September 11, 2026

To,
The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

COMPANY CODE : BAYERCROP
SCRIP CODE : 506285

Dear Sir / Madam,

Sub.: Postal Ballot Notice – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

In continuation to our intimation dated September 08, 2026, and pursuant to Regulation 30 of the SEBI Listing Regulations, please find attached the Postal Ballot Notice dated Wednesday, August 05, 2026, seeking approval of the members of the Company, by way of remote e-Voting process, for:

Sr. No.	Type of Resolution	Brief Description
1	Special	Appointment of Mr. Ravi Moti Kirpalani (Mr. Ravi Kirpalani) (DIN: 02613688) as the Non-Executive Independent Director of the Company.

In accordance with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 along with subsequent circulars issued in this regard and the latest Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (**'MCA Circulars'**), the Postal Ballot Notice along with Explanatory Statement is being sent to the Members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories and whose email addresses are registered with the Company/Depositories as on **Monday, September 07, 2026 ("Cut-off Date").**

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 Company has engaged the services of National Securities Depository Limited **("NSDL")** as the agency to provide remote e-Voting facility to its members. The remote e-Voting facility will be available during the following period:

Commencement of remote e-Voting	**Monday, September 14, 2026 at 09.00 A.M. (IST)**
End of remote e-Voting	**Tuesday, October 13, 2026 at 05.00 P.M. (IST)**

The remote e-Voting module shall be disabled by NSDL thereafter.

The Members whose email addresses are not registered with the Company/Depositories, and who wish to receive the Postal Ballot Notice may register on or before 05:00 P.M. (IST), Tuesday, October 06, 2026, by clicking the link : https://web.in.mpms.mufg.com/EmailReg/Email_Register.html and complete the registration process as guided therein.

The Postal Ballot Notice will also be available on the Company's website at www.bayer.in and website of NSDL at www.evoting.nsdl.com.

Thanking you.

Yours faithfully,

for **Bayer CropScience Limited**

Bharati Ratan Shetty
Digitally signed by Bharati Ratan Shetty
Date: 2026.09.11 15:34:17 +05'30'

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

Encl.: As above

BAYER CROPSCIENCE LIMITED

CIN: L24210MH1958PLC011173

Registered Office: Bayer House, Central Avenue, Hiranandani Estate,
Thane (West) - 400 607.

Tel.: +91 22 2531 1234, **Mobile:** +91 77009 10499

Email: ir_bcsl@bayer.com, **Website:** www.bayer.in

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To,
The Members of Bayer CropScience Limited **('Company'**)

Notice is hereby given pursuant to and in compliance with Section 108 and Section 110 of the Companies Act, 2013 ('**Act'**) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (**'Rules'**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **('SEBI Listing Regulations'**), Secretarial Standard-2 on General Meetings ('**SS-2'**) issued by The Institute of Company Secretaries of India, and in terms of the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, Circular No. 3/2022 dated May 5, 2022, Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 along with subsequent circulars issued in this regard and the latest Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (**'MCA Circulars'**), and other applicable provisions of the Act and Rules made thereunder and the SEBI Listing Regulations, as amended from time to time, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the following resolution is proposed for the approval of the Members of the Company through Postal Ballot only, by voting through electronic means (**'Postal Ballot'/'Remote e-Voting'**):

1. **Appointment of Mr. Ravi Moti Kirpalani (Mr. Ravi Kirpalani) (DIN: 02613688) as the Non-Executive Independent Director of the Company.**

   An Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, read with Rules made thereunder, pertaining to the below Resolution setting out material facts and reasons thereof, is appended to this Postal Ballot Notice.

SPECIAL BUSINESS:

1. **Appointment of Mr. Ravi Moti Kirpalani (Mr. Ravi Kirpalani) (DIN: 02613688) as the Non-Executive Independent Director of the Company:**

   To consider and, if thought fit, to pass the following resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act, and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Articles of Association of the Company, and pursuant to the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company ("Board"), Mr. Ravi Kirpalani (DIN: 02613688), who was appointed as an Additional Director (Category: Non-Executive Independent Director) of the Company with effect from September 01, 2026, who meets the criteria of independence under Section 149(6) of the Act and rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of five (5) consecutive years which would commence from September 01, 2026 until August 31, 2031, on the terms and conditions including those relating to remuneration as set out in the Explanatory Statement annexed to this Notice and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board or the Company Secretary be and are hereby authorised to do all such acts, deeds, things, take all such steps as may be necessary and expedient to give effect to the foregoing resolution."

