July 21, 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

Bayer CropScience Ltd.
CIN: L24210MH1958PLC011173

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Maharashtra, India

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www.bayer.in
www.cropscience.bayer.com

Dear Sir/Madam,

Sub.: Submission of 68th Annual Report for the Financial Year ended March 31, 2026, including the Notice of the Annual General Meeting.

This is in furtherance to our letter dated July 02, 2026, informing that the Company has scheduled its 68th Annual General Meeting ("AGM") on Wednesday, August 19, 2026, at 11:30 a.m. IST via Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in compliance with General circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India ("SEBI").

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, please find enclosed herewith the Annual Report of Bayer CropScience Limited ("Company") for the Financial Year ended March 31, 2026, including the Notice convening the 68th Annual General Meeting of the Company for your reference and records.

The Annual Report is also available on the website of the Company at www.bayer.in.

This is for your information and records.

Thanking you,

Yours faithfully,
for **Bayer CropScience Limited**

Bharati Ratan Shetty
Digitally signed by Bharati Ratan Shetty
Date: 2026.07.21 11:10:26 +05'30'

Bharati Shetty
Company Secretary and Compliance Officer
(Membership No.: ACS 24199)
Encl.: As above

RESTRICTED

Bayer CropScience Limited

68th Annual Report
2025-26

*Health for all,
Hunger for none*

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Bayer is dedicated to empowering smallholder farmers by providing access to cutting-edge innovations and sustainable agricultural practices. Our mission, “Health for All, Hunger for None,” drives us to enhance crop productivity and improve farmer livelihoods. By integrating sustainable farming techniques and advanced technologies, we aim to create resilient agricultural systems that not only boost incomes but also promote environmental sustainability, ensuring a brighter future for farmers across India.

To view the Annual Report online, please visit: https://www.bayer.in/en/investors/annual-reports

Introduction

Bayer's legacy of innovation and value creation continues to improve the lives of millions every day. In a rapidly evolving environment, we remain committed to advancing sustainable food systems, empowering smallholder farmers, promoting responsible agricultural practices, and ensuring access to safe and nutritious food. Guided by our mission, "Health for All, Hunger for None," we work alongside farmers and partners to accelerate the adoption of regenerative agriculture. Together, we are building a future where agriculture enhances productivity while restoring natural resources, creating lasting value for people, communities, and the planet.

At Bayer, innovation is meaningful only when it creates tangible value for the people and communities we serve. The past year served as another clear reminder that stability cannot be assumed.

At Bayer, innovation is meaningful only when it creates tangible value for the people and communities we serve. The past year served as another clear reminder that stability cannot be assumed. Throughout 2025, geopolitical tensions, volatile energy markets, and shifting trade dynamics continued to pressure global systems, with the energy and agriculture sectors among the most affected. In the year 2025-26, our focus extended beyond developing breakthrough solutions to ensuring their adoption at scale – bringing science closer to farmers, strengthening rural livelihoods, and enabling sustainable development where it matters most.

Across India, farmers and communities are navigating increasingly complex challenges, from climate variability and resource constraints to market uncertainties and evolving livelihood needs. Addressing these realities requires solutions that are practical, accessible, and designed around local contexts.

Throughout the year, Bayer advanced this commitment through farmer-centric innovations, digital platforms, and collaborative partnerships that transformed scientific progress into on-ground impact. From strengthening crop resilience through advanced crop protection solutions and enabling climate-smart decision-making through digital tools such as Alivio, to expanding access to safe drinking water through the iJal initiative and empowering women-led Farmer Producer Organizations to build sustainable rural enterprises, our efforts have focused on creating long-term value for people and communities.

These stories reflect a common purpose: empowering individuals with the knowledge, resources, and opportunities they need to thrive. Together, they demonstrate how innovation, when combined with inclusion and partnership, can drive meaningful change – enhancing resilience, improving livelihoods, and contributing to a more sustainable future for all. We will continue to deliver integrated agricultural solutions by combining products, advisory services, and market access to support farmer productivity and resilience.

Building Climate Resilience for India's Smallholder Farmers

Indian smallholder farmers are increasingly confronting the realities of climate volatility – erratic weather patterns, prolonged dry spells, rising temperatures, shifting seasons, and high-intensity rainfall events. Insights from Bayer's Farmer Voice Survey – India 2024 highlight the scale of this challenge: nearly nine out of ten farmers report already experiencing the adverse effects of climate change. Among them, 72% anticipate reduced yields, 62% expect increased crop failures, and more than half report frequent exposure to droughts, heat waves, or excessive rainfall in coming years.

In response to these evolving risks, farmers are actively seeking solutions to safeguard their livelihoods. While financial risk mitigation tools such as insurance remain a key need, there is an even stronger demand for digital and weather-based solutions. Notably, 51% of farmers identify access to advanced digital technologies as the most beneficial intervention for their farms.

Despite recognizing the value of insurance, farmers continue to express dissatisfaction with existing systems. Key concerns include lack of transparency around claims, uncertainty regarding payout timelines, and a disconnect between compensation received and the actual scale of losses incurred. These gaps highlight the need for more responsive, transparent, and farmer-centric approaches to risk management.

Farmer-Centric Innovation: Integrating Risk Protection with Digital Intelligence

Addressing these challenges, Bayer has introduced **Alivio** – derived from the Spanish word for "relief"—a next-generation digital solution designed to redefine agricultural risk mitigation. Developed in collaboration with the broader insurance ecosystem and public sector insurer United India Insurance, Alivio integrates advanced technology with farmer-first design principles to deliver meaningful, real-time support.

Unlike conventional insurance products, Alivio leverages high-resolution satellite data and advanced crop modeling to provide plot-level, growth stage-specific, and geo-contextualized protection. This enables a more precise alignment between on-ground risks and the support offered to farmers.

Alivio uniquely triggers assurance benefits based on real-time agronomic parameters. When predefined conditions are met, farmers can quickly redeem these benefits through nearby Bayer channel partners, ensuring consistent access to quality seeds and crop protection inputs during critical crop stages.

By addressing location-specific risks – such as prolonged dry spells during flowering or extreme heat during grain filling – Alivio provides relevant and impactful support. Additionally, by integrating local retailers into its distribution model, the platform leverages established trust networks, enhancing adoption and ensuring accessibility at familiar points of interaction.

The solution also addresses long-standing transparency concerns in traditional insurance. Through data-driven triggers and continuous, season-long communication, farmers gain clear visibility into their coverage and benefit activation, reducing uncertainty and enabling informed decision-making.

Early Impact: From Data to Actionable Insights

Alivio's initial rollout targets rainfed maize farmers in Davanagere, Karnataka, and Chhatrapati Sambhajinagar, Maharashtra – areas prone to dry spells and yield variability. By monitoring soil moisture levels, the platform activates assurance benefits when critical thresholds are crossed during vital growth stages.

Farmers gain not only financial protection but also a range of data-driven insights through the Alivio mobile app. These insights include soil moisture forecasts, spray advisories, and tailored crop scouting recommendations, enabling proactive and informed decision-making.

Bayer's Alivio promotes a farmer-centric approach to agricultural risk management, merging digital intelligence with on-ground support to help smallholder farmers navigate an uncertain climate.

Expanding Access to Clean Drinking Water Through iJal Stations

Access to clean and reliable drinking water remains one of India's most pressing public health challenges. While significant strides have been made towards providing tap water to every household, water quality continues to be a concern, with nearly 70% of water sources reported as contaminated. An estimated 163 million Indians still lack access to clean drinking water, contributing to severe health consequences – including 1.5 million child deaths due to diarrhoea and approximately 200,000 deaths annually linked to unclean water.

In response to this critical need, Bayer's iJal initiative has been designed to address access to clean drinking water in underserved communities. By establishing decentralized water purification and distribution systems, the project aims to ensure consistent availability of clean drinking water while improving overall health outcomes, supporting local economies, and enhancing quality of life. More than just clean water, this initiative empowers local communities by involving Self-Help Groups and entrepreneurs, creating livelihood opportunities and enhancing the project's sustainability. Designed for long-term impact, the iJal initiative is built for scalability, ensuring that more communities can benefit from reliable access to clean water in the future.

Project Objectives

The initiative is guided by a set of focused and measurable objectives:

Installation of **90 iJal water** stations across identified geographies

Provision of **24x7 access** to clean drinking water for approximately **270,000** community members

Delivery of community training programs on **water management and WASH** (Water, Sanitation, and Hygiene) practices

Creation of **200 livelihood** opportunities through engagement with Self-Help Groups (SHGs), local entrepreneurs, and station operators

Geography of Intervention

The project is being implemented across multiple states, targeting regions with limited access to clean drinking water:

- **Gujarat:** Vapi (20 stations), Himmatnagar (20 stations)
- **Karnataka:** Chikkaballapura (20 stations)
- **Maharashtra:** Thane (20 stations)
- **Telangana:** Chandippa (5 stations), Shamirpet (5 stations)

With sustainability at the core

The initiative is a strong emphasis on long-term sustainability through a community-centered model. The project promotes local ownership by actively involving community members in the operation and management of iJal stations. Self-Help Groups (SHGs), entrepreneurs, and local operators are trained and empowered to manage the stations effectively, ensuring both accountability and continuity. A nominal user fee of ₹ 7 or ₹ 5 (based on the location) per 20-liter can has been introduced to cover operational expenses, including salaries, maintenance, and consumables – making the model financially self-sustaining.

The initiative has already demonstrated meaningful impact on the ground:

56
iJal stations successfully commissioned

Over **100,000**
individuals now have access to clean drinking water

112
livelihood opportunities created within local communities

Through a blend of infrastructure, community engagement, and sustainable design, the iJal initiative is not only addressing immediate water needs but also building resilient systems for the future.

Enhancing Crop Resilience and Food Security Through Farmer-Centric Crop Protection Innovations

In an era where food security is increasingly threatened by climate change, pests, and diseases, the agricultural sector must evolve to meet these challenges head-on. At Bayer, we understand that the key to enhancing crop resilience lies in innovative, farmer-centric solutions that empower farmers to protect their crops effectively and sustainably. **This year, we are proud to introduce four groundbreaking products: Bicota, Felujit, Camalus, and Mateno More.** Each of these innovations represents our commitment to supporting farmers in their quest for sustainable agriculture while ensuring food security for communities worldwide.

> Rooted in a farmer-centric approach, we prioritize solving agricultural challenges and creating tailored solutions that enhance agricultural productivity and promote sustainable farming.

Bicota: A Revolutionary Approach to Stem Borer Management

The introduction of **Bicota** marks a significant advancement in managing stem borers, one of the most destructive pests affecting paddy cultivation. Stem borers can devastate crops, leading to significant yield losses and economic hardship for farmers. Recognizing the urgent need for effective pest management, Bayer has developed Bicota – a solution that combines innovative chemistry with a deep understanding of local farming practices.

Bicota targets stem borers with precision, ensuring that farmers can protect their crops without the extensive use of harmful chemicals. This product not only enhances crop resilience but also promotes environmental sustainability by reducing the chemical load on the ecosystem. With Bicota, farmers can expect improved yields and healthier crops, contributing to overall food security in their communities.

The launch of Bicota has been met with enthusiasm from farmers who have experienced firsthand its effectiveness. By providing training and support, Bayer ensures that farmers can maximize the benefits of this innovative solution, transforming their approach to pest management and fostering a new era of agricultural resilience.

Felujit: Combating Sheath Blight for Healthier Paddy Fields

Another exciting innovation is **Felujit,** specifically designed to combat sheath blight, a pervasive disease that threatens paddy crops. Sheath blight can lead to severe yield losses, affecting not only the farmers' income but also the food supply chain. Understanding the critical need for effective disease management, Bayer developed Felujit to provide farmers with a reliable solution.

Felujit stands out due to its unique mode of action, which effectively targets the sheath blight pathogen while being safe for the crop and the environment. This product empowers farmers to take control of their fields, ensuring that they can protect their investments and secure their livelihoods. By integrating Felujit into their crop protection strategies, farmers can enhance the health of their paddy fields, leading to higher yields and improved food security.

Bayer's commitment to farmer education is evident in the rollout of Felujit. Through workshops and demonstrations, we equip farmers with the knowledge and skills needed to implement this innovative solution effectively. This hands-on approach not only boosts farmers' confidence in using Felujit but also fosters a community of practice where farmers can share experiences and best practices.

Camalus: A Smarter, Sustainable Pest Management Solution

The launch of **Camalus** introduces a new dimension to pest management with its unique pest spectrum insecticide. Designed to address a wide range of pests, Camalus offers farmers a smarter, more sustainable approach to crop protection. This innovative product reflects Bayer's dedication to developing solutions that are not only effective but also environmentally responsible.

Camalus provides farmers with the flexibility to manage multiple pest challenges with a single product. This streamlined approach reduces the need for multiple applications, saving time and resources while minimizing the environmental impact. By empowering farmers with Camalus, Bayer is helping create a more sustainable agricultural landscape.

The feedback from farmers who have utilized Camalus has been overwhelmingly positive. Many have reported significant improvements in pest control, leading to healthier crops and increased yields. This success is a testament to Bayer's focus on developing products that meet the real-world needs of farmers, ensuring that they can thrive in an ever-changing agricultural environment.

Mateno More: A New Era in Wheat Herbicide Solutions

Adding to our portfolio is **Mateno More**, a revolutionary herbicide designed specifically for wheat cultivation. As farmers face the increasing challenge of weed resistance, Mateno More offers a robust solution that not only controls a wide range of grass and broadleaf weeds but also promotes sustainable farming practices.

Mateno More features a unique mode of action that sets it apart from traditional herbicides, allowing for effective weed management while minimizing the risk of resistance development. This innovation empowers farmers to maintain healthy wheat crops, ultimately leading to increased productivity and profitability.

The introduction of Mateno More is accompanied by Bayer's commitment to farmer education and support. Through targeted training sessions, we equip farmers with the knowledge to effectively utilize this herbicide, ensuring that they can maximize its benefits while adhering to sustainable agricultural practices.

Further strengthening Bayer's crop protection portfolio, other key crop protection product launches include:

Council Prime

A specially crafted weed management solution for rice cultivation in North and East India, combining complementary chemistries to deliver synergistic performance, robust weed control, and support for enhanced yield potential.

Etciostar

An effective weed management solution for rice cultivation, particularly suited to the agronomic needs of farmers in north and east India, enabling cleaner fields and supporting improved crop establishment and productivity.

Yeoval

A best-in-class solution for the management of early shoot borer in sugarcane, while also supporting early-stage root development and effective soil pest management to promote healthier crop growth.

A Commitment to the Future of Agriculture

Bayer's commitment to enhancing crop resilience and food security through farmer-centric innovations is evident in the development of Bicota, Felujit, Camalus, Etciostar, Yeoval, Council Prime and Mateno More. These products not only address critical challenges faced by farmers but also promote sustainable agricultural practices that benefit the environment and communities alike.

As we look to the future, Bayer remains dedicated to supporting farmers with innovative solutions that empower them to protect their crops effectively. By investing in research and development, we aim to continue delivering cutting-edge products that enhance agricultural productivity and resilience.

Together, with our farmers, we can build a more secure food future, ensuring that communities around the world have access to the nourishment they need. Through collaboration, education, and innovation, Bayer is proud to be at the forefront of enhancing crop resilience and food security for generations to come.

Seeds of Change: How Women Farmers are Building Sustainable Rural Enterprises

Stronger farmer institutions are the foundation of stronger rural economies. The FPO movement in India constitutes one of the world's largest experiments in small farm aggregation in the 21st century. It has become a pivotal strategy for supporting the country's 146 million agricultural holdings, 86 percent of which are small and marginal farms.

Across the country, these collectives are not only improving market access and incomes but also creating new opportunities for leadership and community-driven growth. In many rural regions, women are emerging as key drivers of this transformation.

For years, women in Naidupeta, Andhra Pradesh, worked the fields without recognition or decision-making power. That changed when they came together to form their own Farmer Producer Organisation (FPO), and began running it like a business.

Today, the Naidupeta BRDS Women Farmers Producer Company Ltd. is one of the fastest-growing women-led collectives in the region. What started as a small group has grown into a 750-member enterprise with a turnover of ₹ 60 lakh, supported by Bayer CropScience Limited in collaboration with the Small Farmers' Agribusiness Consortium (SFAC) under the Ministry of Agriculture.

For years, many of these women worked in farming without financial independence or decision-making power. Through the FPO, they gained the confidence to earn, lead, and build sustainable livelihoods.

Before, I depended on others. Today, I can support my children's education and help other women become independent too," said Shailaja, one of the directors

The collective now cultivates 12 crops, including tomatoes, chillies, gourds, and leafy vegetables, and operates retail stalls in nearby towns to sell directly to consumers at fair prices.

Under the SFAC-Bayer collaboration, the women received training in financial management, governance, and business operations. With technical guidance and financial support, the FPO secured GST registration and agricultural input licenses, enabling them to diversify into input trading and strengthen their business.

Beyond farming, the women have also expanded into producing household products such as soaps, detergents, and phenyls, creating additional livelihood opportunities within the community.

The collective has participated in agricultural exhibitions across Tirupati, Puducherry, and Vijayawada, helping members gain market exposure and confidence. The women have also begun listing products on digital platforms like ONDC to expand their reach.

Today, the Naidupeta FPO stands as a powerful example of how collectivization, training, and market access can transform women farmers into entrepreneurs and community leaders — strengthening not just incomes, but entire rural communities.

As a leader in agriculture, Bayer continues to play a pivotal role in building resilient and future-ready Farmer Producer Organisations (FPOs) that drive long-term farmer prosperity. Through strategic partnerships, capacity building, market linkages, and business enablement, Bayer is helping strengthen the FPO ecosystem across India — empowering collectives to become sustainable enterprises that improve rural livelihoods, enhance market access, and create lasting impact for farming communities.

Chairman's Message

We remain deeply committed to our purpose, Health for all, Hunger for none, and to supporting the farmers of India, whose efforts sustain the nation.

Dear Shareholders,

It is my privilege to present Bayer CropScience Limited's 68th Annual Report for the financial year 2025-26. The year tested the resilience of farmers, businesses, and institutions worldwide, while reinforcing the importance of innovation, adaptability, and a steadfast commitment to those who feed the world.

India's agricultural sector stands at a critical juncture. It remains central to the nation's economy and livelihoods, yet continues to face structural constraints including fragmented landholdings, limited access to institutional credit, post-harvest losses, and weak market linkages.

At the same time, rising input costs, changing consumer demands, and climate volatility are reshaping farming decisions. In 2025-26, unseasonal rainfall, drought, and erratic monsoons disrupted cropping cycles across key regions, increasing crop stress, pest pressure, and yield uncertainty.

These conditions underline the need for more resilient agricultural systems. Bayer has accelerated efforts to provide farmers with integrated solutions, including stress-tolerant seeds, biologicals that support plant health, and digital advisory tools that enable faster and better-informed decisions in the field.

I also want to acknowledge the dedication of our employees, whose professionalism and sense of purpose helped us navigate supply chain disruptions, challenging field conditions, and a dynamic regulatory environment.

This year, we strengthened our farmer-focused portfolio with seven launches across insecticide, herbicide, and fungicide categories, addressing evolving pest, weed, and disease challenges. Our integrated approach, combining chemistry, biologicals, and digital tools, continues to expand farmer choice and improve crop protection outcomes.

Corn remains a major strategic opportunity for Bayer in India. Demand is rising across food, feed, and sustainable fuel, supported by the growth of livestock and poultry industries, the expansion of food processing, and the Government of India's push for ethanol blending. Our DEKALB® brand continues to lead the corn seed market with hybrids suited to diverse agro-climatic conditions. We are investing in research, distribution, and agronomic support to help farmers realize stronger performance and make corn a key pillar of our growth agenda.

As we look ahead, we remain optimistic but alert to the challenges posed by geopolitical tensions, supply chain disruptions, and cost pressures across the agricultural inputs industry. Even so, India's agricultural demand remains strong, our innovation pipeline is robust, and our customer relationships continue to deepen.

We will stay focused on delivering high-quality solutions, strengthening farmer trust, and executing with discipline to create long-term value for all our stakeholders.

On behalf of the Board of Directors, I thank our shareholders, farmers, channel partners, employees, financial institutions, and all stakeholders for their continued trust and support through a demanding year.

We remain deeply committed to our purpose, Health for all, Hunger for none, and to supporting the farmers of India, whose efforts sustain the nation.

Best wishes,

Pankaj Ramanbhai Patel

Chairman and Non-Executive Independent Director

MD & CEO's Message

At Bayer CropScience, our focus during the year was on bringing together the full strength of our capabilities to create greater value for farmers at scale.

Dear Shareholders,

FY 2025-26 was a year that reinforced both the resilience of Indian farmers and the tremendous potential of Indian agriculture. Despite continued climate volatility, evolving pest and disease pressures, and an increasingly complex operating environment, farmers across the country demonstrated remarkable adaptability and a willingness to embrace new technologies and practices that improve both productivity and farm-level economics.

At Bayer CropScience, our focus during the year was on bringing together the full strength of our capabilities to create greater value for farmers at scale. Beyond individual products and technologies, we continued to integrate seeds, crop protection, digital solutions, agronomic expertise, and ecosystem partnerships into coherent solutions that address the underlying needs of evolving agricultural systems.

The sector is undergoing significant transformation. One of the most notable developments is the growing importance of corn, driven by rising demand from the feed, food processing, and biofuel sectors. Increasing protein consumption, expansion of the poultry and livestock industries, and the Government of India's ethanol blending ambitions are creating new opportunities for farmers and strengthening the long-term outlook for the crop. Through our DEKALB® portfolio, agronomic expertise, and farmer engagement initiatives, we are helping growers improve productivity and capture these emerging opportunities in a commercially sustainable way.

Innovation remains central to our strategy. During the year, we continued to strengthen our portfolio across seeds and crop protection while advancing digital agriculture and data-driven advisory solutions. At the same time, we expanded efforts to promote climate-smart and regenerative agricultural practices that help farmers improve productivity, build resilience, and use natural resources more efficiently. Increasingly, the focus is on how these innovations come together to enable systems that can perform reliably under conditions of growing climate and resource pressure.

Reaching India's millions of smallholder farmers requires an approach that combines scale with trust. Our digital platforms, including FarmRise, enable us to deliver timely agronomic advice, weather insights, and market-linked information to farmers across geographies. Equally important is our strong physical presence through field teams, channel partners, model farms, Bayer Learning Centers, and farmer engagement programs that translate innovation into action on the ground. This integrated phygital model allows us to combine the reach of technology with the confidence that comes from personal engagement and local expertise, ensuring that innovation translates into better decisions and outcomes at the farm level.

The progress we achieved this year reflects the dedication, passion, and commitment of our employees, whose efforts continue to drive innovation and operational excellence across our business. I would also like to thank our farmers, customers, channel partners, research collaborators, government and industry stakeholders, and shareholders for their continued trust and partnership. Together, we are helping build a more productive, profitable, and climate-resilient future for Indian agriculture.

