

SEL/SEC/ABAD/5/11-12
14th May 2011.

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

Bombay Stock Exchange Limited,
P.J. Towers,
Dalal Street,
Mumbai-400001.

Dear Sirs,

Sub.: Board Meeting dated 14th May 2011.

This is to inform that in terms of Clause 41 of the Listing Agreement, the Board of Directors of the Company (the “Board”) at its meeting held on 14th May 2011 has approved the unaudited limited reviewed financial results of the Company on stand alone and consolidated basis for the quarter and financial year ended on 31st March 2011. Enclosed please find copy of the said results.

Also find enclosed a copy of the press release, the contents of which are self-explanatory.

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.

SUZLON ENERGY LIMITED
 "SUZLON", 5, SHRIMALI SOCIETY, NEAR SHRI KRISHNA COMPLEX, NAVRANGPURA, AHMEDABAD-380009
 UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED MARCH 31, 2011

(Rs. in crores)

	Particulars	Quarter ended		Year ended	
		March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1	Income from operations	7,276.02	6,083.61	17,879.13	20,619.66
2	Other operating income	96.08	80.61	211.10	159.55
3	Total Income (1+2)	7,372.10	6,164.22	18,090.23	20,779.21
4	Expenditure				
a)	(Increase) / Decrease in stock in trade and work in progress	917.14	(801.05)	577.07	165.46
b)	Consumption of raw materials (including project bought outs)	4,190.04	4,592.33	11,872.08	13,414.95
c)	Purchase of traded goods	2.42	30.57	4.88	47.75
d)	Employees cost	456.27	422.59	1,676.44	2,145.41
e)	Depreciation/ amortisation (including impairment losses)	251.16	145.06	657.40	662.97
f)	Foreign exchange loss/ (gain)	(220.43)	109.77	(22.86)	(42.71)
g)	Other expenditure	1,002.75	1,275.16	3,174.49	4,105.30
h)	Total Expenditure	6,599.35	5,774.43	17,939.50	20,499.13
5	Profit / (loss) from Operations before Other Income, Interest & Exceptional Items (3-4)	772.75	389.79	150.73	280.08
6	Other income	29.50	10.36	106.60	69.46
7	Profit / (loss) before Interest & Exceptional Items (5+6)	802.25	400.15	257.33	349.54
8	Interest	312.57	300.15	1,135.67	1,195.03
9	Profit / (loss) after Interest but before Exceptional Items (7-8)	489.68	100.00	(878.34)	(845.49)
10	Exceptional items				
	A. Loss / (Gain) on restructuring and refinancing of financial facilities (Net)	-	-	37.28	(122.27)
	B. Foreign exchange loss on the Convertible Bonds	-	(6.65)	-	162.34
	C. Profit on sale of stake in subsidiary	-	-	-	(251.96)
	Total exceptional items	-	(6.65)	37.28	(211.89)
11	Profit / (Loss) from Ordinary Activities before Tax (9-10)	489.68	106.65	(915.62)	(633.60)
12	Tax expenses	41.29	295.31	180.73	356.13
13	Net Profit / (Loss) for the period (11-12)	448.39	(188.66)	(1,096.35)	(989.73)
14	Add / (Less) : Share in associate's profit / (loss) after tax	(8.59)	12.15	(27.83)	16.12
15	Add / (Less) : Minority share in losses / (profits)	(8.21)	(11.96)	20.75	(8.95)
16	Net Profit / (Loss) after share in associate's profit and minority interest (13+14+15)	431.59	(188.47)	(1,103.43)	(982.56)
17	Paid up equity share capital (Ordinary shares of Rs.2/- each)	355.47	311.35	355.47	311.35
18	Reserves excluding revaluation reserves			6,360.53	6,274.21
19	Earnings / (loss) per share (EPS)				
	- Basic (Rs.)	2.43	(1.21)	(6.47)	(6.39)
	- Diluted (Rs.)	2.16	(1.21)	(6.47)	(6.39)
20	Public shareholding				
	- Number of shares	802,624,059	730,463,743	802,624,059	730,463,743
	- Percentage of shareholding	45.16%	46.92%	45.16%	46.92%
21	Promoters and Promoter group shareholding				
	a) Pledged / Encumbered shares				
	- Number of shares	610,501,964	578,546,711	610,501,964	578,546,711
	- % of shareholding (as a % of total shareholding of promoters and promoter group)	62.63%	70.02%	62.63%	70.02%
	- % of shareholding (as a % of total share capital of the Company)	34.35%	37.16%	34.35%	37.16%
	b) Non-encumbered shares				
	- Number of shares	364,239,624	247,721,289	364,239,624	247,721,289
	- % of shareholding (as a % of total shareholding of promoters and promoter group)	37.37%	29.98%	37.37%	29.98%
	- % of shareholding (as a % of total share capital of the Company)	20.49%	15.92%	20.49%	15.92%



UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED MARCH 31, 2011

		(Rs. in crores)			
Particulars		Quarter ended		Year ended	
		March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1.	Income from operations	1,566.21	1,809.03	4,357.55	3,488.68
2.	Other operating income	4.81	3.65	8.84	20.25
3.	Total Income (1+2)	1,571.02	1,812.68	4,366.39	3,508.93
4.	Expenditure				
a)	(Increase) / Decrease in stock in trade and work in progress	(125.79)	2.77	(223.69)	254.97
b)	Consumption of raw materials (including project bought outs)	1,034.23	1,269.60	2,947.44	2,218.37
c)	Purchase of traded goods	8.55	18.08	23.00	44.15
d)	Employees cost	65.91	48.75	215.23	181.01
e)	Depreciation / amortisation	47.88	56.72	156.89	126.27
f)	Foreign exchange loss / (gain)	(88.60)	(5.56)	34.37	(30.36)
g)	Other expenditure	333.07	399.78	1,189.99	1,083.49
h)	Total Expenditure	1,275.25	1,790.14	4,343.23	3,877.90
5.	Profit / (loss) from Operations before Other Income, Interest & Exceptional Items (3-4)	295.77	22.54	23.16	(368.97)
6.	Other income	87.56	69.74	331.67	222.89
7.	Profit / (loss) before Interest & Exceptional Items (5+6)	383.33	92.28	354.83	(146.08)
8.	Interest	148.34	181.66	578.04	653.59
9.	Profit / (loss) after Interest but before Exceptional Items (7-8)	234.99	(89.38)	(223.21)	(799.67)
10.	Exceptional items				
A.	Loss / (Gain) on restructuring and refinancing of financial facilities (Net)	-	-	37.28	(248.76)
B.	Foreign exchange loss on the Convertible Bonds	-	(6.65)	-	162.34
C.	Provision towards Diminution in Investments	-	525.44	-	525.44
D.	Total exceptional items	-	518.79	37.28	439.02
11.	Profit / (Loss) from Ordinary Activities before Tax (9-10)	234.99	(608.17)	(260.49)	(1,238.69)
12.	Tax expenses / (reversal)	(74.83)	175.40	(74.83)	175.40
13.	Net Profit / (Loss) for the period (11-12)	309.82	(783.57)	(185.66)	(1,414.09)
14.	Paid up equity share capital (Ordinary shares of Rs.2/- each)	355.47	311.35	355.47	311.35
15.	Reserves excluding revaluation reserves			6,418.58	5,277.24
16.	Earnings / (loss) per share (EPS)				
-	Basic (Rs.)	1.74	(5.03)	(1.09)	(9.19)
-	Diluted (Rs.)	1.55	(5.03)	(1.09)	(9.19)
17.	Public shareholding				
-	Number of shares	802,624,059	730,463,743	802,624,059	730,463,743
-	Percentage of shareholding	45.16%	46.92%	45.16%	46.92%
18.	Promoters and Promoter group shareholding				
a)	Pledged / Encumbered shares				
-	Number of shares	610,501,964	578,546,711	610,501,964	578,546,711
-	% of shareholding (as a % of total shareholding of promoters and promoter group)	62.63%	70.02%	62.63%	70.02%
-	% of shareholding (as a % of total share capital of the Company)	34.35%	37.16%	34.35%	37.16%
b)	Non-encumbered shares				
-	Number of shares	364,239,624	247,721,289	364,239,624	247,721,289
-	% of shareholding (as a % of total shareholding of promoters and promoter group)	37.37%	29.98%	37.37%	29.98%
-	% of shareholding (as a % of total share capital of the Company)	20.49%	15.92%	20.49%	15.92%



