

CLAUSE 35 OF EQUITY LISTING AGREEMENT

(I) (a) Statement showing Shareholding Pattern

Name of the Company:		BAYER CROPSCIENCE LIMITED	
As on :		30th June, 2015	
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by Promoter / Promoters Group			
Held by public			
Total			
Outstanding convertible securities:-	No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by Promoter / Promoters Group			
Held by public			
Total			
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by Promoter / Promoters Group			
Held by public			
Total			
Total paid-up capital of the company assuming full			

Category code	Category of Shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total Shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of shares	As a percentage (IX) = (VIII)/(IV)*10
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	8198564	8198564	22.39	22.39	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (1)	1	8198564	8198564	22.39	22.39	0	0.00
(2)	Foreign							
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	3	17052343	17052343	46.57	46.57	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (A) (2)	3	17052343	17052343	46.57	46.57	0	0.00
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	4	25250907	25250907	68.96	68.96	0	0.00
(B)	Public Shareholding							
(1)	Institutions							
(a)	Mutual Funds / UTI	59	3323070	3322780	9.07	9.07	NA	NA
(b)	Financial Institutions / Banks	22	13721	9323	0.04	0.04	NA	NA
(c)	Central Government / State Governments(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	9	709421	709071	1.94	1.94		
(f)	Foreign Institutional Investors	75	1875157	1874241	5.12	5.12		
(g)	FPI's- Corp	24	1191900	1191900	3.25	3.25		
(h)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(i)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(j)	Any Other (specify)	0	0	0	0.00	0.00		
	Sub-Total (B) (1)	189	7113269	7107315	19.42	19.42		
(2)	Non-Institutions							
(a)	Bodies Corporate	621	1317298	1313170	3.60	3.60		
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	20,285	2493272	2063307	6.81	6.81		
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	6	442386	415226	1.21	1.21		
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(d)	Any Other							
i	Director	1	53	0	0.00	0.00		
ii	Foreign Company	0	0	0	0.00	0.00		
iii	Trusts	3	1816	1750	0.00	0.00		
	Sub-total (B) (2)	20916	4254825	3793453	11.62	11.62		
	Total Public Shareholding (B) = (B)(1)+(B)(2)	21105	11368094	10900768	31.04	31.04		
	TOTAL (A)+(B)	21109	36619001	36151675	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00	NA	NA
(1)	Promoter and Promoter Group							
(2)	Public							
	GRAND TOTAL (A)+(B)+(C)	21109	36619001	36151675	100.00	100.00		

(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"

Name of the Company : Bayer CropScience Limited
Scrip Code : 506285
As on : 30th June, 2015

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)		Details of Shares held		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital			
		(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)		(IX)	(X)	(XI)
1	Bayer CropScience AG	6,084,591	16.62										16.62
2	Bayer AG	3,844,995	10.50										10.50
3	Bayer SAS	7,122,757	19.45										19.45
4	Bayer Vapi Private Limited	8,198,564	22.39										22.39
	TOTAL	25,250,907	68.96										68.96

(*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED A/C BIRLA SUN LIFE MNC FUND	426,687	1.17	-	-	-	-	1.17
2	HDFC TRUSTEE COMPANY LTD - A/C HDFC MID - CAPOPPORTUNITIES FUND	577,000	1.58	-	-	-	-	1.58
3	Indian Syntans Investments (P) Ltd	499,848	1.36	-	-	-	-	1.36
4	Meenakshi Narayanan Investments (P) Ltd	421,539	1.15	-	-	-	-	1.15
5	OPPENHEIMER INTERNATIONAL SMALL COMPANY FUND	410,143	1.12	-	-	-	-	1.12
	TOTAL	2,335,217	6.38	-	-	-	-	6.38

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	N.A.			-	-	-	-	
	TOTAL			-	-	-	-	

(I) (d) Statement showing details of locked-in-shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}	Promoter / Promoter Group / Public
	N.A.			
TOTAL				

(II) (a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
1	N.A.			
2				
TOTAL				

(II) (b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by 'Promoter / Promoter Group' are in excess of 1% of the total

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of Shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above}
1	N.A.			
2				
TOTAL				

(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer.

Category code	Category of Shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights	Total Voting Rights i.e. (VI)	
		Class X	Class Y	Class Z		As a percentage of (A+B)	As a percentage of (A+B+C)
(I)	(II)	(III)	(IV)	(V)	(III+IV+V)	(VI)	(VII)
(A)	Shareholding of Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals / Hindu Undivided Family	0			0	0.00	0.00
(b)		0			0	0.00	0.00
(c)	Bodies Corporate	8198564			8198564	22.39	22.39
(d)	Financial Institutions / Banks	0			0	0.00	0.00
(e)	Any Other (Trust)	0			0	0.00	0.00
	Sub-Total (A) (1)	8198564	0	0	8198564	22.39	22.39
(2)	Foreign						
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0			0	0.00	0.00
(b)	Bodies Corporate	17052343			17052343	46.57	46.57
(c)	Institutions	0			0	0.00	0.00
(d)	Qualified Foreign Investor	0			0	0.00	0.00
(e)	Any Other (specify)	0			0	0.00	0.00
	Sub-Total (A) (2)	17052343	0	0	17052343	46.57	46.57
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	25250907	0	0	25250907	68.96	68.96
(B)	Public Shareholding						
(1)	Institutions						
(a)	Mutual Funds / UTI	3323070			3323070	9.07	9.07
(b)	Financial Institutions / Banks	13721			13721	0.04	0.04
(c)	Central Government / State Governments(s)	0			0	0.00	0.00
(d)	Venture Capital Funds	0			0	0.00	0.00
(e)	Insurance Companies	709421			709421	1.94	1.94
(f)	Foreign Institutional Investors	1875157			1875157	5.12	5.12
(g)	FPI's - Corp	1191900			1191900	3.25	3.25
(h)	Foreign Venture Capital Investors	0			0	0.00	0.00
(i)	Qualified Foreign Investor	0			0	0.00	0.00
(j)	Any Other (specify)	0			0	0.00	0.00
	Sub-Total (B) (1)	7113269	0	0	7113269	19.42	19.42
(2)	Non-Institutions						
(a)	Bodies Corporate	1317298			1317298	3.60	3.60
(b)	Individuals -						
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	2,493,272			2493272	6.81	6.81
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	442,386			442386	1.21	1.21
(c)	Qualified Foreign Investor	0			0	0.00	0.00
(d)	Any Other (specify)						
i	Director	53			53	0.00	0.00
ii	Foreign Corporate Bodies	0			0	0.00	0.00
iii	Trusts	1816			1816	0.00	0.00
	Sub-total (B) (2)	4254825	0	0	4254825	11.62	11.62
	Total Public Shareholding (B) = (B)(1)+(B)(2)	11368094	0	0	11368094	31.04	31.04
	TOTAL (A)+(B)	36619001	0	0	36619001	100.00	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0			0	0.00	0.00
	GRAND TOTAL (A)+(B)+(C)	36619001	0	0	36619001	100.00	100.00