



July 25, 2019

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

COMPANY CODE: 506285
SCRIP ID: BAYERCROP

Dear Sir,

**Sub.: Disclosure of voting results of the 61st Annual General Meeting of
Bayer CropScience Limited held on July 24, 2019 along with the
Scrutinizers Report.**



Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below the voting results (Annexure A) of the 61st Annual General Meeting of Bayer CropScience Limited along with the Scrutinizer's Report attached (Annexure B).

Kindly take the same on record.

Yours faithfully,
for Bayer CropScience Limited


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



Bayer CropScience Ltd.
CIN: L24210MH1958PLC011173

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

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

Encl.: As above



Annexure A

Voting Results of the 61st Annual General Meeting of Bayer CropScience Limited

- 1. Date of the AGM:** July 24, 2019
- 2. Total number of shareholders on record date:** 44, 529
- 3. No. of shareholders present in the meeting either in person or through proxy:**
Promoters and Promoter Group: 4
Public: 102
- 4. No. of shareholders attended the meeting through Video Conferencing:**
Promoters and Promoter Group: Not Applicable
Public: Not Applicable
- 5. Details of the Agenda:**
The mode of voting for all the resolutions was:
 1. Remote e-voting conducted between July 20, 2019 to July 23, 2019;
 2. Electronic tab based poll conducted at the Annual General Meeting.

Given below is the resolution wise combined result of Remote e-voting and electronic tab based poll conducted at the Annual General Meeting:





Resolution No.	1
Resolution Title	To 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.
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5487408	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5487408	0	100.00	0.00
Public- Others	E-Voting	3985701	12584	0.32	12574	10	99.92	0.08
	Poll		3307	0.08	3307	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15891	0.40	15881	10	99.94	0.06
Total	E-Voting	34333593	29084440	84.71	29084430	10	100.00	0.00
	Poll		3307	0.01	3307	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087747	84.72	29087737	10	100.00	0.00





Resolution No.	2
Resolution Title	Declaration of dividend on Equity Shares for the financial year ended March 31, 2019
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = [(2)/(1)] * 100$	[4]	[5]	$[6] = [(4)/(2)] * 100$	$[7] = [(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5487408	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5487408	0	100.00	0.00
Public-Others	E-Voting	3985701	12618	0.32	12618	0	100.00	0.00
	Poll		3307	0.08	3307	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15925	0.40	15925	0	100.00	0.00
Total	E-Voting	34333593	29084474	84.71	29084474	0	100.00	0.00
	Poll		3307	0.01	3307	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087781	84.72	29087781	0	100.00	0.00





Resolution No.	3
Resolution Title	Re-appointment of Mr. Peter Mueller (DIN: 03582162) as a Director of the Company.
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = [(2)/(1)] * 100$	[4]	[5]	$[6] = [(4)/(2)] * 100$	$[7] = [(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting	2358444	2358444	100.00	2358444	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2358444	100.00	2358444	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5473585	13823	99.75	0.25
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5473585	13823	99.75	0.25
Public-Others	E-Voting	3985701	12584	0.32	12553	31	99.75	0.25
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15892	0.40	15861	31	99.80	0.20
Total	E-Voting	3433359	2908444	84.71	2907058	13854	99.95	0.05
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2908774	84.72	2907389	13854	99.95	0.05





Resolution No.	4
Resolution Title	Appointment of Mr. Duraiswami Narain (DIN: 03310642) as the Director of the Company.
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5472989	14419	99.74	0.26
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5472989	14419	99.74	0.26
Public-Others	E-Voting	3985701	12574	0.32	12543	31	99.75	0.25
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15882	0.40	15851	31	99.80	0.20
Total	E-Voting	34333593	29084430	84.71	29069980	14450	99.95	0.05
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087738	84.72	29073288	14450	99.95	0.05





Resolution No.	5
Resolution Title	Appointment of Mr. Duraiswami Narain (DIN: 03310642) as the Managing Director and Chief Executive Officer of the Company.
Resolution required	Special
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5472989	14419	99.74	0.26
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5472989	14419	99.74	0.26
Public-Others	E-Voting	3985701	12574	0.32	12541	33	99.74	0.26
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15882	0.40	15849	33	99.79	0.21
Total	E-Voting	34333593	29084430	84.71	29069978	14452	99.95	0.05
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087738	84.72	29073286	14452	99.95	0.05