Particulars	Quarter ended		Year ended	
	March 31, 2011	March 31, 2010	March 31, 2011	March 31, 2010
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Segment Revenue				
a) Wind Turbine Generator	7,238.14	6,068.35	17,763.01	18,073.37
b) Gear Box (refer note 2)	-	-	-	2,656.12
c) Foundry & Forging	117.90	48.86	357.61	104.11
d) Others	5.41	7.47	34.03	43.21
Total	7,361.45	6,124.68	18,154.65	20,876.81
Less: Inter segment revenue	85.43	41.07	275.52	257.15
Income from operations	7,276.02	6,083.61	17,879.13	20,619.66
Segment Results				
Profit / (loss) before Depreciation, Interest, Exceptional Items and Tax				
a) Wind Turbine Generator	1,052.30	611.33	958.57	951.57
b) Gear Box (refer note 2)	-	-	-	245.47
c) Foundry & Forging	12.47	(1.04)	20.10	(23.16)
d) Others	3.41	3.84	26.89	32.13
Total	1,068.18	614.13	1,005.56	1,206.01
Less: Depreciation / amortisation (including impairment losses)				
a) Wind Turbine Generator	229.31	141.21	572.03	426.18
b) Gear Box (refer note 2)	-	-	-	180.62
c) Foundry & Forging	17.87	(0.39)	70.51	41.85
d) Others	3.98	4.24	14.86	14.32
Profit / (loss) before Interest, Exceptional Items and Tax				
a) Wind Turbine Generator	822.99	470.12	386.54	525.39
b) Gear Box (refer note 2)	-	-	-	64.85
c) Foundry & Forging	(5.40)	(0.65)	(50.41)	(65.01)
d) Others	(0.57)	(0.40)	12.03	17.81
Less: Interest	312.57	300.15	1,135.67	1,195.03
Less: Unallocable Expenditure / (Income) - net	14.77	68.92	90.83	193.50
Profit / (Loss) before Taxes and Exceptional Items	489.68	100.00	(878.34)	(845.49)
Exceptional items	-	(6.65)	37.28	(211.89)
Profit / (loss) before Tax	489.68	106.65	(915.62)	(633.60)
Capital Employed				
(Segment assets - Segment liabilities)				
a) Wind Turbine Generator	13,828.06	13,912.51	13,828.06	13,912.51
b) Gear Box (refer note 2)	-	-	-	-
c) Foundry & Forging	817.37	911.47	817.37	911.47
d) Others	279.98	244.01	279.98	244.01
Total	14,925.41	15,067.99	14,925.41	15,067.99

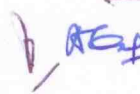


Notes:

