

July 22, 2013

The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Company Code: 506285
Scrip ID: BAYER

Dear Sir,

Sub.: Outcome of the meeting of Board of Directors of Bayer CropScience Limited (the "Company") held on July 22, 2013

This is to inform you that the Board of Directors of the Company at its meeting held on July 22, 2013, unanimously approved a buyback proposal for purchase by the Company of upto 2,879,746 equity shares of Rs. 10 each (representing 7.29% of the total equity capital), from all the shareholders of the Company on a proportionate basis through the "Tender Offer" route as prescribed under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998 (the "**Buyback Regulations**") at a price of Rs. 1,580 per equity share (Rupees One Thousand Five Hundred and Eighty only) per equity share, aggregating to approximately Rs. 455 crores in accordance with the provisions of the Companies Act, 1956 and the Buyback Regulations (the "**Buyback**").

The Board noted the intention of the Promoter Group of the Company to participate in the proposed Buyback.

The Buyback would be subject to approval of the shareholders by way of a Special Resolution through Postal Ballot and all other applicable statutory approvals.

The Board has formed a Committee (the "**Buyback Committee**") and has delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback. Ambit Corporate Finance Private Limited has been appointed as the Manger to the Buyback Offer.

Thanking you.

Yours faithfully,
For **Bayer CropScience Limited**



Rajiv Wani
Vice-President – Law Patents and Compliance and
Company Secretary



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