – Chief Technology Officer</p> <p>Mr. Bernhard Telgmann joined Suzlon in 2017. He is an expert in global technology-driven plant engineering and construction business. He is a strategist with a keen sense of product innovation and growth opportunities. He drives the successful development and launch of new products and technologies, ensuring reduced time to market and cost. He has nearly three decades of experience across engineering thermal power plants, consulting in fuel cells, and wind energy. He has sound knowledge in product development, engineering, and project execution in the system and solution business. Prior to Suzlon, he held leadership roles in IAC and Siemens.</p>
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 <p style="text-align: center;">Sandeep Chowdhury</p>	<p>Mr. Sandeep Chowdhury Group General Counsel</p> <p>A seasoned legal professional with a unique body of experience, Mr. Chowdhury brings a global level of expertise in various avenues of law, including litigation, advisory, and compliance. Being in strategic legal leadership, he is responsible for strengthening internal governance policies, stakeholder engagement, and legal compliance across the Suzlon Group.</p>
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 <p>Kamlesh Bhadani</p>	<p>Mr. Kamlesh Bhadani, Managing Director, SE Forge Limited</p> <p>Mr. Kamlesh Bhadani has been associated with Suzlon since its founding years. He played a pivotal role in Suzlon's global expansion in China and substantially contributed to several milestone projects for both the Suzlon Group and SE Forge. With a rich experience in the Energy, Oil, Gas, and Manufacturing sectors, Mr. Bhadani leads customer-centric research and development, strategic advisory, and growth planning at SE Forge with sustainability at the forefront.</p>
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 <p>Gurpratap Boparai</p>	<p>Mr. Gurpratap S. Boparai, Chief Executive Officer, Manufacturing Business</p> <p>A veteran in automobiles and engineering, Mr. Gurpratap S. Boparai strategically heads the Manufacturing arm of the Suzlon Group. With extensive experience of more than three decades in manufacturing operations, greenfield projects, company restructuring, and financial management, he oversees the end-to-end operational excellence journey and spearheads the digitisation of one of Suzlon's most crucial business divisions.</p>
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9. Our Board Committees – their constitution and terms of reference

a. Constitution of Board Committees

Sr. No.	Name of Committee	Members
1.	Audit Committee	a) Mr. Girish Vanvari, Chairman b) Mr. Vinod R.Tanti, Member c) Mr. Sameer Shah, Member
2.	Stakeholders' Relationship Committee	a) Mrs. Seemantinee Khot, Chairperson b) Mr. Vinod R.Tanti, Member c) Mr. Girish R.Tanti, Member
3.	Nomination and Remuneration Committee	a) Mr. Sameer Shah, Chairman b) Mr. Pranav T.Tanti, Member c) Mrs. Seemantinee Khot, Member
4.	CSR & ESG Committee (formerly Corporate Social Responsibility Committee)	a) Mr. Seemantinee Khot, Chairperson b) Mr. Vinod R.Tanti, Member c) Mr. Girish R.Tanti, Member
5.	Risk Management Committee	a) Mr. Vinod R.Tanti, Chairman b) Mr. Ajay Kapur, Member c) Mr. Girish Vanvari, Member
6.	Securities Issue Committee	a) Mr. Vinod R.Tanti, Chairman b) Mr. Girish R.Tanti, Member
7.	Executive Committee	a) Mr. Vinod R.Tanti, Chairman b) Mr. Girish R.Tanti, Member

b. Terms of Reference of our Board Committees

Audit Committee

The terms of reference of Audit Committee as approved by the Board w.e.f. 4th May 2026 are as under:

- (1) oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
- (3) approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- (4) reviewing, with the management, the annual financial statements and Auditors' report thereon before submission to the Board for approval, with particular reference to:
 - (a) matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Act,
 - (b) changes, if any, in accounting policies and practices and reasons for the same,
 - (c) major accounting entries involving estimates based on the exercise of judgment by management,
 - (d) significant adjustments made in the financial statements arising out of audit findings,
 - (e) compliance with listing and other legal requirements relating to financial statements,
 - (f) disclosure of any related party transactions,
 - (g) modified opinion(s) in the draft audit report;
- (5) reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- (6) monitoring the end use of funds raised through public offers and reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement, and making appropriate recommendations to the Board to take up steps in this matter;