As we look ahead, we remain confident in the long-term potential of Indian agriculture and committed to advancing innovations that create lasting value for farmers, customers, communities, and society. The opportunity ahead lies in further strengthening the systems that connect innovation, advisory, and value chains, enabling Indian agriculture to perform at scale under increasingly complex and volatile conditions.

Warm regards,

Simon-Thorsten Wiebusch

Vice Chairman & Managing Director and CEO

Board of Directors

Mr. Pankaj Ramanbhai Patel

DIN: 00131852

Chairman & Non-Executive Independent Director

Mr. Pankaj Ramanbhai Patel is the Chairman of the Company since September 2016. A stalwart and a visionary, he combines both research and techno-commercial expertise. Mr. Patel is also the Chairman of Zydus Lifesciences Limited, a discovery-driven, global Lifesciences company with operations in 85 countries worldwide. He has published over 100 research papers in peer reviewed journals and is a co-inventor in more than 64 patents. He has been conferred with D.Sc. (Honoris Causa) by Dr. A.P.J. Abdul Kalam Technical University, Lucknow.

Mr. Patel has been appointed as the Non-official Director in Central Board of the Reserve Bank of India. He is on the board of several institutions, including Chairman of the Board of Governors of IIM Ahmedabad and Chairman of IIM Udaipur and Invest India. He is also a Member of the Governing Board of India Pharmacopoeia Commission (IPC), Ministry of Health & Family Welfare, Government of India. He is also a Member of the CEO Advisory Committee of the International Generics and Biosimilars Association (IGBA). Mr. Patel is a Past President of the Federation of Indian Chamber of Commerce & Industry (FICCI). He also officiates on the board of several Not-for-Profit & charitable institutions. Mr. Patel is the Executive Chairman of the Gujarat Cancer Society and Chairman of the Gujarat Cancer and Research Institute, a Regional Cancer Centre and one of the largest cancer centers of India, reaching out to the needy and underprivileged cancer patients. He also officiates as the Chairman of the Deaf and Mute School, Ahmedabad. He is also a Director and Chairman on the Board of Zydus Foundation which set up Zydus Hospital and Medical College, Dahod.

Mr. Pankaj Patel has been awarded Padma Bhushan by Hon'ble President of India. In recognition of his contributions to the healthcare industry in India, he has received several awards including the Acharya PC Ray Memorial Gold Medal Award and the Eminent Pharmacist Award, the India Innovator Award at the India Business Leaders Awards instituted by CNBC. For his entrepreneurial vision, Mr. Patel was awarded the Ernst & Young Entrepreneur of the Year Award in the Life Sciences category.

Mr. Simon-Thorsten Wiebusch

DIN: 08335591

Vice Chairman & Managing Director and CEO

Simon-Thorsten Wiebusch has been the Vice Chairman & Managing Director and CEO of Bayer CropScience Limited since November 1, 2023, and the Country Divisional Head for the CropScience business of Bayer in India, Bangladesh & Sri Lanka (IBSL) since January 1, 2022. He is based at Bayer's South Asia headquarters in Thane, India, and joined South Asia initially as the Chief Operating Officer of the CropScience Division on August 21, 2018.

Before this role, Simon led the South East Asia business of Bayer from Bangkok, Thailand. He began his career with Bayer in 1998 at the Company's headquarters in Germany and has since gained extensive experience leading diverse teams across functions and regions, including Germany, Eastern Europe, and Asia.

Simon holds a bachelor's degree in Economics from the University of Applied Sciences in Essen, Germany, and an MBA from the University of Bradford. With more than two decades of experience in agriculture, he is passionate about advancing farming systems that can sustainably produce sufficient and nutritious food while preserving natural resources. His work is increasingly focused on integrating agronomy, technology, and value chains to improve farmer productivity and resilience; particularly in smallholder-driven agricultural systems. He is a strong advocate for sustainable and regenerative agriculture and believes that digital tools and data-driven farming will play a critical role in improving traceability, reducing farming effort, and strengthening farmer livelihoods.

Additionally, Simon is the Vice Chairman of the Indian Chamber of Food and Agriculture (ICFA), an apex body focused on business, policy, and development agendas, and serves as the Chair of the Crop Protection Committee of The Federation of Indian Chambers of Commerce & Industry (FICCI).

Ms. Radhika Rajan

DIN: 00499485

Non-Executive Independent Director

Ms. Radhika Rajan is Executive Vice President at DSP Investment Private Limited, the family office of the Founder of the DSP Group, Mumbai. In this role, she manages the investment portfolio of the family office, with a special focus on Private Equity and Venture Investments.

Ms. Rajan has over 40 years of experience in the financial markets, in New York till 2011, and in Mumbai, India till date. She has focused on India as an investment destination since 1999, when she made a brief foray into the IT sector, as one of the earliest team members of Mphasis, which is now amongst top 10 listed IT services companies in India. In 2003, she joined the TCG Group in New York to set up an offshore Indian Equities Hedge Fund and advise TCG and several other private equity groups on proposed investments in the US-India corridor. Prior to 1999, Ms. Rajan worked as a global-macro proprietary investor/ trader at different large financial institutions like J P Morgan (formerly Chemical Bank), Itochu, UBS, Bank of America and Bank of Montreal. She was invited as an contributing author of "The Global Internet Economy," a book published by MIT Press in 2003. She is a Charter Member of TIE Tristate, the New York based chapter of TIE, a global association of entrepreneurs active in accelerating the globalization of Indian Business.

Mr. Vinit Rajesh Jindal

DIN: 10849465

Executive Director and CFO

Mr. Vinit Rajesh Jindal began his career at Bayer in Germany as an International Controlling Trainee in 2001, later becoming Head of Accounting for Bayer CropScience Limited, India in 2005. His diverse experience spans roles in Bayer HealthCare, Germany's global finance team from 2003 to 2005 and leading the India Strategy function from 2008 to 2010, where he successfully managed key divestments, acquisitions, and other transformation initiatives. From 2011 to 2014, he was a member of the CropScience Leadership Team as Head of Product Supply, overseeing Supply Chain Management, Site Logistics, Cost Management, and relationships with third-party manufacturers. Mr. Jindal has held several leadership positions, including Group CFO for Bayer Southern Africa and Managing Director and CFO for Bayer Philippines, before assuming his current role as Group CFO for the UK & Ireland cluster in 2021.

A Chartered Accountant and Cost Accountant, Mr. Jindal is an alumnus of the Indian Institute of Management, Calcutta and holds a Bachelor's degree in Commerce from Mumbai University. His early career included roles at Siemens in India, where he not only focused on accounting but also served as an in-house SAP consultant.

Mr. Sanjiv Rangrass

DIN: 08786754

Non-Executive Independent Director

Mr. Sanjiv Rangrass is a mentor, coach and an angel investor. Until June 2022, he was in the Corporate Management Committee of ITC where he was the Group Head for R&D, Sustainability and Projects at ITC Limited. Prior to this, he was the Chief Executive of the agri-businesses for ITC. Mr. Rangrass spent over four decades at ITC in various capacities in the manufacturing and engineering functions and also in Human Resources. He was the GM, Manufacturing Operations and then a Member of the Executive Committee of the business. He led ITC's Sustainability 2.0 initiative focusing on channelizing collective action across the organization on carbon and water neutrality, mitigating and adapting to climate change including Agri value chains and steering the organization's transition to the Circular Economy.

Mr. Rangrass is also an Independent Director on the board of Zetwerk and a co-founder of The Agri Collaboratory (TAC) – a "non-compete" not for profit, agriculture "Think and Do Tank" – helping build Digital Public Goods for agriculture in open source, along with the ecosystem and the government. He is a Venture Partner in Capria Ventures which focuses on investing in tech startups leveraging applied AI. He is also an adviser to McKinsey & Co.

Dr. Thomas Hoffmann

DIN: 06485949

Non-Executive
Non-Independent Director

Dr. Thomas Hoffmann joined Bayer AG in 2001 as a Manager in Corporate Controlling. In 2003, he took over responsibilities in Corporate Accounting. In 2005, he moved to Tokyo as the Head of Financial Reporting and later as the Head of Enterprise Accounting and Reporting for the Bayer Group in Japan. Thereafter, he returned to Bayer AG, Corporate Finance, to take on the role of Head of Structured Finance from 2008 till 2013.

In February 2013, Dr. Thomas Hoffmann assumed the role of Chief Financial Officer, South Asia, based in Mumbai. Post that, he moved to Shanghai in 2016 as the Chief Financial Officer for Greater China. He joined Bayer AG again in September 2019 as the Head of Treasury. As of May 2025, he took additional responsibilities and heads the function Treasury and M&A. He has studied Business Administration with a specialization in Finance & Controlling and Audit.

Ms. Jana Marlen Ackermann

DIN: 10849470

Non-Executive
Non-Independent Director

Ms. Jana Marlen Ackermann has been with Bayer since 2004 in various roles with increasing responsibilities. She started her career at the Company's headquarters in Germany as an Internal Auditor and held positions in Strategy, Procurement and Finance and Business Development in the years thereafter. From 2020 to 2022, Ms. Ackermann headed the Investor Relations Corporate and Consumer Health Team. In 2022, she moved to Brazil assuming the role of CFO for the Bayer Group with Brazil being the 2nd largest country for the Bayer Group worldwide. From September 2024 until August 2026, she took over as the CropScience Finance Head for Asia. Most recently, in August 2026, she assumed the position as Global Head of Investor Relations for Bayer. She has studied Business Administration in Germany and Spain and holds an MBA. She also studied Political Science and holds a Bachelor of Arts in Political Science.

Corporate Information

COMPANY SECRETARY & COMPLIANCE OFFICER
Ms. Bharati Shetty

CIN
L24210MH1958PLC011173

REGISTERED OFFICE
Bayer House, Central Avenue,
Hiranandani Estate, Thane (West) - 400607
Maharashtra, India
Tel No.: +91 22 2531 1234
Mobile No.: + 91 77009 10499
Fax No.: +91 22 2545 5063
Email: ir_bcsl@bayer.com
Website: www.bayer.in

STATUTORY AUDITOR
Deloitte Haskins & Sells LLP

REGISTRAR & SHARE TRANSFER AGENT
MUFG Intime India Private Limited
(Formerly Link Intime India Private Limited)
C-101, 1st Floor, 247 Embassy Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400083
Tel No.: +91 22 6656 8484
Fax No.: +91 22 6656 8494
Email ID: investor.helpdesk@in.mpms.mufg.com
Website: https://in.mpms.mufg.com


21.59 °C
Soil Farm A
19.59 °C
pH 7
Moisture 95
Light Level 4265 lux

NOTICE

To,

The Members of Bayer CropScience Limited

NOTICE is hereby given that the 68th Annual General Meeting ("AGM/Meeting") of Bayer CropScience Limited ("the Company") will be held on Wednesday, August 19, 2026, at 11:30 a.m. IST through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements together with the Reports of the Board of Directors and the Auditors thereon for the financial year ended March 31, 2026.

2. To confirm the payment of Interim Dividend of ₹ 90/- per Equity Share of ₹ 10 each and to declare Final Dividend of ₹ 60/- per Equity Share of ₹ 10 each for the financial year ended March 31, 2026.

3. To appoint a Director in place of Ms. Jana Marlen Ackermann (DIN: 10849470), who retires by rotation and being eligible offers her candidature for re-appointment.

SPECIAL BUSINESS:

4. **Approval of Material Related Party Transactions with Bayer AG**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the applicable provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof, for the time being in force) read with the Company's Policy on the Related Party Transactions and as recommended and approved by the Audit Committee and the Board of Directors (hereinafter referred to as "the Board"), the approval of the Members be and is hereby accorded to the Board (including its Committees thereof) to enter into/continue the contract(s)/arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Bayer AG, the ultimate Holding Company, a related party of the Company, on such terms and conditions as may be agreed between the Company and Bayer AG for an aggregate value of up to ₹ 35,000 Million (Rupees Thirty Five Thousand Million Only) to be entered during the financial year 2027-2028, as per details provided in the explanatory statement, subject to such contract(s)/arrangement(s)/transaction(s) being at arm's length and in the ordinary course of business of the Company.

   RESOLVED FURTHER THAT the Board (including its Committees thereof), be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), agreement(s) and such other documents in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution including power to delegate to the Authorised Representatives of the Company and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

   RESOLVED FURTHER THAT all actions taken by the Board (including its Committees thereof) or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved and confirmed in all respects."

5. **Ratification of remuneration payable to M/s. D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611), Cost Auditors of the Company for the financial year ending March 31, 2027.**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. D. C. Dave & Co., Cost Accountants, having Firm Registration No. 000611, appointed by the Board of Directors of the Company on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of the cost records of the Company relating to "Insecticides" for the financial year ending March 31, 2027, being ₹ 0.63 Million (Rupees point six three Million only) plus taxes as applicable and out of pocket expenses incurred in performance of their duties, be and is hereby ratified and confirmed.

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**

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

Mumbai, May 26, 2026

Registered Office:
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West) - 400607
CIN: L24210MH1958PLC011173

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circulars dated April 8, 2020, April 13, 2020, May 5, 2020 along with subsequent circulars issued in this regard and the latest dated September 22, 2025 (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") facility/Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ("SEBI") vide its Master Circular dated November 11, 2024 read with Circular dated October 3, 2024 ("SEBI Circulars") and other applicable circulars issued in this regard have provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). In compliance with the applicable provisions of the Act and MCA Circulars, the 68th AGM of the Members will be held through VC/OAVM and Members can attend and participate in the AGM through VC/OAVM only as arranged by the Company with National Securities Depository Limited.

2. The venue of the meeting shall be deemed to be the Registered Office of the Company at Bayer House, Central Avenue, Hiranandani Estate, Thane (West) – 400607, Maharashtra as prescribed under the Circulars.

3. The Explanatory Statement pursuant to Section 102 of the Act and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, stating all material facts and reasons for certain businesses set out in the Notice is annexed hereto and forms part of this Notice. Members are requested to peruse such proposed resolution(s) along with the Explanatory Statement and thereafter, record their assent or dissent through the Remote e-Voting facility provided by the Company.

4. The details under Regulation 36(3) of the SEBI Listing Regulations read with the applicable provisions of Secretarial Standard-2 on General Meetings including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force, in respect of the Director seeking approval for appointment and re-appointment at the AGM, forms part of the annexure to this Notice. The Company has received the requisite consents/declarations/confirmations for the appointment under the SEBI Listing Regulations, the Act and the rules made thereunder.

5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by ICSI, Regulation 44 of the SEBI Listing Regulations, and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020 and May 5, 2020, the Company is providing facility of Remote e-Voting to its Members in respect of the business to be transacted at the 68th AGM and to those Members participating in the 68th AGM, to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("NSDL") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using Remote e-Voting system ("Remote e-Voting") as well as e-Voting on the date of the AGM will be provided by NSDL.

6. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and attendance slip including route map have not been annexed with this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-Voting.

7. In case of joint holders participating at the AGM together, only such joint holder whose name appears higher in the order of names will be entitled to vote.

8. 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 bhaskar@nlba.in 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.

9. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

10. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, August 06, 2026 till Thursday, August 13, 2026 (both days inclusive).

11. The Final Dividend of ₹ 60 per Equity Share, as recommended by the Board of Directors, if declared at the ensuing 68th Annual General Meeting will be paid on or after Thursday, September 03, 2026:

(i) to those Members who hold shares in physical form and whose names appear on the Company's Register of Members as holders of Equity Shares as on Wednesday, August 05, 2026, after effecting the request for transmission/ transposition etc. lodged on that date which are valid and found to be in order.

(ii) in respect of shares held in dematerialized form, to the Beneficial Owners of the shares as at the close of business hours on Wednesday, August 05, 2026, as per details furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

12. Members who hold shares in dematerialised form are requested to direct any change of address/ bank mandate to their respective Depository Participant. Members are encouraged to utilize the Electronic Clearing System ("ECS") for receiving dividend.

13. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act, and any other documents referred to in the accompanying Notice and Explanatory Statement, shall be made available for inspection electronically by the Members in accordance with the applicable statutory requirements based on the requests received by the Company at ir_bcsl@bayer.com. Additionally, such documents shall be available for inspection at the Registered Office of the Company during business hours on all working days except Saturdays and Sundays upto the date of the AGM.

14. Transcript of the AGM will be hosted on the website of the Company after the AGM.

15. **ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF E-MAIL ADDRESS:**

    a. Pursuant to Sections 101 and 136 of the Act read with the relevant Rules made thereunder and Regulation 36 of the SEBI Listing Regulations, companies can send Annual Reports and other communications through electronic mode to those Members who have registered their e-mail addresses with the Company or Depositories. In accordance with the Circulars issued by MCA and SEBI, the Annual Report containing financial statements (including Report of Board of Directors, Auditor's Report or other documents required to be attached therewith), and such statements including the Notice of the 68th AGM are being sent through electronic mode to those Members whose e-mail address is registered with the Company or the Depositories. Additionally the Company will also send a letter to Shareholders providing the web-link for accessing the Annual Report to those Members who have not registered their e-mail address with the Company or the RTA or the Depositories. Members may note that the Notice of the 68th AGM and the Annual Report for the financial year 2025-26 are also available on the Company's website at www.bayer.in, website of the Stock Exchange i.e. BSE Limited: www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL i.e. www.evoting.nsdl.com.

b. Members are requested to direct all shares related correspondence at the below mentioned address. Further, Members who have not registered their e-mail address are requested to register the same along with any subsequent changes pertaining to their name, postal address, e-mail address, Telephone/Mobile Number, PAN, mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. or to receive Shareholders' communications through electronic means, including annual reports and notices by directly sending the relevant e-mail address.

For shares held in Physical form	By submitting Form ISR-1 duly filled and signed by all the holders as per the specimen signature registered with the Company along with the supporting documents as stated in the form. The Form ISR-1 is available on the website of the RTA - MUFG Intime India Private Limited ("MUFG Intime") (formerly Link Intime India Private Limited): https://in.mpms.mufg.com
For shares held in Dematerialized form	By contacting the concerned Depository Participant ("DP").

c. In accordance with the MCA Circulars, the Company has additionally enabled a process for the limited purpose of receiving the Annual Report and notice of AGM, for the financial year 2025-26 and the Members may temporarily update their e-mail address by accessing the link https://web.in.mpms.mufg.com/EmailReg/Email_Register.html Please note that registration of e-mail address and Mobile Number is mandatory while voting electronically & joining virtual meetings.

16. **IMPORTANT NOTICE TO SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE:**

a. SEBI has through relevant circulars issued in this regard, mandated furnishing of PAN, KYC and optionally submission of Nomination and e-mail address by Members holding shares in physical form. In view of the same, concerned Shareholders are requested to furnish the requisite documents/information to the RTA at the earliest. Any outstanding payments including dividend in respect of such folios wherein any one of the above cited documents/details are not available shall only be made electronically, upon registering all the required details.

b. Members may note that, as mandated by SEBI, effective April 1, 2019, the Company cannot process any request for transfer of securities in physical mode. Further, SEBI has vide its circular dated January 25, 2022, mandated listed companies to issue securities in demat form only while processing service requests viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests in prescribed Form ISR–4, as available on the Company's website along with mandated documents on the subject service request and additional documents viz. Demat Conversion Request Form ("DCRF") – NSDL or Demat Request Form ("DRF") – CDSL, Latest Client Master List ("CML") of the demat account, not older than 2 months. The signatures of the beneficiaries on the DCRF/ DRF and CML should be attested by the DP. The Company/RTA shall verify and process the investor service requests as received.

c. **Special window for re-lodgement of physical share transfer requests:** Members who have executed transfer prior to April 1, 2019, and had not lodged the transfer or who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests. Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialised form and will carry a one-year lock-in period from the date of transfer registration. Members can contact the Company or the RTA, for assistance in this regard.

d. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in dematerialised form are therefore requested to submit their PAN to the DP(s) with whom they are maintaining their dematerialised accounts.

e. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or MUFG Intime, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

f. Pursuant to the provisions of Section 72 of the Act read with the rules made thereunder and in terms of SEBI Circulars, Members holding shares in a single name are requested to avail this facility of nomination in respect of the shares held by them. Members holding shares in physical form may avail this facility by sending a nomination in the prescribed Form No. SH-13 to MUFG Intime, RTA of the Company. The said form is available on the Company's website and can be downloaded using the weblink www.bayer.in.

   Further, if shares are held in dematerialized form, Members can contact their respective DP(s) to update their Nomination details.

g. Members who wish to claim dividends that remain unclaimed/unpaid are requested to submit their request to the Company's RTA or the Company Secretary, at the Company's Registered Office or email at ir_bcsl@bayer.com. Members are requested to note that dividends that are not claimed or remain unpaid for seven (7) years from the date of transfer to the Company's unpaid dividend account will be/are transferred to the Investor Education and Protection Fund ("IEPF"). Further, equity shares in respect whereof dividend remains unclaimed/unpaid for seven (7) consecutive years will also be transferred to the IEPF as per Section 124 of the Act read with rules notified thereunder, as may be amended from time to time. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in e-form IEPF-5.

   In view of this, Members are requested to claim their dividends from the Company within the stipulated timelines to avoid transfer of dividends or shares as the case may be to the IEPF Account. The Shareholders holding shares in physical form are requested to submit the KYC details in requisite forms as stated above duly executed to MUFG Intime along with the supporting for claiming the dividend. The Shareholders holding shares in electronic form are requested to ensure their latest bank details are updated against their demat account which will be considered to make payment of the outstanding dividend.

h. To receive the dividend on time, Members holding shares in physical form should be KYC compliant and receive the dividends directly in their bank accounts through permissible electronic means. Members are requested to send the following documents to the Registrar and Share Transfer Agent ("RTA") – MUFG Intime India Private Limited ("MUFG Intime"), (formerly Link Intime India Private Limited), latest by Wednesday, August 05, 2026:

   i. Form No. ISR-1 duly filled and signed by the holders as per the specimen signature registered with the Company stating their Name, Folio Number, complete address with Pincode, PAN of all holders, e-mail address, Mobile Number and the following details relating to the bank account in which the dividend is to be received:

      o Name of Bank and Bank Branch.

      o Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions.

      o 11-digit IFSC Code; and

      o 9-digit MICR Code.

   ii. Original copy of cheque bearing the name of the Member or first holder, in case, shares are held jointly.

   iii. Self-attested copy of the PAN Card of all holders.

   iv. Self-attested copy of any document (such as Aadhaar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

   v. Form ISR-2 duly filled and signed. The signature of the holders should be attested by the Bank Manager.

   vi. Form SH-13, Nomination form of ISR-3 to opt out from Nomination.

   The above Investor Service Request Forms ("ISR") are available at RTA's website at https://in.mpms.mufg.com Resources → Downloads → KYC.

i. As per SEBI LODR (Fifth Amendment) Regulations 2025, dated November 18, 2025, no physical instrument is to be issued for dividend/interest payment. It is therefore requested that all Members update their complete bank details against their account.

j. The RTA of the Company has implemented various investor initiatives given below as part of their constant endeavour to enhance investor servicing:

   Investor Service portal:

   'SWAYAM' is a secure, user-friendly web-based application developed by our RTA, that empowers investors to effortlessly access various services. Investors are requested to get registered and have first-hand experience of the portal. This application can be accessed at https://swayam.in.mpms.mufg.com.

