

## Declaration of result of voting by poll at the Court convened Meeting of the Shareholders of the Company held on 25<sup>th</sup> April, 2005

Pursuant to the Order made on 18<sup>th</sup> March, 2005 by the Hon'ble High Court of Judicature at Bombay in Company Application No.160 of 2005, a Meeting of the Equity Shareholders of Siemens Ltd. was held at Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai 400 021, on Monday, 25<sup>th</sup> April, 2005 at 3.30 p.m. The Meeting was held for the purpose of considering and, if thought fit, approving, with or without modifications, the Scheme of Amalgamation of Siemens VDO Automotive Ltd. with Siemens Ltd.

Mr. P. N. Parikh and Mr. S. Balakrishnan, Shareholders of the Company, were appointed as Scrutineers. The Resolution for approving the Amalgamation was put to vote by poll. The Scrutineers have submitted their Report to me and the result is as under:

Total Poll Papers: 152

		No. of Members	%	No. of Equity Shares of Rs.10 each	%
1	Members voted in person	89	-	12,89,608	-
2	Members voted by proxy	63	-	2,21,18,900	-
3	Total Valid Poll Papers	137	-	2,34,08,560	-
4	Members voted in favour	134	97.810	2,34,08,508	99.999
5	Members voted against	3	2.190	52	0.001
6	Total Invalid Poll Papers	15	-	-	-

Thus, 97.810% of the Members present at the Meeting representing 99.999% of the value of the votes cast (i.e. Number of Equity Shares of Rs.10 each), voted in favour of the Resolution and 2.190% of the Members present at the Meeting representing 0.001% of the value of the votes cast (i.e. Number of Equity Shares of Rs.10 each), voted against the Resolution.

I, therefore, declare the Resolution for approving the Scheme of Amalgamation for merger of Siemens VDO Automotive Ltd. with Siemens Ltd. passed by overwhelming majority, as required by law.

**Deepak S. Parekh**

Place: Mumbai  
Date: 26<sup>th</sup> April, 2005

Chairman appointed for the Meeting by the  
Hon'ble High Court of Judicature at Bombay

Siemens Ltd., 130, Pandurang Budhkar Marg, Worli, Mumbai - 400 018.