

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF SUZLON ENERGY LIMITED
UNDER REGULATIONS 3(2), 4 AND READ WITH REGULATION 15(1) OF SECURITIES AND EXCHANGE BOARD OF INDIA
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Open Offer for Acquisition of upto 1,57,64,38,113 equity shares of Rs. 2/- each from the Public Shareholders of Suzlon Energy Limited (“Target Company”) by Family Investment Pvt. Ltd. (“Acquirer I”), Quality Investment Pvt. Ltd. (“Acquirer II”), Viditi Investment Pvt. Ltd. (“Acquirer III”), Virtuous Finance Pvt. Ltd. (“Acquirer IV”), Virtuous Share Investments Pvt. Ltd. (“Acquirer V”), Tejaskiran Pharmachem Industries Pvt Ltd (“Acquirer VI”), Sunrise Associates (“Acquirer VII”), Goldenstar Enterprises (“Acquirer VIII”), Pioneer Resources (“Acquirer IX”), Expert Vision (“Acquirer X”), Aalok D. Shanghvi (“Acquirer XI”), Vibha Shanghvi (“Acquirer XII”), Vidhi D Shanghvi (“Acquirer XIII”), Neostar Developers LLP (“Acquirer XIV”), Real Gold Developers LLP (“Acquirer XV”), Suraksha Buildwell LLP (“Acquirer XVI”), Sudhir V. Valia (“Acquirer XVII”), Raksha S. Valia (“Acquirer XVIII”), Vijay M. Parekh (“Acquirer XIX”) and Paresh M. Parekh (“Acquirer XX”) (collectively referred to as “Acquirers”) together with the Promoter Group (as defined below) of the Target Company as the persons acting in concert (collectively referred to as “PACs”) with the Acquirers. Save and except for the PACs, no other person is acting in concert with the Acquirers for the purpose of this Open Offer.

1. OFFER DETAILS

- 1.1 **Offer Size:** Upto 1,57,64,38,113 equity shares of Rs. 2/- each, representing 26% of Emerging Voting Capital (as defined below) of the Target Company.
- 1.2 **Offer Price:** The Offer Price is Rs. 18/- (Rupees Eighteen only) per fully paid-up equity share (“Offer Price”) aggregating to Rs. 2837,58,86,034/- (Rupees Two Thousand Eight Hundred Thirty Seven Crores Fifty Eight Lacs Eighty Six Thousand and Thirty Four only). The Offer Price is also subject to finalization of the price for the proposed preferential issue of equity shares as on the relevant date, i.e. February 16, 2015.
- 1.3 **Mode of Payment:** The Offer Price is payable in cash, in accordance with the provision of regulation 9(1)(a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereof (“SEBI (SAST) Regulations, 2011”).
- 1.4 **Type of Offer:** This Offer is a triggered offer made in compliance with regulations 3(2) and 4 of the SEBI (SAST) Regulations, 2011.

* “Emerging Voting Capital” is paid-up capital of 6,06,32,23,509 equity shares of Rs. 2/- each of the Target Company being the paid-up share capital as of the 10th working day after the closure of the tendering period after considering all potential increase in the number of outstanding equity shares (the potential increase, if any, in number of shares due to issue of equity shares to CDR lenders in lieu of sacrifice, cannot be ascertained and hence has not been considered) during the offer period including proposed preferential allotment of upto 100,00,00,000 equity shares of Rs. 2/- each.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)

Details of underlying transaction						
Type of Transaction (direct/ indirect)	Mode of Transaction (Agreement/ Allotment/ market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares /VRs acquired (Rs.)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total equity / voting capital			
Direct	Shareholders' Agreement dated February 13, 2015 executed amongst, Acquirers, PACs and the Target Company	Nil	Nil	Nil	N.A.	Regulations 3(2) and 4 of the SEBI (SAST) Regulations, 2011
Direct	Pursuant to Share Subscription Agreement dated February 13, 2015, preferential allotment of upto 100,00,00,000 equity shares of Rs. 2/- to be issued and allotted by the Target Company in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI ICDR	100,00,00,000	22.71%	Refer note below	Cash	

Details of underlying transaction						
Type of Transaction (direct/ indirect)	Mode of Transaction (Agreement/ Allotment/ market purchase)	Shares / Voting rights acquired/ proposed to be acquired		Total Consideration for shares /VRs acquired (Rs.)	Mode of payment (Cash/ securities)	Regulation which has triggered
		Number	% vis a vis total equity / voting capital			
	Regulations")					

Note: The total consideration for the preferential issue of equity shares shall be based on the price to be determined as on the relevant date, i.e. February 16, 2015, in accordance with the SEBI ICDR Regulations or Rs. 18 whichever is higher.