   Chatbot–

   'iDIA' is a Chatbot developed by our RTA, that utilizes conversational technology to provide investors with a round-the-clock intuitive platform to ask questions and get information about queries. Talk to **iDIA** by logging in to https://in.mpms.mufg.com.

   FAQs –

   The FAQ Section on their website has very detailed answers to almost all probable investor queries. Please visit https://in.mpms.mufg.com/faq.html to find answers to your queries related to securities.

k. Members are requested to direct all shares related correspondence at the following address:

MUFG Intime India Private Limited (“MUFG Intime”), (formerly Link Intime India Private Limited)

Unit: Bayer CropScience Limited,

C-101, 1st Floor, 247 Embassy Park,
L.B.S Marg, Vikhroli (West),

Mumbai – 400083.

Tel No.: +91 810 811 8484

Fax No.: +91 22 6656 8494

Website: https://in.mpms.mufg.com

Investor Queries:

https://web.in.mpms.mufg.com/helpdesk/Service_Request.html

l. Pursuant to the Rule 5(8) of the Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company on its website at www.bayer.in.

m. Members who have any grievance/complaints are requested to write to MUFG Intime and if required they may escalate to the Company Secretary & Compliance Officer. If the Member is not satisfied with the response a complaint can be lodged on SEBI SCORES portal. However post exhausting of all the options to resolve their grievance(s) with the RTA/Company directly or through existing SCORES portal, the investors can initiate dispute resolution through the Online Dispute Resolution (ODR) Portal: https://smartodr.in/login, a mechanism for online resolution of disputes arising in the Indian Securities Market. The same can also be accessed through the Company's website at www.bayer.in.

SEBI, vide its circular no. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/76 dated May 30, 2022, provided investors an option for dispute resolution under the Stock Exchange arbitration mechanism where Shareholders can opt for arbitration with Stock Exchange in case of any grievance with the Company and/or RTA.

n. As per the Income Tax Act, 2025, dividend paid and distributed by the Company is taxable in the hands of the Shareholders and the Company is required to deduct tax at source (“TDS”) from dividend paid to Shareholders at the prescribed rates (plus applicable surcharge and cess) as may be notified from time to time. The information regarding the applicability of TDS rate for various categories of Shareholders and documentation required, is available under the "Investor Section" on the Company’s website at www.bayer.in.

The Shareholders are requested to send all the necessary documents complete in all respect through email at dividend.india@bayer.com on or before Wednesday, August 05, 2026, to enable the Company to deduct the correct TDS on the payment.

17. **VOTING THROUGH REMOTE E-VOTING:**

a. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Company is pleased to provide its Members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means and the business shall be transacted through e-Voting services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM (“Remote e-Voting”) will be provided by NSDL.

b. In order to increase the efficiency of voting process and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, demat account holders are being provided a single login credential, through their demat accounts/websites of Depositories/Depository Participants.

Demat account holders will now be able to cast their vote without having to register again with the e-Voting service providers, thereby facilitating seamless authentication, enhancing ease and convenience of participating in the e-Voting process.

c. The Remote e-Voting period commences on Sunday, August 16, 2026 (9.00 a.m. IST) and ends on Tuesday, August 18, 2026, (5.00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the Cut-Off Date of Wednesday, August 12, 2026 ("Cut-Off Date"), may cast their vote by Remote e-Voting. The Remote e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

d. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-Off Date. A person who is not a Member as on the Cut-Off Date should treat this Notice for information purposes only. Any person, who acquires shares of the Company and becomes a Member of the Company after sending the Notice and holding shares as of the Cut-Off Date, may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if the Member is already registered with NSDL for Remote e-Voting then they can use their existing User ID and Password for casting the vote.

e. The Members who have cast their vote by Remote e-Voting prior to the AGM may also attend/participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again. A facility for e-Voting at the AGM will be made available to the Members who have not already cast their votes by Remote e-Voting prior to the Meeting.

f. The details of the process and manner for 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. Shareholders 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 Number, 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 or joining virtual meeting & voting during the meeting.

Type of Shareholders	Login Method
	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 or joining virtual meeting & voting during the meeting. 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 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 hold 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 or joining virtual meeting & voting during the meeting. 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 user your existing my easi username & password.

Type of Shareholders	Login Method
	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 is 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 an 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 2. 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. 3. Click on the 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 user 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 email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e .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 Number, your name and your registered address etc.

   d) Members can also use the One Time Password ("OTP") 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.

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 and AGM is in active status.
2. Select "EVEN- 139962" of the Company 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 ADDRESS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E-MAIL ADDRESS 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 (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar Card) by sending an email to ir_bcsl@bayer.com, or to NSDL at 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 (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.

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

1. **Registration of e-mail address with MUFG Intime:** 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 Notice electronically and cast votes electronically. Eligible Members whose e-mail address is not registered with the Company/DPs are required to provide the same to MUFG Intime on or before 5:00 p.m. IST, Wednesday, August 12, 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 Number and e-mail address.

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

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

   After successful submission of the e-mail address, NSDL will e-mail a copy of this AGM Notice along with the e-Voting User ID and Password. In case of any queries, Members may write to the following email id: 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 ISR-1 available on the website. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses, 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.

18. **THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM AND FOR ATTENDING THE AGM THROUGH VC/ OAVM ARE AS UNDER:**

    a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-Voting.

    b. Only those Members/Shareholders, who will be present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolutions through Remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

    c. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

    d. The contact person for addressing any grievances related to the e-Voting facility on the day of the AGM shall be the same as the one designated for Remote e-Voting

    e. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General Meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company i.e. 139962 will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the Remote e-Voting instructions mentioned in the notice to avoid last minute rush.

    f. Members are encouraged to join the Meeting through Laptops for better experience.

    g. Further, Members are requested to use the Internet at good speed to avoid any disturbance during the meeting.

    h. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of glitches.

    i. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their Name, DP ID and Client ID /Folio Number, PAN Number, Mobile Number at ir_bcsl@bayer.com from Friday, August 07, 2026 (9:00 a.m. IST) to Wednesday August 12, 2026 (5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

19. **GENERAL GUIDELINES FOR SHAREHOLDERS**

    a. 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.

b. 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, Senior Manager – NSDL at evoting@nsdl.com.

20. **PROCEDURE TO RAISE QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:**

a. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the meeting, Members are encouraged to express their views/send their queries in advance mentioning their name, DP ID Client ID/Folio Number, e-mail address and Mobile Number at ir_bcsl@bayer.com. Questions/queries received by the Company from Friday, August 07, 2026 (9:00 a.m. IST) to Wednesday August 12, 2026 (5:00 p.m. IST) shall only be considered and responded to during the AGM.

b. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM, depending on availability of time.

21. **VOTING RESULTS:**

a. The Board of Directors has appointed Mr. Bhaskar Upadhyay (Membership No. 8663, FCS No. 9625) or failing him Mr. Bharat Upadhyay (Membership No. 5436, FCS No. 4457) of M/s. NL Bhatia and Associates to act as the Scrutiniser to scrutinise the voting during the AGM and Remote e-Voting process in a fair and transparent manner.

b. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting electronically for all those Members who are present at the AGM but have not cast their votes by availing the Remote e-Voting facility.

c. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through Remote e-Voting and shall make, not later than two (2) working days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

d. On receipt of requisite number of votes, the Resolutions shall be deemed to have been passed on the date of the AGM. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.bayer.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to BSE Limited at www.bseindia.com as per the stipulated timelines.

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

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

Mumbai, May 26, 2026

Registered Office:
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West) - 400607
CIN: L24210MH1958PLC011173

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

Item No. 4

Pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"), read with Schedule XII, the applicable circulars and guidance notes issued thereunder, where the annual consolidated turnover of a company is up to ₹ 2,00,000 Million, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. In terms of the SEBI Listing Regulations, all Material Related Party Transactions and subsequent material modifications as defined by the Audit Committee require prior approval of the Shareholders by way of an ordinary resolution, irrespective of whether such transactions are entered into in the ordinary course of business or at arm's length price. Further, the related party to any such transaction shall not vote to approve such resolution, whether the entity is a related party to the particular transaction or not.

The Company proposes entering into and/or continuing with Material Related Party Transactions with Bayer AG, the ultimate Holding Company, in the ordinary course of business and on an arm's length basis for various operational transactions, including purchase of goods and services from Bayer AG, required for the Company's businesses to achieve its objectives.

The estimated value of the contract(s)/ arrangement(s)/agreement(s)/transaction(s) of the Company with Bayer AG, in terms of "Related Party Transactions" under Regulation 2(1)(zc) of the SEBI Listing Regulations, exceeds the threshold of Material Related Party Transactions within the meaning of Regulation 23 of the SEBI Listing Regulations. Therefore, approval of the Shareholders is sought by way of this Ordinary Resolution.

The maximum annual value of the proposed transactions with Bayer AG, as mentioned in the table hereunder, has been estimated based on the prevailing market prices in the current financial year. Members may, please, note that the Company has been undertaking such transactions of a similar nature in previous financial years with Bayer AG, in the ordinary course of business and on an arm's length basis. During the current financial year, the Company has obtained the requisite prior approval from the Audit Committee as per the requirements of the applicable laws.

Pursuant to the approval of the Shareholders/ Members at the 64th Annual General Meeting of the Company, the Company was authorized to enter into and/or continue with Material Related Party Transactions/contracts/arrangements/agreements with Bayer AG, a related party within the meaning of Section 2(76) of the Companies Act, 2013 ("the Act") and Regulation 2(1)(zb) of the SEBI Listing Regulations, for Sale of Goods, Recoveries from Group Companies, Purchase of Goods, Professional and Support Charges and other obligations, if any, for a period of five (5) financial years commencing from financial year 2022-23 to financial year 2026-27, individually and/or in the aggregate, up to an amount not exceeding ₹ 30,000 Million in a financial year, provided however that the said contracts/ arrangements/transactions shall be carried out on an arm's length basis and in the ordinary course of business of the Company. The value of transactions upto financial year 2026-27 has not exceeded and is not likely to exceed the existing limits approved by Members/materiality thresholds.

The aforesaid approval granted at the 64th Annual General Meeting is valid for the period up to and including financial year 2026-27. Accordingly, prior approval of the Members is now being sought for Material Related Party Transactions with Bayer AG for the financial year 2027-28, on similar terms and conditions as approved earlier, and to include other broad-based transactions, including but not limited to "Sale of Goods", "Recoveries from Group Companies", "Purchase of Goods", "Professional and

Support Charges", "Reimbursement of Expenses" and other obligations, if any, individually and/or in the aggregate, up to an amount not exceeding ₹ 35,000 Million in the financial year 2027-28, provided that the said contracts/arrangements/transactions shall be carried out on an arm's length basis and in the ordinary course of business of the Company.

Considering the quantum of transactions and the extended framework for related party transactions under the amended SEBI Listing Regulations, approval of the Members is sought as per the requirements of Regulation 23 of the SEBI Listing Regulations read with relevant SEBI Circulars. Any subsequent material modification in the transactions, as defined by the Audit Committee as part of the Company's Policy on Related Party Transaction, shall be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations. It is further proposed that subsequent approvals for Material Related Party Transactions with Bayer AG shall be placed before the Members for their consideration and approval at each Annual General Meeting on a yearly basis.

SEBI vide its Circular dated June 26, 2025 has mandated listed companies to follow Industry Standards on "Minimum Information to be provided to the Audit Committee and Members for approval of Related Party Transactions" ("ISF Note"). The ISF Note prescribes information to be provided for review by the Audit Committee and Members for approval of material RPT's.

Information pursuant to SEBI Circulars & ISF Note

Sr. No.	Description as per ISF Note	Information provided by the Management
A(1)	**Basic details of the Related Party**	
1.	Name of the Related Party	Bayer Aktiengesellschaft (Bayer AG)
2.	Country of incorporation of the related party	Germany
3.	Nature of business of the related party	Bayer AG ("the ultimate Holding Company") is a global life science company headquartered in Leverkusen, Germany, with a history spanning more than 160 years. The Company operates through three principal divisions: Pharmaceuticals, Consumer Health, and CropScience.
A(2)	**Relationship and ownership of the Related Party**	
1.	Relationship between the listed entity including nature of its concern (financial or otherwise) and the related party.	Bayer AG is the Promoter of Bayer CropScience Limited ("the Company") and directly holds 8.43% of the total paid-up share capital of the Company. Bayer AG is also the ultimate Holding Company of the Listed Entity through its shareholdings in other Promoter and Promoter Group entities.
	Shareholding of the listed entity, whether direct or indirect, in the related party.	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable.

<table>
<tr><th>Sr. No.</th><th>Description as per ISF Note</th><th>Information provided by the Management</th></tr>
<tr><td></td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).</td><td>Bayer AG is the Promoter of Bayer CropScience Limited (“the Company”) and directly holds 8.43% of the total paid-up share capital of the Company.</td></tr>
<tr><td>A(3).</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of transactions undertaken with the related party during the last financial year</td><td>During the financial year 2025-26 the total value of transactions undertaken by the Company with Bayer AG amounted to ₹ 15,982 Million (Rupees Fifteen Thousand Nine Hundred Eighty Two Million only).
The transactions undertaken were in the nature of:
<table>
<tr><th>Sr. No.</th><th>Nature of Transactions</th><th>Amount (₹ in Million)</th></tr>
<tr><td>1.</td><td>Sale of Goods</td><td>1,018</td></tr>
<tr><td>2.</td><td>Recoveries from Group Companies</td><td>2,54</td></tr>
<tr><td>3.</td><td>Purchase of Goods</td><td>13,406</td></tr>
<tr><td>4.</td><td>Professional/Support Charges</td><td>830</td></tr>
<tr><td>5.</td><td>Dividend Paid</td><td>474</td></tr>
</table></td></tr>
<tr><td>2.</td><td>Total amount of transactions undertaken with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought</td><td>The approval of the Members is being sought for related party transactions proposed to be entered into during the financial year 2027-28. Since financial year 2027-28 has not yet commenced, no transactions with Bayer AG have been undertaken during the said financial year up to the quarter immediately preceding the quarter in which the approval is sought. Accordingly, the disclosure of the total amount of transactions undertaken with the related party during the current financial year up to such immediately preceding quarter is not applicable in the present case. The details of transactions undertaken with Bayer AG during the preceding financial year 2025-26 are provided in point 1 above.</td></tr>
<tr><td>3.</td><td>Any default made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td>A(4).</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders</td><td>Up to ₹ 35,000 Million</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
</table>

<table>
<tr><th>Sr. No.</th><th>Description as per ISF Note</th><th>Information provided by the Management</th></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (i.e. financial year 2025-26)</td><td>61.67%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year</td><td>Not Applicable as the Company does not have any subsidiary.</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>2.35% (based on the details given in next point no. 6)</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year</td><td>Financial Performance of Bayer AG for the year ended December 2025:
<table>
<tr><th>Particulars</th><th>Amount (₹ in Million)</th></tr>
<tr><td>Turnover</td><td>1,490,024</td></tr>
<tr><td>Profit After Tax</td><td>12,244</td></tr>
<tr><td>Net worth</td><td>4,567,395</td></tr>
</table>
*€ figures have been converted into ₹ using € conversion rate (rounded off to nearest decimal) as at December 31, 2025 and provided solely for convenience.</td></tr>
<tr><td>A(5).</td><td colspan="2">Basic Details of the Proposed Transaction(s)</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction</td><td>The approval of the Members is being sought for related party transactions with Bayer AG, aggregating up to ₹ 35,000 Million (Rupees Thirty-Five Thousand Million only) during financial year 2027-28, encompassing the following categories of transactions:
<table>
<tr><th>Sr. No.</th><th>Nature of Transactions</th><th>Amount* (₹ in Million)</th></tr>
<tr><td>1.</td><td>Sale of Goods</td><td>2,000</td></tr>
<tr><td>2.</td><td>Recoveries from Group Companies</td><td>1,000</td></tr>
<tr><td>3.</td><td>Purchase of Goods</td><td>26,000</td></tr>
<tr><td>4.</td><td>Professional/Support Charges</td><td>2,000</td></tr>
<tr><td>5.</td><td>Reimbursement of Expenses</td><td>2,000</td></tr>
<tr><td>6.</td><td>Renderingof business support services (Recovery)/Other Transactions</td><td>2,000</td></tr>
</table>
*Indicative</td></tr>
</table>

Sr. No.	Description as per ISF Note	Information provided by the Management
		The approval is being sought for proposed transactions during the financial year commencing from April 1, 2027 to March 31, 2028. The figures mentioned in Sr. Nos. 1 to 6 above are indicative and are subject to change based on the actual transactions that may take place in the financial year 2027-28 with Bayer AG; however, the aggregate of transactions with Bayer AG will not exceed the overall proposed limit of ₹ 35,000 Million in the financial year 2027-28. The values shown against various categories of the nature of transactions are indicative and may vary inter se. The aforesaid categories are intended to be broad-based and inclusive so as to cover all transactions that may arise in the ordinary course of business between the Company and Bayer AG during the financial year 2027-28. The approval of Members is being sought for the total value of Related Party Transactions specified in the resolution with Bayer AG, and transactions will remain within such overall values proposed/materiality threshold for approval of the Members.
2.	Details of each type of the proposed transaction	The proposed transactions with Bayer AG are in the ordinary course of business of the Company and are undertaken on an arm's length basis. A brief description of the nature and scope of each category of transaction is set out below:
		(a) Sale of Goods The Company, in the ordinary course of its business, sells finished goods, semi-finished goods, active ingredients, intermediates, formulations, and other Cropscience products to Bayer AG and its group entities for distribution, further processing, or resale in markets outside India. The pricing of such sales is determined on an arm's length basis, in accordance with the Company's transfer pricing policy and applicable regulations.
		(b) Purchase of Goods The Company procures raw materials, active ingredients, intermediates, formulations, finished goods, packing materials, and other inputs from Bayer AG and its group entities as may be required for its manufacturing and business operations in India. Such purchases are governed by arm's length pricing benchmarks and the Company's transfer pricing policy.
		(c) Recoveries from Group Companies The Company incurs certain costs and expenses on behalf of Bayer AG or its group entities in connection with shared facilities, personnel, administrative services, and other operational support. These costs are recovered on a cost or cost-plus basis, as applicable, in accordance with the relevant inter-company arrangements and transfer pricing guidelines.

Sr. No.	Description as per ISF Note	Information provided by the Management
		(d) Professional/Support Charges The Company avails technical know-how, management and business support services, IT and digital infrastructure services, regulatory and scientific support and other professional services from Bayer AG. The charges for such services are determined on an arm's length basis, typically on a cost-plus or fee-for-service model, in line with applicable transfer pricing regulations.
		(e) Reimbursement of Expenses The Company reimburses actual costs incurred by Bayer AG on behalf of the Company, without any markup. The nature of the reimbursement includes payroll costs, travel and insurance on actual cost to cost basis.
		(f) Rendering of business support services (Recovery) The Company provides business support services to Bayer AG primarily in the area of IT, HR, marketing and sourcing. All such services are governed by formal agreements with clearly defined scope, service level definitions, and commercial terms. The pricing and cost allocation mechanisms are structured to ensure that the transactions are undertaken on an arm's length basis, supported by appropriate benchmarking and internal controls.
		(g) Any Other Transactions As more fully described in the preceding Section, the Company may, from time to time, enter into other transactions with Bayer AG in the ordinary course of business, including rendering or availing of services, purchase and sale of tangible & intangible assets, lease or rental arrangements, reimbursement of expenses, and such other transactions as may be permissible under applicable laws. All such transactions shall be undertaken on an arm's length basis and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the aforesaid transactions are entered into in the ordinary course of business and at arm's length. The terms and conditions of each transaction are reviewed and approved by the Audit Committee and the Board of Directors, as applicable, in accordance with the Company's Policy on Related Party Transactions and the requirements of applicable laws.
3.	Tenure of the proposed transaction	financial year 2027-28 i.e. from April 01, 2027 to March 31, 2028.
4.	Whether omnibus approval is being sought?	Yes

Sr. No.	Description as per ISF Note	Information provided by the Management
5.	Value of the proposed transaction during a financial year (If the proposed transaction will be executed over more than one financial year provide estimeted break - up financial year wise)	Not Applicable
6.	Justification for the RPTs proposed to be entered	The proposed related party transactions with Bayer AG are integral to the Company's business operations and are commercially justified for the reasons set out below:
		(a) Sale of Goods (Finished and Traded Goods) The Company, in the ordinary course of its business, sells selected agro-chemical products and seeds to certain Bayer Group entities by leveraging its existing manufacturing and supply capacity. These sales form part of the Bayer Group's global supply chain framework and enable the Company to optimize capacity utilization and contribute to the Group's integrated distribution network. The pricing of such sales is determined on a cost-plus mark-up basis at arm's length principle.
		(b) Purchase of Goods (Raw Materials/Traded Goods) The Company primarily imports raw materials for the purpose of formulating finished products and carries out distribution activities within India. These purchases are integral to the Company's product value chain and are commercially justified and in the Company's best interests as they ensure production and supply chain stability. The Company ensures that the purchase price is determined at arm's length basis.
		(c) Recoveries from Group Companies The Company recovers actual costs incurred by the Company on behalf of Bayer AG and its group entities, without any mark-up. The nature of such recoveries includes employee salary and retiral benefits (including provident fund and pension contributions) on an actual cost-to-cost basis. Since there is no element of services involved and only actual costs incurred are recovered, these transactions do not result in any financial prejudice to the Company.
		(d) Professional/Support Charges The Company has entered into intra-group service arrangements with its group entities in areas where systems and processes are globally integrated. By accessing the broad pool of experienced personnel and established procedures available within the Bayer Group, the Company ensures maintenance of its license to operate through consistent service quality and alignment with statutory and group policies. All services are governed by formal intra-group agreements with defined service levels, and are subject to applicable transfer

Sr. No.	Description as per ISF Note	Information provided by the Management
		pricing and compliance controls to preserve arm's length treatment and regulatory adherence. These services are extended to all Bayer Group companies on the same commercial terms and contractual conditions, ensuring consistent and non-discriminatory treatment across the Group.
		(e) Reimbursement of Expenses The Company reimburses actual costs incurred by the group company on behalf of the company, without any markup. The nature of the reimbursement includes payroll costs, travel and insurance on actual cost to cost basis. As there is no element of services involved and actual costs incurred is reimbursed, it does not result in any financial prejudice to the Company.
		(f) Rendering of business support services (Recovery) The Company provides business support services to Bayer AG primarily in the area of IT, HR, marketing and sourcing. All such services are governed by formal agreements with clearly defined scope, service level definitions, and commercial terms. The pricing and cost allocation mechanisms are structured to ensure that the transactions are undertaken on an arm's length basis, supported by appropriate benchmarking and internal controls. The arrangement enables efficient utilization of the Company's resources, ensures recovery of costs incurred in providing such services, and contributes to overall operational effectiveness, without being prejudicial to the interests of the Company or its minority Shareholders.
		(g) Any Other Transactions As more fully described in the preceding Section, the Company may, from time to time, enter into other transactions with Bayer AG in the ordinary course of business, including rendering or availing of services, purchase and sale of tangible/intangible assets, lease of rental arrangements, reimbursement of expenses and such other transactions as may be permissible under applicable laws. All such transactions shall be undertaken on an arm's length basis and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of Directors is of the view that the aforesaid Related Party Transactions are in the ordinary course of business, at arm's length, and are in the best interests of the Company and its stakeholders. The Audit Committee has also reviewed and recommended the proposed transactions, having satisfied itself as to the need, commercial justification, and arm's length nature of each category of transaction.

