

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

## The Securities and Exchange Board of India

SEBI Bhavan, Plot No. C4-A  
"G" Block, Bandra Kurla Complex  
Bandra (E), Mumbai 400 051  
Email: [sastexemptionapplication@sebi.gov.in](mailto:sastexemptionapplication@sebi.gov.in)

Zoeterwoude, 11 January 2024

Dear Sir,

### **Sub.: Report in terms of Regulation 10(7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations") in respect of acquisition under Regulation 10(1)(a)(iii) of the SEBI (SAST) Regulations, 2011.**

Siemens Limited ("**Target Company**") is a public listed company. This is to inform you that Siemens Energy Holdco B.V. ("**Acquirer**"), a wholly owned subsidiary of Siemens Energy Holding B.V. (formerly known as Siemens Gas and Power Holding B.V.) ("**Seller**") has acquired 17,806,013 equity shares of the Target Company (corresponding to approx. 5.00% of the equity share capital of the Target Company) from the Seller. The Seller is a Promoter of the Target Company.

In this regard, please find enclosed the requisite report under Regulation 10(7) of the Takeover Regulations. The intimation under Regulation 10(5) and Regulation 10(6) of the Takeover Regulations have been filed with the stock exchanges on December 13, 2023 and December 22, 2023 respectively.

Further, in terms of Regulation 10(7) of the Takeover Regulations and SEBI's Press Release No. 11/2023 dated 27 June, 2023, an amount of INR 177,000/- (i.e., non-refundable fee of INR 150,000 and GST of INR 27,000/-) has been paid on behalf of the Acquirer on January 08, 2024, through the payment gateway available on SEBI's website. The payment confirmation for the same (bearing receipt No.113137315836) is also enclosed.

Kindly acknowledge receipt.

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

Authorized Signatory  
Name: E.G. Verspuij  
Designation: General Proxyholder

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

**Siemens Energy Holdco B.V.**

Zoeterwoude  
the Netherlands

## 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

**Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations") to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(iii) of Takeover Regulations**

<b>1 General Details</b>			
	a.	Name, address, telephone no., e-mail of acquirer(s) [In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.]	Name of the Acquirer: Siemens Energy Holdco B.V. ("Acquirer")  Address: Stadhouderslaan 900, 2382 BL, Zoeterwoude, the Netherlands  Telephone No.: +31 (0) 71 579 2444  Email: <a href="mailto:maarten.de.jong@siemens-energy.com">maarten.de.jong@siemens-energy.com</a> / <a href="mailto:simone.davina@siemens-energy.com">simone.davina@siemens-energy.com</a>
	b.	Whether sender is the acquirer (Y/N)	Yes, the sender is the authorized representative of the Acquirer.
	c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Not applicable
	d.	Name, address, Tel no. and e-mail of sender if sender is not the acquirer	Not applicable
<b>2 Compliance of Regulation 10(7)</b>			
	a.	Date of report	11 January 2024
	b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes.
	c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, INR 177,000/- (i.e., non-refundable fee of INR 150,000 and GST of INR 27,000/-) has been paid on our behalf by our legal counsel, AZB & Partners on January 08, 2024, and a copy of the payment confirmation in this regard is enclosed.
<b>3 Compliance of Regulation 10(5)</b>			
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed, at least 4 working days before the date of the proposed acquisition.	Yes

