



September 29, 2022

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

SECURITY ID : **BAYERCROP**
SECURITY CODE : **506285**

Dear Sir / Madam,

Subject: Outcome of the Board Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to intimate that the Board at its meeting held on September 28, 2022 (US Time) has approved the sale of its Environmental Science Business which offers solutions to control pests, diseases and weeds in non-agricultural areas such as vector control and professional pest management to 2022 ES Discovery India Private Limited on a slump sale basis, for a consideration of Rs. 1,111 Million pursuant to the terms and conditions of a Business Transfer Agreement to be executed between the Company and 2022 ES Discovery India Private Limited.

The details, as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed as Annexure – I & Annexure – II.

We request you to take the said information on record.

for **Bayer CropScience Limited**

Nikunj Kumar Savaliya
Company Secretary & Compliance Officer

Encl.: As above

RESTRICTED



Annexure – I

Disclosure of information under SEBI Circular No.CIR/CFD/CMD/4/2015 dated 9th September, 2015

Sl No.	Particulars	Disclosure
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	The Company reported sales of Rs. 683 Million for Environmental Science Business which is 1.4% of the Revenue from operations of the Company for the financial year ended March 31, 2022
2.	Date on which the agreement for sale has been entered into	The Business Transfer Agreement (the “BTA”) for sale of ES Business by the Company to 2022 ES Discovery India Private Limited is expected to be executed on the Closing Date i.e. October 4, 2022.
3.	The expected date of completion of sale/disposal	October 4, 2022.
4.	Consideration received from such sale/disposal	Consideration of Rs. 1,111 Million will be received within 10 business days after the closing on October 4, 2022.
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	2022 ES Discovery India Private Limited. It does not belong to the Promoter/Promoter group/Group Companies.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms-length.	No
7.	In case of Slump Sale indicative disclosures provided for amalgamation/merger	Yes. As mentioned below.
8.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;	As provided in Annexure II
9.	Area of business of the entity(ies);	As provided in Annexure II
10.	Rationale for slump sale	With the divestment of the global Environmental Science professional business, Crop Science division will be able to focus on its core agricultural business, accelerate implementation of its growth strategy while allowing the Environmental Science Business to obtain the growth resources it needs under new ownership.
11.	In case of cash consideration – amount or otherwise share exchange ratio	As per Point 4 above
12.	Brief details of change in shareholding pattern (if any) of listed entity.	Not Applicable



Annexure II

	Bayer CropScience Limited	2022 ES Discovery India Private Limited
Brief Details	Bayer CropScience Limited is a public limited company incorporated on September 09, 1958 under the Indian Companies Act, 1956 having CIN L24210MH1958PLC011173.	2022 ES Discovery India Private Limited is a private Company incorporated on March 31, 2022 under the Indian Companies Act, 2013 having CIN 24211MH2022PTC379709.
Turnover as on March 31, 2022 (Amount in Rs.)	Rs. 47,344 Million	Not Applicable as the Company was incorporated on March 31, 2022.
Networth as on March 31, 2022 (Amount in Rs.)	Rs. 25,243 Million	Not Applicable as the Company was incorporated on March 31, 2022.
Area of business	Bayer CropScience Limited is engaged in 'Agri Care' business which primarily includes manufacture, sale and distribution of insecticides, fungicides, herbicide and various other agrochemical products and corn seeds. The Company is also involved in sale and distribution of hybrid seeds.	2022 ES Discovery India Private Limited is a Company incorporated to carry on business of: <ul style="list-style-type: none"> i. manufacturers, producers, processors and refiners of insecticides, fertilisers, fungicides, weedicides, rodenticides and other chemicals for domestic insecticides, disinfectants, fumigants, public health products and chemicals, ii. importers and dealers in, wholesale or retail and to distribute insecticides, fertilisers, fungicides, weedicides, rodenticides and other chemicals for plant protection purposes, domestic insecticides, disinfectant, fumigants, public health products and chemicals, chemical products and preparations of all kinds and natural and chemical fertilizers of every kind and all other articles, compounds, ingredients and products or other things of any description as aforesaid; chemical products and preparations of all kinds, and natural and chemical fertilizers of every kind and other articles, compounds, ingredients and products or other things of any description whether analogous to the forgoing or not. iii. service providers for the pest management, lawn, garden, ornamentals and public health sector