By Order of the Board of Directors
for **Bayer CropScience Limited**

SD/-
Bharati Shetty
Company Secretary & Compliance Officer
Membership No.: ACS 24199

Thane, August 05, 2026

Registered Office:
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West) - 400 607
CIN: L24210MH1958PLC011173

Notes:

1. The Explanatory Statement pursuant to Section 102 read with Section 108 and Section 110 of the Act and Regulation 36(3) of the SEBI Listing Regulations, setting out the material facts and reasons for the proposed Special Resolution, to be transacted by Postal Ballot and Remote e-Voting, is appended herein below and forms a part of this Postal Ballot Notice. Members are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter, record their assent or dissent through the Remote e-Voting facility provided by the Company.

2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent via electronic mode only, to those Members whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company and as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') ('**Depositories**') as on **Monday, September 07, 2026**, ('**Cut-off Date**'), and whose e-mail addresses are registered with the Company/the Registrar and Share Transfer Agent ('RTA'), MUFG Intime India Private Limited (MUFG Intime) (formerly Link Intime India Private Limited) and the Depositories/Depository Participants. The Company has also made necessary arrangements for the Members to register their e-mail address for receiving the Postal Ballot Notice. Members who have not registered their e-mail address are requested to register the same as per the process mentioned in this Notice.

3. As per the MCA Circulars, physical copies of the Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelopes are not being sent to the Members for this Postal Ballot. Members are requested to provide their assent or dissent through Remote e-Voting only.

4. The Members whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories as on Monday, September 07, 2026, the Cut-off Date, are entitled to vote on the resolution set forth in this Notice. A person who is not a Member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only.

5. In terms of Section 108 and Section 110 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide e-Voting facility to all its Members to exercise their right to vote on the proposed resolution, through remote e-Voting system. For this purpose, the Company has engaged the services of NSDL, as the authorized agency to enable Members to cast their votes electronically.

6. Members may please note that the Postal Ballot Notice with relevant enclosures, has been uploaded on the website of the Company at www.bayer.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL, i.e. www.evoting.nsdl.com.

7. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Monday, September 07, 2026. In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.

8. The relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement shall be open for inspection electronically, during business hours on all working days, until the last date of the Remote e-Voting, basis the request of the Members being sent on ir_bcsl@bayer.com, mentioning their Name, Folio Number/Client ID and DP ID and the name of the document they wish to inspect, with a self-attested copy of their PAN Card attached to the e-mail.

9. **The Remote e-Voting period begins on Monday, September 14, 2026 at 09.00 A.M. (IST) and ends on Tuesday, October 13, 2026 at 05.00 P.M. (IST). During this period, Members holding shares either in physical or dematerialised form, as on the Cut-off Date i.e., Monday, September 07, 2026, may cast their vote electronically. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on the resolution is cast by the Members, they shall not be allowed to change it subsequently or cast the vote again.**

10. The Company has appointed CS S. N. Viswanathan, (Membership No. FCS 13685/CP No. 24335), Managing Partner, or failing him CS Ashwini R. Vartak, (Membership No. ACS 29463/CP No. 16723), Partner of M/s. S. N. Ananthasubramanian & Co., Company Secretaries to act as the Scrutinizer, to scrutinize the voting conducted during the Postal Ballot process, in a fair and transparent manner. The Scrutinzer will submit his/her report to the Chairman of the Company or any other person duly authorised by the Chairman and the results of the voting by Postal Ballot will be announced within two (2) working days from the conclusion of the Remote e-Voting.

11. The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date of Remote e-Voting i.e., Tuesday, October 13, 2026. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.bayer.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL, i.e. www.evoting.nsdl.com immediately after the declaration of results. The same shall also be displayed on the Notice Board of the Company at its Registered Office.

12. Members holding shares in physical mode and who have not updated their e-mail address with the Company are requested to update their e-mail address by writing to the Company at ir_bcsl@bayer.com along with the copy of the signed request letter in Form ISR -1 mentioning the Name and address of the Member, self-attested copy of the PAN Card, and self-attested copy of any document (e.g. Aadhaar, Driving License, Election Identity Card, Passport) in support of the address of the Member. Members holding shares in dematerialized mode are requested to register/update their e-mail address with the relevant Depository Participants. In case of any queries/difficulties in registering the e-mail address, Members may write to ir_bcsl@bayer.com.

