



February 1, 2024

The General Manager,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

COMPANY CODE : BAYERCROP
SCRIP CODE : 506285

Dear Sir/Madam,

Sub.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), we would like to inform you that the Board of Directors at their meeting held today i.e. Thursday, February 01, 2024, noted and approved the following:

- a. Resignation of Dr. Harsh Kumar Bhanwala (DIN: 06417704) as the Non-Executive Independent Director of the Company with effect from February 1, 2024, due to his joining in the Board of HDFC Bank and personal commitments. Consequently, he will also be stepping down as the member of the Audit Committee of the Company as on that date.
- b. Resignation of Mr. Brian Naber, Non-Executive Non-Independent Director (DIN: 09115300) with effect from February 1, 2024.
- c. Appointment of Dr. Miriam Holstein (DIN: 10458293) as Additional Non-Executive Non-Independent Director with effect from February 1, 2024, as recommended by the Nomination and Remuneration Committee of the Directors, subject to the approval of the Shareholders.

The letter of resignation received from Dr. Harsh Kumar Bhanwala and Mr. Brian Naber are enclosed herewith as **Annexure A and B**.

The details required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, are given in **Annexure C and D**.

for Bayer CropScience Limited

Nikun Kumar Savaliya
Company Secretary & Compliance Officer

Encl.: As above

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

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January 31, 2024

To
The Board of Directors
Bayer CropScience Limited
Bayer House, Central Avenue
Hiranandani Estate,
Thane (West) – 400 607

Subject: Resignation as a Non-Executive Independent Director of the Company

Dear Sir / Madam,

This is to inform the Board that I hereby tender my resignation as Non-Executive Independent Director of the Company with effect from close of business hours of February 1, 2024, due to my joining in the Board of HDFC Bank and personal commitments. Consequently, I will also be stepping down as a member of the Audit Committee of the Company on that date.

I hereby confirm that there are no material reasons for my resignation other than those mentioned above.

Please find below the list indicating category of my directorship and chairmanship/membership of the Board Committees in other listed entities as on date:

Sl. No.	Name of the listed entity	Category of Directorship	Chairmanship/Membership of Board Committee
1.	Multi Commodity Exchange of India Limited	Independent Director	Nomination & Remuneration Committee - Member Public Interest Director's Committee – Chairman Investor Protection Fund (IPF) Trust – Trustee Audit Committee - Member Member
2.	HDFC Bank Limited	Independent Director	Yet to be allocated

I take this opportunity to thank the Board and other Committee members for the support extended to me during my tenure.

Kindly request you to take the same on record and arrange to submit the necessary forms with the Registrar of Companies and requisite intimation to stock exchange(s) and other concerned authorities.

Thanking you.

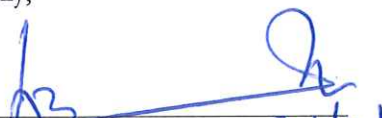
Yours faithfully,

Signature: _____

Name: Harsh Kumar Bhanwala

DIN: 06417704

Place: Mumbai


31/1/2024.

January 31, 2024

To
The Board of Directors
Bayer CropScience Limited
Bayer House, Central Avenue
Hiranandani Estate,
Thane (West) – 400 607

Subject: Resignation as a Non-Executive Non- Independent Director of the Company

Dear Sir / Madam,

This is to inform the Board that I hereby tender my resignation as Non-Executive Non - Independent Director of the Company with effect from close of business hours on February 1, 2024, due to change in my role within Bayer.

I take this opportunity to thank the Board and other Committee members for the support extended to me during my tenure.

Thanking you.

Yours faithfully,

Signature: **BRIAN JOSEPH NABER**  Digitally signed by
BRIAN JOSEPH NABER
Date: 2024.01.31
10:44:03 +05'30'

Name: Brian Naber

DIN: 09115300

Place: Germany

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Annexure - C

Information as required under Regulation 30 - Part A of Para A of Schedule III of SEBI
(Listing Obligations and Disclosure Requirements) Regulations 2015

A. For resignation of Dr. Harsh Kumar Bhanwala and Mr. Brian Naber

SI No.	Particulars	Description
1.	Reason for Change	<ul style="list-style-type: none"> Resignation of Dr. Harsh Kumar Bhanwala (DIN: 06417704) as the Non-Executive Independent Director of the Company with effect from February 1, 2024. Resignation of Mr. Brian Naber, Non-Executive Non-Independent Director (DIN: 09115300) with effect from February 1, 2024.
2.	Date of appointment/cessation & term of appointment	Close of business hours on February 1, 2024
3.	Brief Profile	Not Applicable
4.	Disclosure of relationships between directors	Not Applicable
5.	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Not Applicable
6.	Letter of Resignation along with detailed reason for resignation	Enclosed
Additional Information in case of resignation of Independent Director – Dr. Harsh Kumar Bhanwala		
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Directorship: <ol style="list-style-type: none"> Multi Commodity Exchange of India Limited (Independent Director) HDFC Bank Limited (Independent Director) Committee Membership(s) of Multi Commodity Exchange of India Limited: <ol style="list-style-type: none"> Nomination & Remuneration Committee - Member Public Interest Director's Committee - Chairman Investor Protection Fund (IPF) Trust - Trustee Audit Committee - Member
8.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Dr. Harsh Kumar Bhanwala has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.

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Annexure - D

B. For Appointment of Dr. Miriam Holstein

Sl No.	Particulars	Description
1.	Reason for Change	Appointment of Dr. Miriam Holstein (DIN: 10458293) as an Additional Director of the Company with effect from February 1, 2024.
2.	Date of appointment/ cessation & term of appointment	As an Additional Non-Executive Non-Independent Director with effect from February 1, 2024, as recommended by the Nomination and Remuneration Committee of the Directors, subject to the approval of the Shareholders.
3.	Brief Profile.	Dr. Miriam Holstein is the Head of Corporate Office of Bayer AG since 2022. She is the former CEO/CFO for Nordic Region of Bayer Nordic SE, Finland. She has also functional experience in Corporate Finance, Business Planning & Administration, Legal and Capital Markets.
4.	Disclosure of relationships between directors	Dr. Miriam Holstein is not related to any Director(s) of the Company as defined under the provisions of Section 2(77) of the Companies Act, 2013.
5.	Information as required under BSE circular Number LIST/COM/14/2018-19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Dr. Miriam Holstein is not debarred from holding the office of Director by virtue of any SEBI order or any other statutory authority.

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