Resolution No.	6
Resolution Title	Appointment of Mr. Rolf Hoffmann (DIN: 08460583) as the Director of the Company.
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5472989	14419	99.74	0.26
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5472989	14419	99.74	0.26
Public-Others	E-Voting	3985701	12574	0.32	12543	31	99.75	0.25
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15882	0.40	15851	31	99.80	0.20
Total	E-Voting	34333593	29084430	84.71	29069980	14450	99.95	0.05
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087738	84.72	29073288	14450	99.95	0.05





Resolution No.	7
Resolution Title	Appointment of Mr. Rolf Hoffmann (DIN: 08460583) as the Whole-time Director and Chief Financial Officer of the Company.
Resolution required	Special
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5472989	14419	99.74	0.26
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5472989	14419	99.74	0.26
Public-Others	E-Voting	3985701	12574	0.32	12543	31	99.75	0.25
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15882	0.40	15851	31	99.80	0.20
Total	E-Voting	34333593	29084430	84.71	29069980	14450	99.95	0.05
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087738	84.72	29073288	14450	99.95	0.05





Resolution No.	8
Resolution Title	Appointment of Ms. Ketaki Bhagwati (DIN: 07367868) as the Non-Executive Independent Director of the Company
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5314624	172784	96.85	3.15
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5314624	172784	96.85	3.15
Public-Others	E-Voting	3985701	12574	0.32	12193	381	96.97	3.03
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15882	0.40	15501	381	97.60	2.40
Total	E-Voting	34333593	29084430	84.71	28911265	173165	99.40	0.60
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087738	84.72	28914573	173165	99.40	0.60





Resolution No.	9
Resolution Title	Appointment of Mr. Jens Hartmann (DIN: 08338494) as the Non-Executive Director of the Company.
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5477614	9794	99.82	0.18
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5477614	9794	99.82	0.18
Public-Others	E-Voting	3985701	12574	0.32	12193	381	96.97	3.03
	Poll		3308	0.08	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15882	0.40	15501	381	97.60	2.40
Total	E-Voting	34333593	29084430	84.71	29074255	10175	99.97	0.03
	Poll		3308	0.01	3308	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087738	84.72	29077563	10175	99.97	0.03





Resolution No.	10
Resolution Title	Ratification of Remuneration to Cost Auditor.
Resolution required	Ordinary
Whether promoter/ promoter group are interested in the agenda/ resolution?	No

Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	23584448	23584448	100.00	23584448	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		23584448	100.00	23584448	0	100.00	0.00
Public - Institutional holders	E-Voting	6763444	5487408	81.13	5487408	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5487408	81.13	5487408	0	100.00	0.00
Public-Others	E-Voting	3985701	12324	0.31	12300	24	99.81	0.19
	Poll		3308	0.08	3307	1	99.97	0.03
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		15632	0.39	15607	25	99.84	0.16
Total	E-Voting	34333593	29084180	84.71	29084156	24	100.00	0.00
	Poll		3308	0.01	3307	1	99.97	0.03
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		29087488	84.72	29087463	25	100.00	0.00





As per the consolidated results of the Remote e-voting and electronic tab based voting conducted at the 61st Annual General Meeting on Item nos. 1 to 10 of the Notice of the Meeting, all the resolutions are passed by requisite majority.

Thanking you,

Yours faithfully,
for **Bayer CropScience Limited**


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





N L BHATIA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

Tel. : 91-022-2510 0718
Tel. : 91-022-2510 0698
E-mail : navnitlb@hotmail.com
brupadhyay@hotmail.com
Website : www.nlba.in

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015]

Mr. Pankaj Patel
Chairman
Bayer CropScience Limited
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West)-400607

Dear Sir,

1. I, N. L. Bhatia, Practicing Company Secretary, have been appointed as scrutinizer, by the Board of Directors of Bayer CropScience Limited for the purpose of scrutinizing the remote E-voting and E-voting undertaken at the venue of the 61st Annual General Meeting and ascertaining the requisite majority as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto on the resolutions contained in the notice of the 61st Annual General Meeting ("AGM") of the Members of the Company, held on July 24, 2019 at "Yashwantrao Chavan Pratishthan Auditorium", Y. B. Chavan Centre, Near Mantralaya, Gen. J. Bhonsale Marg, Mumbai- 400 021.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolutions contained in the Notice of the 61st AGM of the members of the Company. My responsibility as a Scrutinizer for the remote E-voting and E-voting undertaken at the AGM venue is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide E-voting facilities, engaged by the Company.
3. Further to the above, I submit my report as under:
 - 3.1 The Company has provided the remote E-voting facility through NSDL, on their website www.evoting.nsdl.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate its shareholders to cast their vote through remote E-voting.