<table>
<tr><th>Sr. No.</th><th>Description as per ISF Note</th><th>Information provided by the Management</th></tr>
<tr><td>7.</td><td>Details of the Interested promoter(s)/ director(s)/key managerial personnel of the listed entity who have interest in the transaction whether directly or indirectly

a. Name of the director/KMP

b. Shareholding of the director/KMP, whether direct or indirect, in the related party</td><td>The interest or concern of the Promoters and Promoter Group entities in the proposed related party transactions is limited to the extent of their respective shareholding in the Company, as set out below:

<table><tr><th>Name</th><th>Shareholding</th><th>Category</th></tr><tr><td>Bayer AG</td><td>8.43%</td><td>Promoter</td></tr><tr><td>Bayer CropScience AG</td><td>11.91%</td><td>Promoter</td></tr><tr><td>Bayer SAS</td><td>14.73%</td><td>Promoter Group</td></tr><tr><td>Monsanto Company</td><td>3.44%</td><td>Promoter Group</td></tr><tr><td>Bayer Vapi Private Limited</td><td>17.89%</td><td>Promoter Group</td></tr><tr><td>Bayer Investments India Private Limited</td><td>15.04%</td><td>Promoter Group</td></tr></table>
Bayer AG, being the related party, is a Shareholder and Promoter of the Company and holds 8.43% of the total paid-up share capital. Bayer AG and all other Promoter and Promoter Group entities listed above are directly interested in the proposed transaction(s) and shall accordingly abstain from voting on this resolution, in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Save and except the aforesaid Promoter and Promoter Group entities, none of the Directors, Key Managerial Personnel of the Company, or their respective relatives, are in any way concerned or interested, financially or otherwise, in the proposed resolution.</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making</td><td>All relevant information as required under the applicable legal and regulatory framework, including the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which is in the best interest of the Shareholders and essential for enabling them to make an informed decision regarding voting on the proposed resolution, has been included and set out in the preceding Sections of this statement.

All material information forms part of the Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013, which accompanies and forms an integral part of the Notice convening the Annual General Meeting.

The Board of Directors recommends that the Members may consider and approve the proposed Ordinary Resolution in the interest of the Company.</td></tr>
</table>

Sr. No.	Description as per ISF Note	Information provided by the Management
Specific Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
B1.1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	The Company continues to leverage the synergies and contribute to the development of innovative technologies, products, and solutions together with the Bayer Group to help consistently deliver lasting value to its customers in India and across its areas of operation. This arrangement aligns the Company with Bayer AG, providing the Company with access to a robust technology base, cutting-edge research and development capabilities, proprietary formulations, and closer strategic orientation, in addition to opening market opportunities in the life sciences, crop science, and healthcare segments. Bayer AG is one of the world's leading life sciences companies with core competencies in healthcare and agriculture, and ensures access to world-class goods and services, state-of-the-art products and technologies, and specialized competencies which are crucial to carry on the business operations of the Company more efficiently in an increasingly globalized and competitive scenario. This arrangement is made with the objective of achieving synergies, timely delivery, consistent product quality, competitive and consistent pricing, customer and price confidentiality, standardized service arrangements and processes, operational alignment, and commercial efficiency. The technical know-how, patented formulations and specialized services are owned by Bayer AG and cannot be procured from any third party. In view of the above, the Management believes that alternative sourcing or inviting competitive bids is not feasible. The Audit Committee has concurred with the rationale provided by the Management for not inviting bids for the said transactions and has satisfied itself that such transactions are in the ordinary course of business and on an arm's length basis and after reviewing the same, approved the transactions.
2.	Basis of determination of price	The pricing mechanism for the recurring transactions with Bayer AG has been established adhering to the arm's length principle and is supported by transfer pricing audits and assessments carried out in accordance with the applicable provisions of the Income Tax Act and the rules framed thereunder. The transfer pricing documentation maintained by the Company for previous financial years substantiates that the transactions have been undertaken at arm's length. Accordingly, these transactions are carried out in the ordinary course of business and on an arm's length basis.

Sr. No.	Description as per ISF Note	Information provided by the Management
		Further, an independent external consulting firm has evaluated the said Related Party Transactions and has confirmed that such transactions meet the arm's length requirements and are in the ordinary course of business of the Company. The said certification is available for inspection by the Members at the registered office of the Company during business hours on all working days up to and including the date of the ensuing General Meeting.
3.	In case of Trade advance (of up to 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: i. Amount of Trade Advance ii. Tenure iii. Whether the same is self-liquidating?	Not Applicable.
Minimum Information for Members for approval of material RPTs		
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer above table of minimum information placed before the Audit Committee for approval of RPTs.
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The proposed Material Related Party Transactions with Bayer AG are in the interest of the Company as they enable the Company to access proprietary technologies, patented formulations, specialized products, research and development capabilities, and technical know-how that are essential for the Company's business operations and are not available from any third-party source. These transactions are integral to the Company's ability to deliver high-quality products and services to its customers and to maintain its competitive position in the CropScience business. For a detailed justification as to why the proposed transactions are in the interest of the Company and the basis for determination of price, Members may also refer to the Section on "Rationale and Justification" forming part of this notice. The pricing for the said transactions is determined in accordance with the arm's length principle, supported by transfer pricing report maintained under the applicable provisions of the Income Tax Act, and validated by an independent external consulting firm.

Sr. No.	Description as per ISF Note	Information provided by the Management
3.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/Whole Time Director/Manager and CFO of the listed entity as required under the RPT Industry Standards	The Audit Committee, while reviewing and recommending the aforesaid related party transactions, has also reviewed the certificates provided by the Chief Executive Officer and the Chief Financial Officer attesting to the accuracy and completeness of the disclosures, certifying that the said transactions are in the ordinary course of business and at arm's length, as required under the Related Party Transaction Industry Standards prescribed by the Securities and Exchange Board of India.
4.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the Members	The proposal for material RPTs has been approved by the Audit Committee and based on such review and being satisfied with the adequacy and appropriateness of the certifications, the Audit Committee and Board of the Company has accorded its approval and recommended the said transactions for the approval of the Members.
5.	Web-link and QR Code, through which Members can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable.
6.	Affirmation that the Audit Committee and Board of Directors, while providing information to the Members, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the Members for informed decision making	All such information as is necessary for Members to make informed decisions has been provided to them in this Notice.
7.	Any other information that may be relevant	The Members may note that the Company has not breached the material threshold limits for Related Party Transactions with Bayer AG, the ultimate Holding Company, as on the date of this Notice, and the Company will not breach the said limit till the date of Members' approval. The proposed Material Related Party Transactions with Bayer AG do not involve any new related party relationship. Bayer AG has been, and continues to be, a related party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations. The nature of the transactions, being purchase of goods, availing of services, and other business arrangements, remains consistent with previous financial years.

The proposed related party transactions are in the ordinary and normal course of business and on an arm's length basis and play a significant role in the Company's business operations.

Accordingly, the Board, based on the recommendation and approval of the Audit Committee, recommends the **"Ordinary Resolution"** set forth at **"Item No. 4"** for the approval of the Members of the Company.

None of the Directors or Key Managerial Personnel of the Company, nor their relatives, are considered to have any direct or indirect interest in the resolutions outlined in **Item No. 4** of the Notice convening the Annual General Meeting.

The Members may note that in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, no Related Party shall vote to approve the Ordinary Resolution set forth in this Notice, whether the entity is a Related Party to the particular transaction or not.

Item No. 5

The Board, on the recommendation of the Audit Committee, in its meeting dated May 26, 2026, has approved the appointment of M/s. D.C. Dave & Co., Cost Accountants, as the Cost Auditors to conduct the audit of the cost records of the Company for "Insecticides" for the financial year ending March 31, 2027, at a remuneration of ₹ 0.63 Million (Rupees point six three Million only) plus taxes as applicable and out-of-pocket expenses incurred by them for the purpose of audit for the financial year 2026-27.

A Certificate issued by the above firm regarding their eligibility for appointment as Cost Auditors will be available for inspection by the Members as stated in Point 13 of the Notes given above.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board must be ratified by the Members of the Company. Accordingly, the consent of the Members is sought for passing an **Ordinary Resolution** as set out at **Item No. 5** of the Notice.

The Board recommends ratification of remuneration of Cost Auditors, as set out in **Item No. 5** of the Notice for approval of the Members as an **Ordinary Resolution**.

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 this resolution as set out in **Item No. 5**.

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

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

Mumbai, May 26, 2026

Registered Office:
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West) - 400607
CIN: L24210MH1958PLC011173

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

Name	Jana Marlen Ackermann
DIN	10849470
Category	Non-Executive Non-Independent Director
Date of birth	03/04/1984
Age	42 yrs
Qualifications	MBA, Business Administration in Germany and Spain as well as Political Science, Bachelor of Arts in Political Science.
Profile/Experience/Nature of expertise in specific functional areas	Ms. Jana Marlen Ackermann started her career at the Company's headquarters in Germany as an Internal Auditor and held positions in Strategy, Procurement and Finance and Business Development in the years thereafter. From 2020 to 2022, Ms. Ackermann headed the Investor Relations Corporate and Consumer Health Team. In 2022, Ms. Ackermann moved to Brazil assuming the role of CFO for the Bayer group with Brazil being the second largest country for the Bayer group worldwide. Since September 2024, Ms. Ackermann has been taking over as the CropScience Finance Head for Asia.
Date of first appointment on the Board	The Board of Directors of the Company approved the appointment of Ms. Ackermann on February 11, 2025, w.e.f. March 01, 2025, further the appointment was regularized by the Shareholders of the Company on April 02, 2025, by passing an Ordinary Resolution.
Shareholding in the Company	NIL
Relationship with other Directors and other Key Managerial Personnel	None
Number of Board Meetings attended during financial year 2025-26	4 out of 4
Names of listed entities in which the person holds directorships	None
Names of listed entities from which the person has resigned in the past three years	None
Directorships held in other companies	None
Membership/Chairmanship of Committees of the Board	None
Memberships/Chairmanship of Committees of other Boards	None
Terms and conditions of appointment or re-appointment	None
Remuneration proposed to be paid	None
Remuneration last drawn as Director	None
Brief profile/resume of Director	Same as mentioned in Experience/Nature of expertise in specific functional areas above.

DIRECTORS' REPORT

Dear Members,

The Board is pleased to present the Company's 68th Annual Report on its business and operations, together with the Audited Financial Statements along with the Report of the Auditors for the financial year ended March 31, 2026.

Financial Performance:

(₹ in Million)

Particulars	2025-26	2024-25
Revenue from Operations	56,750	54,734
Other Income	950	1,197
Total Income	**57,700**	**55,931**
Profit Before Tax	**8,549**	**7,074**
(Less): Tax Expense	(1,657)	(1,394)
Profit for the Year	**6,892**	**5,680**
(Less): Other Comprehensive Income	(121)	(52)
Total Comprehensive Income for the Year	**6,771**	**5,628**
Add: Retained Earnings at the beginning of the Year	23,081	23,071
Amount available for Appropriation	**29,852**	**28,699**
Appropriations:		
Dividend declared	1,573	1,573
Interim Dividend	4,045	4,045

Company's Performance

The Company's revenue from operations for the financial year 2025-26 was ₹ 56,750 Million as compared to ₹ 54,734 Million during the financial year 2024-25, an increase of 4% from the previous year. The Company's Profit before tax was ₹ 8,549 Million during the year compared to ₹ 7,074 Million in the previous year. The Company earned a net profit after tax of ₹ 6,892 Million, higher by 21%, as against a net profit after tax of ₹ 5,680 Million in the previous year.

Dividend

In line with the Dividend Distribution Policy of the Company, the Board of Directors at their meeting held on May 26, 2026, has recommended a Final Dividend of ₹ 60 per Equity Share of ₹ 10 each amounting to ₹ 2,697 Million for the financial year ended March 31, 2026. The declaration of Final Dividend is subject to approval of the Members at the ensuing Annual General Meeting of the Company. Further, the Interim Dividend of ₹ 90 each per Equity Share of ₹ 10 each amounting to ₹ 4,045 Million as recommended by the Board of Directors was paid on December 03, 2025.

The total Dividend for the financial year 2025-26, including the proposed Final Dividend, amounts to ₹ 150 per Equity Share of ₹ 10 each.

The Register of Members will remain closed from Thursday, August 06, 2026, to Thursday, August 13, 2026 (both days inclusive) for reckoning the Members eligible for dividend.

Share Capital

The Authorised Share Capital of the Company as on March 31, 2026, was ₹ 663 Million i.e., 66,300,000 Equity Shares of ₹ 10 each. The Issued, Subscribed and Paid-Up Share Capital as on March 31, 2026 was ₹ 449 Million i.e., 44,942,092 Equity Shares of ₹ 10 each.

Transfer of funds to the Reserves

During the financial year, the Company has not transferred any amount to the General Reserves.

Material changes and commitments

There have been no material changes and commitments, affecting the financial performance of the Company which occurred between the end of the financial year of the Company to which the financial statements relate and the date of this Report.

Exports

The export sales for the financial year ended March 31, 2026, was ₹ 2,184 Million as compared to ₹ 1,914 Million during the previous year.

Subsidiaries, Associate Companies and Joint Ventures

The Company does not have any subsidiaries, associate companies, or joint ventures.

Insurance

Your Company's assets continue to be adequately insured against various risks like fire, riot, earthquakes and the risk of loss of profits arising due to these insurable risks also stands insured, amongst other things. In addition, adequate coverage has been provided to cover public liability, environmental liability and product liability claims. The Company has also taken Directors and Officers Liability Insurance Policy. Stocks are insured whilst in transit and/or stored in the warehouses. In addition, all employees are covered against the risk of loss of life, hospitalization and personal accident.

Foreign Exchange Management

The Company's exposure to foreign exchange risk comprises the risk of fluctuations of a foreign currency versus the local currency. The goal is to reduce the negative impact on the earnings arising from fluctuations in the exchange rates. In this endeavor, the majority of forex transactions with group companies are invoiced in rupee terms effective from January 2018, thereby insulating the Company's books from forex volatility. To mitigate the currency fluctuations for the balance non-group US dollar denominated transactions, the net exposure of the Company, if required, is hedged, after taking advantage of the natural hedge, on monthly basis.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013, ("Act") the Board of Directors, to the best of their knowledge and belief, confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
2. they have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2026 and of the profit of the Company for the financial year ended March 31, 2026;
3. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. they have prepared the annual accounts on a going concern basis;
5. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
6. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Health, Safety & Environment (HSE)

At Bayer, our mission "Health for all, Hunger for none" is central to our operations. We are currently enhancing our organizational alignment with this mission through the implementation of the Dynamic Shared Ownership (DSO) model. This innovative framework empowers teams and optimizes resource allocation for future success. The objective is to foster empowered self-managed teams who prioritize the health and safety of our employees, as well as the surrounding communities.

All operating units and sites including production facilities, offices, laboratories and field teams are responsible for health and safety in daily operation, which is effectively managed as per the requirements in our Group Policy - Health, Safety, and Environment (HSE) Management and HSE Key Requirements. This global policy document outlines the Company's approach to the management of health and safety risks considering the operational context as well as the needs and expectations of our workforce and other stakeholders. By adhering to this policy, the Company also affirms commitment to respecting Human Rights.

The sites promote incident reporting and emergency preparedness with strong focus on timely and adequate corrective and preventive actions. Strong governance, periodic audits and frequent capacity building initiatives are integral to the Company's HSE management system. These efforts ensure compliance with relevant regulations and enhance site performance by identifying and addressing potential HSE risks, thereby helping to safeguard our license to operate.

As part of the occupational health and safety management framework, the Company provides comprehensive training to employees and contractors on accident prevention and health management. Employees across all levels receive regular updates on occupational health and safety performance, including safety metrics and incident key performance indicators. The Company's overall strong HSE management system approach resulted in zero high-severity injuries or fatalities this year, which is considered a key KPI and is reported in our global Bayer sustainability report.

Health leadership plays a crucial role in developing and implementing sustainable health promotion programs within our organization. To assist leaders, the Company offers global resources such as online health platform, a health and well-being toolbox, guidelines for managing challenging leadership scenarios, mental health first aider training, web-based training on mental health and leadership, among others.

The Company's health strategy and promotion programs are designed to actively engage and empower employees to adopt healthy behaviours that mitigate the risk of chronic diseases and enhance overall wellbeing. We are proud to announce that Bayer India has been recognized as a Top 3 Finalist at the Global Centre for Healthy Workplaces (GCHW) Awards 2025, a global benchmark for excellence in employee health and well-being. This recognition reinforces our commitment to creating a healthy workplace as the foundation of sustainable business and healthier communities.

To foster a culture of Sustainability, Safety, Health and Environment amongst our employees, the Company celebrates events such as World Environment Day, National Safety Week, National Road Safety Month, International Yoga Day, International Self-Care Day, and World Mental Health Day.

The Company's site at Himatnagar which is a Crop Protection Formulation, Filling and Packing (FFP) site in India has been awarded the "Special Jury Appreciation Award" in the Large Manufacturing Category, by the Confederation of Indian Industry (CII) at the 20th edition of Western Region Safety, Health and Environment (SHE) Excellence & Innovation Awards 2025.

Additionally, the Company's HSE and sustainability audit activities extend to supply chain management, providing an effective evaluation framework that informs supplier selection and management processes. We ensure safe operations throughout our value chain by regularly reviewing and supporting third-party warehouses, suppliers, and contract manufacturers. In July 2025, we conducted a supplier HSE capability building workshop for key corn and rice seeds tollers, reinforcing our commitment to responsible collaboration. By working closely with the suppliers, the Company aims to build their capability to identify and mitigate risks, fostering stable, long-term partnerships as we progress towards our mission.

The Company is a member of reputable industry associations such as the CII and CropLife International. The Company's senior HSE professionals also contribute to improving HSE maturity in industry through providing thought leadership, acting as jury and assessors for reputed industry awards and contributing to specific subject matters like road safety, among the global CropLife International member companies.

Human Resources

At Bayer, we believe it's possible to create a better world. One where health care and nutrition are available to all. One where science and innovation help people and the planet thrive.

This is a bold statement. And we know how much work, engagement and open collaboration it takes to achieve it. We want to contribute to a world where the most essential human needs for health and nutrition are met. Our business strategy is set to work towards achieving this mission – that's why we communicate our mission with full thrust to our team.

We empower 'Team Bayer' across the world to drive mission-centric communications and create the best possible visibility for what Bayer is working towards: "Health for all, Hunger for none."

a. Fostering Personal and Professional Growth

At Bayer, we create a workplace where our people can thrive, innovate and continuously grow. Our focus is on empowering our employees by strengthening their capabilities and helping them realize their full potential.

Our performance approach and our Talent Marketplace places employees at the center of their own growth journey, encouraging them to actively shape their development and career aspirations. The Talent Marketplace includes a "Job Marketplace", which enables talent mobility and talent flow across the organization through the platform. Our People Enablers support growth, development, effectiveness and recognition of every employee at Bayer and enables our Dynamic Shared Ownership (DSO) operating model. The project opportunities posted on our "Project Marketplace" gives every employee the possibility to develop themselves and contribute to outcome-based projects without changing their home department.

People Enablers help create an environment where everyone can bring their best selves to work, where collaboration fosters growth and is fueled by continuous improvement, where peer accountability and empowerment thrive and finally, where appreciation and recognition motivates people to perform at their very best.

At Bayer, the framework of Professional Home and Work Teams is the foundation of Dynamic Shared Ownership, enabling the flow of talent to highest priorities and maximize business impact through best-in-class capabilities and skills. Professional Homes are all about the individual and career development and progression. Work Teams are where employees co-create value for our farmers and customers.

Bayer has always believed in an open and transparent feedback culture. Employees are encouraged to seek feedback on a regular basis via the "Impact Insights" tool from their team Members, peers and use the same for self-development. We also have an "Ownership Pulse" survey at yearly intervals to seek feedback from employees.

Our commitment to diversity in all its dimensions fuels a workplace where creativity flourishes, innovation thrives and empathy shapes how we work.

b. Awards & Recognition

As in the past, Bayer has been featured once again in the 100 Best Companies for Women in India and has been certified as a Great Place to Work by the Great Place to Work Institute and one of India's best workplaces in Chemicals. The Company has also been recognized as a 'Best Place to Work for Disability Inclusion' in the Disability Index in 2025.

Board of Directors

The Company's Board of Directors reflects an appropriate blend of Executive, Non-Executive Directors, Independent Directors including Woman Independent Director and conforms to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements, 2015) Regulations ("SEBI Listing Regulations").

Based on the recommendations of the Nomination & Remuneration Committee ("NRC"), the Board of Directors has made the following appointments/ re-appointments during the year:

Appointment:

- Mr. Sanjiv Rangrass (DIN: 08786754) was appointed at the Board Meeting held on June 11, 2025, as an Additional Non-Executive Independent Director with effect from August 01, 2025, for a term of five (5) years commencing from August 01, 2025, to July 31, 2030.

  The said appointment was subject to the Shareholders' approval and in accordance with Regulation 17(1C) of the SEBI Listing Regulations, Shareholders' approval was sought vide Special Resolution in the 67th Annual General Meeting convened on August 21, 2025.

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

Cessations:

Further, during the year, the following cessation took place:

- Mr. Sekhar Natarajan (DIN: 01031445) ceased to be Non-Executive Independent Director on completion of his term with effect from August 06, 2025.

  The Board of Directors placed on record its warm appreciation for the rich and valuable contributions made by Mr. Sekhar Natarajan during his association with the Company.

Re-appointment:

At the forthcoming 68th Annual General Meeting (AGM) of the Company and in accordance with the applicable provisions of the Act and the Articles of Association of the Company, Ms. Jana Marlen Ackermann (DIN: 10849470), Non-Executive Non-Independent Director retires by rotation and being eligible offers her candidature for re-appointment as Director of the Company.

Independent Directors:

The Independent Directors of the Company hold office for a fixed term of five (5) years and are not liable to retire by rotation. In accordance with the provisions of Section 149(7) of the Act, Mr. Pankaj Ramanbhai Patel, Ms. Radhika Rajan and Mr. Sanjiv Rangrass, the Independent Directors of the Company as on March 31, 2026, have given their declarations to the Board that they meet the criteria of Independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations as amended from time to time.

