

SIEMENS AKTIENGESELLSCHAFT

Form S-8 POS

December 14, 2010

**Table of Contents**

**Registration No. 333-155888**

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**POST-EFFECTIVE AMENDMENT NO. 1 TO  
FORM S-8  
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933**

**Siemens Aktiengesellschaft  
(Exact name of Registrant as specified in its charter)**

**Federal Republic of Germany**  
(State or other jurisdiction of incorporation or organization)

**Not Applicable**  
(I.R.S. Employer Identification Number)

**Wittelsbacherplatz 2  
D-80333 Munich, Germany**  
(Address of Principal Executive Offices)  
**Siemens Group Share Matching Plan**  
(Full title of the plan)

**E. Robert Lupone  
Senior Vice President, General Counsel and Secretary  
Siemens Corporation  
527 Madison Avenue, 8th Floor  
New York, New York 10022  
(212) 258-4000**

(Name, address and telephone number of agent for service)

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer or a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

|   |   |  |   |
|---|---|--|---|
| Large accelerated<br>filer <input type="checkbox"/> | Accelerated<br>filer <input type="checkbox"/> | Non-accelerated filer <input type="checkbox"/><br>(Do not check if a smaller reporting<br>company) | Smaller reporting<br>company <input type="checkbox"/> |
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**TABLE OF CONTENTS**

EXPLANATORY NOTE

SIGNATURES

INDEX TO EXHIBITS

EX-4.1

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**Table of Contents**

**EXPLANATORY NOTE**

Siemens Aktiengesellschaft (the *Registrant* ) is filing this Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 filed with the Securities and Exchange on December 3, 2008 (File No. 333-155888) (the *Registration Statement* ) to file the current version of Exhibit 4.1 of the Registration Statement and to file an amended power of attorney.

**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Munich, Germany, on the 14th day of December, 2010.

Siemens Aktiengesellschaft

By: /s/ Peter Löscher

Name: Peter Löscher

Title: President, Chief Executive Officer  
and Chairman of the Managing  
Board

By: /s/ Joe Kaeser

Name: Joe Kaeser

Title: Executive Vice President, Chief  
Financial Officer and Member of the  
Managing Board

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement has been signed by the following persons in the capacities indicated on the 14th day of December, 2010. In addition, each undersigned hereby constitutes and appoints Joe Kaeser, Peter Y. Solmssen, Dr. Klaus Patzak, Dr. Andreas Christian Hoffmann, Dr. Werner Paul Schick and Dr. Christian Bleiweiss, jointly and severally, his or her attorneys in fact, each with power of substitution, in his or her name and in the capacity indicated below, to sign any and all further amendments (including post-effective amendments) to the Registration Statement and to file the same, with exhibits thereto and other documents on connection therewith, with the Commission, hereby ratifying and confirming all that each of said attorneys-in-fact, or his substitute or substitutes, may do or cause to be done by virtue hereof.

| Signature              | Title   |
|------------------------|---|
| /s/ Peter Löscher      | President, Chief Executive Officer<br>and Chairman of the Managing Board              |
| Peter Löscher          |   |
| /s/ Joe Kaeser         | Executive Vice President, Chief Financial<br>Officer and Member of the Managing Board |
| Joe Kaeser             |   |
| /s/ Klaus Patzak       | Corporate Vice President and Controller   |
| Klaus Patzak, Dr. oec. |   |
| /s/ Wolfgang Dehen     | Executive Vice President and Member of the<br>Managing Board                          |
| Wolfgang Dehen         |   |

**Table of Contents**

|  |   |
|--|---|
| /s/ Brigitte Ederer  | Executive Vice President and Member of the<br>Managing Board  |
| Brigitte Ederer  |   |
| /s/ Barbara Kux  | Executive Vice President and Member of the<br>Managing Board  |
| Barbara Kux  |   |
| /s/ Hermann Requardt   | Executive Vice President and Member of the<br>Managing Board  |
| Hermann Requardt, Prof. Dr. phil. nat., Dipl.-Phys.  |   |
| /s/ Siegfried Russwurm   | Executive Vice President and Member of the<br>Managing Board  |
| Siegfried Russwurm, Prof. Dr.-Ing., Dipl.-Ing.   |   |
| /s/ Peter Y. Solmssen  | Executive Vice President and General<br>Counsel, Member of the Managing Board   |
| Peter Y. Solmssen  |   |
| /s/ E. Robert Lupone   | Senior Vice President, General Counsel and<br>Secretary of Siemens Corporation<br>Authorized Representative in the United<br>States |
| E. Robert Lupone<br>Siemens Corporation<br>527 Madison Avenue, 8 <sup>th</sup> Floor<br>New York, NY 10022 |   |

**Table of Contents**

**INDEX TO EXHIBITS**

| <b>Exhibit No.</b> | <b>Description of Document</b>  |
|--------------------|---|
| 4.1                | Siemens Group Share Matching Plan, including Supplement for the U.S. Participants |
| 24                 | Power of Attorney (included on signature page)                                    |