PARIKH PAREKH & ASSOCIATES (Regd.)
COMPANY SECRETARIES

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To,
The Chairman
SIEMENS LIMITED
130, Pandurang Budhkar Marg,
Worli, Mumbai - 400018

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting.

I, P. N. Parikh, of M/s. Parikh Parekh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Siemens Limited, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions to be passed at the 57th Annual General Meeting of the Company to be held on January 30, 2015.

The Notice dated November 25, 2014 convening Annual General Meeting (AGM) of the Company along with Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the 57th AGM of the Company to be held on January 30, 2015.

The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of December 12, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 17 in the Notice of the 57th AGM of Siemens Limited.

The voting period for e-voting commenced on Thursday, January 22, 2015 at 09.00 a.m. and ended on Saturday, January 24, 2015 at 6.00 p.m. and the NSDL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms received upto Saturday, January 24, 2015 (06:00 p.m.) were considered.

P. N. PARIKH
CP 1228
MUMBAI
COMPANY SECRETARY

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my Report as under on the result of the voting through electronic means and physical mode in respect of the said Resolutions.

I. Resolution No. 1 :-

Adoption of Audited Financial Statements for the year ended 30th September, 2014, together with the Reports of the Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
431	30,92,32,919	100.00

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



II. Resolution No. 2 :-

Declaration of Dividend on equity shares of the company.

(i) Voted in favour of the resolution:

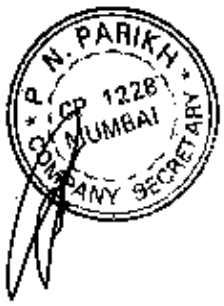
Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
430	30,92,32,819	100.00

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



III. Resolution No. 3 :-

Re-appointment of Mr. Joe Kaesar (DIN 00867264), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
273	29,98,46,482	96.97

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
154	93,84,527	3.03

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



IV. Resolution No. 4 :-

Appointment of Messrs. S R B C & Co. LLP, Chartered Accountants (Firm Registration No. 324982E), as Statutory Auditors of the Company for a period of 4 consecutive years, in place of Messrs. S. R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. 101049W), the retiring Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
423	30,92,30,610	100.00*(Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
6	559	0.00#

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

* % of votes in favour: 99.9998
#% of votes against : 0.0002

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V. Resolution No. 5 :-

Appointment of Mr. Deepak S. Parekh (DIN: 00009078) as an Independent Director of the Company for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
393	30,41,52,767	99.78

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
26	6,84,802	0.22

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



VI. Resolution No. 6 :-

Appointment of Mr. Yezdi H. Malegam (DIN: 00092017) as an Independent Director of the Company for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
404	30,84,74,445	99.76

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
25	7,56,724	0.24

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



VII. Resolution No. 7 :-

Appointment of Mr. Darius C. Shroff (DIN: 00170680) as an Independent Director of the Company for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
401	30,84,71,133	99.75

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
24	7,59,562	0.25

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



VIII. Resolution No. 8 :-

Appointment of Mr. Narendra J. Jhaveri (DIN: 00198912) as an Independent Director of the Company for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
305	30,34,50,296	98.13

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
122	57,80,808	1.87

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



IX. Resolution No. 9 :-

Appointment of Mr. Keki B. Dadiseth (DIN: 00052165) as an Independent Director of the Company for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
417	30,91,23,447	99.97

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
12	1,07,717	0.03

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

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X. Resolution No. 10 :-

Appointment of Mr. Pradip V. Nayak (DIN: 00032403) as an Independent Director of the Company for a period of 5 consecutive years.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
418	30,92,30,333	100.00*(Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
8	676	0.00#

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

* % of votes in favour: 99.9998
#% of votes against : 0.0002

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XI. Resolution No. 11 :-

Appointment of Mr. Christian Rummel (DIN: 01992982) as a Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
415	30,86,08,316	99.80

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
11	6,22,068	0.20

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



XII. Resolution No. 12 :-

Appointment of Mr. Christian Rummel (DIN: 01992982) as Executive Director and Chief Financial Officer of the Company and payment of remuneration to him.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
310	30,31,61,865	98.04

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
116	60,68,944	1.96

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



XIII. Resolution No. 13 :-

Revision in remuneration of Mr. Christian Rummel (DIN: 01992982), Executive Director and Chief Financial Officer of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
288	30,31,08,844	98.02

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
138	61,22,291	1.98

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.



XIV. Resolution No. 14 :-

Revision in remuneration of Mr. Sunil Mathur (DIN: 02261944), Managing Director and Chief Executive Officer of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
289	30,31,07,175	98.02

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
138	61,24,011	1.98

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

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XV. Resolution No. 15 :-

Payment of Commission to Non-Executive Directors of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
392	30,92,25,185	100.00*(Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
31	5,524	0.00#

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

* % of votes in favour: 99.9982
#% of votes against : 0.0018

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XVI. Resolution No. 16 :-

Payment of remuneration to the Cost Auditors of the Company for FY 2014 -15.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
425	30,92,30,869	100.00*(Rounded off)

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
3	300	0.00#

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

* % of votes in favour: 99.9999
#% of votes against : 0.0001

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XVII. Resolution No. 17 :-

Approval of transactions with Siemens Aktiengesellschaft, Germany, Holding company of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
406	4,14,23,023	99.18

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical mode	Number of Votes cast (Shares)	% of total number of valid votes cast
19	3,43,091	0.82

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of Votes cast (Shares)
NIL	N.A.

The Register, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

P. N. PARIKH CP 1228 MUMBAI COMPANY SECRETARY

P. N. Parikh
Parikh Parekh & Associates
Practising Company Secretary
FCS: 327 CP: 1228
Place: Mumbai
Dated: January 27, 2015