



August 07, 2025

To,
The General Manager,
Listing Department,
BSE Limited, P. J. Tower,
Dalal Street, Mumbai – 400 001.

COMPANY CODE : BAYERCROP
SCRIP CODE : 506285

Dear Sir/Madam,

Subject: Response to the Advisory Letter received from BSE Limited under Regulation 4(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Ref.: Regulation 30 of SEBI Listing Regulations.

With reference to the captioned subject, the Company has received an Advisory Letter from BSE Limited dated August 07, 2025, the details of which are enclosed in Annexure A.

The Company has taken note of the said Advisory Letter and shall exercise due caution and accuracy while submitting the disclosures with BSE Limited in compliance with the SEBI Listing Regulations to prevent the recurrence of lapse(s)/error(s) in future.

Further as advised by BSE Limited, the Company shall place the Advisory Letter before the Board of Directors in the upcoming Board Meeting and disseminate the letter along with the Board's comments to Stock Exchange in due course.

We request you to take the said information on record.

for **Bayer CropScience Limited**

Bharati Shetty
Company Secretary & Compliance Officer
(Membership No.: ACS 24199)

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

RESTRICTED



Annexure A

Name(s) of the Authority	BSE Limited (BSE)
Nature and details of the action(s) taken, initiated or order(s) passed	Advisory Letter
Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	August 07, 2025
Details of the violation(s) / contravention(s) committed or alleged to be committed	<p>Submission of incorrect details in the disclosure of voting results filed after the conclusion of 64th Annual General Meeting held on August 22, 2022, for Agenda Item No. 7 i.e., Approval for Material Related Party Transactions with Bayer AG, the Company inadvertently specified “No” in the category - Whether promoter/promoter group are interested in the agenda/resolution? instead of stating “Yes”.</p> <p>The Company hereby clarifies that the above is on account of an inadvertent typo-graphical error, and it is hereby confirmed that none of the interested parties voted on the said agenda item. The Scrutinizer Report dated August 23, 2022, also has a line of confirmation that related parties have not voted for the said Resolution.</p>
Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible	There is no other impact on the financial operations or any other activities of the Company.

LIST/COMP/AP/375/2025-26

August 07, 2025

Company Secretary
Bayer CropScience Ltd
Bayer House, Central Avenue,
Hiranandani Estate, Thane (W),
Mumbai, Maharashtra, 400607

Sub: Advisory letter under 4(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR').

Dear Sir/Madam,

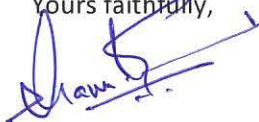
This is with reference to the investor complaint against Bayer CropScience Ltd (BCSL), forwarded by SEBI, w.r.t submission of incorrect details in Scrutinizer's report regarding 64th Annual General Meeting held on August 22, 2022, wherein in item no. 6 i.e. Approval for Material Related Party Transactions with Bayer AG (which is holding company of BCSL and categorized as Promoter) had specified "No" promoter / promoter group are interested in the said agenda item. The Exchange had sought clarification from the Company, in response which, the Company stated that the Company made typo-graphical error and confirmed that none of the interested parties voted in the said agenda item.

In the abovementioned circumstances, your immediate attention is drawn to **Regulation 4(2)(e)** of SEBI LODR Regulations, 2015, which emphasis on Disclosure and transparency "The listed entity shall ensure timely and accurate disclosure on all material matters including the financial situation, performance, ownership, and governance". In view of the above stated lapse, the Company is hereby advised to initiate corrective steps to avoid recurrence of such lapse(s)/error(s) in future and exercise of due caution and accuracy while submitting disclosures to the Stock Exchange.


You are further advised to ensure that the Company files relevant, complete and adequate information regarding material events / incidents impacting the Company in compliance with the SEBI LODR not only in letter but in spirit. Filing incomplete information or delay in disclosing the details as required under the SEBI LODR in future would attract suitable disciplinary action, as may be deemed fit.

You are furthermore advised to place this letter before the Company's Board of Directors in the upcoming board meeting and disseminate the letter to the Stock Exchange(s).

Yours faithfully,



Manu Thomas
Deputy Vice President
Listing Compliance



07/08/2025

Shyam Bhagirath
Manager
Listing Compliance