In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with objective, independent judgement and without any external influence. The Independent Directors have confirmed that they have registered themselves with the Independent Directors Database maintained by the Indian Institute of Corporate Affairs ("IICA"). Further, the Board is of the opinion that the Independent Directors hold high standards of integrity and possess necessary expertise and experience required to fulfill their duties as Independent Directors.

Details of Familiarisation Programme for the Independent Directors are provided separately in the Corporate Governance Report.

The Board of Directors has taken on record the declarations submitted by the Independent Directors and confirms that they fulfill the conditions specified in the SEBI Listing Regulations and are independent of the management. During the year under review, there has been no change in the circumstances affecting their status as Independent Directors of the Company.

Key Managerial Personnel

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2026, are Mr. Simon-Thorsten Wiebusch, Vice Chairman & Managing Director and Chief Executive Officer, Mr. Vinit Rajesh Jindal, Whole-time

Director designated as Executive Director and Chief Financial Officer and Ms. Bharati Shetty, Company Secretary and Compliance Officer.

Report on Corporate Governance

Driven by the Corporate Governance Philosophy based on trust, integrity, transparency and ethical conduct, the Company is committed to maintaining the highest standards of Corporate Governance and ensuring adherence to the Corporate Governance requirements, as set out by the Securities and Exchange Board of India ("SEBI"). The Company continues to follow the highest standards of corporate governance across its operations, and the corporate governance framework has evolved over the years and conducting the business with integrity and highest level of governance has been the core to our corporate behavior. The Governance, Corporate Secretarial and Legal function of the Company ensures maintenance of good governance within the organisation and assists the business in functioning smoothly by ensuring compliance and providing strategic business partnership in the areas including legislative expertise, regulatory changes and governance.

Pursuant to Regulation 34(3) of the SEBI Listing Regulations, a detailed Corporate Governance Report is annexed to this Report. The Company is in full compliance with the requirements and disclosures that must be made in this regard.

A Certificate from a Company Secretary in Whole-time practice, confirming compliance of the Corporate Governance requirements by the Company, is annexed to the Corporate Governance Report. A Certificate of Corporate Governance from the Chief Executive Officer and Chief Financial Officer of the Company, in terms of the SEBI Listing Regulations, inter alia confirming the correctness of the financial statements and cash flow statements, as well as adequacy of internal control measures of the Company, also forms a part of the Corporate Governance Report.

Board and Committee Meetings

The Board meetings and Committee meetings are regularly conducted to discuss and approve various strategies, policies, financial matters and other businesses. In compliance with statutory requirements and best practices, the Company has constituted various committees i.e., Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility & Environmental, Social and Governance Committee, Risk Management Committee and Stakeholders' Relationship Committee. The details on composition, governance of various Board Committees including their charters and terms of reference, number of meetings held during the financial year 2025-26 and the attendance of directors at each meeting are provided in the Corporate Governance Report.

a. **Details of Board Meetings:**

During the financial year 2025-26, five (5) Board Meetings were duly convened and held. The details of the Board Composition and Board Meetings are given in the Corporate Governance Report annexed thereto.

b. **Audit Committee:**

The Company has an Audit Committee pursuant to the requirements of the Act read with the rules framed thereunder and SEBI Listing Regulations. The composition of the Audit Committee and the details of the Audit Committee Meetings are given in the Corporate Governance Report forming part of this Annual Report.

During the financial year 2025-26, four (4) Audit Committee Meetings were duly convened and held, and the Board accepted all the recommendations made by the Audit Committee.

Board Evaluation

Pursuant to the provisions of the Act and SEBI Listing Regulations, the Board and Committee Evaluations were carried out during the year, wherein all the Members of the Board evaluated the Board's as well as Committee's performance based on various parameters. The Company conducted its annual evaluation of the Board and its Committees in a fair and transparent manner, using parameters aligned with SEBI's Guidance Note on Board Evaluation. The evaluation process is primarily focused on the criteria with respect to the overall effectiveness, governance aspects, contribution in the long-term strategic planning, etc.

The Nomination and Remuneration Committee assessed the performance of the Individual Directors based on various criteria such as constructive inputs in meetings, preparedness on the issues discussed at the meetings, etc. The results of the evaluation were discussed at the Nomination and Remuneration Committee Meetings and were placed at the Board Meeting for the Chairman's review. In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole and Chairman of the Company was evaluated.

The Company follows a structured assessment process for the evaluation of the performance of the Board, the Committees of the Board, and the individual performance of each Director where the evaluation is conducted in a paperless manner with documents being securely uploaded and accessed electronically. A detailed disclosure on the framework of Board Evaluation covering evaluation approach and outcome of the evaluation process forms a part of the Corporate Governance Report.

Corporate Social Responsibility

At the heart of our Corporate Social Responsibility in India are three focus areas: Health, Nutrition and Water Interventions and we have benefitted more than 5 Million community Members through various initiatives in the last five years.

At Bayer, we want to contribute to a world where everyone has access to sufficient food and can live a healthy life. We aim to address the concerns related to food security and health accessibility in underserved communities and make the world a more equitable and sustainable place. Accordingly, our corporate charitable giving partners help drive positive societal change supporting and fueling our mission "Health for all, Hunger for none".

The Company believes in the system-changing power of innovation and focus on identifying new opportunities in rural livelihoods through women-centric approaches. We seek to foster and scale meaningful solutions for social health challenges and the food crisis. Our work in the thematic areas of Preventive Health, Nutrition, Water Interventions and Community Development help us deliver on our social commitment to transform communities. Our strategy includes executing projects in aspirational districts & Bayer site locations with focus on the underserved communities especially women and children.

Our programs focus on finding answers for challenges related to the UN sustainable development goals around nutrition, health, gender equality and access to water, in alignment with our mission.

Corporate Social Responsibility Policy

The Board has constituted a Corporate Social Responsibility ("CSR") Committee to monitor the implementation of CSR activities and also has in place a CSR Policy, which is available on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies.

A brief outline of the CSR Policy, details of CSR Committee's Composition and the initiatives undertaken by the Company on CSR activities during the financial year 2025-26, is set out in **Annexure "A"** to the Directors' Report.

Business Responsibility and Sustainability Reporting

Regulation 34(2)(f) of the SEBI Listing Regulations inter alia, provides that the Annual Report of the top 1000 listed entities based on market capitalization as computed as on March 31, 2026, shall include a Business Responsibility and Sustainability Report ("BRSR") describing initiatives taken by the Company from an environmental, social and governance perspective. A separate Section on BRSR forms part of this Annual Report.

Management Discussion & Analysis Report

A detailed review of the operations, performance and future outlook of your Company is given separately under the head Management Discussion & Analysis Report as per the SEBI Listing Regulations.

Risk Management Policy

Risk Management is integral to the Company's strategy and is embedded within its operating framework. The Company considers risk resilience to be critical for sustainable growth and long-term value creation. An enterprise-wide Risk Management Framework has been implemented to ensure a structured and institutionalised approach to identification, assessment, mitigation, monitoring and governance of key risks across the organisation. The framework enables proactive risk oversight, supports informed decision-making and is regularly reviewed to remain aligned with the Company's strategic objectives and risk appetite.

A comprehensive Risk Management Policy, outlining the risk management framework of the Company, is in place, to provide guidance on identification and mitigation of the various risks that the Company may face in the conduct of its business is available on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies. The policy covers the following key aspects:

- Overview of risk management procedures.
- Roles and responsibilities of the Board of Directors, Audit Committee, Risk Management Committee and other Key Managerial Personnel of the Company with regards to risk management.
- Structure and procedure for identification, escalation and minimization of risks.

More details of the Risk Management Policy are provided in the Corporate Governance Report.

Internal Control System

Your Company has established appropriate and effective internal control systems for its business processes covering operations, financial reporting and compliance with applicable laws, regulations and internal policies. These internal controls are designed to ensure the orderly and efficient conduct of business and to support reliable financial reporting and regulatory compliance.

The Audit Committee of the Board reviews and approves the Internal Audit Plan. Internal audits are conducted at periodic intervals across locations and processes in accordance with the approved plan.

Internal audit findings, observations and recommended corrective actions are discussed with the Management and presented to the Audit Committee on a periodic basis. The Management implements suitable remedial measures in response to audit observations, and the status of implementation of agreed action plans is monitored and reviewed by the Audit Committee to ensure timely closure and strengthening of internal controls.

Internal Financial Controls

In line with the regulations laid down in the Companies Act 2013, with respect to controls evaluation, the Company has established a comprehensive and robust framework for Internal Financial Controls ("IFC") commensurate with the size, scale and complexity of its operations. Internal controls have been put in place at both the entity and process levels, and are designed to ensure compliance to internal control requirements, as well as regulatory compliance. They also enable appropriate recording of financial and operational information. The Company has reviewed the effectiveness of its Internal Financial Controls framework by adopting a systematic approach, which enables it to assess the design and the operating effectiveness of these controls.

Consolidated Policy - Nomination and Remuneration, Board Diversity & Performance Evaluation

In accordance with Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Company has framed a comprehensive Consolidated Policy for Nomination & Remuneration, Board Diversity and Performance Evaluation. The said Consolidated Policy lays down the criteria for each of the responsibilities of the Nomination and Remuneration Committee ("NRC"). The NRC shall be guided by the said Consolidated Policy while discharging its duties on behalf of the Company.

This policy details the criteria for selection and appointment of Directors, Senior Management and their remuneration including the criteria for determining qualifications, positive attributes, independence of a director and other matters as required. It explains the principles of overall remuneration, including short-term and long-term incentives payable to Executive Directors, Key Managerial Personnel and Senior Management of the Company. The detailed policy is available on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies.

Whistle Blower Policy (Vigil Mechanism)

As a responsible and transparent corporate citizen, BCSL has adopted a Whistle Blower Policy, as a part of its vigil mechanism to provide appropriate avenues to the employees, as well as any third party, to bring to the attention of the Management, any issue that is perceived to be in violation of, or in conflict with, the Code of Conduct, values, principles and beliefs of the Company. Good Corporate Governance entails that the interests of the employees, Shareholders and society in general, are protected at all times. The well-established vigil mechanism provides all employees with the opportunity to report, without fear, their concerns about any unethical conduct, financial malpractices or any unhealthy practice that may be prevalent in the Company. The employees are encouraged to voice their concerns or issues by way of whistle blowing, and the Company provides them with access to the Audit Committee to tackle instances of victimization. The Company through its global mechanism has also provided hotline number(s) and a dedicated weblink at https://www.bayer.com/en/corporate-compliance/speak-up-channel for reporting such concerns. The Corporate Compliance Team addresses the whistle blower complaints and presents the status of such complaints at the Audit Committee meetings held on a quarterly basis.

The details of the Whistle Blower Policy are explained in the Corporate Governance Report and posted on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies.

Dividend Distribution Policy

Pursuant to Regulation 43A of the SEBI Listing Regulations, the Board of Directors of the Company has in place a Dividend Distribution Policy. This Policy aims to strike an optimal balance between distributing profits as dividends and retaining earnings to support business growth. It emphasizes sustainable returns through a well-defined capital allocation strategy that fosters value creation over the medium and long term. The same is available on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies.

Code of Conduct

The Company has in place a Code of Conduct ("Code") which is applicable to the Members of the Board and the Senior Management of the Company. The Code lays down the standard of conduct expected to be followed by the Directors and Senior Management in their business dealings and on matters relating to integrity in the workplace, dealings with stakeholders and in business practices. This Code is intended to provide guidance to the Board of Directors and Senior Management of the Company to manage the affairs of the Company in an ethical manner and is formulated in accordance with the requirements of the Act and SEBI Listing Regulations.

All the Board Members and the Senior Management employees (as defined in the Code of Conduct) have confirmed compliance with the Code for the year by providing adequate disclosures in this regard which were placed before the Board. The Code is also available on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The information as required under the provisions of Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, with respect to Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo related matters is enclosed as **Annexure "B"** to the Directors' Report.

Related Party Transactions

The Company maintains a comprehensive governance framework for Related Party Transactions ("RPTs") to ensure transparency, fairness, and protection of stakeholder interests. In line with the Companies Act, 2013 and Regulation 23 of the SEBI Listing Regulations, all RPTs are identified in advance, evaluated on an arm's length basis and in the ordinary course of business, and are approved in accordance with the Company's Policy on Related Party Transactions.

The Audit Committee plays a pivotal role in the RPT governance process and oversees the entire RPT lifecycle. The proposed transactions are supported by analysis and certifications received from independent accounting firm and the representatives of the said also firm attend Audit Committee Meetings to address member queries. The Audit Committee grants prior approvals including omnibus approvals for repetitive transactions and reviews quarterly statement of RPTs and modifications, if any, to ensure ongoing compliance with law, the SEBI Listing Regulations, and other requirements, if any.

The Company aligns its omnibus and material RPT approvals with the Industry Standards on Minimum Information to be provided for Related Party Transactions formulated by the Industry Standards Forum ("ISF"). Accordingly, information placed before the Audit Committee and, where applicable, the Shareholders follow the ISF RPT Industry Standards including key details on relationship/ownership, prior transactions, value and terms, pricing basis, and for material RPTs additional disclosures, together with CEO/CFO certification and relevant disclosures, as applicable.

The Company has a detailed Policy on Related Party Transactions in accordance with the relevant provisions of the Act and rules framed thereunder, as well as Regulation 23 of the SEBI Listing Regulations which establish guidelines for identification, approval, reporting and disclosure of RPTs and also prescribes materiality thresholds and procedures for dealing with RPTs. The said Policy is available on the Company's website at www.bayer.in/en-in/investors/corporate-governance/policies. All the RPTs entered during the year are in accordance with the Related Party Transaction Policy and are in the ordinary course of business and at arm's length basis.

The particulars of contracts or arrangements with related parties, pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, as prescribed in Form AOC -2 for the financial year ended March 31, 2026, are given under **Annexure "C"** to the Directors' Report.

In compliance with the requirements of SEBI Listing Regulations, names of RPTs and details of transactions entered with them are included in Note No. 42 of the financial statements forming part of this Annual Report.

Particulars of Employees and information pursuant to Section 197(12) of the Companies Act, 2013

The information as prescribed under the provisions of Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is set out as **Annexure "D"** to the Directors' Report.

Further, as per the proviso to Rule 5, the Directors' Report and the Financial Statements of the financial year ended March 31, 2026, of the Company are being sent to the Members, excluding the statement giving particulars of employees under Section 197(12) of the Act. Any member interested in obtaining a copy of such statement without any payment of additional fees, may write to the Company Secretary at the Registered Office of the Company or send an email at ir_bcsl@bayer.com.

Prevention of Sexual Harassment at Workplace

In compliance with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has a policy on Prevention of Sexual Harassment ("POSH") to ensure harassment free workspace for the employees and sexual harassment cases are dealt as per the POSH policy. An Internal Committee ("IC") has been set up by the Company to redress complaints received regarding sexual harassment. This policy is applicable to all its employees (viz. permanent, contractual, temporary and trainees) and is available on the website of the Company at www.bayer.in/en-in/investors/corporate-governance/policies.

The following is a summary of sexual harassment complaints received and disposed off during financial year 2025-26:

Particulars	Details
Number of complaints filed/received during the financial year	2
Number of complaints disposed during the financial year	1
Number of complaints pending for more than ninety days	1*
Number of complaints pending as at the end of the financial year	1*

*Complaint was pending for more than ninety days and as on March 31, 2026.

Auditors

a. **Statutory Auditors**

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (ICAI Firm Registration No.: 117366W/W-100018) ("Deloitte") were appointed as the Statutory Auditors of the Company, at the 64th Annual General Meeting held on August 22, 2022, for a period of five (5) years i.e. from the conclusion of the 64th Annual General Meeting till the conclusion of the 69th Annual General Meeting pursuant to the provisions of Section 139 of the Act.

Deloitte have confirmed that they are not disqualified from continuing as Statutory Auditors of the Company and satisfy the prescribed eligibility criteria.

The Report given by the Statutory Auditors on the financial statements of the Company is part of this Annual Report. The said Report was issued by the Statutory Auditors with an unmodified opinion and does not contain any qualifications, reservations or adverse remarks.

For the financial year ended March 31, 2026, the Company paid a consolidated sum of ₹ 16 Million to the Statutory Auditors.

b. Cost Auditors

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records maintained by the Company in respect of "Insecticides" are required to be audited. The Board on the recommendation of the Audit Committee, had appointed M/s. D.C. Dave & Co., Cost Accountants (Firm Registration No.: 000611) to conduct an audit of the cost accounts of the Company pertaining to "Insecticides" for the financial year ending March 31, 2026 and the Cost Auditors will submit their report for the said financial year within the timelines prescribed as per the Act.

The Board, on recommendation of the Audit Committee, has re-appointed M/s. D.C. Dave & Co. as the Cost Auditors for the financial year ending March 31, 2027, upon confirmation with respect to their eligibility, independence and willingness etc., for the said re-appointment. As required under the provisions of the Act, the remuneration payable to the Cost Auditor is required to be placed before the Members in the Annual General Meeting for ratification. Accordingly, a resolution seeking Members' ratification for the remuneration payable to M/s. D.C. Dave & Co. is included in Item No. 5 of the Notice convening the Annual General Meeting.

c. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Act read the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24 of the SEBI Listing Regulations, the Board of Directors had appointed M/s. S. N. Ananthasubramanian & Co. (SNA & Co.), Company Secretaries (Firm Registration No.: P1991MH040400) as the Secretarial Auditors of the Company for a term of five (5) consecutive years from the financial year 2025-26 to the financial year 2029-30. M/s. SNA & Co., undertook the Secretarial Audit of the Company for the financial year ending March 31, 2026. The Secretarial Audit Report for the financial year ended March 31, 2026, is enclosed as **Annexure "E"** to this Directors' Report. The Secretarial Audit Report confirms compliance of all the provisions of applicable laws and does not contain any qualification, reservation or adverse remark. The Company is in compliance with the Secretarial Standards issued by ICSI.

Also, the Annual Secretarial Compliance Report has been submitted to the Stock Exchange i.e., BSE Limited, where the shares of the Company are listed within 60 days of the end of the financial year.

Reporting of Fraud by Auditors

During the year, the Statutory Auditors, Secretarial Auditors or Cost Auditors did not report to the Audit Committee or the Board, under Section 143(12) of the Act any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Report.

Annual Return

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company in Form MGT-7 for the financial year ended March 31, 2026, is hosted on the website of the Company at www.bayer.in. The Annual Return will be electronically submitted to the Registrar of Companies within prescribed timelines as per the Act.

Compliance with Secretarial Standards

During the financial year under review, the Company has complied with the applicable Secretarial Standards ("SS") issued by the Institute of Companies Secretaries of India relating to meetings of the Board and its Committees ("SS-1") and meetings of the Members ("SS-2") and notified by Ministry of Corporate Affairs in terms of provisions of Section 118 of the Act.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013

During the financial year ended March 31, 2026, the Company did not give any loan, guarantee or provide security in connection with any loan to any group company as per Section 186 of the Act.

Deposits

During the year under review the Company has not accepted any deposits from the public falling within the ambit of Section 73 of the Act and the Companies (Acceptance of Deposits) Rules, 2014.

Disclosure of Maternity Benefit Compliance

The Company is in compliance of the applicable provisions of the Maternity Benefit Act 1961 for the year under review.

Other Disclosures

a. There were no significant and material orders passed by the Regulators, Courts or Tribunals impacting the going concern status and the Company's operations in future.

b. There were no applications made or proceedings pending against the Company under the Insolvency & Bankruptcy Code, 2016, as amended, before the National Company Law Tribunal or other Courts.

c. The Internal Committee constituted in terms of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, continues to be in place.

d. The Company has not made any one-time settlements with the banks or financial institutions.

e. There was no change in the share capital or the nature of business of the Company.

f. There has been no issue of any Equity Shares with differential rights regarding dividends, voting, or otherwise.

g. There has been no issue of any Sweat Equity Shares and neither has the Company resorted to buyback of its Equity Shares during the financial year.

Acknowledgements

The Board of Directors wishes to place on record appreciation to all the employees of the Company for their exemplary dedication and valued contribution, as well as their unwavering support at all levels. Their continuous efforts in improving all functions and areas, along with the efficient utilization of the Company's resources, have been instrumental in achieving sustainable and profitable growth.

The Directors would like to express their grateful appreciation for the co-operation and assistance extended by all the valued stakeholders of the Company, viz. customers, government authorities, financial institutions, banks, Shareholders, suppliers, distributors and other business associates. The Company also acknowledges the consistent support and guidance of its Promoters.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Pankaj Ramanbhai Patel
Chairman
DIN: 00131852

Ahmedabad, May 26, 2026

ANNEXURE "A"

Annual Report on Corporate Social Responsibility (CSR) Activities

1. Brief outline on CSR Policy of the Company:

Bayer has been present in India for over 126 years, and has made significant contributions towards advancing agriculture, public health, and sustainability in the country. Our business touches the lives of Millions of farmers and consumers.

At Bayer, we want to contribute to a world where everyone has access to enough food and can live a healthy life. We support social projects with charitable giving partners, who help drive positive societal change fueling our mission "Health for all, Hunger for none".

Our CSR projects are aligned with the global objectives of Bayer, and we aim to promote societal progress by supporting initiatives that tackle the root cause of issues and ideas with the potential to make a lasting impact for change.

The three value pillars are

1. Improving Lives
2. Sustainable Development &
3. Partnerships.

Our CSR initiatives focus primarily on the following thematic areas:

1. Preventive Health care
2. Nutritional Security
3. Water Conservation and Management
4. Rural Development

2. Composition of CSR & ESG Committee:

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR & ESG Committee held during the year	Number of meetings of CSR & ESG Committee attended during the year
1.	Mr. Simon-Thorsten Wiebusch, Chairman	Vice Chairman & Managing Director and CEO	2	2
2.	Mr. Vinit Rajesh Jindal, Member	Executive Director & CFO	2	2
3.	Mr. Pankaj Ramanbhai Patel, Member	Non- Executive Independent Director	2	1
4.	Ms. Radhika Rajan, Member	Non- Executive Independent Director	2	2

3. Provide the weblink where Composition of CSR Committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company: The details are available at www.bayer.in

4. Provide the details of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable:

   During the year under review the Company has undertaken Impact Assessment as per the provisions of the Act for one project which was conducted by a third-party agency – Fourth Wheel. The Impact Assessment will also be conducted for the projects which are eligible, during the financial year 2026-27. The Report of the same is also available on the Company's website at www.bayer.in.