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- (7) reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
 - (8) approval or any subsequent modification of transactions of the Company with related parties;
 - (9) scrutiny of inter-corporate loans and investments more particularly reviewing the utilisation of loans and / or advances from / investment by the holding company in the subsidiary exceeding Rupees One Hundred Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments, if any;
 - (10) valuation of undertakings or assets of the Company, wherever it is necessary;
 - (11) evaluation of internal financial controls and risk management systems;
 - (12) reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - (13) reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - (14) discussion with internal auditors of any significant findings and follow up there on;
 - (15) reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
 - (16) discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 - (17) to look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - (18) to review / oversee the functioning of the Whistle Blower mechanism and / or vigil mechanism;
 - (19) approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
 - (20) consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders;
 - (21) carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
 - (22) reviewing compliances with provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and verify that the systems for internal control pertaining to Insider Trading are adequate and operating effectively; and
 - (23) such other acts, deeds, matters and things as may be stipulated in terms of the Act, and the Listing Regulations and / or such other regulatory provisions, as amended from time to time, as also other matters as the Board / Committee may consider think fit.
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Stakeholders' Relationship Committee

The terms of reference of Stakeholders' Relationship Committee as approved by the Board w.e.f. 14th June 2024 are as under:

- (1) resolving the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, and issue of new / duplicate certificates, general meetings, etc.;
 - (2) review of measures taken for effective exercise of voting rights by the shareholders;
 - (3) review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
 - (4) review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company; and
 - (5) such other acts, deeds, matters and things as may be stipulated in terms of the Act and the Listing Regulations and / or such other regulatory provisions, as amended from time to time, as also other matters as the Board / committee may consider think fit.
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Nomination and Remuneration Committee

The terms of reference of Nomination and Remuneration Committee as approved by the Board w.e.f. 16th October 2023 are as under:

- (1) formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- (2) for every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may (a) use the services of external agencies, if required; (b) consider candidates from a wide range of backgrounds, having due regard to diversity; and (c) consider the time commitments of the candidates
- (3) formulation of criteria for evaluation of performance of Independent Directors and the Board and specifying the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;
- (4) devising a policy on diversity of Board;
- (5) identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- (6) whether to extend or continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Directors;
- (7) recommend to the Board, all remuneration, in whatever form, payable to the Directors / senior management;
- (8) effective implementation and operations of various existing and future plans / schemes, by whatever name called, including but not limiting to employee stock option plans (ESOP) / employee stock purchase schemes (ESPS) / stock appreciation rights (SAR) schemes / general employee benefits schemes (GEBS) / retirement benefits schemes (RBS), if any, for the benefit of the Company and / or its subsidiaries.
- (9) determining eligible employee(s) to whom options / SARs / shares / benefits be granted / offered and fixing eligibility, performance criteria, exercise price, vesting period, lock-in period, etc. and to do all such acts, deeds, matters and things including but not limiting to:
 - (a) determining the quantum / number of options / SARs / shares / benefits to be granted / offered to each employee and in the aggregate and the times at which such grants / offers shall be made,
 - (b) determining the kind of benefits to be granted,
 - (c) laying down the conditions under which options / SARs / shares / other benefits may vested in the optionees / grantees and may lapse in case of termination of employment for misconduct, etc.,
 - (d) determining the exercise period within which the optionee / grantee should exercise the options / SARs / apply for shares and that options / SARs / shares would lapse on failure to exercise the same within the exercise period,
 - (e) specifying the time period within which the optionee / grantee shall exercise the vested options / SARs / offered shares in the event of termination or resignation of the optionee / grantee,
 - (f) providing for the right to an optionee / grantee to exercise all the options / SARs / shares vested in him at one time or at various points of time within the exercise period,
 - (g) laying down the procedure for making a fair and reasonable adjustment to the entitlement / including adjustment to the number of options / SARs / shares and to the exercise price in case of corporate actions such as rights issues, bonus issues, merger, sub-division, consolidation and other corporate actions. In this regard, the following shall, inter alia, be taken into consideration by the compensation committee (i) the number and price of options / SARs shall be adjusted in a manner such that total value to the employee of the options / SARs remains the same after the corporate action; (ii) the vesting period and the life of the options / SARs

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- shall be left unaltered as far as possible to protect the rights of the employee(s) who is granted such options / SARs,
- (h) providing for the grant, vesting and exercise of options / shares in case of employees who are on long leave or whose services have been seconded to any other Company or who have joined any other subsidiary or other company at the instance of the employer company,
 - (i) determining eligibility to avail benefits under the general employee benefits schemes and / or retirement benefit schemes in case of employees who are on long leave,
 - (j) the procedure for funding the exercise of options / SARs,
 - (k) the procedure for buy-back of specified securities issued under these regulations, if to be undertaken at any time by the Company, and the applicable terms and conditions, including (i) permissible sources of financing for buy-back; (ii) any minimum financial thresholds to be maintained by the Company as per its last financial statements; and (iii) limits upon quantum of specified securities that the Company may buy-back in a financial year; and
 - (l) laying down the method for satisfaction of any tax obligation arising in connection with the options / shares,
- (10) perform such other acts, deeds, matters and things as may be stipulated in terms of the Act and the Listing Regulations and / or such other regulatory provisions, as amended from time to time, as also other matters as the Board / committee may consider think fit.
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Risk Management Committee