- 3.2 The notices sent (both through email and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
- 3.3 As prescribed in the said Rules, the Company has also published an advertisement in the Financial Express (English) and Loksatta (Marathi) newspapers on June 28, 2019 and it carried the required information as specified in the said Rules.
- 3.4 Voting rights of Members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on Wednesday, July 17, 2019.
- 3.5 The remote E-voting commenced from Saturday, July 20, 2019 (IST 9:00 a.m.) and ended on Tuesday, July 23, 2019 (IST 5:00 p.m.).
- 3.6 The Chairman, at the commencement of the AGM, announced that the Members present at the AGM who have not cast their vote by remote E-voting, can exercise their voting rights electronically, which was made available throughout the AGM at the venue.
- 3.7 Thereafter, on completion of the voting at the venue of the AGM, the E-voting summary of the votes cast at the AGM venue was generated from the electronic voting system provided by the NSDL.
- 3.8 Subsequently, the votes cast through remote E-voting and E-voting at the venue were unblocked in the presence of 2 witnesses, Mr. Hardik Chandra and Ms. Shweta Shetty who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.





- 3.9 The e- voting data was scrutinized by me for verification of votes cast "in favour" and "against" of the Resolutions
- 3.10 My combined report on the results of voting through remote E-voting and E-voting at the AGM venue is as under:



• **Item No. 1- As an Ordinary Resolution:**

To 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 report of Board of Directors and Auditors thereon.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088367	29087747	29087737	10	99.99	0.01	620

• **Item No. 2:- As an Ordinary Resolution:**

To declare Dividend on Equity Shares for the financial year ended March 31, 2019.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088401	29087781	29087781	0	100	0	620

• **Item No. 3:- As an Ordinary Resolution:**

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

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088368	29087748	29073894	13854	99.95	0.05	620

• **Item No. 4:- As an Ordinary Resolution:**

Appointment of Mr. Duraiswami Narain (DIN: 03310642) as the Director of the Company.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088358	29087738	29073288	14450	99.95	0.05	620

• **Item No. 5:- As a Special Resolution:**

Appointment of Mr. Duraiswami Narain (DIN: 03310642) as the Managing Director and Chief Executive Officer of the Company.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088358	29087738	29073286	14452	99.95	0.05	620



• **Item No. 6:- As an Ordinary Resolution:**

Appointment of Mr. Rolf Hoffmann (DIN: 08460583) as the Director of the Company.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088358	29087738	29073288	14450	99.95	0.05	620

• **Item No. 7:- As a Special Resolution:**

Appointment of Mr. Rolf Hoffmann (DIN: 08460583) as the Whole-time Director and Chief Financial Officer of the Company.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088358	29087738	29073288	14450	99.95	0.05	620

• **Item No. 8:- As an Ordinary Resolution:**

Appointment of Ms. Ketaki Bhagwati (DIN: 07367868) as the Non-Executive Independent Director of the Company.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088358	29087738	28914573	173165	99.40	0.60	620

• **Item No. 9:- As an Ordinary Resolution:**

Appointment of Mr. Jens Hartmann (DIN: 08338494) as the Non-Executive Director of the Company.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088358	29087738	29077563	10175	99.97	0.03	620

• **Item No. 10:- As an Ordinary Resolution:**

Ratification of Remuneration to Cost Auditor.

No of Shares held	No of Votes cast	No of Votes in Favor	No of Votes against	% of votes		No of Abstained Votes
				Favor	Against	
29088108	29087488	29087463	25	99.99	0.01	620



4. All the above resolutions are passed by requisite majority.
5. A Register and all other papers and relevant records containing details of equity shareholders, who voted "IN FAVOUR", or "AGAINST" and those whose votes were declared invalid for each resolution under remote E-voting and electronic voting done at the AGM shall remain in our safe custody until the Chairman approves and signs the Minutes of the aforesaid AGM and the same would thereafter be handed over to Mr. Rajiv Wani, Head - Law, Patents & Compliance and Company Secretary for safe keeping.
6. You may accordingly declare the result of remote E-voting and E- voting at the Venue of the Annual General Meeting.

Thanking you,

Place: Mumbai
Date: July 24, 2019



Yours faithfully,

Narainilal Bhatia

N.L.Bhatia
Practicing Company Secretary
Scrutinizer
FCS:-1176
C.P NO. 422

Countersigned

Pankaj Patel

Mr. Pankaj Patel
Chairman
(DIN: 00131852)