

25th July 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.: Suzlon subsidiary signs an irrevocable undertaking to accept the offer of ZF Friedrichshafen AG and to sell its 26.06% equity interest in Hansen Transmissions International NV, Belgium.

In connection with the announcement (“**Offer Announcement**”) made by ZF Friedrichshafen AG (“**ZF**”) and Hansen Transmissions International NV, Belgium (“**Hansen**”) in relation to their agreement on the terms of a recommended cash offer to be made by ZF International BV (“**ZF Bidco**”), a wholly owned subsidiary of ZF, for the entire issued and to be issued share capital of Hansen at 66 pence per ordinary share (“**Offer**”), Suzlon Energy Limited (“**Suzlon**”) announces that AE-Rotor Holding BV, The Netherlands (“**AERH**”), an indirect wholly owned subsidiary of Suzlon which currently holds 174,632,079 Depository Receipts in Hansen representing 26.06 per cent. of the voting capital of Hansen, has signed an irrevocable undertaking (“**Irrevocable Undertaking**”) in favour of ZF under which it has undertaken to accept the proposed Offer subject to the terms and conditions of the Irrevocable Undertaking.

AERH’s obligation to accept the Offer under the Irrevocable Undertaking will lapse in certain circumstances, including if a firm intention to make an offer for Hansen’s shares is made by a third party for a consideration that is at least 12.5 per cent higher than consideration offered under the Offer or if the Offer lapses or is withdrawn.

If ZF completes the acquisition of AERH’s stake in Hansen under the Offer, AERH will realise about 115 million GBP (USD 187 million).

In the Offer Announcement, the directors of Hansen have announced that they consider the terms of the Offer to be fair and reasonable and have unanimously recommended that the shareholders of Hansen accept the Offer.

The Offer Announcement, which contains a summary of the terms and conditions of the Offer, is available on the website of the London Stock Exchange.

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



Hemal A. Kanuga,
Company Secretary.