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	b.	Date of Report	December 13, 2023			
<b>4</b>	<b>Compliance of Regulation 10(6)</b>					
	a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition	Yes			
	b.	Date of Report	December 22, 2023			
<b>5</b>	<b>Details of the Target Company</b>					
	a.	Name & address of TC	Siemens Limited (“ <b>Target Company</b> ”) Birla Aurora, Level 21, Plot No. 1080, Dr. Annie Besant Road, Worli, Mumbai – 400 030			
	b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited			
<b>6</b>	<b>Details of the acquisition</b>					
	a.	Date of acquisition	December 20, 2023			
	b.	Acquisition price per share (in Rs.)	An aggregate consideration of approximately INR 69,146,980,583.55 which amount to INR 3883.35 per equity share			
	c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7) (whether Regulation 3(1), 3(2), 4 or 5)	Regulation 3(2)			
	d.	Shareholding of acquirer/s and PACs individually in TC (in terms of no: & as a percentage of the total share/voting capital of the TC) (*)	<b>Before the acquisition</b>		<b>After the acquisition</b>	
			<b>No. of Shares</b>	<b>% w.r.t total share capital /voting rights of TC</b>	<b>No. of Shares</b>	<b>% w.r.t total share capital /voting rights of TC</b>
		Name(s) of the acquirer(s)/ PAC (**)				
		Acquirer	0	0%	17,806,013	5.00%
		Siemens International Holding B.V.	169,882,943	47.70%	169,882,943	47.70%
		Siemens Metals Technologies Vermögensverwaltungs GmbH	11,738,108	3.30%	11,738,108	3.30%

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		Siemens Aktiengesellschaft, Germany	64,101,646	18.00%	64,101,646	18.00%
		<b>Total</b>	<b>245,722,697</b>	<b>69.00%</b>	<b>263,528,710</b>	<b>74.00%</b>
	e.	Shareholding of seller/s in TC (in terms of no: & as a percentage of the total share/voting capital of the TC) (*)	<b>Before the acquisition</b>		<b>After the acquisition</b>	
		Name(s) of the seller(s) (**)	<b>No. of Shares</b>	<b>% w.r.t total share capital /voting rights of TC</b>	<b>No. of Shares</b>	<b>% w.r.t total share capital /voting rights of TC</b>
		Siemens Energy Holding B.V. (formerly known as Siemens Gas and Power Holding B.V.)	21,367,216	6.00%	3,561,203	1.00%
<b>7</b>	<b>Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(iii)</b>					
	a.	Provide the names of the seller/s	Siemens Energy Holding B.V. (formerly known as Siemens Gas and Power Holding B.V.) (" <b>Seller</b> ")			
	b.	Specify the relationship between the acquirer/s and the seller/s.	The Acquirer is the wholly owned subsidiary of the Seller.			
	c.	Confirm that the acquirer and the seller/s satisfy such a relationship as defined in Regulation 10(1)(a)(iii) of the Takeover Regulations	Yes, the Acquirer and the Seller are related in a manner which satisfies the requirement as specified in Regulation 10(1)(a)(iii) of the Takeover Regulations.			
	d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.	INR 3564.39			
	e.	If shares of the TC are infrequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable.			

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f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable.	The Acquirer confirms that the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) above.
g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed	December 13, 2023
h.	(1) Whether the acquirers as well as sellers have complied (during 3 years prior to the date of acquisition) with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N).	Yes.
	(2) If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made along with the copies of the same.	A list of all disclosures made by the Acquirer and the Seller (during 3 years prior to the date of acquisition) is enclosed as an <b>Annexure</b> and the copies of such disclosures are enclosed.
i.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(iii) with respect to exemptions has been duly complied with.	Yes, all the conditions specified under Regulation 10(1)(a)(iii) of the Takeover Regulations with respect to exemptions have been duly complied with.

#Please note that the percentage numbers have been taken upto two decimals.

We, for and on behalf of Siemens Energy Holdco B.V. hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

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

Authorised Signatory  
 Name: E.G. Verspuij  
 Designation: General Proxyholder

Date: 11 January 2024  
 Place: Zoeterwoude, the Netherlands

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

Date: 11 January 2024  
 Place: Zoeterwoude, the Netherlands

**Siemens Energy Holdco B.V.**  
 Zoeterwoude  
 the Netherlands

**Siemens Energy Holdco B.V.**

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 Stadhouderslaan 900      2382 BL Zoeterwoude      Commercial Register The Hague      nr. 92032966      IBAN:      BIC:

**NOTE:**

(\*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.

(\*\*) Shareholding of each entity shall be shown separately as well as collectively.