- 1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on May 14, 2011. The Statutory Auditors of the Company have carried out a limited review of the above results for the quarter ended March 31, 2011.
- 2 Hansen Transmissions International NV ("Hansen") ceased to be a subsidiary of the Company with effect from November 24, 2009. The Company holds 26.06% stake in Hansen as on March 31, 2011 and has accounted for it as an associate. The consolidated financial figures for the year ended March 31, 2010 inter alia include the financial figures of Hansen till November 2009 as subsidiary and subsequently as an associate. Accordingly, the consolidated financial results for the year ended March 31, 2011 are to that extent not comparable with the consolidated financial results of the prior periods presented.
- 3 REpower Systems AG ("REpower") is one of the major subsidiaries of the Group. Till the quarter ended December 31, 2010, the sales revenue of REpower, was adjusted to align it to the Group accounting policy on revenue recognition. During the current quarter ended March 31, 2011, the Company based on a detailed evaluation of the contracts of Suzlon and REpower has concluded that the nature and level of customisation of the contracts of Suzlon and REpower are different and hence non-alignment of the revenue recognition policy of REpower to that of Suzlon would result in a more appropriate presentation of the financial statements. Due to this change the revenue and the net profit after tax is higher by Rs.974.97 crores and Rs.109.57 crores respectively.
- 4 The Indian Wind Energy Association ("InWEA") of which the Company is a member has filed a civil appeal in the Supreme Court against an order of the Appellate Tribunal for Electricity in regard to levy of Infrastructure Development Charges (IDC) by Tamil Nadu State Electricity Board. The auditors have given a Matter of Emphasis on non-provision of the IDC Charges aggregating Rs.64.80 crores as at March 31, 2011. Based on a legal opinion the Company / InWEA has a strong case in favour.
- 5 The Company has not provided for the proportionate premium on redemption of Convertible Bonds, since the Company believes that the same is contingent in nature. The proportionate premium as at March 31, 2011 is approximately Rs.579.21 crores (Rs.377.22 crores). The auditors have given a Matter of Emphasis on non-provision of the proportionate premium in their limited review report for the quarter ended March 31, 2011. The Company has Securities Premium of Rs.5,306.09 crores as at March 31, 2011, which is adequate to cover the cost of proportionate premium, in case the contingency materialises.
- 6 During the quarter and year ended March 31, 2011, the Company has recognised deferred tax asset of Rs.55.64 crores on brought forward losses of Suzlon Energy Limited. The Company believes that the recognition of deferred tax asset satisfies the conditions of virtual certainty prescribed under Accounting Standard - 22, Accounting for Taxes on Income as notified by the Companies (Accounting Standards) Rules, 2006 (as amended). The auditors have expressed reservation on this matter.
- 7 The Company is in the process of seeking the required statutory and regulatory approvals, for implementing a Scheme of Arrangement and Restructuring (SOA). The following are the salient features of the SOA:
 1. De-merger and consequent transfer of a) the Power Generation Division and b) the Project Execution Division from currently Wholly Owned Subsidiaries (WOS) to other two WOS
 2. Amalgamation of both the WOS with Suzlon Energy Limited after giving effect to the above-mentioned de-merger and consequent transfer of their respective division. The 'Appointed Date' fixed for this purpose is April 1, 2010. This SOA is subject to sanctions u/s.391 and 394 of the Companies Act, 1956 by the respective Honourable High Court of Judicature at Mumbai and Honourable High Court of Gujarat. Since this is pending approval of the Honorable High Courts, the above results do not contain any effect on account of this scheme.
- 8 On April 4, 2011, AE-Rotor Holding B.V., a wholly owned subsidiary of Suzlon has informed REpower Systems AG that it directly and indirectly owns shares amounting to more than 95% of the registered share capital of REpower Systems AG. At the same time, AE-Rotor Holding B.V. requested that the general meeting of REpower Systems AG shall pass a resolution on the transfer of the shares held by the remaining shareholders (minority shareholders) to AE-Rotor Holding B.V. in return for an appropriate cash compensation in compliance with §§ 327a et seq. German Stock Corporation Law (Aktiengesetz). According to the request, such resolution shall be passed in the next general meeting of REpower Systems AG.
- 9 On April 29, 2010, The Company had convened meetings of Bondholders of each of the series, who approved the respective resolutions put to them. Accordingly post receipt of regulatory approvals, the Company changed the conversion price of the Phase I bonds from Rs.359.68 per equity share to Rs.97.26 per equity share and for Phase II bonds from Rs.371.55 to Rs.97.26 per equity share, subject to adjustments in accordance with terms and conditions of the bonds. The revised floor price in respect of Phase I and Phase II bonds is Rs.74.025 per equity share. The fixed exchange rate was changed to 1USD=Rs.44.60 from 1USD=Rs.40.83 for Phase I bonds and 1USD=Rs.39.87 for Phase II bonds. The Company has incurred Rs.37.28 crores towards consent fee to bondholders and other cost and disclosed under exceptional items for the year ended March 31, 2011.
- 10 On receipt of shareholders' approval by way of Postal Ballot, on November 16, 2010, the Company issued and allotted 3,19,92,582 equity shares of Rs.2 each (1.80% stake) at a price of Rs.60 per share on preferential basis to 'IDFC Trustee Company Ltd. A/c IDFC Infrastructure Fund 3 A/c IDFC Private Equity Fund III' (IDFC PE) as a consideration for acquisition of 4,12,54,125 equity shares of Rs.10 each (17.1% stake) in SE Forge Limited (SEFL), a subsidiary of the Company. This preferential allotment to IDFC PE has been made in compliance with the applicable SEBI Regulations. Consequent to acquisition of IDFC PE's stake in SEFL, SEFL became a wholly owned subsidiary of the Company.
- 11 On July 12, 2010, the Company has raised Rs.1,188.39 crores pursuant to the Rights Issue. The Company allotted 188,633,322 Equity Shares of Rs.2 each at a premium of Rs.61 per Equity Share on a rights basis to the existing equity shareholders of the Company in the ratio of two equity shares for every 15 fully paid-up equity shares held by the existing equity shareholders on the record date. The Rights Issue proceeds have since been fully utilised and as such have been utilised in lines with the objects of the issue as stated in the Offer Document.
- 12 On April 12, 2011, the Company has made an issue of 5% Foreign Currency Convertible Bonds due 2016 for a total amount of USD 175.00 million (Rs.776.83 crores). The initial conversion price is set at Rs.54.01 per share and the same is subject to adjustments in certain circumstances.
- 13 The status of investor complaints received by the Company is as follows: Pending as on January 1, 2011 - 5; Received during the quarter - 24; Disposed during the quarter - 29; Pending as on March 31, 2011 - Nil.
- 14 The figures stated above, have been reclassified wherever necessary to confirm with the classification in the financial results for the quarter and year ended March 31, 2011.

Place Mumbai
Dated May 14, 2011

For and on behalf of the Board of Directors



Tulsi R. Tanti
Chairman & Managing Director

