

Siemens Limited
Transcript of 66th Annual General Meeting
Tuesday, 13th February 2024, 3.00 pm (IST) to 4.13 pm (IST)

Moderator:

Good afternoon dear Members and a very warm welcome to the 66th Annual General Meeting of Siemens Limited through video conferencing. Please note that as per the requirements, the proceedings of the annual general meetings is recorded. I now hand over the proceedings to Mr. Deepak Parekh, Chairman Siemens Limited.

Mr. Deepak Parekh – Chairman, Siemens Limited:

Thank you good afternoon, ladies and gentlemen. I extend a hearty welcome to all of you to the 66th Annual General Meeting of the Company conducted through video conferencing.

Since the requisite quorum is present I call this meeting to order.

With me present here in Siemens' office in Mumbai are our Directors - Mr. Sunil Mathur, Dr. Daniel Spindler, Mr. Shyamak Tata, Mr. Anami Roy, Dr. Juergen Wagner and the Company Secretary – Mr. Ketan Thaker. Also present with us as an invitee is Mr. Wolfgang Wrumnig, proposed Executive Director & Chief Finance Officer of the Company.

I welcome Mr. Matthias Rebellius, Ms. Sindhu Gangadharan and Mr. Tim Holt, Directors who are attending through video conference. Also, in attendance are the representatives of the statutory auditors, secretarial auditors and the scrutinizer.

On behalf of the Board and Members, I welcome Dr. Wagner and Mr. Roy to their first AGM of the Company. Welcome.

The Company has received 5 letters of representation in respect of 75% of the paid-up equity share capital.

The registers and other documents as required under the Companies Act, 2013 are open for inspection, through electronic mode.

The Company had taken adequate steps and efforts to enable its Members to participate and vote on items being considered at this AGM. I will now brief about changes / re-appointments in the Company's Board of Directors since the last AGM.

Mr. Willem Rudolf Basson resigned as a Director of the Company with effect from 1st May 2023 due to other commitments and Mr. Mehernosh Kapadia ceased to be an Independent Director of the Company with effect from 2nd May 2023, upon completion of his term.

Mr. Anami Roy has been appointed on the Company's Board of Directors as an Independent Director and Dr. Juergen Wagner as a Non-executive Non-independent Director, both effective from 1st May 2023.

Dr. Daniel Spindler has been re-appointed as the Executive Director and Chief Financial Officer of the Company for a period of one year effective 1st August 2023.

Mr. Sunil Mathur has been re-appointed as the Managing Director and Chief Executive Officer of the Company for a period of five years effective 1st January 2024.

All the above appointments / re-appointments have been approved by the Members via postal ballot conducted in July 2023.

To pursue career opportunities in Siemens AG, Dr. Daniel Spindler:

- a. does not seek re-appointment as a Director of the Company. Accordingly, he will cease to be a Director as well as Executive Director of the Company post this AGM; and has also
- b. tendered his resignation as the Chief Financial Officer of the Company, with effect from close of business hours of 29th February 2024.

The Board, based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, recommends the appointment of Mr. Wolfgang Wrumnig as:

- a. Director of the Company from 14th February 2024; and
- b. Executive Director and Chief Financial Officer of the Company for a period of 5 years, from 1st March 2024.

On behalf of the Company and the Board, I would like to place on record our gratitude to Mr. Kapadia, Mr. Basson and Dr. Spindler for their wise counsel, guidance and contribution that they have provided to all of us during their respective tenure.

In accordance with the circulars issued by MCA and SEBI, the Annual Report and the Notice of the 66th AGM were sent through email to those Members whose email addresses were registered.

Since there are no qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company in the statutory auditor's report and the secretarial auditor's report, the same are not required to be read.

Let me now update you on a few key topics:

I am sure you must have read the Annual Financial Statements of the Company for the last financial year. All the major events and developments of the Company during financial year 2023 are given in detail in the Annual Report 2023.

Let me share with you the highlights of the financial performance of financial year 2023.

The Company received New Orders valued at Rs. 46,383 crore, a 139 percent increase compared to the previous financial year. Among the key highlights during the financial year 2023, the Company received an order worth approximately Rs. 26,000 crore to supply 1,200 locomotives of 9000 horsepower for Indian Railways. This is the single largest order in the history of the Company. The locomotives would be delivered over an eleven-year period, and the contract includes 35 years of full service maintenance. The Company also achieved a significant milestone for the Siemens Xcelerator platform with the inclusion of 100 India-relevant digital use and reference cases across multiple industries such as Food & Beverage, Data Centers, Commercial Buildings, Power Utilities and others.

The Order Backlog as of 30th September 2023 stood at Rs. 45,523 crore. Sales (excluding other operating revenues) were at Rs. 17,700 crore, up by 21 percent. Profit after Tax, at Rs.1,911 crore, rose by 53 percent. The Board of Directors of the Company has recommended a dividend of Rs. 10 per equity share of the face value of Rs. 2 each for the Financial Year ended 30th September 2023. This is same as per the last Financial Year.

In a step to address the fast-growing demand for electric vehicle (EV) charging infrastructure in India, the Company acquired the EV division of Mumbai-based Mass-Tech Controls Private Limited from 1st July 2023 for around Rs. 38 crore subject to requisite adjustments.

In December 2023 certain promoters of the Company, namely Siemens Aktiengesellschaft, Germany, Siemens International Holding B.V. and Siemens Energy Holding B.V., and also Siemens Energy Aktiengesellschaft, which is the ultimate parent company of Siemens Energy Holding B.V., have each requested the Board of Directors of the Company to consider, evaluate and thereafter start taking exploratory steps towards a potential demerger of the Company's energy business into a separate entity.

The Board of Directors, at its meeting held on 18th December 2023, took note of the above requests and has authorized the Company's management to commence exploratory steps as may be required

to examine a potential demerger of the Company's energy business, which shall be subject to further consideration and deliberation to be carried out by the Board (including Committee(s) thereof) at the relevant point in time and the procedures to be followed by the Company as per applicable laws.

