

May 26, 2026

National Stock Exchange of India Limited
BSE Limited

Scrip Code:

National Stock Exchange of India Limited: SIEMENS EQ
BSE Limited: 500550

Sub: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

With reference to our letter dated February 6, 2026, this is to inform you that the Board of Directors of the Company, at its meeting held today, basis the recommendations of the Audit Committee and Committee of Directors, has approved a Scheme of Amalgamation of Siemens Rail Automation Private Limited ("**SRAPL**" or "**Transferor Company**"), a wholly owned subsidiary of the Company ("**Siemens Limited**" or "**SL**" or "**Transferee Company**"), with the Company in compliance with Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("**Scheme**") ("**Proposed Transaction**").

The Proposed Transaction is, *inter alia*, subject to receipt of approvals from requisite statutory and regulatory authorities, including the approval of the National Company Law Tribunal.

The Scheme for the Proposed Transaction as approved by the Board of Directors would be available on the website of the Company under the Investor Relations section, post submitting the same with the stock exchanges.

In this connection, please find enclosed the information as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular Ref. No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, as Annexure I.

The meeting of Board of Directors commenced at 2:30 p.m. IST and concluded at 4.50 p.m. IST.

The trading window of the Company is currently closed until May 28, 2026.

Kindly take the same on record.

Yours faithfully,
For Siemens Limited

Ketan Thaker
Company Secretary

Encl. a/a.

Brief details of Amalgamation/ Merger

S. No.	Particulars	Description		
		Name of the entity	Net-worth	Turnover
a	Name of the entity(ies) forming part of the amalgamation / merger, details in brief such as, size, turnover etc.	Siemens Limited (“ SL ” or “ the Company ” or “ Transferee Company ”) [#]	134,914	220,254
		Siemens Rail Automation Private Limited (“ Transferor Company ” (Wholly owned subsidiary of SL)	1,017	3,820
		* As on 31 st March 2026. #The figures for SL include discontinued operations.		
b	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.	<p>Yes, the companies involved in the Scheme are related parties to each other.</p> <p>In terms of General Circular No. 30/2014 dated 17th July 2014 issued by Ministry of Corporate Affairs, the transactions arising out of compromises, arrangements and amalgamations under the Companies Act, 2013, will not attract the requirements of Section 188 of the Companies Act, 2013.</p> <p>The Scheme of Amalgamation of SRAPL with the Company and their respective shareholders provides for the amalgamation of the Transferor Company with the Company. Since, the Transferor Company is a wholly owned subsidiary of the Company, no consideration will be issued pursuant to the Scheme. Accordingly, no valuation will be required. Therefore, requirement of arm’s length criteria is not applicable.</p>		
c	Area of business of the entity(ies)	<p>i. The Transferor Company is engaged in the business of designing, manufacturing, integration, installation, testing, commissioning, buying and selling of integrated rail management and control products and systems including train control, signalling system, information systems, protection systems, including electronic interlocking and safety processors, trackside on-board equipment and providing maintenance, support and consultancy services in relation to the above.</p> <p>ii. The Company is a leading technology company focused on industry, infrastructure, and mobility. The Company’s purpose is to create technology to transform the everyday, for everyone. By combining the real and the digital worlds, Siemens empowers customers to accelerate their digital and sustainability transformations, making factories more efficient, cities more livable, and transportation more sustainable. A leader in industrial AI, Siemens leverages its deep domain know-how to apply AI –</p>		

		including generative AI – to real-world applications, making AI accessible and impactful for customers across diverse industries. For everyone. Everywhere. Sustainably.
d	Rationale for amalgamation/ merger	<p>The rationale and the benefits of the amalgamation of the Transferor Company with the Company are as follows:</p> <ul style="list-style-type: none"> (i) Streamlining of the group corporate structure and consolidation of assets and liabilities, and business of the Transferor Company into Transferee Company, leading to synergies of operations and resulting in more operational efficiency, the expansion and long-term sustainable growth, which will enhance value for various stakeholders of the Transferee Company; (ii) Simplification of corporate structure by reducing the multiplicity of legal and regulatory compliances through rationalization; (iii) Enable pooling of resources thereby enabling more efficient management coupled with reduction of administrative responsibilities, multiplicity of records and legal and regulatory compliances, cost savings and elimination of duplicate expenses; (iv) Achieve optimal and efficient utilization of capital, enhance operational and management efficiencies; and (v) Greater efficiency in cash management of the Transferor Company and unfettered access to cash flow generated by the combined business which can be deployed more efficiently to fund organic and inorganic growth opportunities to maximise shareholder value. <p>Accordingly, the Scheme is in the interest of the Transferor Company and the Transferee Company and their respective stakeholders.</p>
e	In case of cash consideration – amount or otherwise share exchange ratio	<p>The Scheme provides for the amalgamation of the Transferor Company with the Company.</p> <p>Since, the Transferor Company is a wholly owned subsidiary of the Company and no consideration will be issued pursuant to the Scheme.</p>
f	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Company pursuant to the Scheme.