**Annexure**

Disclosures under Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Entity making disclosure	Date	Regulation Number	Submitted to	Reasons (if applicable)
Siemens Energy Holding B.V. (formerly known as Siemens Gas and Power Holding B.V.)	April 1, 2021	30(1) and 30(2)	BSE Ltd. & National Stock Exchange of India Ltd. Siemens Limited	Continual disclosure under Regulation 30 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
Siemens Energy Holding B.V. (formerly known as Siemens Gas and Power Holding B.V.)	December 11, 2023	29(2)	BSE Ltd. & National Stock Exchange of India Ltd. Siemens Limited	Disclosure for change in shareholding under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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Siemens Energy Holding B.V., Stadhouderslaan 900,  
2382 BL Zoeterwoude, Nederland

The Secretary  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400001  
E-mail: corp.relations@bseindia.com

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

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

Zoeterwoude, 11 December 2023

**Subject: Disclosure in terms of Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")**

Dear Sir,

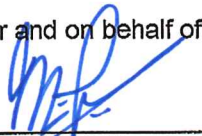
Siemens Limited ("**Target Company**") is a public listed company. This is to inform you that Siemens Energy Holding B.V. (formerly known as "Siemens Gas and Power Holding B.V.") ("**Seller**") has sold 64,101,646 equity shares of the Target Company (corresponding to 18.00% of the equity share capital of the Target Company) to Siemens Aktiengesellschaft, Germany ("**Acquirer**"). Both the Acquirer and the Seller are Promoters of the Target Company.


In this regard, please find enclosed the requisite disclosure under Regulation 29(2) of the Takeover Regulations.

Kindly acknowledge receipt.

Yours faithfully,

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

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

  
\_\_\_\_\_  
Authorised Signatory  
Name: S.E.A. Davina  
Designation: Board member

Siemens Energy Holding B.V.  
Managing Board: Simon Krotter, Maarten de Jong, Simone Davina

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**Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1	Name of the Target Company (TC)	Siemens Limited (“ <b>Target Company</b> ”)		
2	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Siemens Aktiengesellschaft, Germany (“ <b>Acquirer</b> ”) Siemens International Holding B.V. (“ <b>SIH</b> ”) Siemens Metals Technologies Vermögensverwaltungs GmbH (“ <b>SMTV</b> ”) Siemens Energy Holding B.V. (“ <b>Seller</b> ”)		
3	Whether the acquirer belongs to Promoter/Promoter group	Both the Seller and the Acquirer are Promoters of the Target Company.		
4	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5	Details of the acquisition-/ disposal as follows	<b>Number</b>	<b>% w.r.t. total share/voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/voting capital of the TC (**)</b>
(i)	Before the acquisition under consideration, holding of:			
	a) Shares carrying voting rights			
	Acquirer	0	0%	0%
	SIH	169,882,943	47.70%	47.70%
	SMTV	11,738,108	3.30%	3.30%
	Seller	8,54,68,862	24.00%	24.00%
	b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
	c) Voting rights (VR) otherwise than by shares	-	-	-
	d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-
	e) Total (a+b+c+d)	267,089,913	75.00%	75.00%
(ii)	Details of acquisition/sale			
	a) Shares carrying voting rights acquired/sold			
	Seller		18.00%	18.00%

Siemens Energy Holding B.V.  
Managing Board: Simon Krotter, Maarten de Jong, Simone Davina

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		64,101,646 <sup>1</sup>		
	b) VRs acquired /sold otherwise than by shares	-	-	-
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
	d) Shares encumbered / invoked/released by the acquirer	-	-	-
	e) Total (a+b+c+/-d)	64,101,646	18.00%	18.00%
(iii)	After the acquisition/sale, holding of:			
	a) Shares carrying voting rights			
	Acquirer	64,101,646	18.00%	18.00%
	SIH	169,882,943	47.70%	47.70%
	SMTV	11,738,108	3.30%	3.30%
	Seller	21,367,216	6.00%	6.00%
	b) Shares encumbered with the acquirer	-	-	-
	c) VRs otherwise than by shares	-	-	-
	d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
	e) Total (a+b+c+d)	267,089,913	75.00%	75.00%
6	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Inter-se transfer between the Promoters through an off-market transaction.		
7	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	December 8, 2023		
8	Equity share capital / total voting	356,120,255 Equity Shares of INR 2 each		

<sup>1</sup> The Acquirer who is a promoter and also a person acting in concert has acquired 64,101,646 equity shares from the Seller.

