

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400001
Email: 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

Zoeterwoude, 13 December 2023

Dear Sir,

Sub.: Disclosure in terms of Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

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**”) proposes to acquire 17,806,013 equity shares of the Target Company (corresponding to approx. 5% 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 disclosure under Regulation 10(5) of the Takeover Regulations.

Kindly acknowledge receipt.

Yours faithfully,

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

Authorised Signatory
Name: A.C. de Jong
Designation: General Proxyholder

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

Disclosure under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

1.	Name of the Target Company (TC)	Siemens Limited (“ Target Company ”)
2.	Name of the acquirer(s)	Siemens Energy Holdco B.V. (“ Acquirer ”)
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The Acquirer, being a wholly owned subsidiary of Siemens Energy Holding B.V. (formerly known as Siemens Gas and Power Holding B.V.) (“ Seller ”) (a Promoter of the Target Company), is deemed to be a member of the Promoter group of the Target Company. Pursuant to the transaction, the Acquirer will be disclosed as a Promoter of the Target Company.
4.	Details of the proposed acquisition	
	a.	Name of the person(s) from whom shares are to be acquired
	b.	Proposed date of acquisition
	c.	Number of shares to be acquired from each person mentioned in 4(a) above
	d.	Total shares to be acquired as % of share capital of TC
	e.	Price at which shares are proposed to be acquired
	f.	Rationale, if any, for the proposed transfer
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Sub-clause (iii) of Regulation 10(1)(a)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	INR 3564.39 (National Stock Exchange of India Limited)
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable

Siemens Energy Holdco B.V.

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2382 BL Zoeterwoude

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IBAN:
BIC:

Deutsche Bank - Amsterdam Branch

8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.		The Acquirer hereby confirms that the acquisition price would not be higher by more than 25% of the price computed in accordance with point 6 above.			
9.	(i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition)/ will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011(corresponding provisions of the repealed Takeover Regulations, 1997) (ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished		(i) The Acquirer confirms that the transferor and the transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with the applicable disclosure requirements in Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997). (ii) The details are set out as an Annexure and the copy of the disclosure is enclosed.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		The Acquirer confirms that all applicable conditions as mentioned in Regulation 10(1)(a) of the Takeover Regulations with respect to exemptions have been duly complied with.			
11.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers) (*)				
		Acquirer	0	0.00%	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%
		Siemens Aktiengesellschaft, Germany	64,101,646	18.00%	64,101,646	18.00%
		Total	245,722,697	69.00%	263,528,710	74.00%
	b	Seller (s)				
		Seller	21,367,216	6.00%	3,561,203	1.00%

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

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Notes:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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

Authorised Signatory

Name: A.C. de Jong

Designation: General Proxyholder

Authorised Signatory

Name: S.A.M. IJzermans

Designation: General Proxyholder

Date: December 13, 2023

Place: Zoeterwoude, the Netherlands

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ANNEXURE

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.)	6 April, 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.)	11 December, 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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