

SIEMENS LIMITED

(Registered Office: 130, Pandurang Budhkar Marg, Worli, Mumbai - 400 018, Tel +91-22-2498 7000, Fax +91-22-2498 7500)

This corrigendum ("**Third Corrigendum**") to the Public Announcement dated January 31, 2011 ("**PA**") to the shareholders of Siemens Limited ("**Target Company**") is being issued by HSBC Securities and Capital Markets (India) Private Limited ("**Manager to the Offer**"), on behalf of Siemens Aktiengesellschaft (Registered office: Wittelsbacherplatz 2, D-80333 Munich, Germany) ("**Acquirer**"), pursuant to Regulation 11(2A) of, and in compliance with, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 ("**SEBI (SAST) Regulations**") and subsequent amendments thereto, in continuation of, and in conjunction with, the PA, the corrigendum to the PA published on March 4, 2011 and the corrigendum to the PA published on March 15, 2011 issued to the shareholders of the Target Company. Capitalized terms used in this Third Corrigendum, unless otherwise defined, shall have the same meaning as assigned to them in the PA.

The shareholders of the Target Company are requested to note the following with respect to the Open Offer:

1. Pursuant to receipt of the orders of the Bombay High Court and the Gujarat High Court dated January 28, 2011 and March 1, 2011 respectively approving the scheme of amalgamation of the Target Company with Siemens Healthcare Diagnostics Limited ("**SHDL**") and the approval of the shareholders of the Target Company under Regulation 23(1) of the SEBI (SAST) Regulations granted at the extra-ordinary general meeting held on March 24, 2011, the Target Company has issued and allotted fully paid-up equity shares of face value of Rs. 2 each ("**Equity Shares**") to shareholders of SHDL on March 24, 2011. The Voting Share Capital thereby stands increased from Rs. 674,320,400 divided into 337,160,200 Equity Shares to Rs. 680,589,800 divided into 340,294,900 Equity Shares.
2. The Acquirer has therefore increased the Offer Size from 66,829,060 Equity Shares being 19.82% of the Voting Share Capital to 67,025,669 Equity Shares being 19.70% of the Voting Share Capital in accordance with Regulation 21(3), 21(5) and 26 of the SEBI (SAST) Regulations and the undertaking made by the Acquirer in paragraph 2.1 of the Public Announcement and in compliance with the directions contained in the SEBI observation letter dated March 10, 2011. The post Open Offer shareholding of the Acquirer shall not go beyond the maximum permissible non-public shareholding limit of 75% prescribed under the listing agreements (as amended) even assuming full acceptances.
3. Consequent to the upward revision in the Offer Size, the total funding requirement for the Offer (assuming full acceptances) i.e. for the acquisition of up to 67,025,669 Equity Shares held by shareholders in the Target Company at Rs. 930 per Equity Share is Rs. 6,233,38,72,170 (Rupees six thousand two hundred and thirty three crores, thirty eight lakhs, seventy two thousand and one hundred and seventy only) ("**Revised Maximum Consideration**").
4. By way of security for performance of Acquirer's obligations under the SEBI (SAST) Regulations, the Acquirer has already established an unconditional, irrevocable and on demand bank guarantee dated March 1, 2011 ("**Amended Bank Guarantee**") valid up to and including July 27, 2011, which has been issued by HSBC Bank plc (Registered office: 8 Canada Square, London, United Kingdom E14 5HQ), on behalf of the Acquirer in favour of the Manager to the Offer for Rs. 638,33,87,217 (Rupees six hundred and thirty eight crores, thirty three lakhs, eighty seven thousand, two hundred and seventeen only), being the amount required under Regulation 28(2) of the SEBI (SAST) Regulations, i.e., 25% of the value of the Revised Maximum Consideration up to Rs. 100 crores and 10% of the value of the Revised Maximum Consideration beyond Rs. 100 crores.
5. The Acquirer has also already made a cash deposit of Rs. 62,71,20,000 (Rupees sixty two crores, seventy one lakhs and twenty thousand only) in an Escrow Account ("**Escrow Account – Cash**") with The Hongkong and Shanghai Banking Corporation Limited (Shiv Building, Plot No. 139-140 B, Western Express Highway, Sahar Road Junction, Vile Parle (East), Mumbai – 400 057) ("**Escrow Bank**"). The amount deposited in Escrow Account – Cash is in excess of the amount required under Regulation 28(10) of the SEBI (SAST) Regulations, i.e., in excess of 1% of the Revised Maximum Consideration, on the basis of an open offer escrow agreement dated January 28, 2011 entered into by and between the Acquirer, the Manager to the Offer and the Escrow Bank. The Amended Bank Guarantee and Escrow Account – Cash are together referred to as "**Escrow Accounts**".
6. The Manager to the Offer has been duly authorized to realize the value of the aforesaid Escrow Accounts in terms of the SEBI (SAST) Regulations.
7. The Manager to the Offer is satisfied with the ability of Acquirer to implement the Offer in accordance with the SEBI (SAST) Regulations as firm financial arrangements are in place to fulfill the obligations under the SEBI (SAST) Regulations.
8. All owners (registered or unregistered) of equity shares of the Target Company are eligible to participate in the Offer anytime before the Offer Closing Date, i.e. no later than April 13, 2011. Unregistered owners can send their application in writing to the Registrar, on a plain sheet of paper stating the name, address, number of equity shares held, number of equity shares tendered, distinctive numbers, folio number, together with the original share certificate(s), valid transfer deeds and the original contract notes issued by the broker through whom they acquired their equity shares and valid share transfer forms as received from the market. No indemnity is required from the unregistered owners. Unregistered owners should not sign the transfer deed and the transfer deed should be valid for transfer.
9. In case of non-receipt of the Letter of Offer, the eligible persons may send their consent to the Registrar, on a plain sheet of paper stating the name, address, number of equity shares held, distinctive numbers, folio number, number of equity shares offered, along with documents as mentioned above, so as to reach the Registrar on or before the Offer Closing Date, i.e. no later than April 13, 2011, or in case of beneficial owners, they may send the application in writing to the Registrar, on a plain sheet of paper stating the name, address, number of equity shares held, number of equity shares offered, DP name, DP ID, beneficiary account number and a photocopy of the delivery instruction in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the DP, in favour of KCPL Escrow Account - Siemens Limited Open Offer, so as to reach the Registrar, on or before the Offer Closing Date, i.e. no later than April 13, 2011.
10. Shareholders can also download the Letter of Offer and Form of Acceptance-cum-Acknowledgement placed on the SEBI website www.sebi.gov.in and send in their acceptance by completing the same.
11. All other terms and conditions of the Open Offer remain unchanged.

This Third Corrigendum to the PA will also be available on the SEBI's website (www.sebi.gov.in)

Issued by the Manager to the Offer on behalf of the Acquirer:



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Place: Mumbai

Date: March 26, 2011