13. Members are requested to note that pursuant to Regulation 36(3) of the SEBI Listing Regulations and SS-2, brief particulars including shareholding of the Director proposed to be appointed is given at the end and forms part of this Postal Ballot Notice.

14. The details of the process and manner of Remote e-Voting are explained herein below:

Instructions for Remote e-Voting

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A. Login method for e-Voting for Individual Shareholders/Members holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholder are advised to update their Mobile Number and e-mail address in their demat accounts in order to access e-Voting facility.

Login method for Individual Shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN, Verification code and generate OTP. Enter the OTP received on registered e-mail address/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under **“Login”** which is available under **‘IDeAS’** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on Company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the Remote e-Voting period. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **“Register Online for IDeAS Portal”** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of Shareholders	Login Method
	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a Mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the Remote e-Voting period. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my Easi username & password. 2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting service providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN Number from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile Number & e-mail address as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting service providers.

Type of Shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for Shareholders other than Individual Shareholders holding securities in demat mode and Shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/either on a Personal Computer or on a Mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your User ID is IN300***12******.

b)	**For Members who hold shares in demat account with CDSL.**	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your User ID is 12**************
c)	**For Members holding shares in Physical Form.**	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 123456 then User ID is 123456001***

5. Password details for Shareholders other than Individual Shareholders are given below:

   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'Initial Password' which was communicated to you. Once you retrieve your 'Initial Password', you need to enter the 'Initial Password' and the system will force you to change your password.

   c) How to retrieve your 'Initial Password'?

      i. If your e-mail address is registered in your demat account or with the Company, your 'Initial Password' is communicated to you on your e-mail address. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit Client ID for NSDL account, last 8 digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'Initial Password'.

      ii. If your e-mail address is not registered, please follow steps mentioned below in process for those Shareholders whose e-mail address are not registered.

6. If you are unable to retrieve or have not received the "Initial Password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password**?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) Click on "**Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/Folio Number, your PAN, your Name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the "EVEN" of the companies in which you are holding shares and whose voting cycle is in active status.

2. Select "EVEN-141699" of company for which you wish to cast your vote during the Remote e-Voting period.

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

PROCESS FOR THOSE SHAREHOLDERS WHOSE E-MAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL ADDRESSES FOR E-VOTING FOR THE RESOLUTION SET OUT IN THIS NOTICE

1. In case shares are held in physical mode please provide Folio Number, Name of Shareholder, scanned copy of the share certificate (front and back), PAN Card (self-attested scanned copy of PAN Card), Aadhaar (self-attested scanned copy of Aadhaar Card) by sending an e-mail to ir_bcsl@bayer.com, or to evoting@nsdl.com.
2. In case shares are held in demat mode, please provide DP ID & Client ID (16 digit DP ID + Client ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN Card (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) to ir_bcsl@bayer.com. If you are an Individual Shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting for Individual Shareholders holding securities in demat mode**.
3. Alternatively Shareholder/Members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing above mentioned documents.

General Guidelines for Shareholders

1. Institutional Shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizer@snaco.net with a copy marked to evoting@nsdl.com. Institutional Shareholders (i.e. other than Individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on **“Upload Board Resolution/Authority Letter”** displayed under **“e-Voting”** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/ Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, DVP – NSDL at evoting@nsdl.com.

PROCESS FOR REGISTERING E-MAIL ADDRESSES WITH MUFG INTIME INDIA PRIVATE LIMITED (FORMERLY LINK INTIME INDIA PRIVATE LIMITED) TO RECEIVE THIS POSTAL BALLOT NOTICE ELECTRONICALLY AND CAST VOTES ELECTRONICALLY

1. **Registration of e-mail address with MUFG Intime India Private Limited (MUFG Intime) (formerly Link Intime India Private Limited):** The Company has made special arrangements with MUFG Intime for registration of e-mail address of those Members (holding shares either in electronic or physical form) who wish to receive this Postal Ballot Notice electronically and cast votes electronically.

