



December 2, 2024

National Stock Exchange of India Limited
BSE Limited

Scrip Code –

National Stock Exchange of India Limited: SIEMENS EQ
BSE Limited: 500550

Re: Voting Results of the meeting of the equity shareholders of Siemens Limited (“Company”) held on December 2, 2024, pursuant to the directions of the Hon’ble National Company Law Tribunal, Mumbai Bench

Dear Sir / Madam,

With reference to our letter dated October 30, 2024, this is to inform you that the equity shareholders of the Company at their meeting held on **Monday, December 2, 2024**, have by requisite majority (i.e. majority in number representing three - fourth in value) approved the resolution stated in the Notice dated October 30, 2024 for the Scheme of Arrangement between Siemens Limited and Siemens Energy India Limited and their respective shareholders and creditors.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed voting results in the specified format along with the Scrutinizer’s report for the said meeting.

Kindly take the above information on record.

Yours faithfully,

For **Siemens Limited**

Ketan Thaker
Company Secretary

Encl: a/a

Siemens Limited
Management: Sunil Mathur
CIN: L28920MH1957PLC010839

Birla Aurora, Level 21, Plot No. 1080, Dr. Annie Besant Road, Worli, Mumbai – 400030, India
Tel.: +91 22 6251 7000
Website: www.siemens.co.in
E-mail- Corporate-Secretariat.in@siemens.com

Registered Office: Birla Aurora, Level 21, Plot No. 1080, Dr. Annie Besant Road, Worli, Mumbai – 400030. Telephone +91 22 6251 7000. Fax +91 22 24362403.
Sales Offices: Ahmedabad, Bengaluru, Bhopal, Bhubaneswar, Chandigarh, Chennai, Coimbatore, Gurgaon, Hyderabad, Jaipur, Jamshedpur, Kolkata, Lucknow, Kochi, Mumbai, Nagpur, Navi Mumbai, New Delhi, Puducherry, Pune, Vadodara, Visakhapatnam.

General information about company

Scrip code	500550
NSE Symbol	SIEMENS
MSEI Symbol	NOTLISTED
ISIN	INE003A01024
Name of the company	SIEMENS LIMITED
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	02-12-2024
Start time of the meeting	11:00 AM
End time of the meeting	11:41 AM

Scrutinizer Details

Name of the Scrutinizer	P N Parikh
Firms Name	PARIKH PAREKH & ASSOCIATES
Qualification	CS
Membership Number	327
Date of Board Meeting in which appointed	14-05-2024
Date of Issuance of Report to the company	02-12-2024

Voting results	
Record date	25-11-2024
Total number of shareholders on record date	201100
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	5
b) Public	59
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Scheme of Arrangement between Siemens Limited (“Demerged Company” or “Company”) and Siemens Energy India Limited (“Resulting Company”) and their respective shareholders and creditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	267089913	267089913	100	267089913	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		267089913	267089913	100	267089913	0	100
Public- Institutions	E-Voting	55637965	47850215	86.0028	47850215	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		55637965	47850215	86.0028	47850215	0	100
Public- Non Institutions	E-Voting	33392627	3776392	11.3091	3727109	49283	98.695	1.305
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		33392627	3776392	11.3091	3727109	49283	98.695
Total		356120505	318716520	89.4968	318667237	49283	99.9845	0.0155
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block

Textual Information(1)

1. Type of approval - Requisite majority of votes i.e., majority in number representing three-fourth in value.
2. In the "Scrutinizer Details" sheet, the date of board meeting in which appointed is mentioned as 14.05.2024, however, the appointment of Scrutinizer was done vide NCLT order dated 25.10.2024.

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

To

Justice (Retd.) Mr. Suresh Chandrakant Gupte, Bombay High Court,
The Chairperson appointed for the NCLT convened meeting of the Equity Shareholders of
Siemens Limited

Sub: Consolidated Scrutinizer's Report on the results of voting by the Equity Shareholders of Siemens Limited through remote e-voting process (prior to the meeting) and at the meeting held on Monday, December 2, 2024 at 11.00 a.m. (IST) ("Meeting"), through video conferencing/ other audio visual means ("Meeting"), convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble Tribunal" or "NCLT") vide its order dated October 25, 2024 passed in the Company Scheme Application No. CA(CAA)/160/MB-IV/2024 in connection with the Scheme of Arrangement between Siemens Limited and Siemens Energy India Limited and their respective shareholders and creditors under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act")("Scheme") read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("Arrangement Rules"), Sections 108 of the Act, Rule 20 of Companies (Management and Administration) Rules, 2014 ("Management Rules") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

I, P. N. Parikh (FCS 327 CP 1228) of M/s Parikh Parekh & Associates, Practicing Company Secretaries, have been appointed by the **Hon'ble Tribunal**, by its Order dated October 25, 2024 passed, in the Company Scheme Application No. **CA(CAA)/160/MB-IV/2024** ("**Order**"), as the Scrutinizer for the purpose of scrutinizing the remote e-voting process prior to Meeting and e-voting process at the Meeting of the Equity Shareholders of Siemens Limited, convened and held on Monday, December 2, 2024 at 11.00 a.m. IST ("**Meeting**") through video conferencing/other audio visual means, pursuant to the provisions of the Sections 230 to 232 and Section 108 of the Act read with Arrangement Rules, Management Rules, and Listing Regulations in a fair and transparent manner, on the below mentioned resolution seeking approval of the Equity Shareholders to the proposed Scheme.