5. (a) Average net profit of the Company as per Section 135(5) of the Act: ₹ 8,726.54 Million

   (b) Two percent of average net profit of the Company as per Section 135(5) of the Act: ₹ 174.53 Million

   (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years: NIL

   (d) Amount required to be set off for the financial year, if any: NIL

   (e) Total CSR obligation for the financial year [5(b)+5(c)-5(d)]: ₹ 174.53 Million

6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 170.59 Million

   (b) Amount spent in Administrative Overheads: ₹ 3.18 Million

   (c) Amount spent on Impact Assessment, if applicable: ₹ 1.02 Million

   (d) Total amount spent for the financial year [6(a)+6(b)+6(c)]: ₹ 174.79 Million

   (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the financial year (₹ in Million)	Amount Unspent (₹ in Million)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6) of the Act		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5) of the Act		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
174.79	-	-	-	-	-

   (f) Excess amount for set-off, if any:

Sr. No.	Particulars	Amount (₹ in Million)
i	Two percent of average net profit of the company as per sub-Section (5) of Section 135 of the Act	174.53
ii	Total amount spent for the financial year	174.79
iii	Excess amount spent for the financial year [(ii)-(i)]	0.26
iv	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0.00
v	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.26

7. Details of Unspent CSR amount for the preceding three financial years: -

(₹ in Million)

Sr. No.	Preceding financial year	Amount transferred to Unspent CSR Account under Section 135 (6) of the Act	Balance Amount in Unspent CSR Account under Section 135(6) of the Act	Amount spent in the reporting financial year	Amount transferred to any fund specified under Schedule VII as per Section 135(6) of the Act, if any		Amount remaining to be spent in succeeding financial years	Deficiency if any
					Amount	Date of transfer		
1.	2022-23	Nil (No Unspent CSR Amount)						
2.	2023-24	Nil (No Unspent CSR Amount)						
3.	2024-25	Nil (No Unspent CSR Amount)						
	Total	-						

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the financial year: No

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5)of the Act – Not Applicable.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Simon-Thorsten Wiebusch
Chairman, CSR & ESG Committee
Vice Chairman & Managing Director and CEO
DIN: 08335591

Vinit Rajesh Jindal
Member, CSR & ESG Committee
Executive Director & CFO
DIN: 10849465

Mumbai, May 26, 2026

ANNEXURE "B"

Information as per Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the financial year ended March 31, 2026.

I. Conservation of Energy

(a) Energy conservation measures at plants located across India/steps taken or impact on Conservation of Energy:

Shamirpet Site

- Replaced two 11kW belt driven air compressors with a 22kW IE4 VSD direct drive compressor, which helped in reducing power consumption from 22kW to 12–14kW, saving 64 kWh per day and 180 days operations annually (11,500 kWh savings annually). It helped improve efficiency, reliability, and supported low maintenance requirements for air demand in seed dryer operations.
- Replaced outdated burner control systems of 23 units in parent seed dryer with Honeywell system which enhanced safety, reliability, and efficiency while reducing risks, fuel consumption, and emissions, ensuring uninterrupted operations.

Silvassa Site

- Replaced the existing 180 KVA Diesel Generator (DG) set, which had been in operation for more than 20 years and had reached the end of its useful life, with a 200 KVA DG set. It ensures compliance with the applicable Central Pollution Control Board emission norms and enhances the reliability of power backup for uninterrupted plant operations.

(b) Steps taken for utilizing alternate sources of energy and Capital Investments on Energy/Water conservation equipment:

Shamirpet Site

- Replaced ageing forklift battery with efficient lead acid battery which improved performance, reduced usage of energy, lowered emissions, enabled high recyclability and supported sustainability and enabled cost-effective warehouse operations. Total Investment – ₹ 0.284 Million.

Silvassa Site

- The Company has made a capital investment of ₹ 2.55 Million towards the replacement of the 180 KVA DG set with a 200 KVA DG set.

II. Technology Absorption

Efforts made towards technology absorption and the benefits derived are as under:

1. Specific Areas:

The Company continues to provide novel, innovative and effective crop protection products and solutions, greatly benefitting the Indian farming community, to keep pace with the dynamic scenario and enhance food productivity as a leader in Innovation and Excellence. As a part of ongoing research and development activities, the Company is evaluating number of early phase compounds which are under global development and with the prospect of introduction of some promising compounds in India. Further, new molecules and mixtures are also being evaluated for use in variety of agricultural and horticultural crops, covering a wide spectrum of pest and disease segments and Public Health and Hygiene purposes, to assess the suitability of product for marketing business.

Crop Protection:

The Company is committed to bring in new innovations for protecting plant health and to support our growers in securing higher yields thereby creating better and more sustainable farming systems in future.

In line with our commitment to innovation and a customer-centric approach, the Company conducted 1,349 field experiments across the country on 32 different field crops and horticultural crops. During the year 76 products were evaluated to assist growers in achieving higher yields and to foster the development of better and more sustainable farming systems for the future. These innovations primarily focus on evaluating early-stage chemical compounds, biological agents, plant growth regulators, and nutrient complexes aimed at effectively managing insects, diseases, weeds, and overall plant health. The insights gained from these experiments will enable us to advance and propose new solutions to farmers, helping them tackle various challenges posed by emerging pests, diseases, and weeds, which are significant contributors to yield loss.

The Company has collaborated with more than 55 State Agriculture Universities and ICAR institutes to evaluate crop protection innovations in various crops through over 304 experiments in project mode. 395 study reports were utilized as part of the dossier submission to Central Insecticide Board and Registration Committee which will help the Company to secure registration approvals in the years ahead. The Company also collaborated with State Agricultural Universities and ICAR institutes for safe and sustainable use of crop protection innovations, which improves the applicator safety and efficiency of the existing products.

During the year, the Company has successfully secured New Product Registration Approvals and launched five (5) innovative products which include two (2) insecticide products i.e. Bicota (Rice and Sugarcane) and Camulus (Cabbage, Brinjal, Chilli, Tomato and Okra), one (1) fungicide product i.e. Felujit (Rice) and one (1) herbicide product i.e. Mateno More (Wheat). Additionally, the Company has also secured registration approvals for two (2) herbicide products i.e. Council Prime (Rice) and Nocnex Duo (Wheat). Further, BCSL also achieved approvals for extending the use of several existing products in key crops - Vayego (Tomato), Buonos (Pomegranate), Solomon (Cotton), Oberon (Tea), Acerbo (Apple), Laudis (Sugarcane) etc. The Company has also secured label approval of three (3) products for application through Drone in four crops. In order to continue delivering innovative and effective solutions to farmers, the Company has submitted registration applications for new innovative products, Council Xtra for use in Rice.

The Company ensured compliance with National Maximum Residue Limits fixation in food commodities, enabling the registration of new products and the expansion of existing products to additional crops.

The Company continuously provides guidance and inputs to the farming community on safe and judicious use of pesticides through various Stewardship and Sustainable Agriculture projects. The Company also supports a helpline dedicated to the farming community with the aim to help them seek clarifications on appropriate use of the products.

Seeds (Corn)

The year 2025 was an excellent year for the Corn business. Record-high Corn seed sales helped the Company's DEKALB® corn brand retain its No. 1 position in the corn seed industry for the fourth consecutive year. The new launches DKC9248 (Spring North market), DKC9247 and DKC9256 (South-West market) also recorded significant volume growth.

The year saw significant progress in precision breeding transformation through the implementation of dynamic line evaluation strategies, including Line Evaluation Standard (LES), Line Evaluation Acceleration (LEA), Line Evaluation Outbred (LEO), Line Evaluation Exchange (LEE), Line Evaluation Flexible (LEF) and Line Evaluation Characterization (LEC). These strategies are designed to strengthen genetic pools by leveraging diverse germplasm through a globally connected pipeline. Continuous Cycle (CC) workflow implemented by decoupling germplasm development to accelerate generation advancement and double the genetic gain. The prescriptive phenotyping enabled timely data capture with greater efficiency and accuracy, supporting product advancement and improving the prediction accuracy of genetic evaluation models to deliver customer centric products. In 2025 every single pipeline advancement happened using BEI indexes by tweaking trait weightages and thresholds to deliver customer centric products. Significant progress has been made in development of Short Stature Corn ("SSC"), which is being evaluated in advanced pipeline stages.

In response to uncertain weather conditions and growing agro-climatic challenges faced by Indian farmers, the Company intensified its plant health efforts to protect yields and strengthen pest and disease resistance in corn germplasm. The Plant Health team established high-throughout screening for diseases such as Fusarium Stalk Rot (FSR), Bacterial Leaf Sheath blight (BLSA), and ear rots, while also improving disease rating accuracy through a digital disease guide. The Company also carried out molecular characterization of pathogens to address evolving species and validated quantitative trait loci (QTLs) for Downy Mildew (DM) against pathogen races in India.

During the year under review, the Company deployed DKC9268 (Dry South market), DKC9250 (Dry East), DKC8280 (Central North), and DKC9288 and DKC9283 (South-West) under the DEKALB® brand.

Under the All India Coordinated Research Project for Maize, Government of India, the Central Variety Release Committee (CVRC) notified four (4) hybrids: DKC9165 for Zone 5, DKC9144 for Zone 4, DKC9133 for Zone 5, and DKC9126. The Company also submitted 10 new hybrid applications for PVP and received PVP certificates for 8 hybrids.

The details of new launches are given below:

- DKC9248 launched for spring segment known for high yield potential, high kernel depth, cylindrical and uniform ears.
- DKC9256 launched for South-West market across Maharashtra, Karnataka, Madhya Pradesh and Tamil Nadu. Its key features include high yield, excellent tip filling and NLB tolerance.
- DKC9247 was launched for the South-West market and is known for good tip filling, high yield, attractive grain color, and early maturity.

Details on Information regarding imported technology (imported during the last three years):

The details of technology imported	Arable devices for capturing real time weather and soil data	Arable devices for capturing real time weather and soil data with enhanced feature to capture images	UAV based imaging for plant count data capture	Single Plot Row Combine for harvesting of Corn
The year of import	2023-24	2024-25	2023-24	2025-26
Whether the technology been fully absorbed	Yes	Yes	Yes	Yes
If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	-	-	-	-

2. Expenditure on Research and Development:

(₹ in Million)

(a)	Capital	386
(b)	Recurring	774
	Total (a) + (b)	**1,160**
	Total R&D Expenses are **2.04 %** of the Revenue from Operations	

III. FOREIGN EXCHANGE EARNINGS AND OUTGO

(i) Information relating to exports is contained in the Directors' Report.

(ii) Total foreign exchange utilised and earned*:

(₹ in Million)

Particulars	
Value of imports on C.I.F. Basis	479
Expenditure in Foreign Currency	126
Earnings in Foreign Exchange	
Export of Goods calculated on FOB Basis	912
Recoveries from Group Companies	470

*It includes all inward and outward transactions denominated in foreign currency.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Pankaj Ramanbhai Patel
Chairman
DIN: 00131852

Ahmedabad, May 26, 2026

ANNEXURE "C"

FORM NO. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1. **Details of contracts or arrangements or transactions not at arm's length basis:**

   The Company has not entered into any contract or arrangement or transactions with its related parties which is not at arm's length during the financial year 2025-26.

2. **Details of material contracts or arrangements or transactions at arm's length basis:**

   The Company has entered into contracts with the related parties which are material in nature, the details of which are given under:

   Number of material contracts or arrangements or transactions at arm's length basis: One (1)

Sr. No.	Particulars	Description
a.	**Name of the Related Party, nature of relationship**	Bayer AG is the ultimate holding company of Bayer CropScience Limited.
b.	**Corporate Identity Number (CIN) or any other registration number**	549300J4U55H3WP1XT59
c.	**Nature of contracts/arrangements/transactions**	Purchase of Goods, Sale of Goods, Recoveries from Group Companies, Professional/Support Charges incurred and other incidental services. All transactions are in the ordinary course of business and are conducted on an arm's length basis.
d.	**Duration of contracts/arrangements/transactions**	Ongoing contracts
e.	**Salient terms of the contracts or arrangements or transactions including actual/expected contractual amount**	Purchase of Goods, Sale of Goods, Recoveries from Group Companies, Professional/Support Charges incurred and other incidental services. The total value of the transactions entered in the financial year 2025-26 was ₹ 15,982 Million.
f.	**Date of approval by the Board, if any**	The transactions are in the ordinary course of business and at arm's length, and were approved by the Audit Committee and Board of Directors on May 24, 2022 and by the Members at the 64th Annual General Meeting of the Company held on August 22, 2022 for a period of five (5) years.

Sr. No.	Particulars	Description
g.	**Amount paid as advances, if any**	Nil

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Pankaj Ramanbhai Patel
Chairman
DIN: 00131852

Ahmedabad, May 26, 2026

ANNEXURE "D"

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

a. **Ratio of the Remuneration of each Executive Director to the Median Remuneration of the Employees of the Company and Percentage increase in Remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary as on March 31, 2026:**

Sr. No.	Name of the Director/KMP	Designation	Ratio of remuneration of each Executive Director to median of remuneration of Employees[1]	Percentage increase in remuneration
1.	Mr. Simon-Thorsten Wiebusch	Vice Chairman & Managing Director and CEO	73:1	2%
2.	Mr. Vinit Rajesh Jindal	Executive Director & CFO	28:1	*
3.	Ms. Bharati Shetty	Company Secretary & Compliance Officer	6:1	4.69%

[1]Remuneration paid to Executive Director is calculated on the basis of actual amount paid during the period of active service

* Mr. Vinit Rajesh Jindal was appointed as Executive Director & Chief Financial Officer w.e.f. March 01, 2025, during last year and hence no remuneration increase is applicable.

b. **The percentage increase in the median remuneration of employees in the financial year:**

4.8%

c. **The number of permanent employees on the rolls of the Company:**

1,074

d. **Average Percentile increase already made in the salaries of employees other than the managerial personnel in last financial year and comparison with percentile increase in the managerial remuneration and justification thereof:**

The average annual increase for Managerial grade and Non-Managerial grade was 4.8%

e. **Affirmation that the remuneration is as per remuneration policy of the Company:**

The Company affirms that remuneration is as per the Remuneration policy of the Company.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Pankaj Ramanbhai Patel
Chairman
DIN: 00131852

Ahmedabad, May 26, 2026

ANNEXURE "E"

FORM NO. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Bayer CropScience Limited
CIN: L24210MH1958PLC011173
Bayer House, Central Avenue
Hiranandani Estate,
Thane (West) - 400607

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bayer CropScience Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances/Board Processes for expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026, according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investments, Overseas Direct Investment and External Commercial Borrowings - **Not Applicable to the extent of Overseas Direct Investments and External Commercial Borrowings as there was no reportable event;**

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

  a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

  b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

  c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable as there was no reportable event during the period under review**;

  d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not Applicable as there was no reportable event during the period under review;**

  e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 2025 regarding the Companies Act and dealing with client - **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent;**

f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - **Not Applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the period under review;**

g. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not Applicable as the Company has not bought back/proposed to buy-back any of its securities during the period under review;**

h. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable as the Company has not issued and listed any non-convertible securities;**

i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015.

vi. The Company has identified the following laws/ rules as specifically applicable to the Company:

1. The Insecticides Act, 1968 and the Insecticides Rules, 1971; and

2. The Seeds Act, 1966 and the Seeds Rules, 1968.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;

(ii) Listing agreement entered into by the Company with BSE Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We further report that: -

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors including Independent Directors including an Independent Woman Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors of the schedule of the Board/Committee Meetings; and the agenda and detailed notes on agenda were sent at least seven days in advance. System exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions of the Board and Committee meetings were carried unanimously.

We further report that based on review of compliance mechanism established by the Company and on the basis of the compliance certificate(s) issued by the Vice Chairman & Managing Director and Chief Executive Officer of the Company and taken on record by the Board of Directors at their meeting, we are of the opinion that the Company has adequate systems and processes in place in the Company which is commensurate with its size and operations of the Company to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.

We further report that during the audit period, no specific event has occurred which had a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.

The Report is to be read with our letter of even date which is annexed as Annexure A hereto and forms an integral part of this report.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 5218/2023

S. N. Ananthasubramanian
Founding Partner
FCS: 4206/ COP No.: 1774
ICSI UDIN: - F004206H000479813

Date: May 26, 2026
Place: Thane

Annexure A to the Secretarial Audit Report for the financial year ended March 31, 2026

To,
The Members,
Bayer CropScience Limited
CIN: L24210MH1958PLC011173
Bayer House, Central Avenue,
Hiranandani Estate,
Thane (West) - 400607.

Our Secretarial Audit Report for the financial year ended March 31, 2026 of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
4. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
5. Wherever required, we have obtained reasonable assurance whether the statements prepared, documents or records, in relation to Secretarial Audit, maintained by the Company, are free from misstatement.
6. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, etc.

Disclaimer

7. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted affairs of the Company.
8. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 5218/2023

S. N. Ananthasubramanian
Founding Partner
FCS: 4206/ COP No.: 1774
ICSI UDIN: - F004206H000479813

Date: May 26, 2026
Place: Thane

CORPORATE GOVERNANCE REPORT

1. Company's Philosophy on Corporate Governance

Bayer CropScience Limited ("BCSL/the Company") believes in strong Corporate Governance that upholds its goodwill, enhances long-term Shareholder value and protects the interest of its stakeholders. The Company's philosophy on Corporate Governance is founded on the principles of transparency, integrity, fairness, and accountability throughout all the operations, striving to meet stakeholder expectations and create sustainable value creation. The Company recognizes that good corporate governance practices are critical for enhancing stakeholder confidence and ensuring longterm organizational growth hence the Corporate Governance practices adopted by the Company go beyond the legal requirements and are derived from the Company's vision and common values, which form the basis of the mutually respectful working relationship between the employees and the external partners.

The Company recognises that maintaining rigorous corporate governance standards contributes to effective decision-making, operational excellence, and ethical conduct throughout the organisation. Our policies are designed to ensure business continuity and uphold quality across all operations. Compliance with relevant laws, regulations, and governance codes is regarded not only as a requirement, but also as an opportunity to improve transparency and accountability. The Company's comprehensive corporate governance framework is built upon well-defined policies and procedures, which serve as the foundation for our governance philosophy.

Good Corporate Governance serves as an essential component of the Company's growth strategy, ensuring operations are conducted legally, ethically, and transparently. The Company remains committed to responsible, ethical, and compliant business practices, taking into account the interests of stakeholders including shareholders, employees, customers, regulators, and the broader community. This commitment is reinforced by robust governance frameworks, comprehensive risk management practices, and a strong internal control system. The Board of Directors further supports these standards through responsible and transparent oversight and management. Additionally, the Company is dedicated to enhancing quality of life by reliably supplying high-quality food and feed.

Guided by its mission- "Health for all, Hunger for none", the Company is committed to operating sustainably and addressing its social and ethical responsibilities as a responsible corporate citizen. By fostering a culture of fairness, responsibility, and openness across the organization, we aim to align our operations with stakeholder expectations and uphold the highest standards of corporate citizenship.

Our Corporate Governance Framework

- **Trust, Integrity & Ethical Conduct**
- **Transparency & Accountability**
- **Stakeholder Centricity**
- **Sustainability & Innovation**

Corporate Compliance

Trust forms the cornerstone of our business and is integral to our ongoing success. Upholding this trust requires a steadfast, daily commitment to fostering awareness and adhering to all relevant laws, regulations, and ethical standards. To this end, every employee is both empowered and accountable for maintaining the highest standards of compliance.

Bayer's global compliance program encompasses a robust framework that addresses applicable regulations, procedural requirements, monitoring and regular training. Through our global compliance management system, we proactively identify, evaluate, and document potential compliance risks. Preventive measures are seamlessly integrated into daily operations through the use of established regulations, procedures, ongoing training, and systematic controls. Periodic audits of this compliance program help us identify opportunities for improvement, further strengthen processes, and adapt to an increasingly complex and dynamic business environment.

For matters requiring specialized support or assessment, compliance professionals at both local and regional levels are available to navigate the complexities of an evolving legal landscape. These experts advise on a spectrum of topics ranging from antitrust to data privacy helping ensure informed, compliant decision-making across the business. Ongoing awareness efforts, including web-based trainings, live sessions, and regular communications, help keep compliance on top of mind throughout the organization.

Integrity is at the heart of our corporate culture, guiding our actions at every level. The Bayer Code of Conduct reinforces to all employees that our reputation and success depend on the trust of our customers, stakeholders, and society - a trust earned each day through unwavering adherence to laws, internal guidelines, and our ethical principles.

The Code is built around three fundamental pillars:

1. How we engage with customers and consumers
2. How we collaborate with one another
3. How we interact with stakeholders

The Code sets forth our commitments, the minimum standards for compliance, and provides clear guidance on achieving these expectations. It also offers essential information, resources, and advice to help prevent violations of the law or company policies.

We promote a culture of openness and transparency, encouraging employees and third parties alike to voice any compliance concerns. Our global Speak Up Channel enables confidential and, where permitted by law, anonymous reporting of suspected compliance violations. Employees may also reach out directly to the compliance department via speak.up@bayer.com. If there is reason to believe that an activity or conduct could constitute a material compliance breach, employees are obligated to report it. All concerns are thoroughly investigated and, if confirmed, addressed through appropriate sanctions in line with our penalty provisions.

Each element of our compliance management system is designed to promote a positive culture of compliance across the organization, ensuring that integrity remains at the core of our day-to-day business activities.

2. Board of Directors

Board of Directors:

Bayer CropScience Limited is a professionally managed Company, which functions under the overall supervision of the Board of Directors ("Board"), being the highest governance authority within the structure of the Company. The Board's primary role is to ensure the Company's long-term sustainable success for all stakeholders. The Board is committed to upholding sound principles of Corporate Governance within the Company and operates with the goal of sustainably increasing the Company's enterprise value and achieving defined corporate objectives with ethical conduct. Driven by the values of ethical standards and robust governance framework of the Company, the Board strives to work in the best interest of the Company and its stakeholders.

The Board plays a critical role in overseeing financial performance, risk management, internal controls, and compliance with applicable laws, regulations, and governance standards. The Board of the Company guides, oversees and monitors the strategy, performance and governance. It regularly reviews governance practices, evaluates risks and opportunities, and ensures transparency and accountability in the Company's operations. The Company has established processes and policies in place which enable the Board to discharge its responsibilities and duties to safeguard the interests of the Company, thereby enhancing stakeholder value. The Board has a fiduciary duty in ensuring that the rights of all the stakeholders are protected. The Board Members have the requisite professional expertise, as well as management and leadership experience needed for the given task. The Directors take an active part in deliberations at the Board and Committee Meetings, providing valuable guidance and advice to the Management on various aspects of business, policy direction, governance, compliance, etc., and play a critical role in strategic issues while adding value to the decision-making process of the Board of Directors.

Committees of the Board:

The Board, along with its Committees plays a fundamental role in upholding and nurturing the principles of good Corporate Governance and provides independence, leadership and guidance to the Management. The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities that concern the Company. The Board delegates its functioning in relevant areas to the designated Board Committees to ensure Board oversight and effectively deal with specialised issues and to utilise Directors' time more efficiently. The Committees brief the Board on their discussions and make recommendations, if any, to the Board, which retains collective responsibility for decision making. During the financial year under review, the Board has accepted all recommendations of its Committees.