Further, the Board also approved the incorporation of a wholly owned subsidiary in Mumbai, India, on the basis that it may be required if and when the Board decides to implement the aforesaid demerger. The wholly subsidiary, Siemens Energy India Limited has been incorporated on 7th February 2024.

The global economy continued to face headwinds in financial year 2023 due to geo-political tensions, high inflation and tighter monetary policies by most central banks around the world. The prognosis of a looming recession setting in during the financial year 2023 did not materialize, though uncertainties related to economic recovery and slowing growth rates across the major economies lingered.

In such a scenario, India's economy remained resilient. While it is not immune to the global environment, India is in the spotlight due to its strong domestic consumption-driven economy. The capital expenditure cycle, both public and private, grew stronger, with the engineering and manufacturing sector being a key beneficiary during the financial year 2023. The energy and infrastructure sectors have been the driving force behind the increase in the order book for Corporate India.

India will continue to be one of the fastest growing economies for the next few years and a preferred emerging market for investments. India has gained a strong presence in various global diplomatic and trade forums. It has made progress towards achieving its goal to be a global manufacturing hub. As global supply chains seek to diversify, India stands to gain as a stable destination for manufacturing and business.

To maintain this growth, it is imperative that the core sectors and the small and medium enterprises continue to get capital investments to drive steady, all-round economic growth. The nation's long-term growth prospects depend on continuing to attract consistent investments.

The Company is best placed to support India in its growth story as it has the right technology, the right people and the right strategy. Whether in Energy, Infrastructure, Manufacturing or Mobility, the Company is well positioned to provide technologies and solutions that can address India's requirements.

Let me now share the highlights of the first quarter ended 31st December 2023. The Company registered Revenue from operations of Rs. 4,395 crore, an 22.2% increase over the same quarter in the preceding year. The Company received New Orders of Rs. 5,971 crore, a 9.6% increase over the same period last year. Profit after Tax was at Rs. 463 crore, an increase of 5.9% over the same period last year.

Last, but not the least, I must thank all the Members of the Board for their excellent contribution and support. I wish to place on record our appreciation to all the Members of the Company, our employees, customers, suppliers and to other stakeholders.

Coming back to the businesses to be transacted at the AGM, the Company had provided the remote e-voting facility to all its Members to cast their vote on the resolutions forming part of 66th AGM notice, which are: adoption of standalone and consolidated financial statements for the financial year ended 30th September, 2023; declaration of Dividend of Rs. 10/- per Equity Share for FY 2022-23; retirement by rotation of Dr. Daniel Spindler and resulting vacancy not be filled up; appointment of Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company, in place of retiring auditors B S R & CO LLP, for a period of 5 years from this AGM until the conclusion of the 71st Annual General Meeting Appointment of Mr. Wolfgang Wrumnig as a Director of the Company from 14th February 2024; Appointment of Mr. Wolfgang Wrumnig as the Executive Director and Chief Financial Officer of the Company for a period of 5 years from 1st March 2024 and approval of remuneration to Messrs R. Nanabhoy & Co., Cost Auditors of the Company for the Financial Year 2023-24.

I would now like to invite questions from the Members who have registered themselves to speak at this meeting. May I request you to be brief and restrict your questions to the matters as set out in the

notice of AGM and the operations of your Company for the last year. As we have many speakers I would request you to restrict your speech to three minutes each. I will answer your what is the help of our CEO deal with answers after all Members have asked the questions.

I now request the moderator to read out the names of the speaker members, please. Thank you.

Yes, Chairman. The first speaker shareholder is Mr. Bimal Kumar Agarwal. Requesting Mr. Agarwal, so please go ahead with your question.

- **Mr. Bimal Kumar Agrawal – Shareholder:**

- Good afternoon to everyone. The Company has performed well during the year ended September 2023. What is the management outlook for the current year over the next three year. Please share the detail about the size of CapEx plan the Company has undertaken over the next three years. Please give insight into the outsourcing of equipment components serviced by the parent company. Please provide insight into the impact of China factor on the Company business. What is the plan of parent company to outsource R&D activity for India? That's all from me. Thank you very much.

- **Moderator:**

- Thanks, Mr. Agarwal. Our next speaker shareholder is Mr. Anandu Nayak. Mr. Anandu Nayak requesting you to please unmute and ask your question.

- **Mr. Anadu Vithal Nayak – Shareholder:**

- Good afternoon. My DPID IN301330 and my client ID 20183317. So I have only few questions. When I was going through the financial statement, I saw that there is an exchange gain and commodity gain. These gains were netted off against other expenses. So I just want to understand what the reason is. Because normally in the expense, the gain is not netted off. It is shown either as other operating income or the other income. Now, I have requested for the details of contingent liability wherein I requested in a specific format like the forum where the matter is pending, gross liability, gross demand, any provision in the books, anything paid under protest and the balance payable. And when I referred page number 179, there I read that the Company acquired electric division of Mass-Tech Control Private Limited for a consideration of Rs. 38 cr wherein goodwill is Rs. 33 cr. So I just want to understand what is a rationale for paying Rs. 33 crore goodwill? And one more thing. I just want to understand what is the update on audit trail which has come effective from 1st April 2023. And last question from my side. So when Company has done so well in this financial year, why the Company should not seriously think of rewarding the investors either with a bonus issue or the split? Because today's share has reached to almost Rs. 4000. Probably the affordability of the retail investor is very difficult at this level. So, if you go for 1:1 split and 1:1 bonus, probably retail investor can afford at Rs. 500. So this is my sincere request. And again, the dividend also kept very constant in spite of a good numbers. Thank you so much for giving this opportunity and thank you all and wish you all the best for the year going ahead.

- **Moderator:**

- Thank you, Mr. Anandu Nayak. Our next speaker shareholder is Mr. Manoj Gupta. Mr. Manoj Gupta requesting you to please go ahead with your question.

