

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(I) (a) Statement showing Shareholding Pattern

Name of the Company:		BAYER CROPSCIENCE LIMITED	
As on :		Post Buyback (26.10.2015)	
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by Promoter / Promoters Group			
Held by public			
Total			
Outstanding convertible securities:-	No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by Promoter / Promoters Group			
Held by public			
Total			
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by Promoter / Promoters Group			
Held by public			
Total			
Total paid-up capital of the company assuming full			

Category code	Category of Shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total Shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage (IX)=(VIII)/(IV)*10
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	7940146	7940146	22.46	22.46	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (1)	1	7940146	7940146	22.46	22.46	0	0.00
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	3	16304538	16304538	46.12	46.12	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (2)	3	16304538	16304538	46.12	46.12	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	4	24244684	24244684	68.58	68.58	0	0.00
(B)	Public Shareholding							
(1)	Institutions							
(a)	Mutual Funds / UTI	59	3199671	3199381	9.05	9.05	NA	NA
(b)	Financial Institutions / Banks	21	13185	9237	0.04	0.04	NA	NA
(c)	Central Government / State Governments(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	9	688358	688008	1.95	1.95		
(f)	Foreign Institutional Investors	71	1702255	1701339	4.81	4.81		
(g)	FPI's- Corp	28	1290921	1290921	3.65	3.65		
(h)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(i)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(j)	Any Other (specify)	0	0	0	0.00	0.00		
	Sub-Total (B) (1)	188	6894390	688886	19.50	19.50		
(2)	Non-Institutions							
(a)	Bodies Corporate	551	1302362	1298234	3.68	3.68		
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	19,699	2468235	2043202	6.98	6.98		
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	6	442386	415226	1.25	1.25		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other							
i	Director	1	53	0	0.00	0.00		
ii	Foreign Company	0	0	0	0.00	0.00		
iii	Trusts	3	1891	1825	0.01	0.01		
	Sub-total (B) (2)	20260	4214927	3758487	11.92	11.92		
	Total Public Shareholding (B) = (B)(1)+(B)(2)	20448	11109317	10647373	31.42	31.42		
	TOTAL (A)+(B)	20452	35354001	34892057	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00	NA	NA
(1)	Promoter and Promoter Group							
(2)	Public							
	GRAND TOTAL (A)+(B)+(C)	20452	35354001	34892057	100.00	100.00		

(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Name of the Company : Bayer CropScience Limited
Scrip Code : 506285
As on : POST BUYBACK (26.10.2015)

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)		Details of Shares held		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital			
		(I)	(II)	(III)	(IV)	(V)	(VI) = (V) / (III)* 100	(VII)	(VIII)		(IX)	(X)	(XI)
1	Bayer CropScience AG	5,817,759	16.46										16.46
2	Bayer AG	3,676,380	10.40										10.40
3	Bayer SAS	6,810,399	19.26										19.26
4	Bayer Vapi Private Limited	7,940,146	22.46										22.46
	TOTAL	24,244,684	68.58										68.58

(*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	PNBRIDGE INVESTMENTS GF MAURITIUS LTD	622,565	1.76					1.76
2	HDFC TRUSTEE COMPANY LTD - A/C HDFC MID - CAPOPPORTUNITIES FUND	553,613	1.57					1.57
3	Indian Syntans Investments (P) Ltd	481,238	1.36					1.36
4	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED A/C BIRLA SUN LIFE MNC FUND	431,509	1.22					1.22
5	Meenakshi Narayanan Investments (P) Ltd	408,910	1.16					1.16
6	OPPENHEIMER INTERNATIONAL SMALL COMPANY FUND	410,143	1.16					1.16
	TOTAL	2,907,978	8.23					8.23

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	N.A.							
	TOTAL							

(I) (d) Statement showing details of locked-in-shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}	Promoter / Promoter Group / Public
	-----N.A.-----			
TOTAL				

(II) (a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
1	-----N.A.-----			
2				
TOTAL				

(II) (b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by 'Promoter / Promoter Group' are in excess of 1% of the total

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
1	-----N.A.-----			
2				
TOTAL				

(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer.

Category code	Category of Shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights	Total Voting Rights i.e. (VI)	
		Class X	Class Y	Class Z		As a percentage of (A+B)	As a percentage of (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(III+IV+V)	(VI)	(VII)
(A)	Shareholding of Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals / Hindu Undivided Family	0			0	0.00	0.00
(b)		0			0	0.00	0.00
(c)	Bodies Corporate	7940146			7940146	22.46	22.46
(d)	Financial Institutions / Banks	0			0	0.00	0.00
(e)	Any Other (Trust)	0			0	0.00	0.00
	Sub-Total (A) (1)	7940146	0	0	7940146	22.46	22.46
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0			0	0.00	0.00
(b)	Bodies Corporate	16304538			16304538	46.12	46.12
(c)	Institutions	0			0	0.00	0.00
(d)	Qualified Foreign Investor	0			0	0.00	0.00
(e)	Any Other (specify)	0			0	0.00	0.00
	Sub-Total (A) (2)	16304538	0	0	16304538	46.12	46.12
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	24244684	0	0	24244684	68.58	68.58
(B)	Public Shareholding						
(1)	Institutions						
(a)	Mutual Funds / UTI	3199671			3199671	9.05	9.05
(b)	Financial Institutions / Banks	13185			13185	0.04	0.04
(c)	Central Government / State Governments(s)	0			0	0.00	0.00
(d)	Venture Capital Funds	0			0	0.00	0.00
(e)	Insurance Companies	688358			688358	1.95	1.95
(f)	Foreign Institutional Investors	1702255			1702255	4.81	4.81
(g)	FPI's - Corp	1290921			1290921	3.65	3.65
(h)	Foreign Venture Capital Investors	0			0	0.00	0.00
(i)	Qualified Foreign Investor	0			0	0.00	0.00
(j)	Any Other (specify)	0			0	0.00	0.00
	Sub-Total (B) (1)	6894390	0	0	6894390	19.50	19.50
(2)	Non-Institutions						
(a)	Bodies Corporate	1302362			1302362	3.68	3.68
(b)	Individuals -						
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	2,468,235			2468235	6.98	6.98
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	442,386			442386	1.25	1.25
(c)	Qualified Foreign Investor	0			0	0.00	0.00
(d)	Any Other (specify)						
i	Director	53			53	0.00	0.00
ii	Foreign Corporate Bodies	0			0	0.00	0.00
iii	Trusts	1891			1891	0.01	0.01
	Sub-total (B) (2)	4214927	0	0	4214927	11.92	11.92
	Total Public Shareholding (B) = (B)(1)+(B)(2)	11109317	0	0	11109317	31.42	31.42
	TOTAL (A)+(B)	35354001	0	0	35354001	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0			0	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	35354001	0	0	35354001	100.00	100.00