PARIKH PAREKH & ASSOCIATES (Regd.)
COMPANY SECRETARIES

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FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

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

The Fifty Seventh Annual General Meeting of Siemens Limited held on Friday, January 30, 2015 at Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400 021

Dear Sir,

I, P.N.Parikh of M/s. Parikh Parekh & Associates, Practising Company Secretaries, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the Fifty Seventh Annual General Meeting of Siemens Limited, held on Friday, January 30, 2015 at Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannathrao Bhonsle Marg, Nariman Point, Mumbai 400 021, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
60	1,62,234	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	409

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ORDINARY RESOLUTION NO. 2:

Declaration of Dividend on equity shares of the company.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
57	2,24,705	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
5	2,444

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ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
59*	*58,230	25.68

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
1*	*1,68,510	74.32

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	409

* One shareholder has partially voted for assent and partially for dissent. While his votes are counted, as cast, for the sake of number of shareholders he is counted only once, in assent.

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ORDINARY 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 four 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
58	2,26,614	99.94

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
2	126	0.06

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	409

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ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
60	2,26,740	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	409

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ORDINARY 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:

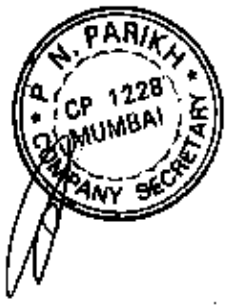
Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
59	2,26,705	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
NIL	NIL	N.A

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
3	444



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
59	2,26,690	99.98

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
1	50	0.02

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
2	409



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*53	*1,49,810	67.23

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*1	*73,014	32.77

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333

* Two shareholders have partially voted for assent and partially for dissent. While thier votes are counted, as cast, for the sake of number of shareholders they are counted only once, in assent.



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
53	2,22,774	99.98

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
1	50	0.02

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
53	2,22,774	99.98

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
1	50	0.02

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333

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ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
52	2,22,808	99.99

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
2	16	0.01

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333

P. N. PARIKH * CP 1228 * MUMBAI * COMPANY SECRETARY

ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*52	*1,49,844	67.25

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*2	*72,980	32.75

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333

* Two shareholders have partially voted for assent and partially for dissent. While thier votes are counted, as cast, for the sake of number of shareholders they are counted only once, in assent.



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*52	*1,49,844	67.25

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*2	*72,980	32.75

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333

* Two shareholders have partially voted for assent and partially for dissent. While thier votes are counted, as cast, for the sake of number of shareholders they are counted only once, in assent.



ORDINARY 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*51	*1,49,794	67.23

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
*1	*73,014	32.77

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
10	4,349

* Two shareholders have partially voted for assent and partially for dissent. While thier votes are counted, as cast, for the sake of number of shareholders they are counted only once, in assent.



ORDINARY RESOLUTION NO. 15:

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

(i) Voted in favour of the resolution:

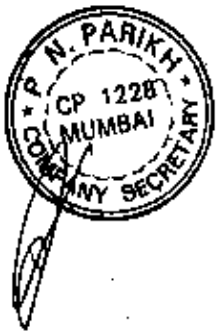
Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
50	2,22,723	99.96

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
3	95	0.04

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
9	4,339



ORDINARY RESOLUTION NO. 16:

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

(i) Voted in favour of the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
51	2,22,773	99.98

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
3	51	0.02

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333



SPECIAL 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 present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
53	2,15,304	96.63

(ii) Voted against the resolution:

Number of members present and voting (in person or proxy)	Number of Votes cast by them (Shares)	% of total number of valid votes cast
1	7,520	3.37

(iii) Invalid votes:

Total number of members present and voting (in person or proxy) whose votes were declared invalid	Total number of votes cast by them (Shares)
8	4,333

6. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

7. The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Scrutinizer
Name : P.N.Parikh
Practicing Company Secretary
FCS: 327 CP No.: 1228

Place: Mumbai
Dated: January 30, 2015