Eligible Members whose e-mail address are not registered with the Company/DPs are required to provide the same to MUFG Intime India Private Limited on or before 05:00 P.M. (IST), Tuesday, October 06, 2026. The link for registering e-mail address is given herein:

Visit the link: https://web.in.mpms.mufg.com/EmailReg/Email_Register.html

i. Select the Name of the Company from dropdown i.e. Bayer CropScience Limited.

ii. Enter the DP ID & Client ID/Physical Folio Number, Name of the Member and PAN details. Members holding shares in physical form need to additionally enter one of the share certificate(s) number.

iii. Enter Mobile Number and e-mail address and click on "Continue" button.

iv. System will send OTP on Mobile and e-mail address.

v. Enter the OTP received on Mobile and e-mail address.

vi. The system will then confirm the e-mail address as recorded for receiving this Postal Ballot Notice.

After successful submission of the e-mail address, NSDL will e-mail a copy of this Postal Ballot Notice along with the e-Voting User ID and Password. In case of any queries, Members may write to the following e-mail address: evoting@nsdl.com.

2. **Registration of e-mail address permanently with Company/DP:** Members are requested to register the same with their concerned DPs, in respect of electronic holding and with MUFG Intime, in respect of physical holding, by submitting the request in Form ISR1 available on the website. Further, those Members who have already registered their e-mail address are requested to keep their e-mail address validated/updated with their DPs/MUFG Intime to enable servicing of notices/documents/Annual Reports and other communications electronically to their e-mail address in future.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

Based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161 of the Companies Act, 2013 ('Act') read with the Articles of Association of the Company, the Board of Directors ('**Board**') at their meeting held on August 05, 2026, approved the appointment of Mr. Ravi Moti Kirpalani (Mr. Ravi Kirpalani) (DIN: 02613688) as an Additional Director (in the capacity of Non-Executive Independent Director) of the Company w.e.f. September 01, 2026 and to hold office as an Non-Executive Independent Director for a term of five (5) consecutive years i.e. upto August 31, 2031 (both days inclusive), subject to approval of the Shareholders of the Company.

Based on his extensive experience, deep industry knowledge, and alignment with the Company's values and governance standards, Mr. Ravi Kirpalani was identified as a highly suitable candidate for the role of Independent Director.

Mr. Ravi Kirpalani has confirmed his eligibility and has given his consent to serve as an Independent Director of the Company. The Company has received declaration from him confirming that (i) he meets the criteria of independence as provided in Section 149(6) of the Act, and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'); (ii) he is not disqualified from being appointed as a Director in terms of Section 164 of the Act; (iii) he is a not debarred from holding office of director pursuant to any order of SEBI, Ministry of Corporate Affairs or any such other Statutory Authority; and (iv) he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Further, Mr. Kirpalani has confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with Independent Directors Databank maintained by the Indian Institute of Corporate Affairs in terms of the requirement of the Act.

The Nomination and Remuneration Committee recommended his appointment on the basis of his knowledge, skills, expertise and experience. In the opinion of the Board, Mr. Ravi Kirpalani fulfils the conditions specified in the Act, rules made thereunder and SEBI Listing Regulations for appointment as an Independent Director of the Company and is independent of management of the Company.

As a Non-Executive Independent Director, Mr. Ravi Kirpalani shall be entitled to remuneration in the form of Annual Commission and Sitting Fees for attending Board & Committee meeting(s) which shall be governed by Company's Nomination and Remuneration Policy and shall be subject to the approval of the Board from time to time.

A copy of the letter of appointment issued to Mr. Ravi Kirpalani setting out the terms and conditions of his appointment as an Independent Director will be available for inspection by the Members as stated in point 8 of the Notes given above.

The Board of Directors recommend the "Special Resolution" as set out in **Item No. 1** of this Notice for the approval of the Members.

Except Mr. Ravi Kirpalani and his relatives, to the extent of their shareholding, if any, in the Company, none of the Directors or Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise, in the passing of the "Special Resolution" as set out in **Item No. 1**.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard 2 -General Meetings for all the above appointments are given below:

Name	Mr. Ravi Moti Kirpalani (Mr. Ravi Kirpalani)
DIN	02613688
Category	Non-Executive Independent Director
Date of birth	11/11/1958
Age	67 yrs
Qualifications	Mr. Ravi Kirpalani holds an MBA from the Indian Institute of Management, Calcutta and a B.A. (Hons) in Economics from St. Stephen's College, Delhi.
Profile/Experience/Nature of expertise in specific functional areas	Mr. Ravi Kirpalani has over four decades of experience across sales, marketing, strategy, business transformation, and corporate leadership in large, listed, and multinational organizations. Mr. Kirpalani served as Managing Director and CEO of Thyssenkrupp India Pvt. Ltd. from March 2016 to March 2021, where he provided strategic direction and oversight for Thyssenkrupp's group companies in India, reporting to the global board of Thyssenkrupp AG. During his tenure, the India business employed more than 6,000 people and operated across a broad portfolio of industrial products and services. Key accomplishments included establishing a state-of-the-art manufacturing facility for the Elevator division, supporting significant business growth, consolidating legal entities to enhance value creation, and strengthening the culture of corporate governance, safety, and compliance. Prior to Thyssenkrupp, Mr. Kirpalani was Managing Director of Castrol India Ltd. from May 2009 to February 2016, during a career spanning more than 16 years with BP/Castrol, including as Global Strategy Director for the lubricants business. Under his leadership at Castrol India, net profit doubled and market capitalization quadrupled, reflecting a period of sustained performance and value creation. Earlier in his career, he spent 12 years with Reckitt Benckiser in a range of sales and marketing roles, building a strong foundation in commercial leadership and brand development. Mr. Kirpalani has served as Independent Director and Chairman of Foseco India Ltd. since 2018. Foseco India is part of the UK-based Vesuvius group and supplies consumables and services to the foundry industry. Since May 2021, he has also served on the Board of Greaves Cotton Limited, an end-to-end energy solutions company focused on sustainable mobility. In May 2023, following Greaves Cotton Limited's acquisition of Excel Controlinkage Pvt. Ltd., he joined its Board. In October 2025, he joined the Board of Versuni India Home Solutions Ltd. (previously Philips Domestic Appliances India Ltd.), which manufactures and markets industry-leading small domestic appliances under the Philips and Preethi brands. He has also served as a Director on the boards of the Indo-German Chamber of Commerce and the Bombay Chamber of Commerce and Industry. Mr. Kirpalani brings board and operating experience, with deep strengths in governance, strategic oversight, performance improvement, brand and commercial leadership, and building values-led, high-performing organizations.
Date of first appointment on the Board	Mr. Ravi Kirpalani was appointed as an Additional Director (Non-Executive Independent) on the Board for a term of five (5) consecutive years which would commence with effect from September 01, 2026 till August 31, 2031 subject to the approval of the Shareholders. He is not liable to retire by rotation.
Shareholding in the Company	NIL

Relationship with other Directors and other Key Managerial Personnel	None
Number of Board Meetings attended during FY 2026-27	Not Applicable
Names of listed entities in which the person holds directorships	• Foseco India Limited • Greaves Cotton Limited
Names of listed entities from which the person has resigned in the past three years	• Greaves Technologies Limited
Directorships held in other companies	• Foseco India Limited • Greaves Cotton Limited • Versuni India Home Solutions Limited • Excel Controlinkage Private Limited
Membership/Chairmanship of Committees of the Board	• Audit Committee* • Stakeholders' Relationship Committee* • Corporate Social Responsibility & Environmental, Social and Governance Committee* **All effective from September 12, 2026*
Memberships/Chairmanship of Committees of other Boards	• Foseco India Limited - Stakeholders Relationship Committee – Chairman • Foseco India Limited - Audit Committee – Member • Greaves Cotton Limited - Stakeholders Relationship Committee - Member • Versuni India Home Solutions Limited - Stakeholders Relationship Committee – Chairman • Versuni India Home Solutions Limited - Audit Committee – Member
Terms and conditions of appointment or re-appointment	Same as mentioned in date of first appointment on the Board above.
Remuneration proposed to be paid	Mr. Ravi Kirpalani will be paid sitting fees for attending the Board and Committee Meeting(s) of the Company and Annual Commission as may be decided by the Board from time to time.
Remuneration last drawn as Director	Not Applicable
Brief profile/resume of Director	Same as mentioned in Profile/Experience/Nature of expertise in specific functional areas above.

By Order of the Board of Directors
for **Bayer CropScience Limited**

SD/-
Bharati Shetty
Company Secretary & Compliance Officer
Membership No.: ACS 24199

Thane, August 05, 2026
Registered Office:
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West) - 400 607
CIN: L24210MH1958PLC011173