- **Mr. Manoj Gupta – Shareholder:**

- Good afternoon, respected Chairman, Board of directors, fellow shareholders. My name is Manoj Kumar Gupta. I have joined this meeting from Calcutta. Sir, I have a great respect in regards to you. And I always pray to God for your healthy and prosperous, safe, long life to lead the Company. I have attended this meeting to see you because I'm a great admirer of you because you have run the HDFC Group. So we will miss this time in HDFC and the HDFC bank. We will not find you in the board of that company, sir. Now I thank you for giving a good return to the investor by the way of dividend and by the way of appreciation in the stock market. And sir, I thank

the MD and his team for an excellent result of the Company for the year 23 by the way of dividend and everything. Sir, railway order is very excellent. Now the railway is booming and exploring and progressing under the leadership of our visionary Prime Minister who has a vision for the railway connectivity and you will supply the loco to railways. So it's a good sign that you will do something for that.

- Sir, when the demerger plan will be completed? When you will be in position to issue the shares after the demerger? When the energy company will be demerged? And sir, what about your view on the medical equipment? Because the medical business under Siemens brand was very popular. I'm your old customer in our two hospitals. Now we are missing that Siemens are not there in the medical. So have you any chance to restart that business in the country? Now the medical is exploring and growing fast in the country and several new companies are entering. So have you any plan to restart such businesses? Restart x-ray machine and others, split shares will boost the energy to the company. I will not suggest you to issue the bonus shares. This is not right time to issue the bonus share. I will suggest you to split the shares up from Rs. 2 to 1, to increase the liquidity, to increase the market capitalization and to increase the appreciation of the investors in the market.
- And future outlook for 3 to 5 years of the Company and sir the charging company that you have acquired that's a good sign because the new generation is buying the electric vehicles. And sir, what's your plan in that regard for the future, for the EV? I am inviting you to come to Calcutta, sir. Spare some time to visit this city of Joy. You have not visited for a long time, sir. With this, thanks to you, sir.
- **Moderator:**
- Thank you Mr. Manoj Gupta. Our next speaker shareholder is Ms. Poonam Vakil. Requesting Ms. Poonam Vakil to please go ahead with her question.
- **Mr. Dharmesh Vakil – Shareholder:**
- See, I'm the joint shareholder and the only and one beloved husband of my wife, Poonam Vakil. I have requested Mr. Raj Shah that I will speak as a joint shareholder. First of all, a very warm good afternoon to everybody. I will be very brief and short in my speech. Why there is a video meeting? See, Covid is over worldwide two years back. See you all are meeting at a common venue. Then why video meeting? And I also fully support my predecessors, what they have said about the bonus, split and rights issue so that minority and small shareholders like us can be benefited. And I also request the management to arrange our various plant visit one after the other. So that we can come to know what actually we are doing and how much we are progressing. I once again congratulate the management for the all-round progress of the Company. See, the will be stronger than the skill and every moment is a fresh beginning. So let us begin a new chapter in the post Covid era. Thank you all. Jai Shri Krishna.
- **Moderator:**
- Thank you. Mr. Dharmesh Vakil. Our next speaker shareholder is Ms. Vasudha Dakwe. Ms. Vasudha Dakwe, please go ahead with your question.
- **Ms. Vasudha Dakwe – Shareholder:**
- Very good afternoon, respected Chairman Sir, Board of Directors and my fellow shareholders. Myself Vasudha from Thane. I would like to congratulate our company secretary and his team for sending me the soft copy of the report well in advance which itself is clear and transparent. I would like to ask why our foreign exchange earnings is less than our outgoing. With this I support all the resolution. Thank you very much. And wish the Company all the best for coming financial years. Thank you, sir.

- **Moderator:**
- Thanks Ms. Vasudha Dakwe. Our next speaker shareholder is Mr. Hiranand Kotwani. Mr. Hiranand Kotwani, please go ahead with your question.
- **Mr. Hiranand Kotwani – Shareholder:**
- Namaste. I am not opening video because sometimes the link will be disconnected when the video is on. Mr. Chairman, I want you to comment on the related party transaction. There are so many transactions, related parties. So many countries also. What type of these transactions are there? How much amount of magnitude? To subsidiary, we are giving raw material, are we taking some semi-finished product? So many countries. We are around 17,000 crores of revenue. With 66 year operation and global company, it is very less. Our growth is mute. Profitability is good.
- What is your comment on this other equity? Your equity is low, 700 crore. But other equity is 12,953. Can we reduce this for the betterment of the organization? You said in your Chairman speech regarding the backlog. What is the reason backlog order, why backlog is there, why don't we expand, optimum utilizer, economies of scale, reward to the minority shareholders what is the call in this regard? Because so many years you are not giving bonus. Is the capital intensive issue the right issue at a meagre, lower price? Because we trust you, you are rewarding the investor. This time your counterpart Siemens Germany is not listening or some other reasons. Please explain, elaborate, relation with the foreign counterpart, this is a fellow subsidiary.
- And the railway project, I want this railway project to be elaborated. How many years the revenue will come? Our investment in this Siemens Limited RC order of 1200 locomotive of 9000 hp, Indian Railway. What is our role? How manufacturing will be India Railway or we will manufacture? contribution, percentage wise. Revenue, percentage wise. How many revenue and profitability we will receive in the years to come? Any budgeted idea? Thank you. Good luck ahead.
- **Mr. Deepak S Parekh – Chairman, Siemens Limited:**
- Pranit, the moderator.
- **Moderator:**
- Yes?
- **Mr. Deepak S Parekh – Chairman, Siemens Limited:**
- Mr. Kotwani was not very audible here. Can you just repeat some of the questions that you heard? You may have heard it better than we have.
- **Moderator:**
- So, he was asking about the outlook towards the end. Before that, he was speaking about the overall investments. And third was elaboration on the investment in railways and mega mobility projects.
- **Mr. Deepak S Parekh – Chairman, Siemens Limited:**
- Still not very clear. Any way. Let's move on. Who's the next one?
- **Moderator:**
- Yes. Thanks Mr. Hiranand Kotwani. Our next speaker shareholder is Mr. Gautam Tiwari.