The terms of reference of Risk Management Committee as approved by the Board w.e.f. 4th May 2026 are as under:

- (1) To formulate a detailed risk management policy which shall include (a) a framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee; (b) measures for risk mitigation including systems and processes for internal control of identified risks (c) business continuity plan.
 - (2) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
 - (3) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
 - (4) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
 - (5) To keep the Board informed about the nature and content of its discussions, recommendations and actions to be taken;
 - (6) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee;
 - (7) To deal with such other functions, inter alia including cyber security and monitoring and reviewing of the risk management plan and would have such role and responsibilities as may be required and stipulated in terms of the Listing Regulations / Act, as amended, and / or other matters as may be specified by the Board / committee from time to time."
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CSR & ESG Committee

The terms of reference of CSR & ESG Committee as approved by the Board w.e.f. 4th May 2026 are as under:

- (1) formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Act, as amended, read with Rules framed thereunder;
 - (2) recommend the amount of expenditure to be incurred on such activities;
 - (3) monitor the Corporate Social Responsibility Policy of the Company from time to time;
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- (4) perform such other acts, deeds, matters and things as may be stipulated in terms of the Act and / or such other regulatory provisions, as amended from time to time, as also other matters as the Board / committee may consider think fit;
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Securities Issue Committee

The terms of reference of Securities Issue Committee as approved by the Board w.e.f. 28th September 2025 are as under:

- (1) to create, offer, issue and allot such number of equity shares or equity linked instruments like warrants, global depository receipts (GDRs), american depository receipts (ADRs), foreign currency convertible bonds (FCCBs), fully convertible debentures or any other financial instruments (OFIs) convertible in to or linked to equity shares and / or debt securities or non-equity linked instruments like non-convertible debentures with or without warrants or any other instruments and / or combination of instruments with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the equity shares or otherwise, in registered or bearer form (hereinafter collectively referred to as the 'Securities') or any combination of Securities in one or more tranches, whether rupee denominated or denominated in foreign currency, in the course of international and / or domestic offering(s) in one or more foreign markets and / or domestic market, to any person / entities including foreign / resident investors, whether institutions, incorporated bodies, mutual funds and / or individuals or otherwise, foreign institutional investors, Promoters, Indian and / or multilateral financial institutions, mutual funds, non-resident Indians, employees of the Company and / or any other categories of investors, whether they be holders of shares of the Company or not through public issue(s) by prospectus, rights issue(s), private placement(s) or a combination thereof at such time or times, at such price or prices, at a discount or premium to the market price or prices and on such terms and conditions including security, rate of interest, etc. as may be thought fit in its absolute discretion;
- (2) to take initiatives for liability management including debt reduction initiatives, if and to the extent required;
- (3) to allot equity shares of the Company from time to time including allotment pursuant to exercise of stock options and conversion of convertible securities, if and when issued by the Company;
- (4) to do all such other acts, deeds, matters and things as may be incidental and ancillary to one or more of the above and / or to such other acts as already delegated and / or as may be delegated by the Board from time to time;
- (5) to sign deeds, documents, forms, letters and such other papers as may be necessary, desirable and expedient;

Executive Committee

The terms of reference of the Executive Committee as approved by the Board w.e.f. 28th January 2025 are as under:

- a) To open various banking accounts of the Company from time to time;
- b) To change the mode of operations of various banking accounts of the Company;
- c) To avail of Internet Banking Facility from various banks;
- d) To avail "Viewing Rights" for internet banking facility and electronic trade finance services facility from various banks;
- e) To authorise the Directors and Authorised Representatives of the Company to transfer funds within various bank accounts of the Company;
- f) To authorise the Directors and Authorised Representatives of the Company for signing various bank correspondences and documents;
- g) To close non-operative banking accounts of the Company;
- h) To open demat account(s) in the name of the Company and its nominees with one or more depository participants;
- i) To approve the revised authority matrix for various forex purposes;

- j) To authorise the Directors and Authorised Representatives of the Company for dealing in OTC derivatives through one or more banks;
- k) To authorise the Directors and Authorised Representatives of the Company for Forex Risk Management with various banks;
- l) To invest surplus funds pending their final utilisation, in fixed deposits, various schemes of mutual funds and various other money and capital market instruments / securities from time to time;
To authorise directors / authorised representatives for doing the needful for various purposes

