



July 25, 2019

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400 001

Company Code: 506285
Script ID: BAYERCROP

Dear Sir,

Subject: Proceedings of the 61st Annual General Meeting held on July 24, 2019



Please find enclosed a gist of the proceedings of the 61st Annual General Meeting of Bayer CropScience Limited held on July 24, 2019 pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Bayer CropScience Ltd.
CIN: L24210MH1958PLC011173

Registered and Corporate Office:
Bayer House
Central Avenue
Hiranandani Estate
Thane (West) – 400 607
Maharashtra, India

This is for your kind information and records.

Tel : +91 22 2531 1234
Fax : +91 22 2545 5063
www.bayer.in
www.cropscience.bayer.com

Thanking you,

Yours faithfully
for **Bayer CropScience Limited**


Rajiv Wani
Head- Law, Patents & Compliance
& Company Secretary

Encl.: As above



Gist of the proceedings of the 61st Annual General Meeting (AGM) of the Company held on July 24, 2019.

1. Date, time and venue of the AGM:

The 61st Annual General Meeting of the Company was held on July 24, 2019 and the meeting commenced at 11.00 a.m at “Yashwantrao Chavan Pratishthan Auditorium”, Y. B. Chavan Centre, Near Mantralaya, Gen. J. Bhonsale Marg, Mumbai - 400 021 and concluded at 12.00 noon.

2. Brief details of the proceedings at the AGM:

Mr. Pankaj Patel, Chairman, chaired the proceedings of the meeting and requisite quorum being present called the meeting to order. Mr. Patel then introduced the new Board members.

Mr. Rajiv Wani, Company Secretary informed that the remote e- voting was made available to the shareholders from July 20, 2019 till July 23, 2019. He further informed that the shareholders who have not casted their vote through remote e-voting are provided with electronic tab based voting at the AGM venue. Mr. N. L. Bhatia, Practicing Company Secretary was the Scrutinizer to ensure that the voting process is conducted in a fair and transparent manner.

The Chairman then invited the members to make comments, offer suggestions or seek clarifications. The Chairman responded to the queries raised by the members at the meeting.

He further informed the members that the combined result of remote e-voting and tablet based electronic voting done at the AGM will be displayed on the website of the Company and the website of BSE Limited on or before July 26, 2019.

The Chairman thanked the members for attending and participating in the AGM.

3. Manner of approval of the Resolutions:

The Scrutinizer's Report was received on July 24, 2019 and all the resolutions set out in the Notice of the AGM as mentioned below were passed with requisite majority.

The following items of business were approved by the shareholders:

Ordinary Business:

- i. Receive, consider, approve and adopt the audited Statement of Profit and Loss for the financial year ended March 31, 2019 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
- ii. Declare dividend of Rs. 18.00 per Equity Share for the financial year ended March 31, 2019.





- iii. Appointment of Director in place of Mr. Peter Mueller (DIN: 03582162) who retires by rotation and being eligible, offers his candidature for re-appointment.

Special Business:

- iv. Appointment of Mr. Duraiswami Narain (DIN: 03310642) as the Director of the Company.
- v. Appointment of Mr. Duraiswami Narain (DIN: 03310642) as the Managing Director and Chief Executive Officer of the Company.
- vi. Appointment of Mr. Rolf Hoffmann (DIN: 08460583) as the Director of the Company.
- vii. Appointment of Mr. Rolf Hoffmann (DIN: 08460583) as the Whole-time Director and Chief Financial Officer of the Company.
- viii. Appointment of Ms. Ketaki Bhagwati (DIN: 07367868) as the Non-Executive Independent Director of the Company.
- ix. Appointment of Mr. Jens Hartmann (DIN: 08338494) as the Non-Executive Director of the Company.
- x. Ratification of Remuneration to Cost Auditor.

