

BAYER CROPSCIENCE LIMITED

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

Familiarisation Programme for Independent Directors

1. Preamble, Purpose and Objective of the Programme:

The Clause 49 (II)(B)(7) of the Listing Agreement with the Bombay Stock Exchange stipulates that :

- a) The Company shall familiarise the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company through various programmes
- b) The details of such familiarisation programmes shall be disclosed on the Company's website and a weblink shall be given in the Annual Report.

This programme aims to provide insights into the Company to enable the Independent Directors to understand the Companies business in detail that would facilitate their active participation in the Board matters and in managing the Company.

2. Familiarisation Framework for Independent Directors:

The Company has over the years, been familiarizing the Independent Directors on its Board, on a quarterly basis, with detailed presentation on the Company and its operations and business plans, the nature of its industry in which the Company operates.

Such programmes and presentation provide an opportunity to the Independent Directors to interact with the Senior Management and Executive Directors of the Company and also helps them to understand the strategy, business model, finance, risk management, internal controls in a better manner

Each Independent Director is also by way of an appointment letter is explained about his roles, duties and responsibilities towards the Company and also the Code of Conduct is shared with the Independent Directors that imposes certain obligations on them to abide by the said Code of Conduct.

At each Board meeting, presentations are made by the Functional and Business heads which gives insight on the factors affecting the business, competitive landscape, current and prospective business scenarios vis-à-vis operations of the Company. This also includes presentation on business performance, market share, financial parameters, working capital management, major litigation, compliances, regulatory scenario, investments held by the Company.

3. Disclosure policy:

This policy shall be uploaded on the Company's website for public information.
