



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 unsecured creditors 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 unsecured creditors 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.

Further, please find enclosed the voting results 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, Tel.: +91 22 6251 7000
Dr. Annie Besant Road, Worli, Website: www.siemens.co.in
Mumbai – 400030 E-mail- Corporate-
India 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.

Voting Results

a. Total valid votes polled			INR 18,85,56,39,928			
b. Details of votes						
Votes in favour of the Resolution			Votes against the Resolution			Invalid votes
Number of Unsecured Creditors	Value of outstanding amount (INR)	As a percentage in value terms of valid votes referred in "a" above	Number of Unsecured Creditors	Value of outstanding amount (INR)	As a percentage in value terms of valid votes referred in "a" above	Value of invalid outstanding amount (INR)
204	18,85,56,39,928	100%	0	0	N.A.	11,39,40,413



PARIKH PAREKH & ASSOCIATES
COMPANY SECRETARIES

Office: 111, 11th floor, Sai-Dwar CHS Ltd., SAB TV Lane, Opp. Laxmi Industrial Estate, Off Link Road, Above Shabari Restaurant, Andheri (West), Mumbai-400 053.
Tel.: 26301232 / 26301233 Email: cs@parikhassociates.com Website: www.parikhassociates.com Firm Unique Code: P1987MH010000

To

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

Sub: Consolidated Scrutinizer's Report on the results of voting by the Unsecured Creditors of Siemens Limited through remote e-voting process (prior to the meeting) and at the meeting held on Monday, December 2, 2024 at 2.30 p.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").

Dear Sir,

I, P. N. Parikh (FCS 327) 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 (hereinafter referred to as "**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 Unsecured Creditors of Siemens Limited convened and held on Monday, December 2, 2024 at 2.30 p.m. (IST) ("**Meeting**") through video conferencing/other audio visual means, pursuant to the provisions of the Sections 230 to 232 of the Act read with Arrangement Rules, in a fair and transparent manner, on the below mentioned resolution seeking approval of Unsecured Creditors 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 Statement under Sections 230 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**") was sent to the Unsecured Creditors in respect of the below mentioned resolution proposed at the Meeting

The Company had provided its Unsecured Creditors 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 Unsecured Creditors 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 **Thursday, October 31, 2024** for the purpose of deciding the Unsecured Creditors 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 voting at the Meeting, the report on the e-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 and the authorizations lodged with the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules framed 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 Unsecured Creditors 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 Unsecured Creditors 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 unsecured creditors and the unsecured creditors shall be deemed to have given their approval thereto expressly by authority under this Resolution.”

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

Number of Unsecured Creditors voted	Value of votes (in terms of amount outstanding) cast by them (in Rs.)	% of total value of valid votes cast
204	18,85,56,39,928	100.00

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

Number of Unsecured Creditors voted	Value of votes (in terms of amount outstanding) cast by them (in Rs.)	% of total value of valid votes cast
Nil	Nil	N.A.

(iii) **Invalid** votes:

Total number of Unsecured Creditors whose votes were declared invalid	Total value of votes (in terms of amount outstanding) cast by them (in Rs.)
20	11,39,40,413

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,

Yours faithfully,

Pravinchandra
ra
Nahalchandra
Parikh
Digitally signed by
Pravinchandra
Nahalchandra Parikh
Date: 2024.12.02
20:08:05 +05'30'

P. N. Parikh

Scrutinizer

Parikh Parekh & Associates

Practising Company Secretaries

FCS: 327 CP No.: 1228

UDIN: F000327F003217585

111,11th Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp.Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri (West), Mumbai – 400053

Place: Mumbai Dated: 02.12.2024

For **Siemens Limited**

Ketan Thaker

Company Secretary

CC:

The Company Secretary

SIEMENS LIMITED

CIN: L28920MH1957PLC010839

Birla Aurora, Level 21, Plot No. 1080,

Dr. Annie Besant Road,

Worli, Mumbai - 400 030.