



ANNEXURE II

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : Bayer CropScience Limited
2. Quarter ending: 30/09/2018

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) <sup>&amp;</sup>	Date of Appointment in the current term / cessation	Tenure*	No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Pankaj Patel	AFUTPP4143C 00131852	Chairperson Non-Executive Independent Director	12/09/2016	24 months	4	1	1
Mr.	Richard van der Merwe	AUTTPV8639B 06768305	CEO-MD, Executive Director	28/08/2014	--	1	1	0



*(Handwritten signature)*



Mr.	Sharad M. Kulkarni	ABAPK7867Q 00003640	Non-Executive Independent Director	28/08/2014	49 Months	5	2	4
Mr.	Vimal Bhandari	ABJPB8612R 00001318	Non-Executive Independent Director	28/08/2014	49 Months	5	3	1
Mr.	Peter Mueller	NA 03582162	Non-Executive Non Independent Director	28/08/2014	--	1	1	0
Mr.	Ulrich Stefer	GSSZPS6188E 07447177	Executive Director	12/09/2016	--	1	1	0
Ms.	Miriam Colling-Hendelkens	NA 07839649	Non-Executive Non Independent Director	23/08/2017	--	1	0	0

<sup>\$</sup>PAN number of any director would not be displayed on the website of Stock Exchange

\*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity



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## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>s</sup>
1. Audit Committee	Mr. Sharad Kulkarni	Chairperson Non-Executive Independent Director
	Mr. Vimal Bhandari	Non-Executive Independent Director
	Mr. Peter Mueller	Non-Executive Non Independent Director
	Mr. Vimal Bhandari	Chairperson Non-Executive Independent Director
2. Nomination & Remuneration Committee	Mr. Sharad Kulkarni	Non-Executive Independent Director
	Mr. Peter Mueller	Non-Executive Non Independent Director
3. Risk Management Committee(if applicable)	N/A	
	Mr. Vimal Bhandari	Chairperson Non-Executive Independent Director
	Mr. Sharad Kulkarni	Non-Executive Independent Director
	Mr. Richard van der Merwe	Executive Director
4. Stakeholders Relationship Committee	Mr. Ulrich Stefer	Executive Director

<sup>&</sup>Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen







<b>III. Meeting of Board of Directors</b>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>		<i>Maximum gap between any two consecutive (in number of days)</i>
23-05-2018			
31-05-2018			55
<b>IV. Meeting of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee</b> 26-07-2018	Yes (All 3 members were present)		23-05-2018 63
<b>Nomination and Remuneration Committee</b> 26-07-2018	Yes (All 3 members were present)		23-05-2018 63
<b>Stakeholders Relationship Committee</b> 26-07-2018	Yes (All 4 members were present)		23-05-2018 63
<b>Audit Committee</b> 26-07-2018	Yes (All 3 members were present)		31-05-2018 55

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional





<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>Note</b>	
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2 If status is "No" details of non-compliance may be given here.	
<b>VI. Affirmations</b>	
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b>	
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015	
a. Audit Committee - <b>Yes</b>	
b. Nomination & remuneration committee - <b>Yes</b>	
c. Stakeholders relationship committee - <b>Yes</b>	
d. Risk management committee (applicable to the top 100 listed entities) - <b>NA</b>	
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>Yes</b>	
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- <b>Yes</b>	
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: <b>NIL</b>	





  
Rajiv Wani  
Head - Law, Patents & Compliance and Company Secretary



**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.