Board Composition:

The Company's Board composition comprises of optimum mix of Directors on the Board, highly experienced people of repute and eminence who possess the requisite qualifications, knowledge, professionalism and experience in corporate management, strategy, operations and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company. The Board's effectiveness is enhanced by its diversity, encompassing a range of skill sets, gender representation and extensive experience. The Board composition is in conformity with the applicable provisions of the Companies Act, 2013 ("the Act") and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations").

As on the date of this Report, the Board consists of a total seven (7) Directors, of which two are Executive Directors, three are Non-Executive Independent Directors, including an Independent Woman Director, and two are Non-Executive Non-Independent Directors. None of the Directors of the Company are related to each other. The detailed profiles of all the Directors are available on the Company's website at www.bayer.in.

The number of Directorships, Committee Memberships/Chairmanship of all Directors is within respective limits as prescribed under Section 165(1) of the Act and Regulation 26(1) of the SEBI Listing Regulations. All the Directors have made the necessary disclosures regarding their committee positions and Directorships which were also placed before the Board at a duly convened meeting. Further, none of the Independent Directors serve as a Non-Independent Director of any company in which any of the Company's Non-Independent Director is an Independent Director.

The details of each Member of the Board along with the number of Directorship(s)/Committee Membership(s) are provided herein.

Directorship(s) in other companies/committee position as on March 31, 2026

Sr. No.	Name of Director	Category	No. of Directorship(s) held in other companies[1]	Name of Directorship(s) held in listed companies other than BCSL and other public limited companies and category of Directorships	No. of Committee Memberships held in other listed companies and other public limited companies[2]	
					Chairperson	Memberships
1.	Mr. Pankaj Ramanbhai Patel, Chairman	Non-Executive Independent Director	2	• Zydus Lifesciences Limited (earlier Cadila Healthcare Limited) – Executive Director • Great Eastern Energy Corporation Limited – Independent Director	1	1
2.	Mr. Simon-Thorsten Wiebusch	Vice Chairman & Managing Director and CEO	-	-	-	-
3.	Dr. Thomas Hoffmann	Non-Executive Non-Independent Director	-	-	-	-
4.	Mr. Sanjiv Rangrass[#]	Non-Executive Independent Director	1	• Zetwerk Manufacturing Businesses Limited - Non-Executive Independent Director	2	-
5.	Ms. Radhika Rajan	Non-Executive Independent Director	2	• 3M India Limited – Chairman & Non-Executive Independent Director • Exide Industries Limited – Non-Executive Independent Director	1	2
6.	Mr. Vinit Rajesh Jindal	Executive Director & CFO	-	-	-	-
7.	Ms. Jana Marlen Ackermann	Non-Executive Non-Independent Director	-	-	-	-

Notes:

1. Directorships mentioned above includes alternate directorships, but excludes directorships in Private Limited Companies, Foreign Companies and Companies incorporated under Section 8 of the Act. The details mentioned above are for companies other than Bayer CropScience Limited.

Further the number of Directorship(s), Committee Membership(s), and Chairmanship(s) of all Directors is within the respective limits prescribed under the Act and the SEBI Listing Regulations, as amended from time to time.

2. Committee details consist only of Audit and Stakeholders Relationship Committees in all public limited companies other than Bayer CropScience Limited as per Regulation 26 of the SEBI Listing Regulations.

Mr. Sanjiv Rangrass was appointed as the Non-Executive Independent Director of the Company with effect from August 01, 2025.

Key Skills & Description, Expertise and Competencies of the Board

The Company believes that a strong, balanced and diverse Board is imperative for strategic oversight, robust decision making, effective risk management and ensuring the organisation's accountability to the stakeholders. The Board of the Company comprises of leaders and experts in their respective fields for achieving the objectives of the Company while operating effectively, responsibly and sustainably. The Board Members have willingness to address issues proactively and have demonstrated all the required core skills as well as competencies.

The Nomination and Remuneration Committee considers, inter-alia, key skills, qualification, expertise and competencies, whilst recommending to the Board the candidature for appointment of Director. The Board, based on the recommendations of the Nomination and Remuneration Committee has identified certain core key skills/expertise/competencies which are required in the context of the business, viz. understanding of governance, strategy, regulatory, fiduciary and ethical requirements, financial knowledge, integrity, credibility, trustworthiness, strong interpersonal skills and inter-cultural management.

In terms of the requirements of SEBI Listing Regulations, the Board has identified the following skills/expertise/competencies of the Directors for its effective functioning:

Business Leadership and Management	Leadership experience in large/global organizations, M & A, leading organization with understanding external environment changes, sustainable business development and expansion, experience in customer insights, marketing and innovation and leading business in different geographies/markets.
Strategy Development and Insight	Experience in developing long-term strategies to sustainably grow business, profitability and competitively, digital technologies in diverse business environments and highly regulated changing environment.
Agri Business	Knowledge of overall agriculture sector and the rural economy involving farmers, expertise in driving Value Chain Partnerships, Smallholder farming and Sustainability, emerging business opportunities and risks.
Governance, Risk and Compliance	Expertise of the corporate governance principles, Board accountability, Regulatory and Risk Management, internal control and emerging local and global trends.
Finance and Accounts	Experience in handling financial management along with an understanding of accounting and financial statements.

All the Directors of the Company possess the above-mentioned skills and description as identified by the Board.

Criteria for appointment of Board Director and selection process

Nomination and Remuneration Committee for nomination/selection

The Nomination and Remuneration Committee in alignment with HR and Management of Company is responsible for evaluating the candidature and selecting a suitable candidate for appointment as Board Member.
The Committee determines and recommends the criteria, qualifications, skills, knowledge and experience required for appointment of Board Member.

Well Defined and Structured Process

The Committee follows a structured process/ criteria as defined in the Consolidated Policy - Nomination & Remuneration, Board Diversity & Performance Evaluation, and accordingly makes recommendations to the Board.

Comprehensive discussions at the Board Meeting

The Board considers the recommendations of the Committee for appointment of new Board Member and eventually recommends to the Shareholders of the Company for their approval at the General Meeting(s) or through Postal Ballot.

Board Independence

The Company's Corporate Governance framework is steered by the strong belief that Independent Directors play a vital role in bringing objectivity and transparency into the overall functioning of the Company, and in enhancing the decision-making process through valuable contributions. The Company's definition of 'Independence' of Directors is derived from Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act read with Schedule IV and other rules and regulations as applicable thereunder. Independent Directors play a crucial role in the governance processes of the Board by fostering a conducive environment, facilitating thoughtful and insightful deliberations, and promoting informed decision-making, thereby enhancing corporate credibility and governance standards.

The Company currently has three (3) Non-Executive Independent Directors which is more than 1/3rd of the total strength of the Board of Directors. The maximum tenure of the Independent Directors is in accordance with the Act and the SEBI Listing Regulations. All Non-Executive Independent Directors comply with the requirements laid down by the SEBI Listing Regulations that are applicable to an Independent Director and are professionals, with expertise and experience in general corporate management, finance, accounting, legal and other allied fields. All Independent Directors of the Company have been appointed as per the provisions of the Act and the SEBI Listing Regulations and formal letters of appointment have been issued to them. Additionally, the Independent Directors have confirmed their registration with the Independent Directors' Database maintained by the Indian Institute of Corporate Affairs.

Pursuant to Regulation 46 of the SEBI Listing Regulations, the terms and conditions of their appointment are disclosed on the Company's website at www.bayer.in.

The Company has received the annual confirmation and disclosures from all the Non-Executive Independent Directors. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties with objective, independent judgement and without any external influence.

Apart from drawing sitting fees and commission, none of these Directors have any other material pecuniary relationship or transaction with the Company, its Promoters and its Management, which, in the judgement of the Board, would affect the independence of the Directors.

Confirmation that, in the opinion of the Board, the Independent Directors fulfil the conditions specified in these regulations and are independent of the management.

Based on the declarations received from the Independent Directors, the Board confirms that in its opinion, the Independent Directors fulfill the conditions specified in the SEBI Listing Regulations and are independent of the management.

Meeting of Independent Directors

During the year under review, a separate Meeting of the Non-Executive Independent Directors of the Company was held on May 26, 2025, as required under Regulation 25(3) of the SEBI Listing Regulations without the attendance of Executive and Non-Independent Directors and the Members of the Management, in order to form a fair and independent judgement on all matters being presented at the Board and Committee Meetings. During the said meeting, the following points were discussed:

- Performance of Non-Independent Directors and the Board as a whole.
- Performance of the Chairperson of the Company, considering the views of Executive Directors and Non-Executive Directors.
- Quality, quantity and timeliness of flow of information between the Company Management and the Board, that is necessary for the Board to effectively and reasonably perform its duties.

The Independent Directors present at the Meeting expressed satisfaction with the governance process followed by the Company, the openness and transparency with which the Management discusses various subject matters as provided in the agenda, as well as the information provided to them on a timely basis.

Resignation/Completion of term of an Independent Director

Mr. Sekhar Natarajan (DIN: 01031445) who was appointed as a Non-Executive Independent Director ceased to be the Independent Director with effect from August 06, 2025, due to completion of his term. Consequently, he also stepped down as the Chairman of the Audit Committee and as Member of the Nomination and Remuneration Committee and Risk Management Committee of the Company effective same date.

Detailed reasons for the resignation of an Independent Director who resigns before the expiry of their tenure, along with confirmation by such a director that there are no other material reasons other than those provided.

Not Applicable.

3. Board Procedure

As part of a well streamlined and transparent process, the Board/Committee meetings are pre-scheduled and a tentative annual calendar of Board and Committee meetings is circulated to all the Directors well in advance, to facilitate them to plan their schedule and to ensure meaningful participation in the meeting, except where meetings have been convened at shorter notice to transact urgent business. However, in case of a special and urgent business need, the Board's approval is sought by passing resolutions by circulation, as permitted by law, which is noted and confirmed in the subsequent Board meeting.

The notice of the Board Meeting is given well in advance to all the Directors of the Company, and the meetings are governed by a detailed agenda. All material information is circulated to the Directors before the meeting, including the minimum information required to be made available to the Board, as prescribed under Part A of Schedule II of the SEBI Listing Regulations. The Board has unrestricted rights to access all the relevant information within the Company, to the Senior Management and auditors of the Company.

The agenda is supported with comprehensive information, papers, detailed notes, presentations on various agenda items and other information, which is circulated well in advance, which enables the Board to take well-informed decisions, discharge its responsibility effectively. This ensures Members are adequately prepared to engage in meaningful discussions and contribute to informed decision making. The agenda and related information are shared through a secured electronic platform, minimizing paper usage, reinforcing the Company's commitment to sustainability and ensuring high standards of security and confidentiality of sensitive information. Additionally, video conferencing facilities are made available to enable Directors to participate in meetings remotely when physical attendance is not feasible.

The Managing Director & CEO briefs the Board on the overall performance of the Company. The Chairman of the Audit Committee briefs the Board on important matters discussed at the meetings of the Audit Committee. The statements of Shareholders'/Investors' grievances received and resolved are also placed quarterly before the Board. At Board Meetings, Company executives and functional heads of various functions are also invited at regular intervals to present updates on the respective business functions.

Information given to the Board

In line with the Company's total commitment to good governance and transparency, the Board has complete access to all information within the Company, which includes, amongst others, the following:

- Quarterly business updates of the Company.
- Minutes of meetings of Audit Committee and other Committees of the Board.
- Adoption of quarterly/half-yearly/annual financial results.
- Budget and Investment updates.
- Show cause, demand, prosecution notices and penalty notices, which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any sale of material nature of investments, subsidiaries and assets, that is not in the normal course of business.
- Update on applicable regulatory or statutory requirements and any amendments thereof.
- Non-compliance of any regulatory, statutory or listing requirements and Members' service, such as non-payment of dividend, delay in share transfer etc.

Board Meetings

The Company held five (5) Board meetings during the financial year 2025-26 and the gap between two meetings did not exceed 120 days. The dates on which the Board meetings were held are May 26, 2025, June 11, 2025, August 06, 2025, November 07, 2025, and February 11, 2026. During the year, some of the businesses were considered by the Board by passing resolutions by circulation.

Attendance Record of the Board Meetings and Annual General Meeting ("AGM")

The attendance of the Directors at the Board Meetings held during the financial year ended March 31, 2026, and AGM held on August 21, 2025, is as under:

Sr. No.	Name of Director	Board Meetings held in Director's tenure	Attendance	
			Board Meeting (including attendance by video conferencing)	Annual General Meeting (held virtually)
1.	Mr. Pankaj Ramanbhai Patel	5	○ ● ● ● ●	Yes
2.	Mr. Sekhar Natarajan*	3	● ● ● ○ ○	Not Applicable
3.	Mr. Simon-Thorsten Wiebusch	5	● ● ● ● ●	Yes
4.	Dr. Thomas Hoffmann	5	● ● ● ● ●	Yes
5.	Ms. Radhika Rajan	5	● ● ● ● ●	Yes
6.	Mr. Sanjiv Rangrass**	3	○ ○ ● ● ●	Yes
7.	Mr. Vinit Rajesh Jindal	5	● ● ● ● ●	Yes
8.	Ms. Jana Marlen Ackermann	5	● ● ● ● ●	Yes

● Attendance in person or by video conferencing.

* Mr. Sekhar Natarajan ceased to be a director on completion of his term as a Non-Executive Independent Director with effect from August 06, 2025.

** Mr. Sanjiv Rangrass was appointed as the Non-Executive Independent Director with effect from August 01, 2025.

Board Support – Company Secretary

The Company Secretary of the Company broadly encompasses ensuring compliance, advising and supporting the Board, upholding the highest standards of corporate governance through effective development of Board and Committee processes, robust organizational governance through policy making and controls, and transparent communication with stakeholders. The Company Secretary ensures that the Board processes and procedures are followed and reviewed regularly. The Company Secretary is responsible for preparation of the agenda and convening the Board and Committee meetings and collating, reviewing and circulating the information for the agenda items circulated to the Board and the Committees for consideration thereof. The Company Secretary ensures that all relevant information is made available for effective decision-making and ensures that important decisions of the Board/Committee Meetings are communicated to the management promptly.

The Company Secretary ensures that the Company adheres to the provisions of the Act, the Secretarial Standards, and the SEBI Listing Regulations with respect to convening and holding the meetings of the Board of Directors, its Committees, and the General Meetings of the Members of the Company. The Company Secretary is also responsible for representing the Company before various regulators and authorities in connection with the discharge of duties under the Act & SEBI Listing Regulations.

The Company Secretary attends the meeting of the Board and the Committee and assures/ advises the Board on the various compliances and governance principles that need to be adhered to by the Company based on the different applicable regulations and ensures appropriate recording and timely circulation of minutes of meetings. The Company Secretary also gives the necessary guidance to the Board Members with regards to their duties, responsibilities and powers and assists Chairman in all Board development processes including board evaluation, inductions and trainings etc.

The Company Secretary also acts as an institutionalized interface between the Board, Management and external stakeholders.

Statutory Compliance Monitoring Tool

The Company has in place a web-based Statutory Compliance Monitoring Tool designed to facilitate the systematic tracking of all statutory and legal obligations applicable to the organisation. This platform streamlines compliance management across multiple regulations, ensuring timely and efficient adherence to all relevant legal requirements. Covering tasks mandated by various statutes at plant locations, registered office and regional offices, the tool enhances robustness and comprehensiveness while offering critical assurance to the Board of Directors.

Through the implementation of this tool, the Company is able to efficiently address complex statutory requirements, reduce potential risks, and uphold a strong compliance framework, thereby providing the Board with transparent and accurate insight into the Company's compliance status.

Board Evaluation

In accordance with the provisions of the Act and the SEBI Listing Regulations, the Company has adopted a Consolidated Policy – Nomination & Remuneration, Board Diversity & Performance Evaluation ("the Policy"), which provides for evaluation of the Board, the Committee of the Board, and the Individual Directors, including the Chairman of the Board. The Company considers Board Evaluation to be a constructive exercise aimed at fostering continuous improvement, augmenting overall Board effectiveness, and strengthening the governance framework. The Policy also sets independence standards for the Independent Directors to follow and adhere to and provides the procedure for evaluation of the Independent Directors and the Board as a whole. The Policy is available on the website of the Company at www.bayer.in.

The Company has in place a structured framework, which includes well-defined procedures, evaluation formats, key attributes, evaluation criteria, questionnaires comprising both quantitative ratings and qualitative parameters and defined timelines. The evaluation criteria encompass the experience and qualifications possessed by Directors, their relevant expertise in operating the Company's business, integrity and accountability, as well as their judgement in bringing objectivity to Board proceedings. Each evaluation form includes a structured rating scale and also incorporates a "Qualitative Assessment" Section for Director Reflections, enabling Directors to provide open-ended feedback on governance practices, strategic clarity, and areas for improvement.

During the year under review, a Board Evaluation was conducted by the Company internally, and it included the evaluation of the Board as a whole, the Board Committees, and the Individual Directors including the Chairperson and the Executive Directors, based on the respective evaluation parameters as defined below:

a. **Evaluation Parameters:**

Board of Directors

Evaluation of the Board on various criteria such as structure, composition, quality, diversity, experience, competencies, performance of specific duties and obligations, board practices, and overall effectiveness of the Board including its time devotion towards strategy, governance, compliance, oversight of the financial reporting process and internal controls, stakeholder value and responsibility, and CSR & ESG matters.

Committees of the Board

Evaluation of the Board Committees on the basis of criteria such as committee composition, effectiveness of committees in terms of defined charters and powers, information flow with the Board in terms of reporting and due consideration of Committees' decisions, findings and recommendations at the Board level, independence of the Committee in its functioning, and meaningful engagement with key stakeholders such as auditors, management, and external advisors.

Individual Directors

Evaluation of the Individual Directors on criteria such as meeting attendance, time devotion and contribution, engagement with colleagues on the Board, preparedness for meetings, quality of inputs, entrepreneurial leadership, ability to bring different perspectives, independent judgement, knowledge, skills, competence, personal attributes including ethics and integrity, and contribution to governance and oversight. All Directors were subject to peer evaluation.

Executive Directors

Evaluation of the Executive Directors on criteria including achievement of strategic goals, clarity of vision, openness to constructive suggestions, talent and leadership management, ethical leadership and tone at the top, strategy formulation and execution, and the ability to effectively balance executive responsibilities with governance oversight in alignment with the Board's expectations.

Chairman

Evaluation of Chairman on certain additional criteria such as providing leadership to the Board, fostering a culture of open communication, managing relationships with stakeholders, the Board, and management, impartiality in conducting discussions, effectiveness in governance and oversight, and ensuring that the Board effectively monitors Company performance, compliance, and risk management.

Independent Directors

Based on the role of Independent Directors viz. vision and strategic guidance, governance and control, the Independent Directors were evaluated by the Board on certain additional performance indicators including:

a. devotion of sufficient time and attention towards professional obligations for independent decision-making and for acting in the best interests of the Company;
b. providing strategic guidance to the Company to ensure long-term viability and strength; and
c. bringing external expertise, maintaining objectivity and independent judgement in the best interest of all stakeholders including minority Shareholders.

b. Review Process for outcome of Performance Evaluation

The consolidated results on the outcome of the Performance Evaluation were discussed in the Nomination and Remuneration Committee Meeting, followed by a discussion at the Board Meeting. All Board Members participated in the Performance Evaluation process. A detailed presentation setting out the scores, trends, qualitative feedback, key themes, and action areas was made to the Nomination and Remuneration Committee and the Board at their respective meetings.

c. Outcome of the Evaluation Process

As an outcome of the above exercise, it was noted that the Board as a whole is functioning as a cohesive body and is well engaged with different perspectives. The Board has a good focus on key areas such as performance, compliance, controls, and strategy. The Board Members actively discuss critical topics, play a very constructive role, and demonstrate a highly collaborative approach. The Committees of the Board were found to be functioning effectively with well-defined mandates, adequate expertise, and meaningful engagement with key stakeholders. Individual Directors, including the Chairperson, Executive Directors, and Independent Directors, were assessed to be making valuable contributions to the governance and strategic direction of the Company, and were found to be upholding high standards of integrity, professionalism, and accountability. The evaluation confirmed that the Board and its Committees are effectively discharging their duties and responsibilities in the best interest of the Company and its stakeholders.

Induction Program for new Independent Director(s) & Familiarisation Program for all existing Directors

Alignment of Directors to the Company's strategic plans and actions is integral to its value accretive growth trajectory.

In line with the provisions of the SEBI Listing Regulations, the Company has adopted a familiarisation program for its Non-Executive Independent Directors designed to enable them to understand the Company's business in detail, its operations, strategies, business, policies and facilitate their active participation in Board proceedings. The familiarisation program includes orientation sessions for newly inducted Directors along with continuous initiatives aimed at keeping all Directors updated. At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which, inter alia, explains his/her, functions, roles, duties and responsibilities, as well as the Board's expectations.

Pursuant to Regulation 25(7) of the SEBI Listing Regulations, the Company also has an ongoing familiarisation programme for its Independent Directors with the objective of familiarising them with the Company, its operations, strategies and business model, nature of the industry and environment in which it operates, functions, policies and procedures of the Company, the regulatory environment applicable to it, etc. The familiarization program of the Board Members gives them an opportunity to closely interact with the Senior Leadership of the Company. On-going engagements at the Board/Committee Meetings with regular updates in Company's strategy and the Board Members are also apprised of the key business initiatives undertaken by the Company as well as approach followed by the Company in Legal, Accounting, Internal Controls and Risk Management, Human Resources, Public Affairs and Sustainability etc. The Board is provided with all the documents required by them to have a good understanding of the Company, its business model, and various operations, and the industry of which it is a part. The Board is also regularly informed about significant developments in the industry, regulatory changes and other developments that impact the Company.

Board Engagement during the financial year 2025-26:

As part of the Board Familiarisation program, in the month of November 2025, few of the Board Members visited the Better Life Farming (BLF) Center at Chaudharipur, Varanasi, as well as model farms and the International Rice Research Institute (IRRI). These immersive visits offered Board Members a first-hand understanding of the Company's flagship initiatives, including direct interactions with farmers and agri-entrepreneurs at the BLF Center and insights into advanced agricultural research at IRRI. The experience deepened the Board's appreciation of the Company's impact on rural communities and its commitment to sustainable agriculture, empowering smallholder farmers and fostering innovation in the sector.

Pursuant to Regulation 46 of the SEBI Listing Regulations, details of familiarization program for Independent Directors are uploaded on the Company's website under the "Corporate Governance" Section at www.bayer.in.

Board Commitment

All the Directors of the Company are expected to attend all the Board Meeting and each Committee Meetings of which they are Members, unless there are exceptional reasons preventing them from participating.

Disclosure of Relationship between Directors inter se

As on March 31, 2026, none of the Directors of the Company are in any way related to each other as per the definition of 'relative' specified under the Act.

Number of shares held by Non-Executive Directors

None of the directors of the Company hold shares of the Company as on March 31, 2026.