- **Mr. Gautam Tiwari – Shareholder:**
- Thank you very much. Sir first of all, very special good afternoon to our very honourable Chairman Sir. Sir, I'm not turning on my video because if I turn it on, the link gets disconnected. Please excuse me for that. And sir, a very special good afternoon to our very honourable and very popular Chairman Sir, Deepak Parekh ji, Noel Tata ji and all other very learned, dignified and eminent board of Directors. Myself Gautam Tiwari, I am participating at this meeting from Mumbai.
- Dear sir, I would like to specially thank Mr. Daniel Spindler and Sunil Mathur, even Mr. Ketan CS, and full secretarial and financial team along with the entire Board of Management for delivering excellent performance rather, outstanding performance year after year in Siemens company right from day one till date. Sir, I am also thankful to the management for paying Rs. 10 as dividend which we are very much happy with. Chairman Sir, I am also a very great admirer of yours and I respect you quite a lot, sir, right from day one. Whichever companies you have been there, you have generously rewarded the shareholders. And of course, we really will be missing you in HDFC bank now which is merged with HDFC Limited, both companies and I always wish you a very good, happy, healthy, wealthy and long life.
- Dear sir, I am thankful to our secretarial team also Mr. Ketan Bhai who has been kind enough to make a call to us through Mr. Raj, his assistant for attending the AGM and for even sending the very robust, very strong balance sheet which is prepared in a very big way and very nicely and in advance sending it to me. Dear sir, investor service and investor care of Mr. Ketan Bhai is very good for all these years for which I thank the management for selecting such noble service providers like this NSDL also, like our WebEx group also and all those in our companies also year after year for the benefit of shareholders. Sir, I support appointments and re-appointments of all directors and have already voted in favour of all the resolutions.
- Sir, I congratulate the Company for excellent CSR activities and for the projects that you have undertaken for the total benefit of the common man and needy people around. I also congratulate the management for various successful activities and winning various awards. Sir, I would like to ask you a few small things. Sir, capacity utilization of our plant especially which we have taken now about we have got a very good order from railways. So how many years this order, as you have already explained
- I think it will be for quite a lot of years and in what steps we are going to complete them adding to our profitability. Second is sir, kindly enlighten us. We have been reading quite a lot about the demerger of Siemens Energy division of our Company. So how much time it will take and when it will come into force. Sir, when was the last bonus going? Even I am also not in favour of bonus, sir. These shareholders, those who have been there with you right from day one, have been rewarded like anything. I am one of them. And I have seen the way Siemens has rewarded the shareholders right from day one till date. For which hats off to you, sir, and thank you very much. And sir, how many electric charging stations Company intends to build this year?
- Sir, once again, I wish you all the best. And I am sure in the days to come, you will keep on rewarding the shareholders like this only, and in this way. I once again wish you a very happy, prosperous, healthy, wealthy and long and happy life to all the board of management, to all our shareholders who are connected. Thank you very much.
- **Moderator:**
- Thanks Mr. Gautam Tiwari. Our next speaker shareholder is Mr. Aspi Bhesania.
- **Mr. Aspi Bhesania – Shareholder:**
- Sir, I'm Aspi from Bombay. It's very nice to see you and Mr. Noel Tata. And sir, why no physical AGM? There's so much problems with this meeting. So many people. So I would request you to please hold physical meeting next year. If you want outside Bombay people to talk, you can hold a hybrid meeting. Sir, Q1 results are good year-on-year, but not quarter on quarter. What are the reasons for sales in Q1 reducing by Rs. 1000 crore?

- Sir, I would not ask for bonus nor for a split. I would like the share price to go up to 5-digits like MRF. I would like our share price to go up to 5 digits so that we have share value of 1 lakh and more.
- Sir, what is the latest on demerger since 2 months are over since we have been asked to explore demerger? Sir, you want to demerge Energy business but Energy business is not done well in this first quarter, quarter-on-quarter and also year-on-year. So, what are the reasons for that?
- How many orders on hand as on 1st February? And how much percentage of the orders are from government? And are the margins higher for government orders or for non-government orders?
- Sir, PBT has increased from 10 billion to 15 billion to 20 billion and 25 billion this year. Can I expect PBT of 35 billion? But anyway the percentage increase is reducing every year. Sir, I would request you to please take a note of that.
- Sir, thank you very much and I would request Raj to please send Shareholder Speaker Number. I had sent an email but he didn't send. Thank you very much and all the best for the future.
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Thank you, Aspi.
- **Moderator:**
- Thanks, Mr. Aspi Bhesania. Our next speaker shareholder is Mr. Sharad Kumar Shah. Mr. Sharad Kumar Shah, please go ahead with your question.
- **Mr. Sharad Kumar Shah – Shareholder:**
- Hello? Hello?
- **Moderator:**
- Yes, Mr. Shah.
- **Mr. Sharad Kumar Shah – Shareholder:**
- First thing, I appreciate our new Relations Manager i.e. Raj Shah.
- **Moderator:**
- Mr. Shah, request you to please speak a little loudly. You can come closer to the mic.
- **Mr. Sharad Kumar Shah – Shareholder:**
- Sir I appreciate our new Relationship Manager i.e. Mr. Raj Shah. Because Raj Shah is now our new Relations Manager in Siemens. Sir, I refer Page Number 98 of AR, it is regarding BRSR, business should respect the interest and be responsible to all its stakeholders. And when I refer Page number 60, there are 1,57,955 shareholders, which is 93.56% of the Company shareholdings, but last 66 years 93.56% shareholders not experienced what you said in BRSR. So, what is the reason and when you will see that all the shareholders who are 93% will experience what is there in BRSR?
- Sir, share price is Rs. 4200, so shareholders doesn't need any dividend. Huge dividend...