I do hereby submit my report as under:

As confirmed by the Company, the Notice dated October 30, 2024 along with the Scheme, Explanatory Statement under Sections 230(3) and 232 read with Section 102 of the Act, Rule 6 of the Arrangement Rules and Master Circular dated June 20, 2023 bearing reference no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 on scheme of arrangement issued by the Securities and Exchange Board of India, Scheme and other annexures thereto ("**Notice**") as confirmed by the Company was sent to the Equity Shareholders in respect of the below mentioned resolution proposed at the Meeting.

The Company had provided its Equity Shareholders the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting through electronic means by using the electronic voting system provided by National Securities Depositories Limited ("**NSDL**") (remote e-voting).

The Company had also provided e-voting facility to the Equity Shareholders present at the Meeting who had not cast their votes through remote e-voting prior to the Meeting.

The voting period for the remote e-voting prior to the Meeting commenced on **Wednesday, November 27, 2024 at 9.00 a.m. (IST) and ended on Sunday, December 01, 2024 at 5.00 p.m. (IST).**

The cut-off date was **Monday, November 25, 2024** for the purpose of deciding the Equity Shareholders entitled to vote through remote e-voting and e-voting conducted at the Meeting on the resolution seeking their approval.

After the closure of the e-voting at the Meeting, the report on the voting done at the Meeting and the votes cast under remote e -voting facility prior to the Meeting were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records maintained by the Company's Registrar and Transfer Agents ("RTA") and the authorisations lodged with the Company/ Company's RTA.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereunder and the Listing Regulations relating to voting through remote e-voting, and e-voting at the Meeting on the resolution contained in the Notice.

My responsibility as the Scrutinizer for the remote e-voting process, and e-voting at the Meeting is restricted to scrutinize remote e-voting process prior to Meeting and e-voting process at the Meeting in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution and "invalid" votes, based on the reports generated from the remote e-voting system, and e-voting at the Meeting provided by NSDL.

The resolution placed before the Equity Shareholders and the consolidated result of the voting on the same through remote e-voting prior to Meeting and e-voting process during the Meeting seeking approval of the Equity Shareholders of the Company are given below.

Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 230 and 232 of the Companies Act, 2013 (**“Act”**) the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) and circulars issued thereof, for the time being in force) and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon’ble National Company Law Tribunal, Mumbai Bench (**“Tribunal”**) and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be deemed appropriate by the parties to the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **“Board”** which term shall be deemed to mean and include one or more Committee(s) constituted / to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the Scheme of Arrangement between Siemens Limited (**“Demerged Company”**) and Siemens Energy India Limited (**“Resulting Company”**) and their respective shareholders and creditors (**“Scheme”**), be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and / or conditions, if any, which may be required and / or imposed by the Tribunal while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper, without being required to seek any further approval of the equity shareholders and the equity shareholders shall be deemed to have given their approval thereto expressly by authority under this Resolution.”

(i) Voted **in favour** of the resolution:

Number of Equity Shareholders voted	Number of valid votes cast by them	% of total number of valid votes cast
2,721	31,86,67,237	99.98

(ii) Voted **against** the resolution:

Number of Equity Shareholders voted	Number of valid votes cast by them	% of total number of valid votes cast
40	49,283	0.02

(iii) **Invalid** votes:

Number of Equity Shareholders whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

All registers, relevant records and other incidental papers related to remote e-voting prior to as well as during the Meeting were handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

For **Siemens Limited**

Yours faithfully,

Pravinchan
dra
Nahalchand
d Parikh

Digitally signed by
Pravinchand
Nahalchand Parikh
Date: 2024.12.02
17:16:52+05'30'

P. N. Parikh

Parikh Parekh & Associates**Practising Company Secretaries**

FCS: 327 CP No.: 1228

UDIN: F000327F003211361

111, 11th Floor, Sai Dwar CHS Ltd.,

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri (West), Mumbai - 400053

Ketan Thaker

Company Secretary

Place: Mumbai

Dated: December 2, 2024

CC:

The Company Secretary

SIEMENS LIMITED

CIN: L28920MH1957PLC010839

Birla Aurora, Level 21, Plot No. 1080,

Dr. Annie Besant Road,

Worli, Mumbai - 400 030.