

RESULTS OF POSTAL BALLOT - SUB-DIVISION OF EQUITY SHARES

Pursuant to the provisions of Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, Notice dated 14th March, 2006 was despatched by the Company to all the Members along with the Postal Ballot Form seeking their assent / dissent to the following Resolutions:

- 1) Ordinary Resolution for Sub-division of each Equity Share of the Company having a present Face Value of Rs.10 into 5 Equity Shares of Face Value of Rs.2 each; and
- 2) Ordinary Resolution for making consequential alteration to existing Clause V of Memorandum of Association of the Company relating to Share Capital; and
- 3) Special Resolution for making consequential alteration to the existing Article 3 of the Articles of Association of the Company titled 'Capital'.

The Committee of Directors of the Company, constituted for this purpose, had appointed Mr. P. N. Parikh, Practicing Company Secretary, as Scrutinizer for conducting the process of voting by Postal Ballot. The Postal Ballots were duly scrutinized by the Scrutinizer and the Report dated 15th May, 2006 was submitted by him. Based on the said Report of the Scrutinizer, the Results of voting by Postal Ballot are declared as hereunder:

Sr. No.	Particulars	Results of Postal Ballot					
		Resolution No. 1		Resolution No. 2		Resolution No. 3	
		Sub - division of Face Value of Equity Shares		Alteration to Memorandum of Association		Alteration to Articles of Association	
		No. of Postal Ballots (Shareholders)	No. of Votes	No. of Postal Ballots (Shareholders)	No. of Votes	No. of Postal Ballots (Shareholders)	No. of Votes
A	Total Postal Ballot Forms received from the Shareholders	5,124	22,264,267	5,124	22,264,267	5,124	22,264,267
B	Total Postal Ballot Forms received from the Shareholders and found valid by the Scrutinizer	4,643	22,217,198	4,603	22,215,672	4,596	22,214,304
C	Total Postal Ballots / votes in favour	4,611	22,212,862	4,562	22,210,072	4,557	22,210,356
	Percentage (C/B)		99.98%		99.97%		99.98%
D	Total Postal Ballot / votes against	32	4,336	41	5,600	39	3,948
	Percentage (D/B)		0.02%		0.03%		0.02%
E	Invalid Postal Ballots / Votes	481	47,069	521	48,595	528	49,963

All above Resolutions have, therefore, been approved by the Shareholders by requisite majority

By Order of the Committee of Directors
Siemens Ltd.

Place: Mumbai
Date: 17th May, 2006

Ashok Jangid
Corporate Secretary