

Bayer CropScience

June 03, 2015



The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai 400 023.

Company Code : 506285
Scrip ID : BAYERCROP

Dear Sir,

Sub.: Outcome of the meeting of Board of Directors of Bayer CropScience Limited (the "Company") held on June 03, 2015

This is to inform you that the Board of Directors of the Company at its meeting held on June 03, 2015, unanimously approved a buyback proposal for purchase by the Company of upto 12,65,000 equity shares of Rs. 10 each (representing 3.45 % 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. 4000 per equity share (Rupees Four thousand only) per equity share, aggregating to approximately Rs.506 crores in accordance with the provisions of the Companies Act, 2013 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 Manager to the Buyback Offer.

Thanking you.

Yours faithfully,
For Bayer CropScience Limited

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

Bayer CropScience Ltd.
CIN: L24210MH1958PLC011173

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