PARIKH PAREKH & ASSOCIATES (Regd.)
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
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To,
The Chairman
SIEMENS LIMITED
130, Pandurang Budhkar Marg
Worli, Mumbai - 400 018

Report of Scrutinizer

I, P. N. Parikh, Company Secretary in whole time practice, having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following resolution:

(a) Special Resolution as per the Notice dated November 08, 2014 issued under Section 110 of the Companies Act, 2013 for Sale and transfer of the Company's Metals Technologies business as "going concern" and by way of a slump sale to a subsidiary (which is being incorporated) of Siemens VAI Metals Technologies GMBH, Germany with effect from the close of business hours on 31st December, 2014, pursuant to the provisions of Section 188 of the Companies Act, 2013 and the Rules framed thereunder.

I have scrutinized the poll papers and e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolution.

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P. N. PARIKH CP 1228 MUMBAI COMPANY SECRETARY

Special Resolution for Sale and transfer of the Company's Metals Technologies business as "going concern" and by way of a slump sale to a subsidiary (which is being incorporated) of Siemens VAI Metals Technologies GMBH, Germany with effect from the close of business hours on 31st December, 2014, pursuant to the provisions of Section 188 of the Companies Act, 2013 and the Rules framed thereunder.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
1048	4,29,87,003	99.86

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
91	60,077	0.14

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast(Shares)
36	22,25,404

P. N. PARIKH CP 1228 MUMBAI COMPANY SECRETARY

Signature

Name: P. N. Parikh

Scrutinizer

Place: Mumbai

Dated: December 15, 2014

FCS: 327 CP: 1228