



We create chemistry

BASF India Limited, Mumbai - 400 051, India

May 16, 2022

The Market Operations Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001.

**Name of the Company** : **BASF India Limited**  
**Security Code No.** : **500042**

Dear Sir/Madam,

**Sub: Compliance under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.**

We wish to inform you that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company conducted a Postal Ballot for obtaining the approval of the Members for the businesses as mentioned in the Postal Ballot Notice of the Company dated 30<sup>th</sup> March 2022.

In wake of the COVID-19 Pandemic, and pursuant to MCA Circulars, General Circular nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 and 57/2021 dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021 and December 8, 2021 respectively (collectively referred to as "MCA Circulars") notice of Postal Ballot was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/ Depositories and members were required to communicate their assent or dissent through the remote e-voting system only.

In compliance with the requirements of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the voting results pertaining to the aforesaid Postal Ballot in the format prescribed along with the Scrutinizer's Report dated 16<sup>th</sup> May 2022.

Please take the above intimation on record and acknowledge receipt of the same.

Thanking you.

Yours faithfully  
For BASF India Limited

Manohar Kamath  
Director – Legal, General Counsel (India)  
& Company Secretary

Pankaj Bahl  
Manager- Company Secretarial

Encl: a.a.

**Registered Office**  
**BASF India Limited**  
The Capital, 'A' Wing, 1204-C, 12th Floor,  
Plot No. C-70, 'G' Block,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai - 400 051, India

Tel +91 22 6278 5600

CIN - L33112MH1943FLC003972

[www.basf.com/in](http://www.basf.com/in)



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Date of the Postal Ballot	Voting Start Date: From 15 <sup>th</sup> April 2022, 9.00 AM IST to 14 <sup>th</sup> May 2022, 5.00 PM IST
Total number of shareholders on record date i.e., 8 <sup>th</sup> April 2022	55,957
No. of shareholders present in the meeting either in person or through proxy:  Promoters and Promoter Groups:  Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing  Promoters and Promoter Group  Public:	Not Applicable



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**Item No. 1: Increase in the limit of maximum performance linked incentives (short-term and long-term incentives) payable to Mr. Narayan Krishnamohan, Managing Director of the Company**

Resolution required:(Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favour (4)	No. of Votes– against (5)	% of Votes in Favour on votes polled (6)=[(4)/(2)]*100	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	0	100.0000	0.0000
	Poll #		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	3981087	2686953	67.4929	2686953	0	100.0000	0.0000
	Poll #		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2686953</b>	<b>67.4929</b>	<b>2686953</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	7561333	299427	3.9600	296759	2668	99.1090	0.8910
	Poll #		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>299427</b>	<b>3.9600</b>	<b>296759</b>	<b>2668</b>	<b>99.1090</b>	<b>0.8910</b>
<b>Total</b>		<b>43285640</b>	<b>34729600</b>	<b>80.2335</b>	<b>34726932</b>	<b>2668</b>	<b>99.9923</b>	<b>0.0077</b>

# since Resolution is put to Vote through Postal Ballot process, voting by poll is not applicable.

None of the votes casted through e-voting were invalid.

Thus, based on the Results, the Special Resolution as contained in Item No. 1 is passed by requisite Majority.

**Item No. 2: Increase in the limit of maximum performance linked incentives (short-term and long-term incentives) payable to Mr. Narendranath J. Baliga, Chief Financial Officer & Alternate Director of the Company**

Resolution required:(Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favour (4)	No. of Votes– against (5)	% of Votes in Favour on votes polled (6)=[(4)/(2)]*100	% of Votes against On votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.0000	31743220	0	100.0000	0.0000
	Poll #		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>31743220</b>	<b>100.0000</b>	<b>31743220</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	3981087	2686953	67.4929	2686953	0	100.0000	0.0000
	Poll #		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2686953</b>	<b>67.4929</b>	<b>2686953</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Non Institutions	E-Voting	7561333	299377	3.9593	296709	2668	99.1088	0.8912
	Poll #		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>299377</b>	<b>3.9593</b>	<b>296709</b>	<b>2668</b>	<b>99.1088</b>	<b>0.8912</b>
<b>Total</b>		<b>43285640</b>	<b>34729550</b>	<b>80.2334</b>	<b>34726882</b>	<b>2668</b>	<b>99.9923</b>	<b>0.0077</b>

# since Resolution is put to Vote through Postal Ballot process, voting by poll is not applicable.

None of the votes casted through e-voting were invalid.

Thus, based on the Results, the Special Resolution as contained in Item No. 2 is passed by requisite Majority.