- **Mr. Sunil Mathur – MD & CEO, Siemens Limited:**
- Sorry, we can't understand the question. It is not coming clear. Could you be a little bit louder, please?
- **Mr. Sharad Kumar Shah – Shareholder:**
- Okay. Whether you understood my first question?
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- My suggest, Sharad, you have sent the questionnaire today, we just received it at 1.45 in the afternoon. You have sent a list of...
- **Mr. Sharad Kumar Shah – Shareholder:**
- No-no, I have already sent the copy. I have already sent.
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Yeah-yeah, so you have sent and we'll reply to your questions because we got it today.
- **Mr. Sharad Kumar Shah – Shareholder:**
- Yeah, but still I want to read the questions, Sir.
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- No, we have your 8 questions which you have...
- **Mr. Sharad Kumar Shah – Shareholder:**
- I will take only 2 minutes, Sir.
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Because we can't hear you properly.
- **Mr. Sharad Kumar Shah – Shareholder:**
- No-no, see anyway even if you cannot hear at least you got my questions there. So, let me speak, Sir.
- **Mr. Deepak Parekh – MD & CEO, Siemens Limited:**
- Yes, you speak.
- **Mr. Sharad Kumar Shah – Shareholder:**
- Regarding...Sorry? Hello? Hello?

- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Yeah, please go ahead.
- **Mr. Sharad Kumar Shah – Shareholder:**
- Hello? Can I continue now?
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Yes, please.
- **Mr. Sharad Kumar Shah – Shareholder:**
- Yeah. So, Sir, share price is Rs. 4200. Shareholders doesn't need dividend to this price. Go for buyback. Use this dividend amount for buyback.
- And when Siemens Energy Shares will be listed in Stock Exchange?
- And Page Number 51 and Page Number 92, we have done equity investment in C&S Electric Limited. Since last 2 years we have invested 2,163 and this year profit is 1,911 which is much lower than that investment. How can we justify our wealth increase by this investment?
- And we have 1200 Locomotives order, inform how many we have delivered in this financial year?
- Our order book is 46,000 and our turnover is 17,965, whether Siemens need money to complete order in short time?
- And then, why not to have Right Issue, see, increased installed capacity?
- And one more point, which I have not written in my email, that during this budget government has planned 11 lakh crores infrastructure projects, so how much benefit we are going to get from this because 46 is only 5% of that? So, how much we are going to benefit us, that you should clarify.
- And another thing, Sir, Siemens was having office in Worli, Annie Besant Road, why not to have now again an office on Annie Besant Road and if you require money please have a Right Issue.
- In conclusion, I am very happy and satisfied with Siemens presence in India since 1958 from Mahalakshmi Station. Thank you very much, Sir.
- **Moderator:**
- Thank you, Mr. Shah. Our next speaker shareholder is Mr. Shailesh Mahadevia. Mr. Shailesh Mahadevia, request you to please go ahead with your question. Mr. Shailesh Mahadevia, requesting you to unmute.
- We shall now go on to the next speaker shareholder Mr. Harshad Savani. Requesting Mr. Harshad Savani to please go ahead with his question.
- **Mr. Harshad Savani – Shareholder:**
- Hello? Sir, can you hear me?
- **Moderator:**
- Yes, Mr. Savani.

- **Mr. Harshad Savani – Shareholder:**
- Sir, can you listen me?
- **Management:**
- Yes, we are able to hear you.
- **Mr. Harshad Savani – Shareholder:**
- Sir Chairman, Board of Directors and my fellow shareholders, my name is Harshad Savani from Mumbai. Sir, I received the Balance Sheet. It is very nice and contains everything which is required by the Companies Act. Sir, our book value is 365.73 and dividend declared Rs. 10 and Earnings Per Share is 53.67. Sir, it is my request that dividend looking to the profit, which has gone very high, we should also increase the dividend, Sir.
- Sir, we have noted that we have received an order amounting 4,83,829 crores. Last year it was 1,98,500 crores. Sir, I want to know how much is for the export and how much is local from this? And, Sir, in how many years you are going to finish this order? Is it one year or it is for number of months?
- This order is very big amount, Sir, how you are going to raise the fund for this order? It is from internal or we are going to borrow or issue NCD like that?
- Sir, in the financial highlights, Share Capital is only 71 crores. Sir, we should issue bonus, Sir. It is my request because by issuing the Bonus Shares, the share prices will come down because of the splitting. Sir, in the financial highlights there's one column 'Investment and Goodwill', so I want to know how much amount you have taken as investment and how much is for Goodwill?
- Sir, thank you.
- **Moderator:**
- Thank you, Mr. Harshad Savani. Our next speaker shareholder is Mr. Kamlesh Jhawar. Requesting Mr. Kamlesh Jhawar to please go ahead with his question.
- **Mr. Kamlesh Jhawar – Shareholder:**
- Hello? Can you hear me, Sir? Hello?
- **Moderator:**
- Yes, Mr. Jhawar, we can hear you.
- **Mr. Kamlesh Jhawar – Shareholder:**
- Okay, thank you, Sir. Kamal Kishore from Hyderabad. Chairman Sir, Mr. Deepak Parekh ji, this is the first time I am seeing you in video conference. My greetings to all the Directors. Continue keeping video conferences like this one. We can be in any location and if we have approval from the Director then we can attend the meeting. This facility is very good, Sir. Continue keeping physical meeting every year.
- Sir, your Secretarial Department has sent the link and also sent the physical Balance Sheet and they also called and confirmed 'Did you receive the Balance Sheet?'. Their services are very good. One issue, Sir, next time please give us the speaker number also so that we don't need to wait this long, otherwise we have to continue waiting for turn to come. So, next time give us the speaker numbers like how Tata Group gives speaker numbers. That facility is very good.