10. Our codes and policies

The Company has following policies in place, a copy of which is available on the website of the Company (www.suzlon.com):

Sr. No.	Policy	Weblink
1.	Policy for preservation of documents	https://www.suzlon.com/NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Policy_for_Preservation_of_Document.pdf
2.	Policy for Determining Material Subsidiary	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Policy-on-Material-Subsidiary2026.pdf
3.	Code of Ethics for Directors and Senior Management	https://www.suzlon.com/NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Code_of_Ethics_for_Directors_and_Senior_Management.pdf
4.	Whistle Blower Policy / Vigil Mechanism	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Whistle-Blower-Policy2026.pdf
5.	Policy on materiality of related party transactions and dealing with related party transactions	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Policy-on-materiality-of-related-party-transactions-and-dealing-with-related-party-transactions2026.pdf
6.	Policy for determination of materiality of information	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Policy_for_determination_of_materiality_of_events_or_information2.pdf
7.	Archival Policy	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Archival_Policy.pdf
8.	Dividend Distribution Policy	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/DIVIDEND_DISTRIBUTION_POLICY1.pdf
9.	Policy on Board Diversity	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Board_Diversity_Policy.pdf
10.	Nomination and Remuneration Policy	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Nomination_and_Remuneration_Policy.pdf
11.	Risk Management Policy	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Risk-management-policy2026.pdf
12.	Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Fair Disclosure Code")	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Code_of_Practices_and_Procedures_for_Fair_Disclosure_of_Unpublished_Price_Sensitive_Information1.pdf
13.	Code of Conduct to regulate, monitor and report trading by Insiders ("Insider Trading Code")	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Code_of_conduct_to_regulate_monitor_and_report_trading_by_insiders1.pdf
14.	Corporate Social Responsibility (CSR) Policy	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/CSR_Policy.pdf
15.	Policy against sexual harassment at the workplace (POSH)	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/POSH_Policy_19082025.pdf
16.	Cyber Security Policy	https://www.suzlon.com//NewPdf/Shareholders_Information/Corporate_Governance_Policies/2022-23/Cyber-Security-Policy2026.pdf

Sr. No.	Policy	Weblink
17.	NGRBC Policies	https://www.suzlon.com/in-en/investor-relations/notices-announcements/corporate-governance

The guidelines of professional conduct, roles, functions and duties of independent directors are set out in Annexure B to the Code of Ethics for Directors and Senior Management.

11. Key Highlights

a. Financial Information for last 5 years

Financial Excellence						(₹ in Cr)
FY20	FY21	FY22	FY23	FY24	FY25	
Revenue from Operations						
2,933	3,295	6,520	5,947	6,497	10,851	
EBITDA						
(860)	534	889	832	1,029	1,857	
Interest						
1,290	957	703	383	106	106	
Depreciation						
419	258	260	260	190	259	
Net Profit/Loss						
(2,692)	104	(177)	2,887	660	2,072	
Equity Share Capital						
1,064	1,702	1,843	2,454	2,722	2,732	
Total Equity						
(10,983)	(3,343)	(3,526)	1,099	3,920	6,106	
Gross PPE, CWIP, Investment Property, Goodwill, Intangible Assets, and Intangible Assets Under Development						
3,115	3,133	3,008	2,521	2,605	3,725	
Net PPE, CWIP, Investment Property, Goodwill, Intangible Assets, and Intangible Assets Under Development						
1,337	1,142	945	790	819	1,798	
Total Assets						
6,530	6,601	6,475	5,523	7,179	12,960	
Basic Earnings/(Loss) per Share						
(5.0)	0.1	(0.2)	2.6	0.5	1.5	

More details about the financial performance of the Company and presentations made to Investors are available on our website at weblink <https://www.suzlon.com/in-en/investor-relations/financial-reports-presentations>

b. Operational Information (as per Annual Report for FY 25):

Operational Efficiency

14

Manufacturing Locations in India

3,650* MW

Manufacturing Capacity

13,100+

Wind Turbines

30%

Cumulative Market Share in India

7,800+

Employees

21,000* MW

Global Installed Wind Energy Capacity

*SEL has a ramp-up/ramp-down capacity of 3,650 MW is for 2.1 MW and 3.15 MW WTGs. The capacity is being ramped up to 4,500 MW in phased manner
*Global installations of Suzlon-manufactured wind turbine generators. Data as of 31st March 2025

c. Industry updates

The updates pertaining to the industry are being provided periodically at the Board Meetings.

12. Key Clients (as per Annual Report for FY 25)





SUZLON
POWERING A GREENER TOMORROW