

Siemens Energy Holdco B.V.  
Stadhouderslaan 900, 2382 BL, Zoeterwoude, the Netherlands

---

The Secretary  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400001  
Email: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

The Secretary  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai 400051  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

The Company Secretary  
Siemens Limited  
Birla Aurora, Level 21, Plot No. 1080  
Dr. Annie Besant Road, Worli  
Mumbai, Maharashtra, 400030  
E-mail: [ketan.thaker@siemens.com](mailto:ketan.thaker@siemens.com)

Zoeterwoude, 4 January 2024

Dear Sir,

**Sub.: Disclosure in terms of Regulation 31(1) read with 28(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)**

Pursuant to the SEBI Circular No. CIR/CFD/POLICYCELL/3/2015 dated August 05, 2015, please find enclosed herewith disclosure about the detailed reasons for encumbrance as prescribed under Regulation 31(1) read with Regulation 28(3) of the Takeover Regulations.

Request you to take the same on your record.

Yours faithfully,

For and on behalf of **Siemens Energy Holdco B.V.**



Digitally signed by  
de Jong Maarten  
Date: 2024.01.04  
11:36:31 +01'00'

Authorised Signatory  
Name: M.W.D. de Jong  
Designation: Director



Digitally signed by IJzermans  
Sanne  
DN: cn=IJzermans Sanne, c=DE,  
o=Siemens,  
email=sanne.ijzermans@siemens-  
energy.com  
Date: 2024.01.04 09:15:22 +01'00'

Authorised Signatory  
Name: S.A.M. IJzermans  
Designation: General Proxyholder

### Annexure I

#### Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition and Takeovers) Regulations, 2011

Name of the Target Company (TC)				Siemens Limited (“ <b>Target Company</b> ”)									
Names of the Stock Exchanges where the shares of the target company are listed				BSE Limited National Stock Exchange of India Limited									
Date of reporting				January 4, 2024									
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked				Siemens Energy Holdco B.V. (“ <b>SE Holdco BV</b> ”)									
Details of the creation/invocation/release of encumbrance: Please refer to the Note below.													
Name of the promoter(s) or PACs with him*		Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)						Post event holding of encumbered shares {creation [(2) +(3)]/ release [(2) – (3)] / invocation [(1) – (3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation/ release/ invocation)	Date of creation/ release/ invocation	Type of encumbrance (pledge/ lien/ non disposal undertaking / others)	Reasons for encumbrance **	Number	% of share capital	Name of entity in whose favour shares encumbered* **	Number	% of total share capital

### Siemens Energy Holdco B.V.

(i) Siemens Energy Holdco B.V. (ii) Siemens International Holding B.V. (iii) Siemens Metals Technologies Vermogensverwaltungs GmbH (iv) Siemens Aktiengesellschaft, Germany (v) Siemens Energy Holding B.V.	267,089,913	75.00%	Nil	Nil	Creation	December 22, 2023	Others (Guarantee Agreement)	Refer to Note below	17,806,012	4.99%	Deutsche Bank Luxembourg S.A., Beneficiaries (refer Note below)	17,806,012	4.99%
---	-------------	--------	-----	-----	----------	-------------------	------------------------------	---------------------	------------	-------	---	------------	-------

# Please note that the percentage numbers have been taken up to two decimals in the above table.

For and on behalf of **Siemens Energy Holdco B.V.**

Digitally signed by  
de Jong Maarten  
Date: 2024.01.04  
11:36:53 +01'00'

Authorized Signatory  
Name: M.W.D. de Jong  
Designation: Director  
Date: January 4, 2024

Digitally signed by IJzermans Sanne  
DN: cn=IJzermans Sanne, c=DE, o=Siemens, email=sanne.ijzermans@siemens-energy.com  
Date: 2024.01.04 09:16:10 +01'00'

Authorized Signatory  
Name: S.A.M. IJzermans  
Designation: General Proxyholder  
Date: January 4, 2024

\* The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

\*\* For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

\*\*\* This would include name of both the lender and the trustees who may hold shares directly or on behalf of the lender.

**Siemens Energy Holdco B.V.**

P.O. Box 22  
Stadhouderslaan 900

2380 AA Zoeterwoude  
2382 BL Zoeterwoude

Telephone  
Commercial Register The Hague

+31 (0) 71 579 2444  
nr. 92032966

Bank:  
IBAN:  
BIC:

Deutsche Bank - Amsterdam Branch

**Note:**

1. A guarantee agreement dated December 22, 2023 has been executed amongst Siemens Energy Global GmbH & Co. KG ("**SEG**") as company, Siemens Energy Holdco B.V., as guarantor ("**Guarantor**") and Deutsche Bank Luxembourg S.A., as facility agent ("**Facility Agent**") ("**Guarantee Agreement**") where inter alia the Guarantor has agreed to provide limited recourse guarantee in connection with EUR 1,000,000,000 guarantee facility agreement dated on or about the date of the Guarantee Agreement ("**Guarantee Facility Agreement**"). This separate Guarantee Facility Agreement has been executed amongst inter alios the Facility Agent, SEG as borrower and Siemens Energy AG as guarantor.
2. As set out in the Guarantee Agreement, the Guarantor has given an undertaking to the issuing banks and the guaranteed subsidiary facility lenders under and as defined in the Guarantee Facility Agreement (together "**Beneficiaries**") and the Facility Agent that it shall not dispose of the 17,806,012 equity shares held by the Guarantor in Siemens Limited ("**Target Company**") except as contemplated by the Guarantee Agreement. Since this is in the nature of an encumbrance as per Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, approx. 4.99% of the share capital of the Target Company has been encumbered.

**Siemens Energy Holdco B.V.**

P.O. Box 22  
Stadhouderslaan 900

2380 AA Zoeterwoude  
2382 BL Zoeterwoude

Telephone  
Commercial Register The Hague

+31 (0) 71 579 2444  
nr. 92032966

Bank:  
IBAN:  
BIC:

Deutsche Bank - Amsterdam Branch