3. ACQUIRERS/ PACs

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
Acquirer I	Family Investment Pvt. Ltd.	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057	Dilip S. Shanghvi	None	Nil	Nil	2,25,00,000	0.51%	One or more of the entities owned by one or more of the Acquirers

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
Acquirer II	Quality Investment Pvt. Ltd.	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057	Dilip S. Shanghvi	None	Nil	Nil	2,54,00,000	0.58%	will also be providing credit enhancement for working capital facilities of Target Company. The Acquirers have also agreed to set-up a joint venture with the Target Company for setting-
Acquirer III	Viditi Investment Pvt. Ltd.	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057	Dilip S. Shanghvi	None	Nil	Nil	3,10,00,000	0.70%	
Acquirer IV	Virtuous Finance Pvt. Ltd.	401-404, 4th Flr, The Eagle's Flight, Suren Rd,	Dilip S. Shanghvi	None	Nil	Nil	1,85,00,000	0.42%	

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					Number	% of total share capital	Number	% of total share capital	
		Off Andheri-Kurla Rd, Andheri (E), Mumbai – 93							up of independent power projects in renewable sector. Both the above are subject to closing conditions specific to those transactions
Acquirer V	Virtuous Share Investments Pvt. Ltd.	401-404, 4th Flr, The Eagle's Flight, Suren Rd, Off Andheri-Kurla Rd, Andheri (E), Mumbai – 93	Dilip S. Shanghvi	None	Nil	Nil	1,30,00,000	0.30%	
Acquirer VI	Tejaskiran Pharmache	F.P 145, Ram	Dilip S. Shanghvi	None	Nil	Nil	2,79,00,000	0.63%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
	m Industries Pvt. Ltd.	Mandir Road, Vile Parle (East), Mumbai – 400 057							
Acquirer VII	M/s. Sunrise Associates, represented by its partners, Family Investment Pvt. Ltd., Quality Investment Pvt. Ltd. and Kumud S. Shanghvi.	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057	Dilip S. Shanghvi	None	Nil	Nil	10,09,00,000	2.29%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
Acquirer VIII	M/s. Goldenstar Enterprises, represented by its partners, Tejaskiran Pharmache m Pvt. Ltd., Virtuous Finance Pvt. Ltd. and Aalok S. Shanghvi.	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057	Dilip S. Shanghvi	None	Nil	Nil	10,09,00,000	2.29%	
Acquirer IX	M/s. Pioneer Resources, represented by its partners, Viditi Investment	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai –	Dilip S. Shanghvi	None	Nil	Nil	10,09,00,000	2.29%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
	Pvt. Ltd. Virtuous Share Investments Pvt. Ltd. Vibha Shanghvi.	400 057							
Acquirer X	Expert Vision, represented by its partners, Aditya Medisales Ltd., Unimed Investments Ltd. and Ms. Vidhi	F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057	Dilip S. Shanghvi	None	Nil	Nil	5,50,00,000	1.25%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
	Shanghvi.								
Acquirer XI	Aalok D. Shanghvi	'Tirth' Plot No. 17, New India Society, 12th Road, Juhu Vile Parle Scheme, Mumbai - 400 049	NA	None	Nil	Nil	6,80,00,000	1.54%	
Acquirer XII	Vibha Shanghvi	'Tirth' Plot No. 17, New India Society, 12th Road, Juhu Vile Parle Scheme, Mumbai - 400 049.	NA	None	Nil	Nil	6,80,00,000	1.54%	

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					Number	% of total share capital	Number	% of total share capital	
Acquirer XIII	Vidhi D Shanghvi	'Tirth' Plot No. 17, New India Society, 12th Road, Juhu Vile Parle Scheme, Mumbai - 400 049	NA	None	Nil	Nil	6,80,00,000	1.54%	
Acquirer XIV	Neostar Developers LLP	13, Shree Niketan, 16, Vithalbhai Road, Vile Parle (West), Mumbai – 400056	Mr. Sudhir V. Valia and Mr. Vijay M. Parekh	None	Nil	Nil	8,50,00,000	1.93%	
Acquirer XV	Real Gold Developers LLP	3, Narayan Building, 23, L N	Mr. Sudhir V. Valia and Mr.	None	Nil	Nil	8,50,00,000	1.93%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
		Road, Dadar (East), Mumbai – 400014	Vijay M. Parekh						
Acquirer XVI	Suraksha Buildwell LLP	3, Narayan Building, 23, L N Road, Dadar (East), Mumbai – 400014	Mr. Sudhir V. Valia and Mr. Vijay M. Parekh	None	Nil	Nil	11,00,00,000	2.50%	
Acquirer XVII	Sudhir V. Valia	801, Aalap Building, 173, Sir Bhalchandra Road, Dadar (East), Mumbai 400 014	NA	None	Nil	Nil	50,00,000	0.11%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
Acquirer XVIII	Raksha S. Valia	801, Aalap Building, 173, Sir Bhalchandra Road, Dadar (East), Mumbai – 400014	NA	None	Nil	Nil	50,00,000	0.11%	
Acquirer XIX	Vijay M. Parekh	102, Smruti CHS Ltd., M.G. Cross Road No. 4, Kandivali (West), Mumbai 400 067	NA	None	Nil	Nil	50,00,000	0.11%	
Acquirer XX	Paresh M.	102, Smruti	NA	None	Nil	Nil	50,00,000	0.11%	