- And, Sir,...
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Speaker Number?
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Yes, continue.
- **Mr. Kamlesh Jhawar – Shareholder:**
- My fellow shareholders requested to issue bonus and do stock split and I don't want to reiterate that. Our share price is very good, Sir, and small shareholders have got very good returns.
- Continue having video conferences. Sir, I would like to say one thing, whoever speaks at the meeting at least to them give...You are big shots and your special payout is listed in the Balance Sheet, so do send gift coupons to the speaker shareholders and this way we will remember that Siemens gave this to speaker shareholders and we will also be happy that we received something. We are small shareholders but whatever you give, that would be a good remembrance that Chairman and Managing Director gave this. We come here and speak out of free will and we also feel happy joining the meeting once a year. So, definitely send something, Sir.
- I wouldn't like to speak more, Sir. Your Chairmanship and everything is good and continue having video conferences. Thank you, Sir.
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- Thank you.
- **Moderator:**
- Thanks, Mr. Kamlesh Jhawar. Our next speaker shareholder is Mr. Dinesh Bhatia. Requesting Mr. Dinesh Bhatia to please go ahead with his question.
- **Mr. Dinesh Bhatia – Shareholder:**
- Hello? Yes, Sir. Am I audible?
- **Moderator:**
- Yes, Mr. Bhatia, we are able to hear you.
- **Mr. Dinesh Bhatia – Shareholder:**
- First of all, I would like to thank and congratulate Chairman Mr. Deepak Parekh and his entire team. congratulations to the entire team that you are doing very excellent work. Our share price in the market in today's date is reflecting Company's progress because today's share price is very good. It is Rs. 4,310. Our Rs. 2 share, price of that in current date in the market is Rs. 4,310. Last year this was Rs. 3,077. So, there's almost an increase of 50%+; approximately 45%-50% increase as compared to the last year. This is reflecting our Company's progress. This is all because of your hard work. The entire team works hard and is doing excellent work, so I would like to thank you and your entire team. Congratulations!
- Another thing I would say, many of the fellow shareholder have mentioned this already and I don't want to repeat that but just give a reference to that, Sir, this is 66th Year and 66th AGM, so if you hit a double-six that would also be good; at least hit a single 6. Many shareholders mentioned that

go in for split like majority of the speaker shareholders suggested for a split. If you will split, I don't believe that would reflect in our Balance Sheet or Finance. If you want to hit double-six, then many shareholders requested for bonus also, so if that option is available and since we have so much reserves also. If you go in for both bonus and split, that would be a double-six. But at least try hitting a single 6. All speaker shareholders have requested you for this, so everyone will feel happy.

- One more thing, you have maintained the dividend. Last year also it was Rs.10 and this year also you have maintained it as Rs.10 only.
- Our EPS, Earnings Per Share, last year was Rs. 35 and this year our Earnings Per Share is Rs. 53.67. So, if you haven't increased the dividend and continued to maintain that at 500%, so think about a way where our dividend next year is also maintained and we also feel happy that our Company declared a bonus.
- In your speech you mentioned many things with regards to our Company's progress and we are happy that our Company have received excellent orders for the next year. Compared to last year, we have received very good orders. So, I hope you accept the request of all the speaker shareholders. I also would like to say that speakers before me like Dharmesh Vakeel and many other shareholders asked for a plant visit and instead of keeping physical AGM...Sir, COVID is over and if you keep a physical meeting next time then we will be able to meet you and we will be able to meet the entire Board group. Meeting you all is a pleasure for us. Today we are meeting over a video but try that next time we should meet physically.
- Also, I would like to thank your Secretarial Department. They have made an excellent Balance Sheet and they even have sent the physical copy. Today, they reminded us also. This reflects good intent on their part. As company wants to give maximum benefit to the shareholders and entertain them, likewise your Secretarial Department also. Today morning they reminded us, so I am thankful to them for that.
- Thank you. All the best. May our Company continue to progress.
- **Moderator:**
- Thank you, Mr. Dinesh Bhatia. Our next speaker shareholder is Mr. Yusuf Rangwala. Requesting Mr. Yusuf Rangwala to please go ahead with his question.
- **Mr. Yusuf Rangwala – Shareholder:**
- Good afternoon, Sir. Deepak Sir, how are you? How is your health?
- **Mr. Deepak Parekh, Chairman, Siemens Limited:**
- I am good. Thank you.
- **Mr. Yusuf Rangwala – Shareholder:**
- Sir, seeing your smiling face in your photo, I am very happy and I am very proud. I think your health is very good like a flower. Sir, I will come directly to the point.
- Rs. 10 dividend on Face value Rs. 2, that is very excellent and very handsome in 66th Annual General Meeting. Sir, in last many years you didn't declare a bonus, so I request for the split. As you mentioned we have received many good orders from Telco and Railways and I also thank our Ketan Thaker Sir, who is our excellent Company Secretary. He sent me the Balance Sheet. Our Balance Sheet is of 266 pages. Sir, Balance Sheet has been prepared really well, that is very excellent and very knowledgeable.

- Sir, one small point. I would like to know total number of Balance Sheet that you made and what is the cost of the Balance Sheet.
- Sir, they are very good people and they are giving very excellent services. We are very happy to be part of the services, Sir.
- Sir, one more request and many other shareholders have requested this, why you didn't keep physical meet? Video is very good but you keep both the meetings, Sir, video and physical. That's my humble request. Next year keep physical meeting, Sir. Sir, you can keep both video and physical meeting. So many other companies are keeping both, Sir. I will not name the companies but there are so many Kolkata companies keeping that. So, you can also keep that.
- Nothing more to add. My good wishes, Sir. Ketan Sir. My thanks to the entire Board. Wishing you all very Happy Holi and all the festivals. I want to put forth small poem. *'Phoolon ki khushboo, kaliyon ki bahar aur apne saath jab Siemens raghegi'*. Sir. thank you very much. Khuda Hafiz. Wishing you a very happy festive season. Thank you. Thank you so much, Sir. Thank you. Jai Hind.
- **Moderator:**
- Thank you, Mr. Yusuf Rangwala. Our next speaker shareholder is Ms. Smita Shah. Requesting Ms. Smita Shah to please go ahead with her question. Ms. Smita Shah?
- **Moderator:**
- Ms. Shah, we are not able to hear you.
- **Ms. Smita Shah – Shareholder:**
- Okay-okay. Respected Chairman Sir,
- **Moderator:**
- Ms. Shah, we aren't able to hear you. Requesting you to please come closer to the mic.
- **Ms. Smita Shah – Shareholder:**
- Respected Chairman Sir...

