

o/c

July 25, 2017

The Corporate Relations Department
BSE Limited
Rotunda Building, 1st floor
Mumbai Samachar Marg,
Mumbai – 400 001



Kind Attn: Mr. Marlan D'Souza

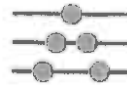
Ref: **Public Announcement in respect of Buyback of equity shares by Bayer CropScience Limited (the "Company")**

We have been appointed by the Company as the Manager to the proposed Buyback of equity shares through tender offer route.

The Board of Directors of the Company on June 06, 2017 passed a resolution to buyback equity shares of the Company and sought approval of its shareholders, by a special resolution, through the Postal Ballot Notice dated June 06, 2017, the results of which were announced on July 21, 2017. Through the Postal Ballot, the shareholders of the Company have approved, as a special resolution, the buyback of not exceeding 10,20,408 fully paid-up equity shares of face value of ₹ 10 each from all the existing shareholders / beneficial owners of equity shares of the Company, on a proportionate basis, through the "Tender Offer" route prescribed under the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended from time to time (the "Buyback Regulations") at a price of ₹ 4,900 (Rupees Four Thousand Nine Hundred only) per equity share ("Buyback Offer Price") payable in cash for an aggregate amount of ₹ 499,99,99,200 (Rupees Four Hundred Ninety Nine Crores Ninety Nine Lakhs Ninety Nine Thousand and Two Hundred only) ("Buyback").

The Buyback is in accordance with Article 23 of the Articles of Association of the Company and subject to the provisions of Section 68 of the Companies Act, 2013 ("Companies Act") including any statutory modification or re-enactment thereof for the time being in force, and all other applicable provisions, if any, of the Companies Act and the provisions contained in the Buyback Regulations.

In compliance with the requirements of the Buyback Regulations, a Public Announcement dated July 25, 2017 (the "Public Announcement") to this effect was released for publication by the Company on July 25, 2017 in the following newspapers:



Newspaper	Language	Editions
The Financial Express	English	All editions
Jansatta	Hindi	All editions
Loksatta	Marathi	Mumbai edition

In addition to the 3 publications mentioned above wherein the Public Announcement was published to comply with the statutory requirements of the Buyback Regulations, the Public Announcement was also released for publication in the Financial Express (Gujarati – Ahmedabad Edition) on July 25, 2017.

As per the Buyback Regulations, the Company shall file the Draft Letter of Offer with Securities and Exchange Board of India on or before August 01, 2017 (within 5 working days of the Public Announcement).

We are enclosing herewith the following documents for your kind perusal and records:

1. A published copy of the Public Announcement dated July 25, 2017;
2. Certified copy of the Board resolution dated June 06, 2017 approving the Buyback; and
3. Certified copy of the special resolution passed by the Shareholders of the Company by Postal Ballot, results of which were announced on July 21, 2017.

Should you require any further information we shall be pleased to furnish the same.

Yours faithfully,
For Ambit Capital Private Limited



Authorised Signatory
Encl : As above

July 25, 2017

Division Chief,
Corporation Finance Department,
Securities & Exchange Board of India
Division of Corporate Restructuring,
SEBI Bhavan, C-4-A, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051



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4. Compact disk containing copy of Public Announcement in PDF format along with the relative checklist as Annexure 1.

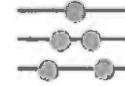
We confirm that the contents of the enclosed compact disk have been compared with the published version of the Public Announcement and found to be in order.

Should you require any further information we shall be pleased to furnish the same.

Yours faithfully,
For Ambit Capital Private Limited

Praveen Sangal
Vice President
Encl : As above





Annexure 1

INFORMATION TO BE SUBMITTED ALONG WITH
SOFT COPY OF PUBLIC ANNOUNCEMENT

1	Soft copy submitted by	Ambit Capital Private Limited
2	Content Title	Bayer CropScience Limited_PA.pdf
3	Whether the Documents are HTML/PDF format?	PDF Format
4	Whether the tabular data in the HTML/PDF format are in order?	YES
5	Whether the Sr. Numbers of paragraph/points are in order and matches with the printed copy?	YES
6	Whether the alignments of all paragraphs are in order?	YES
7	Whether all relevant image files, if any are available in the floppy?	YES
8	Whether the contents of the HTML/PDF format and hard copy of the document have been compared and found to be in order?	YES
9	Whether the letter of confirmation for the Point no.8 has been enclosed?	YES. Confirmation to this effect is there in covering letter dated July 25, 2017
10	Whether the spacing between lines and paragraphs is uniform?	YES
11	Remarks, if any	NIL

Prepared by: Praveen Kumar Sangal

Date: July 25, 2017

Verified by:

SUNDEEP PARATZ

(For office use only)

FOR THE USE OF DIVISION/DEPARTMENT CONCERNED

Date of receipt of floppy:

Whether the contents of floppy are prima facie in Order:

RNI No:

Yes/No.

Secretary

Officer

Division Chief

Date:

FOR THE USE OF INFORMATION SYSTEMS DIVISION

Date of receipt of floppy:

Whether the contents of floppy are prima facie in order:

YES/NO

Date on which the document is displayed on the SEBI web site:

Secretary

Officer

Division Chief

FOR THE USE OF DEPARTMENT/DIVISION CONCERNED AND ISD

The contents on the net were verified and found to be prima facie in order

ISD

Department/Division