



June 06, 2017

The General Manager
Department of Corporate Services
BSE 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 06, 2017 – Proposal for Buyback of equity shares of the Company

In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held on June 06, 2017, unanimously approved a buyback proposal for purchase by the Company of upto 1,020,408 equity shares of Rs. 10 each (representing 2.89% of the total equity capital), from all the shareholders of the Company on a proportionate basis through the "Tender Offer" route using the stock exchange mechanism as prescribed under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998 (the "**Buyback Regulations**") at a price of Rs. 4,900 (Rupees Four Thousand Nine Hundred only) per equity share, aggregating to approximately Rs. 500 crores in accordance with the provisions of the Companies Act, 2013 and the Buyback Regulations (the "**Buyback**"). The Buyback size does not include any expenses incurred or to be incurred for the buyback like filling fees, advisory fees, public announcement expenses, printing and dispatch expenses, and other incidental and related expenses.

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.

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

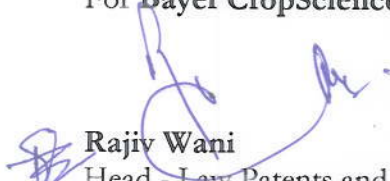




The Board has formed a Committee (the "**Buyback Committee**") and has delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback. Ambit Capital Private Limited has been appointed as the Manager to the Buyback Offer.

Thanking you.

Yours faithfully,
For **Bayer CropScience Limited**


Rajiv Wani
Head - Law Patents and Compliance
& Company Secretary