	Name of Acquirers/ PACs	Address	Name of persons in control/ promoters of acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers / PACs belongs to	Pre Transaction shareholding as on February 5, 2015		Proposed shareholding after the acquisition of shares which triggered the Open Offer		Any other interest in the Target Company
					Number	% of total share capital	Number	% of total share capital	
	Parekh	CHS Ltd., M.G. Cross Road No. 4, Kandivali (West), Mumbai 400 067							
<u>PACs</u>	Please refer Annexure 1				1,05,27,84,456	30.94%	1,05,27,84,456	23.91%	Please refer Annexure 1
Total					1,05,27,84,456	30.94%	2,052,784,456	46.62%	

4. **DETAILS OF SELLING SHAREHOLDERS:** Not Applicable

5. **TARGET COMPANY**

5.1 Name : Suzlon Energy Limited.

5.2 Registered Office Address : “Suzlon”, 5, Shrimali Society, Near Shri Krishna Complex Navrangpura, Ahmedabad - 380 009.

5.3 Exchange where the equity shares of the Target Company are listed : BSE Limited and National Stock Exchange of India Limited

6. **OTHER DETAILS**

- 6.1. The details of the Open Offer would be published in the newspapers vide a Detailed Public Statement (“DPS”) on or before February 24, 2015 in compliance with Regulation 13(4) and Regulation 14(3) of the SEBI (SAST) Regulations, 2011.
- 6.2. The Acquirers undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations, 2011 and have adequate financial resources to meet Open Offer obligations.
- 6.3. This is not a Competitive Bid.
- 6.4. The Open Offer is not conditional upon any minimum level of acceptance as per Regulations 19(1) of the SEBI (SAST) Regulations, 2011.

Manager to Offer	Transaction advisors	Legal Advisors to the Acquirers
 IndusInd Bank Limited IndusInd Bank Ltd, 701 / 801, Solitaire Corporate Park, 167, Guru Hargobindji Marg, Chakala, Mumbai - 400093 Tel. No.: + 91 22 6641 2200; Fax: + 91 22 6641 2318 E-mail ID: investmentbanking@indusind.com; Contact person: Promod Khandelwal / Ashish Agarwal SEBI Registration Number: MB/INM000005031	 Inga Capital Private Limited Naman Midtown, 21st Floor, ‘A’ Wing Senapati Bapat Marg, Elphinstone (West) Mumbai 400 013	 P. H. Bathiya & Associates, Law offices 15, Tardeo AC Market, 4 th Floor, Tardeo Road, Mumbai – 400034



The transaction was facilitated by Antique Stock Broking Limited

Annexure 1 – PACs (Collectively referred to as Promoter Group)

Sr. No.	Name of PACs	Address	Name of persons in control/ promoters of Acquirers where Acquirers/ PACs are companies	Name of the Group, if any, to which the Acquirers/ PACs belongs to	Any other interest in the Target Company[#]
1.	Mr. Tulsi R. Tanti	Florida Estate, Bungalow No.29/30, Keshav Nagar, Mundhwa, Pune-411036	NA	None	Managing Director
2.	Ms. Gita T. Tanti	Florida Estate, Bungalow No.29/30, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
3.	Mr. Tulsi R. Tanti as karta of Tulsi Ranchhodbhai HUF	Florida Estate, Bungalow No.29/30, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
4.	Mr. Tulsi R. Tanti as karta of Ranchhodbhai Ramjibhai HUF	Florida Estate, Bungalow No.29/30, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
5.	Tulsi R. Tanti J/w. Vinod R. Tanti J/w. Jitendra R. Tanti	Florida Estate, Bungalow No.29/30, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
6.	Tanti Holdings Private Limited	“Suzlon”, 5, Shrimali Society, Near Shri Krishna Complex, Navrangpura, Ahmedabad-380009	Tanti family	None	-
7.	Vinod R. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	Director

8.	Jitendra R. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
9.	Sangita V. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
10.	Lina J. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
11.	Rambhaben Ukabhai	T-18, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
12.	Vinod R. Tanti as karta of Vinod Ranchhodbhai HUF	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036		None	-
13.	Jitendra R. Tanti as karta of Jitendra Ranchhodbhai HUF	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036		None	-
14.	Pranav T. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
15.	Nidhi T. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
16.	Rajan V. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-

17.	Brij J. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
18.	Trisha J. Tanti	Florida Estate, Bungalow No.79, Keshav Nagar, Mundhwa, Pune-411036	NA	None	-
19.	Girish R. Tanti	A-1102, Ssilver Woods, Mundhwa, Pune-411036	NA	None	Director
20.	Suruchi Holdings Private Limited	C-6, Phase 1, Liberty Co-operative Society, North Main Road, Koregaon Park, Pune-411001	Tanti family	None	-
21.	Sugati Holdings Private Limited	C-6, Phase 1, Liberty Co-operative Society, North Main Road, Koregaon Park, Pune-411001	Tanti family	None	-
22.	Samanvaya Holdings Private Limited	C-6, Phase 1, Liberty Co-operative Society, North Main Road, Koregaon Park, Pune-411001	Tanti family	None	-

[#] All the above named persons/ entities are forming part of promoter & promoter group of the Target Company.