**Siemens Energy Holding B.V.**  
Managing Board: Simon Krotter, Maarten de Jong, Simone Davina

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	capital of the TC before the said acquisition / sale	
9	Equity share capital/ total voting capital of the TC after the said acquisition / sale	356,120,255 Equity Shares of INR 2 each
10	Total diluted share/voting capital of the TC after the said acquisition	356,120,255 Equity Shares of INR 2 each

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

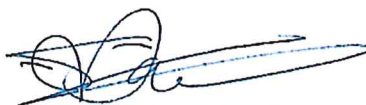
(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

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



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

Date: December 11, 2023  
 Place: Zoeterwoude



\_\_\_\_\_  
 Authorised Signatory  
 Name: S.E.A. Davina  
 Designation: Board member

Date: December 11, 2023  
 Place: Zoeterwoude

Siemens Gas and Power Holding B.V.,  
P.O. Box 22, 2380 AA Zoeterwoude, the Netherlands

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Date: 1 April, 2021  
To: BSE Limited  
National Stock Exchange of India Limited

**Subject: Annual Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011**

Dear Sir / Madam,

Pursuant to Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, please find enclosed, in the prescribed format, yearly disclosure of our shareholding in Siemens Limited, India, as on 31<sup>st</sup> March, 2021.

Yours faithfully,

**For Siemens Gas and Power Holding B.V.**



A.C. de Jong  
Authorised Signatory



E.G. Verspuij  
Authorised Signatory

CC: Siemens Limited  
Birla Aurora, Level 21, Plot No. 1080,  
Dr. Annie Besant Road, Worli,  
Mumbai – 400030

**Siemens Gas and Power Holding B.V.**

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**Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part-A - Details of Shareholding**

1. Name of the Target Company (TC)	SIEMENS LIMITED		
2. Name(s) of the stock exchange(s) where the shares of the TC are listed	1. BSE LIMITED 2. NATIONAL STOCK EXCHANGE OF INDIA LIMITED		
3. Particulars of the shareholder(s) :	SIEMENS GAS AND POWER HOLDING B.V.		
a. Name of the person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instruments that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	SIEMENS GAS AND POWER HOLDING B.V.		
Or			
b. Name(s) of promoter(s), member of the promoter group and PAC with him.	SIEMENS GAS AND POWER HOLDING B.V.		
4. Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As on 31 <sup>st</sup> March, 2021, holding of:			
a) Shares	85,468,862	24.00%	24.00%
b) Voting Rights (otherwise than by shares)	-	-	-
c) Warrants	-	-	-
d) Convertible Securities	-	-	-
e) Any other instrument that would entitle the holder to receive shares in the TC.	-	-	-
Total	85,468,862	24.00%	24.00%

(\*) Diluted share/voting capital means the total number of shares in TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**For Siemens Gas and Power Holding B.V.**



Signature of Authorised Signatory  
Name: A.C. de Jong  
Place: Zoeterwoude  
Date: 01/04/2021



Signature of Authorised Signatory  
Name: E.G. Verspuij  
Place: Zoeterwoude  
Date: 01/04/2021

\*\*\*\*\*

**Part-B\*\***

Name of the Target Company: SIEMENS LIMITED

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter / Promoter group	PAN of the person and PACs
SIEMENS GAS AND POWER HOLDING B.V.	Promoter	ABDCS3479E

For **Siemens Gas and Power Holding B.V.**



Signature of Authorised Signatory

Name: A.C. de Jong

Place: Zoeterwoude

Date: 01/04/2021



Signature of Authorised Signatory

Name: E.G. Verspuij

Place: Zoeterwoude

Date: 01/04/2021

(\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

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