# HSPN & ASSOCIATES LLP

## COMPANY SECRETARIES

LLPIN: AAZ-8456 | Unique Code: L2021MHE011400  
(Formerly known as HS ASSOCIATES  
Unique Code: P2007MH004300)

HEMANT S. SHETYE (Designated Partner)  
B.COM., LLB(Gen.), FCS  
Insolvency Professional

206, 2nd Floor, Tantia Jogani Industrial Estate,  
J. R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel (E), Mumbai - 400 011.  
Tel: 022 23088998/23008998/40026600/40061100  
Email: hs@hspnassociates.in  
Web.: www.hspnassociates.in

### SCRUTINIZER'S REPORT

To,  
The Chairman,  
**BASF India Limited**  
The Capital, A Wing, 1204-C, 12th Floor,  
Plot No.C-70 'G' Block, Bandra Kurla Complex,  
Bandra (East) Mumbai 400051

Dear Sir,

**Sub: Scrutinizer's Report on Postal Ballot conducted through Electronic Voting System as per Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014.**

**BASF INDIA LIMITED** ("the Company") vide, resolution passed by its Board of Directors at their meeting held on Wednesday, March 30 2022, appointed Mr. Hemant Shetye (Membership No. FCS 2827 and COP No. 1483), Designated Partner, HSPN & Associates LLP, Practicing Company Secretary, Mumbai as the Scrutinizer to ensure that the process of Postal Ballot is conducted in the manner prescribed under Section 108 and Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014 (as amended).

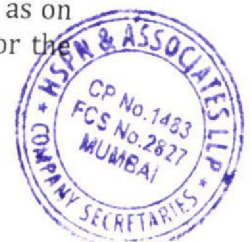
As required under Section 110 of the Act read with Rule 22 of the Rules of Chapter VII, read with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, and Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ("MCA") ("herein collectively referred to as MCA Circulars"), the Company has sent the Postal Ballot Notice and Explanatory Statement under Section 102 of the Companies Act, 2013 dated March 30, 2022 by email only to members who have registered their e-mail address with the Company/ Depositories.

As per the MCA Circulars and on account of the threats posed by the Covid-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid business Reply Envelopes were not dispatched to the members for this Postal Ballot. Accordingly, the communication for the assent or dissent of the Members took place through remote e-voting system only.

The Company has published an advertisement on April 14, 2022 in Business Standard an English Newspaper and in Mumbai Lakshdeep Marathi newspaper regarding completion of dispatch of Notice Postal Ballot on April 13, 2022 and also specifying therein the matters prescribed in the rules with regard to e-voting.

The Company has appointed National Securities Depository Limited ("NSDL") for facilitating e-Voting to enable the members to cast their votes electronically (herein referred to as "Remote e-Voting").

Members whose names appeared on the Register of Members / List of Beneficial Owners as on the close of business hours on Friday, April 8, 2022 ("Cut-off date") were considered for the



purpose of Remote e- Voting. The Remote e-Voting period commenced on Friday, April 15, 2022 (9.00 a.m.) IST and ended on Saturday, May 14, 2022 (5.00 p.m.) IST.

The votes cast by the members under the remote E-voting facility were unblocked and downloaded from the e-voting website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) in the presence of two witnesses who were not in employment of the Company.

The votes received electronically from members till Saturday, May 14, 2022 (5.00 p.m.) IST being the last date and time fixed by the Company for postal ballot were considered for my scrutiny. In view of the same, the summary of Remote e-Voting confirmations received is given below:

## Resolution No. 1: Special Business – Special Resolution

**1. Increase in the limit of maximum performance linked incentives (short-term and long-term incentives) payable to Mr. Narayan Krishnamohan, Managing Director (DIN: 08350849) of the Company.**

	Votes in favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and Against)(iii =ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/ (ii+iv)* 100)	
Increase in the limit of maximum performance linked incentives (short-term and long-term incentives) payable to Mr. Narayan Krishnamohan, Managing Director (DIN: 08350849) of the Company.	34726932	99.9923%	2668	0.0077%	NIL

Note: Decimals up to 4 digits have been considered.

Mr. Narayan Krishnamohan, Managing Director (DIN: 08350849), being interested, abstained from voting.

***From the above summary it is concluded that the resolution has been passed with Requisite Majority.***





**Resolution No. 2: Special Business – Special Resolution**

**2. Increase in the limit of maximum performance linked incentives (short-term and long-term incentives) payable to Mr. Narendranath J. Baliga, Chief Financial Officer & Alternate Director (DIN: 07005484) of the Company.**

Item No. of the Notice (i)	Votes in Favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
	Nos. (ii)	As a % of total number of valid votes (Favor and Against)(iii =ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against)(v =iv/ (ii+iv)* 100)	
Increase in the limit of maximum performance linked incentives (short-term and long-term incentives) payable to Mr. Narendranath J. Baliga, Chief Financial Officer & Alternate Director (DIN: 07005484) of the Company.	34726882	99.9923%	2668	0.0077%	NIL

Note: Decimals up to 4 digits have been considered.

*From the above summary it is concluded that the resolution has been passed with Requisite Majority.*

Thanking you,


Date: 16.05.2022  
Place: Mumbai  
ICSI UDIN: F002827D000323928  
Peer Review No: P2007MH004300

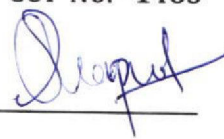


For HSPN & Associates LLP  
Company Secretaries,

Mr. Hemant Shetye  
Designated Partner  
FCS No. -2827  
COP No. -1483

Witness:

1. Mr. Ketan Shirwadkar:   
206, 2nd Floor,  
Tantia Jogani Industrial Estate,  
J.R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel East, Mumbai – 400011.

2. Mr. Swapnil Snas:   
206, 2nd Floor,  
Tantia Jogani Industrial Estate,  
J.R. Boricha Marg, Opp. Lodha Excelus,  
Lower Parel East, Mumbai – 400011.