- **Moderator:**
- Ms. Smita Shah, I think there is some connectivity issue, requesting you to please rejoin the forum. We now go on to our next speaker shareholder, Mr. Bharat Shah. Mr. Shah, we are not able to hear you. There is some connectivity issue Mr. Shah, requesting you to please rejoin the forum.
- **Mr. Bharat Shah – Shareholder:**
- Hello Sir, am I audible?
- **Moderator:**
- Yes, Mr. Shah, now we are able to hear you. Mr. Shah?
- **Mr. Bharat Shah – Shareholder:**
- Please arrange for a factory visit and I also request for a bonus. Sir, please have a physical meeting next year, so that we will meet face-to-face as it has been a long time since we have met. I fully support all the resolutions. now, Smita Shah is speaking.
- **Ms. Smita Shah – Shareholder:**
- Hello, am I audible Sir?
- **Moderator:**
- Yes, please go ahead, Ms. Shah.
- **Ms. Smita Shah – Shareholder:**
- Thank you, Sir. Respected Chairman, Mr. Deepak and all other respected Directors, greetings from Smita Shah. First of all, I would like say that you have selected a very good day for AGM. Today is birthday of Lord Ganesh, Tuesday. Our Company will grow nicely. Deepak Sir, you are the heart of the Company. Wherever you are, you are the life of the Company. Deepak Sir, our best wishes are always with you and also our support has always been with you and will also be henceforth. I have one request Deepak Sir, now please keep physical AGM and also arrange for a plant visit as said by other shareholders also before me. We will have a chance to meet you face-to-face. You have always have had our support. Sir, please tell about the future plans for the coming four years. I want to thank our Company Secretary, Ketan Sir, Raj Sir for giving me chance to speak and also for their good investor service. Thank you, Sir.
- **Moderator:**
- Thank you, Ms. Shah. Chairman Sir, that was the last speaker shareholder. If you weren't able to hear, she was not that audible. She spoke about primarily about three things. She requested for a physical meeting in the future.
- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- I heard that. Thank you.
- **Moderator:**
- Okay Sir, okay.

- **Mr. Deepak Parekh – Chairman, Siemens Limited:**
- So, let me try and answer some of the questions. First speaker was Mr. B K Agarwal. You wanted to know the R&D spend. We have spent 50 crores for R&D, which was much more than the previous year and next three years outlook you wanted to know. Now, the outlook for the next three years, see India is growing rapidly. We are the fastest growing emerging economy in the world and the thrust of the Indian economy is in infrastructure and the thrust is in manufacturing. That is our strength. That is Siemens strength. We have all the right technology, the right people, we are at the right place, and we've been here for decades and decades, so we are in a very strong position to be able to fulfill what India requires in infrastructure space, in mobility, in energy, in other auto ancillary, and number of other areas. So, the outlook has to be good. 47,000 crores is the order book as of now, 47,000 crores. While our sales this year was 17,700. I know bulk of the order is the large part of this order is because of the railway order we got, which was the highest order we got. It's very prestigious order for Siemens India to get this railway order, but the future looks promising as India is doing well and we have all the right equipment and the talent here in India. We don't give numbers for future what will be the sales, what will be the profit, but things are looking good.
- Mr. Nayak, you talked about, yeah, the Company's growth prospects are aligned with India's growth trajectory as it operates in sectors that are directly linked to the sustainable economic and industrial growth of India, which is industry, infrastructure, transportation, and energy, and we are prevalent in all these sectors. Mr. Nayak, you have said you have sent the detailed questionnaire, which we received. So, we will respond to your multiple questions separately. Ketan will ensure that you get that. You mentioned about the commodity aid, you mentioned about audit trail, you mentioned about, yeah, let me talk about bonus and split. You mentioned about, I think many shareholders talked about bonus and split. See, today's AGM is 100% attendance by all the Directors. Siemens Directors, Independent Directors, every Director is here. So, they have heard your request of split and bonus and we will consider at the right time what we have to do. We have a large amount of investment to do in the railways. So, we have to be cautious. You know, we just recovered from COVID and it was a tough time for everyone. So, we need to have surplus reserves. We need to have surplus cash and we just can't because one year is good fritter away and give a bonus share, but please be patient. The board has heard you about the split and bonus and as one of the shareholders even did mention that we don't want bonus, we want to split. Now, some shareholders want increase dividend, some shareholders want bonus somewhat split. So, the board will consider all this and we'll come back next year. You have asked some other questions also about buying this Mass-Tech company, about the goodwill of 33 crores. We wanted this asset because it helps us in, E-vehicle, just trying to see. We acquired the EV division of Mass-Tech Controls to enhance this offering within the sustainability business. The integration is almost complete. The deal was closed on 1st July, 2023. The purchase consideration was 38 crores. The Company has zero debt and it was a total cash deal. We paid a goodwill because we wanted this technology. We wanted this charging infra - EV charging technology and it is a future in India, it's going to be a growing market in India. Therefore, we bought this small investment. But we'll reply to you.
- Yes, Manoj Gupta, I agree it's our honorable Prime Minister's vision to improve the railway system in India. You've seen number of Vande Bharat trains and this order itself, this large order to Siemens India is an act of confidence by government that will be able to deliver so many locomotives over long period of time and no automotive - no locos have been delivered. The first one will only be delivered in March 25 because it's a large order and it is going to be, it's going to take time to deliver this. We have number of years to implement this order. Locomotive order is to be delivered over 11 years and after that we have 35 years of maintenance contract. Let me also touch upon the energy side, which number of energy leap demerger, which Manoj Gupta also talked. Demerger, has first to be approved by the board, thereafter the legal and regulatory process will start. At the moment, we've just registered wholly owned subsidiary called Siemens Energy. The reason why this is necessary is Siemens AG have split the company and there's a separate Siemens Energy company in Germany. So, the energy business of Siemens India will become a subsidiary of Siemens Germany - Energy Germany. That is the reason or the logic problem of the demerger, but the demerger, the demerged company will also be listed and depending on the valuation of the energy business and the Siemens business, our shareholders will get pro-rata shares in the demerged company. So, instead of having listed shares of one

Siemens company, all shareholders will have listed shares of two companies, but it's still some time away and examination, valuation, all that is still to be done, all the legal action has to be taken and the board is only noted the request and formed the subsidiary.

