

Disclosures under Regulation 10(6)

Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Bayer CropScience Limited
2.	Name of the acquirer(s)	Bayer Vapi Private Limited
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter se transfer among qualifying promoters in the same promoter group
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(iii) - a company, its subsidiaries, its holding company, other subsidiaries of such holding company, persons holding not less than fifty percent of the equity shares of such company, other companies in which such persons hold not less than fifty percent of the equity shares, and their subsidiaries subject to control over such qualifying persons being exclusively held by the same persons.

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6.	<p>Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so</p> <ul style="list-style-type: none"> - whether disclosure was made and whether it was made within the timeline specified under the regulations - date of filing with the stock exchange. 	<p>Yes, the disclosure under regulation 10(5) was made within the specified time line i.e. on 17th April, 2014</p>	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	<ul style="list-style-type: none"> - Bayer MaterialScience Private Limited and/or - Bayer CropScience AG and/or - Bayer SAS 	Yes
	b. Date of acquisition	28th April, 2014	<p>Yes, the following disclosure was made: 28th April, or any date not later than 30th April, 2014</p>
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	<ul style="list-style-type: none"> - Bayer MaterialScience Pvt. Ltd: 5,88,734 shares - Bayer CropScience AG: 3,46,734 shares - Bayer SAS: NIL 	<p>Yes, the following disclosure was made:</p> <ul style="list-style-type: none"> - Bayer MaterialScience Pvt. Ltd: 5,88,734 shares - Bayer CropScience AG: Up to 15,00,000 shares - Bayer SAS: Up to 5,00,000 shares
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	2.55% of share capital of TC	<p>Yes, the following disclosure was made: Up to 7.07% of the share capital of TC</p>

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	e.	Price at which shares are proposed to be acquired / actually acquired	INR 1447.10	Yes. The following disclosure was made: At a price that would not be higher by more than 25% of INR 1511.05		
8.		Shareholding details	Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a.	Each Acquirer / Transferee(*)				
		Bayer Vapi P. Ltd.	72,63,046	19.83	81,98,564	22.39
	b.	Each Seller / Transferor				
		Bayer AG	38,44,995	10.50	38,44,995	10.50
		Bayer Crop Science AG	64,31,375	17.56	60,89,591	16.62
		Bayer Material Science Private Limited	5,88,734	1.61	—	—
		Bayer SAS	71,22,757	19.45	71,22,757	19.45
		Promoter Group	2,52,50,907	68.96	2,52,50,907	68.96

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

for Bayer Vapi Private Limited

K. R. Sethkar
P. G. Gujarathi



Authorised Signatories

Name(s): K. R. Sethkar and P. G. Gujarathi
Designation: Directors

Date: 30th April, 2014

Place: Vapi, Gujarat