- Manoj also talked, no bonus, but free and liquidity. You know we don't, we have almost 7000-8000 crores in liquid assets, so we don't need some shareholders asked for a rights issue since we have fair amount of resources which we want to spend money on acquisition and in reinvestment, we do not need any fresh funding to do a justifier rights issue. Mass-Tech I talked about. As I said, I'll mention we will send you the balance question that you have asked number of questions.
- Now, Siemens Healthcare, Manoj also asked about the healthcare business. As you know some years ago Siemens Health business was demerged from Siemens India and it's a separate company which is 100% owned by Siemens Medical Germany. So, you know we have no idea what is the progress of that because it's not a related party so far as we are concerned, it's a separate company.
- Next person was Vasudha Dakwe, foreign exchange earnings. Yes, you mentioned that. You see, today we export 15% of our revenue is exported, while we import 4500 crores last year from Siemens not only Germany, other Siemens company worldwide and we imported 579 crores from third party. So, foreign exchange outflow is obviously more because we have to import more to get technology and with the right kind of technology and equipment.
- Kotwani, again, you say that, you asked about related party transactions. They've been given in detail on page 163 of the annual report. If you please see the 163rd page of the annual report, it gives all the different related party transactions with Siemens India and other Siemens global companies and you said our reserves are high, yes our reserves are high and as I mentioned, we will look at what we can do with these reserves. I mentioned that the demerger, how long will the demerger take? I think the process is on, it will take some time, but we will keep the shareholders informed. The 1st order of loco I mentioned is on 25 March and it's a 35-year maintenance and will take 11 years to deliver. The demerger has to be first approved by the board and then the formalities will start.
- Gautam Tiwari, thank you, Gautam for your words of praise. You were happy with the secretarial department. You are happy with the strong balance sheet of our Company. You also wanted bonus, you wanted us to raise more capital. As I mentioned, we don't have the need at the moment.
- Aspi, I wanted to clarify one point. Mr. Shyamak Tata has joined the board and not Mr. Noel Tata and you also asked about the demerger on the energy side, which I have mentioned.
- Sharad Shah, you have written - you asked a lot of questions. I have the questions in front of me. We will give you a detailed reply. Ketan Thaker will send a reply in the next few days. You talked about buyback then we had done the last buyback in 2011. We should look at the buyback. You were not happy with the investment in C&S. You felt the investment was much more than the profits and the turnover of the Company, but this is a long-term investment. We wanted to be in low voltage. business and we did not have it within our factories and therefore we invested in this business, we need to have patience. We are very happy. It has 11 factories, C&S has 11 factories across the country and we are able to compete in this market now.
- Harshad Savani, also you said thank you, you received the balance sheet. You like the balance sheet, again you want the same thing, increase in dividend, share capital, bonus, export. I mentioned. We have a fair amount of liquid funds, so we don't need to raise more money.
- Speaker number, I think. Mr. Jhavar. I think next time, Ketan we should have proper speaker numbers. Even my numbers are all different. I have Yusuf Rangwala as the last speaker, and he came earlier. So, we should have proper and we should give the moderator the number so they also know and we also know. I think somewhere something is gone wrong on the numbers because even I've got different numbers of speakers. We'll take care Mr. Jhavar next year. Now, gift coupon, we don't have a system of giving gift coupon, how can we give a gift coupon? We

can't give gift coupon, SEBI also will not like it, favoring some shareholders who attend the AGM and give them gift coupon it's not done.

- Yusuf Rangwala, how many balance sheets for printing and what was the cost? 750 copies were printed at the cost of 4.2 lakhs, which includes the software cost.
- Savani, you also wanted to know how will it be funded, the railway project. As I mentioned, we will fund it through internal resources.
- Dinesh Bhatia, thank you again. You were happy with the performance; you were happy with the secretarial department. Now, you want us to hit two sixers. We would like India to hit sixers in the upcoming match against England and you want one sixer to give a bonus and one sixer to do a split. I think the board has heard you, Siemens and the German has conservative German company does not like to hit sixers and they are very cautious and steady company. So, I don't think you're going to see sixers from Siemens. You talked about split bonus, I have mentioned. You are unhappy about maintenance of dividend despite higher profits and you wanted a physical meeting. The balance sheet is good, you were happy with it. See the secretarial - you're happy with the secretary, Ketan and his team. See the government has enabled and permitted companies, listed companies to have video conference AGM in order for more and more shareholders to participate who are not living in Bombay. So, we are using video conferencing as a result of that and this is the government order, SEBI order so that more shareholders can attend.
- Smita Shah, physical meeting. We couldn't hear you properly, but thank you for your support and we've heard about the bonus, I mentioned about the bonus. I think I have answered most of the questions and there's no other questions.

Now, to facilitate the Members who could not cast their vote through remote e-voting, the Company has offered the facility of e-voting during this meeting and it shall continue for the next 30 minutes. The Company has appointed Mr. P N Parikh Practicing Company Secretary as a scrutinizer for scrutinizing the votes cast via E-voting in a fair and transparent manner. I authorize Ketan Thaker, Company Secretary to receive and declare the voting results along with the scrutinizers report and intimate the same to the stock exchanges and place the same on the website of the Company. The resolution set forth in the notice shall be deemed to be passed today subject to receipt of number of votes. Sunil, you want to speak? With your permission, I call this meeting to an end. Stay safe and be healthy. Thank you.

Moderator:

Thank you.