4. Committees of the Board

In accordance with statutory requirements, the Board has constituted various Committees, with the objective to bring sharper focus on specific areas and ensure effective decision-making and each Committee has formal terms of reference as approved by the Board. The Company believes that the Committees of the Board play an important role in its overall governance structure.

The Committees of the Board function as a viable support system for the Board Members in the discharge of their duties and responsibilities. The Company has all the Statutory Committees in place.

The Committees have been constituted to deal with specific areas/activities concerning the Company. The Board Committees are set with clearly defined roles and goals, which are crucial for the smooth functioning of the Company. The recommendations of the Committee are submitted to the Board for approval, and the Board is responsible for the actions of the Committees. The Chairperson of the respective Committees keep the Board informed on the summary of the discussions held in various Committee Meetings. The minutes of meetings of all the Committees are placed before the Board for review.

The Board has constituted the following Committees which are mandatory under the applicable laws, rules and regulations.

Constitution of the Committees as on March 31, 2026

Audit Committee

- **Ms. Radhika Rajan**
- Mr. Sanjiv Rangrass
- Dr. Thomas Hoffmann
- Mr. Pankaj Ramanbhai Patel

Nomination & Remuneration Committee

- **Ms. Radhika Rajan**
- Mr. Sanjiv Rangrass
- Dr. Thomas Hoffmann

CSR & ESG Committee

- **Mr. Simon-Thorsten Wiebusch**
- Mr. Pankaj Ramanbhai Patel
- Ms. Radhika Rajan
- Mr. Vinit Rajesh Jindal

Stakeholders' Relationship Committee

- **Mr. Pankaj Ramanbhai Patel**
- Mr. Simon-Thorsten Wiebusch
- Mr. Vinit Rajesh Jindal

Risk Management Committee

- **Mr. Simon-Thorsten Wiebusch**
- Mr. Sanjiv Rangrass
- Mr. Vinit Rajesh Jindal

Chairman/Chairperson of the Committee

Member of the Committee

Audit Committee

The Audit Committee is constituted and functions in accordance with Section 177 of the Act and Regulation 18 of the SEBI Listing Regulations. Financial transparency is critical for sustaining good corporate practices. An important link between the Statutory and Internal Auditors, the Management and the Board, the Audit Committee provides necessary assistance to the Board in fulfilling its responsibilities of monitoring financial reporting processes, reviewing the Company's systems and processes for internal financial controls, reviewing the related party transactions, the functioning of the whistleblower mechanism and the Company's statutory and internal audit process.

Also, as per Regulation 18(2) of the SEBI Listing Regulations, the Audit Committee is empowered to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon by the Board of Directors from time to time and as mandated under the applicable rules and regulations.

The Managing Director and Chief Executive Officer, Chief Financial Officer, Statutory Auditors and Internal Auditor also attend the meetings of the Audit Committee as special invitees to provide necessary information. The Company Secretary acts as the Secretary to the Audit Committee. The minutes of each Audit Committee meeting are placed and confirmed in the next Audit Committee Meeting as well as the next Board Meeting. Actions arising from the previous meetings are reviewed at subsequent meetings of the Audit Committee.

The Company's Audit Committee comprises four (4) Non-Executive Directors, of whom three (3) are Non-Executive Independent Directors and one (1) is a Non-Executive Non-Independent Director as on March 31, 2026. All the Members of the Audit Committee, including the Chairperson, possess expertise/knowledge in accounting and financial matters.

Terms of Reference the Audit Committee

The terms of reference of the Audit Committee are, inter alia, as follows:

1. Overseeing the Company's financial reporting process and the disclosure of its financial information, to ensure that the financial statement is correct, sufficient and credible.

2. Making recommendations for appointment, remuneration and terms of appointment of auditors of the Company.

3. According approval for payment to Statutory Auditors for any other services rendered by the Statutory Auditors.

4. Reviewing, with the Management, the annual financial statements and auditor's report thereon, before submission to the Board for approval, with particular reference to:

    a) Matters required to be included in the Director's Responsibility Statement, to be included in the Board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013.

    b) Changes, if any, in accounting policies and practices, and reasons for the same.

    c) Major accounting entries involving estimates based on the exercise of judgement by the Management.

    d) Significant adjustments made in the financial statements arising out of audit findings.

    e) Compliance with listing and other legal requirements relating to financial statements.

f) Disclosure of any related party transactions.

g) Qualifications in the draft audit report, if any.

5. Reviewing, with the Management, the quarterly financial statements before submission to the Board for approval.
6. Reviewing, with the Management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice, and the report submitted by the agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take steps in this matter.
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of the audit process.
8. Approving, or making any subsequent modification to, transactions of the Company with related parties.
9. Scrutinizing inter-corporate loans and investments.
10. Valuating undertakings or assets of the Company, where necessary.
11. Evaluating internal financial controls and risk management systems.
12. Reviewing with the Management, performance of Statutory and Internal Auditors, adequacy of the Internal Control Systems.
13. Reviewing the adequacy of the internal audit function, if any, including the structure of the Internal Audit department, staffing and seniority of the official heading the department, reporting structure coverage, and frequency of internal audit.
14. Discussing with Internal Auditors any significant findings and follow-ups thereon.
15. Reviewing the findings of any internal investigations by the Internal Auditors in matters where there is suspected fraud or irregularity or a failure of Internal Control Systems of a material nature, and reporting the matter to the Board.
16. Discussing with Statutory Auditors, before the audit commences, about the nature and scope of audit, as well as post-audit discussion to ascertain any area of concern.
17. Looking into the reasons for substantial defaults in payment to the depositors, debenture holders, Shareholders (in case of non-payment of declared dividends) and creditors.
18. Reviewing the functioning of the Whistle Blower mechanism.
19. Approving the appointment of CFO (i.e., the Whole-Time Finance Director or any other person heading the Finance function or discharging that function), after assessing the qualifications, experience and background, etc. of the candidate.
20. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

The Audit Committee met four (4) times during the financial year ended on March 31, 2026. The meetings were held on May 26, 2025, August 06, 2025, November 07, 2025, and February 11, 2026. The gap between two Audit Committee Meetings did not exceed 120 days. Necessary quorum was present at all the meetings.

The composition of the Audit Committee and attendance of the Committee Members at the meetings for financial year 2025-26 is as below:

Name of Member	Category	Audit Committee Meetings during the Member's tenure	No. of Meetings attended during 2025-26
Mr. Sekhar Natarajan, Chairman*	Non-Executive Independent Director	2	2
Ms. Radhika Rajan, Chairperson**	Non-Executive Independent Director	4	4
Dr. Thomas Hoffmann, Member	Non-Executive Non-Independent Director	4	4
Mr. Sanjiv Rangrass, Member#	Non-Executive Independent Director	2	2
Mr. Pankaj Ramanbhai Patel, Member#	Non-Executive Independent Director	2	2

* Mr. Sekhar Natarajan ceased to be the Chairman and Member of the Audit Committee on completion of his term with effect from August 06, 2025.

** Ms. Radhika Rajan was appointed as the Chairperson and Member of the Audit Committee with effect from August 07, 2025.

Mr. Sanjiv Rangrass and Mr. Pankaj Ramanbhai Patel were appointed as Members of the Audit Committee with effect from August 07, 2025.

Nomination and Remuneration Committee

As per Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations, the Company has constituted a Nomination and Remuneration Committee. The Committee is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria. Further, the Committee is also responsible for formulating policies with respect to remuneration, performance evaluation, Board diversity, etc. in line with the Act and the SEBI Listing Regulations. The performance evaluation criteria for Independent Directors are set out in Board Evaluation above.

As on March 31, 2026, the Committee comprises three (3) Non-Executive Directors, of whom two (2) are Non-Executive Independent Directors, and one (1) is Non-Executive Non-Independent Director. The Company Secretary acts as the Secretary to the Nomination and Remuneration Committee. The minutes of each Nomination and Remuneration Committee meeting are placed and confirmed in the next Nomination and Remuneration Committee Meeting as well as the next Board Meeting.

Terms of Reference of the Nomination and Remuneration Committee

The terms of reference of the Nomination and Remuneration Committee are inter alia as follows:

1. To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel and other employees.
2. To formulate criteria for evaluation of performance of the Independent Directors and the Board.
3. To devise a policy on Board diversity.
4. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
5. To consider, adopt and adhere to the Nomination and Remuneration Policy.

The Committee met four (4) times during the financial year ended as on March 31, 2026. The meetings were held on April 10, 2025, May 26, 2025, June 11, 2025, and February 11, 2026. Necessary quorum was present at all the meetings.

The composition of the Nomination and Remuneration Committee and attendance of the Committee Members at the meetings is as below:

Name of Member	Category	Nomination and Remuneration Committee Meetings during the Member's tenure	No. of Meetings attended during 2025-26
Ms. Radhika Rajan, Chairperson	Non-Executive Independent Director	4	4
Mr. Sekhar Natarajan, Member*	Non-Executive Independent Director	3	3
Mr. Sanjiv Rangrass, Member**	Non-Executive Independent Director	1	1
Dr. Thomas Hoffmann, Member	Non-Executive Non-Independent Director	4	4

* Mr. Sekhar Natarajan ceased to be a Member of the Nomination and Remuneration Committee on completion of his term with effect from August 06, 2025.

** Mr. Sanjiv Rangrass was appointed as a Member of the Nomination and Remuneration Committee with effect from August 07, 2025.

Corporate Social Responsibility & Environmental, Social and Governance Committee

The Corporate Social Responsibility ("CSR") Committee is constituted in accordance with Section 135 of the Act with an objective to drive its Corporate Social Responsibility agenda in letter and in spirit. In order to sharpen its focus towards Environmental, Social and Governance ("ESG") matters, the Company has re-named the CSR Committee to Corporate Social Responsibility & Environmental, Social and Governance Committee.

In line with the amended Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has in place a CSR Policy which is displayed on the website of the Company at www.bayer.in. The Annual Report on CSR activities for the financial year 2025-26 forms part of the Directors' Report as an Annexure.

The Committee, as on March 31, 2026, comprises two (2) Non-Executive Independent Directors and two (2) Executive Directors. The Company Secretary acts as the Secretary to the Committee.

Terms of Reference of the CSR and ESG Committee

The CSR & ESG Committee has a wide and comprehensive list of terms of reference, as listed below:

1. Formulating and recommending to the Board the structure of the Corporate Social Responsibility Policy and the activities to be undertaken by the Company.

2. Recommending the amount of expenditure to be incurred on the activities undertaken.

3. Reviewing the performance of the Company in the area of Corporate Social Responsibility.

4. Monitoring the Corporate Social Responsibility Policy of the Company.

5. Formulating policies and procedures based on the requirement of SEBI for Business Responsibility and Sustainability Reporting.

6. Ensuring implementation of all the policies pertaining to business responsibility.
7. Ensuring effective communication of all the policies to all relevant stakeholders.
8. Reviewing and assessing the business responsibility performance annually.
9. Reviewing the business responsibility initiatives and encouraging participation.
10. Reviewing the Business Responsibility & Sustainability Report and recommending it to the Board for approval.
11. Overseeing the development of and make recommendations to the Board regarding ESG strategy.
12. Identify the relevant ESG matters that do or are likely to affect the operation of the Company and/or its strategy.
13. Ensure that the Company monitors and reviews current and emerging ESG trends, relevant standards and legislative requirements.

During the financial year 2025-26, the Committee met two (2) times on May 26, 2025, and February 11, 2026. Necessary quorum was present at all the meetings.

The composition of the CSR & ESG Committee and attendance of the Committee Members at the meetings for financial year 2025-26 is given below:

Name of Member	Category	CSR & ESG Committee Meetings during the Member's tenure	No. of Meetings attended during 2025-26
Mr. Simon-Thorsten Wiebusch, Chairman	Vice Chairman & Managing Director and CEO	2	2
Mr. Pankaj Ramanbhai Patel, Member	Non-Executive Independent Director	2	1
Ms. Radhika Rajan, Member	Non-Executive Independent Director	2	2
Mr. Vinit Rajesh Jindal, Member	Executive Director & CFO	2	2

Risk Management Committee

Knowing the importance of managing and pre-empting risks effectively for having a sustainable business, the Company has constituted a Risk Management Committee, in line with Regulation 21 of the SEBI Listing Regulations. The role of the Committee is to assist the Board in overseeing the Company's risk management processes and controls.

The Committee, as on March 31, 2026, comprises one (1) Non-Executive Independent Director and two (2) Executive Directors. The Company Secretary acts as the Secretary to the Committee. The Head – Internal Audit and Risk Management is the permanent invitee to the Risk Management Committee Meetings.

Terms of reference of the Risk Management Committee

The terms of reference of the Risk Management Committee are as follows:

1. To formulate a detailed risk management policy which shall include:

    a) A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, Environmental, Social and Governance related risks, information, cyber security risks or any other risk as may be determined by the Committee.

b) Measures for risk mitigation including systems and processes for internal control of identified risks

c) Business Continuity Plan.

2. To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.

3. To monitor and oversee implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems.

4. To periodically review the Risk Management Policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.

5. To keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken.

6. The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

7. Supporting the executive management in the establishment of a culture which balances risks and opportunities facilitated by conscious risk decisions and a suitable 'Tone from the Top'.

The Risk Management Committee met two (2) times during the financial year 2025-26, on August 06, 2025, and February 11, 2026. The gap between two (2) Risk Management Committee Meetings did not exceed 210 days. Necessary quorum was present at all the meetings.

The composition of the Risk Management Committee and attendance of the Committee Members at the meetings were as under:

Name of Member	Category	Risk Management Committee Meetings during the Member's tenure	No. of Meetings attended during 2025-26
Mr. Simon-Thorsten Wiebusch, Chairman	Vice Chairman & Managing Director and CEO	2	2
Mr. Sekhar Natarajan, Member*	Non-Executive Independent Director	1	1
Mr. Sanjiv Rangrass, Member**	Non-Executive Independent Director	1	1
Mr. Vinit Rajesh Jindal, Member	Executive Director & CFO	2	2

* Mr. Sekhar Natarajan ceased to be a Member of the Risk Management Committee on completion of his term with effect from August 06, 2025.

** Mr. Sanjiv Rangrass was appointed as a Member of the Risk Management Committee with effect from August 07, 2025.

Stakeholders Relationship Committee

The Company has a duly constituted Stakeholders Relationship Committee, in pursuance of Section 178(5) of the Act 2013 and Regulation 20 of the SEBI Listing Regulations which looks into various aspects of interest of Shareholders. The Committee protects the interests of the Shareholders, maintains cordial investor relations and oversees the mechanism to review and redress investors' grievances.

The Committee, as on March 31, 2026, comprises one (1) Non-Executive Independent Director and two (2) Executive Directors. The Company Secretary acts as the Secretary to the Committee.

Terms of reference of the Stakeholders Relationship Committee

The following are the terms of reference of the Stakeholders Relationship Committee:

1. To consider and effectively redress the Shareholders and investor complaints including complaints related to transfer of shares, non-receipt of Annual Reports, non-receipt of declared dividends.
2. To review the measures taken for effective exercise of voting rights by Shareholders.
3. To review the adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
4. To review the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the Shareholders of the Company.

The Committee met two (2) times during the financial year 2025-26. The meetings were held on August 06, 2025, and February 11, 2026. Necessary quorum was present at all the meetings.

The composition of the Stakeholders' Relationship Committee and attendance of the Committee Members at the meetings were as under:

Name of Member	Category	Stakeholders' Relationship Committee Meetings during the Member's tenure	No. of Meetings attended during 2025-26
Mr. Pankaj Ramanbhai Patel, Chairman	Non-Executive Independent Director	2	1
Mr. Simon-Thorsten Wiebusch, Member	Vice Chairman & Managing Director and CEO	2	2
Mr. Vinit Rajesh Jindal, Member	Executive Director & CFO	2	2

Complaints received and resolved by the Company during the financial year ended March 31, 2026, are given below:

Source of complaints	April 01, 2025, to March 31, 2026		
	Brought Forward/ Received during the year	Resolved during the year	Pending as on March 31, 2026
Referred by SEBI SCORES	18	18	0
Referred by Stock Exchange	0	0	0
Received directly from Investors	0	0	0

Source of complaints	April 01, 2025, to March 31, 2026		
	Brought Forward/ Received during the year	Resolved during the year	Pending as on March 31, 2026
Referred by NSDL/CDSL	0	0	0
Referred by RBI/Ministry of Corporate Affairs	0	0	0
Referred by Other Government Body	2	2	0
Total	**20**	**20**	**0**

Company Secretary and Compliance Officer

Ms. Bharati Shetty, Company Secretary, is the Compliance Officer of the Company.

SEBI and Stock Exchanges' Investor Grievance Redressal System – SCORES and SMART Online Dispute Resolution Mechanism

The Company endeavours to redress the grievances of all its Investors as soon as it receives the complaints from the respective forums of SEBI and Stock Exchange i.e., BSE Limited. As a part of ensuring seamless assistance to the investors and resolving their queries/complaints, a process is followed whereby they can first reach out to the RTA, followed by the Company and Stock Exchange for resolving queries/complaints. If the query of the Shareholder is not resolved satisfactorily, they can raise their complaint to SEBI SCORES platform and eventually they can also opt for SMART Online Dispute Resolution (ODR) Mechanism launched by SEBI.

In order to streamline the dispute resolution mechanism in the Indian securities market, SEBI introduced a common ODR mechanism which harnesses online conciliation and online arbitration for resolution of all of kinds of disputes arising in the Indian securities market. The same can be accessed https://smartodr.in/login.

The SCORES and SMART ODR platforms of SEBI and 'Investor Complaints' Section facilitate investors to file complaints online and get end-to-end status or update of their grievances.

Share Transfer Committee

The Share Transfer Committee has been formed to look into share transfer and all related applications received from Shareholders. The Company takes all due care to ensure that all rules and regulations with respect to share transfer are fully adhered to. In compliance with Regulation 40 of the SEBI Listing Regulations, shares of the Company can be transferred only in dematerialized form with effect from April 01, 2019. Further, with effect from January 24, 2022, listed companies shall issue securities in dematerialized mode only while processing any investor service requests viz. issue of duplicate share certificates, exchange/sub-division/splitting/consolidation of securities, transmission/transposition of securities.

Further, a sub-committee has been constituted for attending to matters relating to issue of duplicate share certificates, transmission of shares, split and consolidation, etc. The composition of the aforementioned Committee as on March 31, 2026, is as under:

Sr. No.	Name of Member	Designation
1.	Mr. Simon-Thorsten Wiebusch Vice Chairman & Managing Director and CEO	Chairman
2.	Mr. Vinit Rajesh Jindal Executive Director & CFO	Member
3.	Ms. Bharati Shetty Company Secretary and Compliance Officer	Member

5. Senior Management Personnel

The Senior Management comprises the Leadership Team, consisting of core management Members and functional heads.

Pursuant to Regulation 16(1)(d) of the SEBI Listing Regulation, the details of Senior Management Personnel as of March 31, 2026, are as below:

Sr. No.	Name of Member	Designation
1.	Mr. Simon-Thorsten Wiebusch	Vice Chairman & Managing Director and CEO (KMP)
2.	Mr. Vinit Rajesh Jindal	Executive Director & CFO (KMP)
3.	Ms. Bharati Shetty	Company Secretary and Compliance Officer (KMP)
4.	Mr. Devdas Baliga	Cluster Law, Patents & Compliance Lead - South Asia
5.	Ms. Rachana Panda	Lead - Comms, Public Affairs, Sustainability & CSE - South Asia & ASEANZ
6.	Mr. Rajaram Mohan Babu Boppana	Cluster Commercial Lead, IBSL
7.	Ms. Priya D'Cruz	Cluster Human Resources Lead – South Asia

There are no changes in the Senior Management Personnel from the end of financial year till the date of issuance of this report.

6. Remuneration of Directors

In terms of the SEBI Listing Regulations and the Companies Act, 2013, the Board has approved a Consolidated Policy – Nomination and Remuneration, Board Diversity & Performance Evaluation for Directors, KMPs and other Senior Managerial Personnel which includes the criteria for making payments to all the Directors.

The Nomination and Remuneration Committee recommends to the Board the remuneration payable to the Managing Director, Whole-time Directors, and the Key Managerial Personnel. The elements of the remuneration package include salary, benefits, retirals, and performance-linked incentives, etc., and are decided based on performance, company policy, and benchmarks. The Annual increments are also recommended by the Nomination and Remuneration Committee to the Board in line with the Nomination and Remuneration Policy.

The Non-Executive Independent Directors are paid Sitting Fees for the Board Meetings and Committee Meetings as recommended by the Board. The fees or compensation/commission paid to the Non-Executive Independent Directors are within the limits as prescribed under the Companies Act, 2013 and does not require any further approvals.

The Non-Executive Directors have no material pecuniary relationships or transactions with the Company in their personal capacity.

The details of remuneration paid to Non-Executive Independent Directors and Executive Directors during the financial year ended March 31, 2026, are as below:

a) **Non-Executive Independent Directors**

The details of the sitting fees and commission paid during the financial year ended March 31, 2026, are as given below:

(₹ in Million)

Sr. No.	Name of Director	Sitting Fees	Commission	Total
1.	Mr. Pankaj Ramanbhai Patel	0.60	1.5	2.10
2.	Ms. Radhika Rajan	1.10	1.04	2.14
3.	Mr. Sekhar Natarajan*	0.66	1.5	2.16
4.	Mr. Sanjiv Rangrass**	0.52	-	0.52
5.	Ms. Ketaki Bhagwati*	-	0.47	0.47

Note: Commission was paid for the financial year 2024-25 in the month of August 2025.

*Ms. Ketaki Bhagwati ceased to be Board Member with effect from July 23, 2024, on completion of her term. Hence Ms. Bhagwati was only paid Commission on pro-rata basis for the financial year 2024-25 in the month of August 2025.

*Mr. Sekhar Natarajan ceased to be Board Member with effect from August 06, 2025, on completion of his term. Hence the Commission for the financial year 2025-26 will be payable after the upcoming Annual General Meeting to be held in the month of August 2026.

**Mr. Sanjiv Rangrass was appointed on the Board with effect from August 01, 2025. Hence the Commission for financial year 2024-25 was not applicable to Mr. Rangrass.

b) **Executive Directors**

The details of the remuneration paid/payable to the Executive Directors during the financial year ended March 31, 2026, is provided below:

(₹ in Million)

Sr. No.	Name of Director	Position	Salary & Allowances*	Perquisites	Total Remuneration	Contract Period
1.	Mr. Simon-Thorsten Wiebusch	Vice Chairman & Managing Director and CEO	114.85	12.43	127.28	November 01, 2023 – October 31, 2028
2.	Mr. Vinit Rajesh Jindal	Executive Director & CFO	56.43	-	56.43	March 01, 2025 – February 28, 2030

* It includes Basic Salary, Special Allowance, Performance Linked Incentive, Short Term Incentive, Long Term Incentive, Employer PF contribution and various allowances.

c) **Service contract, notice period and severance fees**

Mr. Simon-Thorsten Wiebusch was appointed as the Vice Chairman & Managing Director and Chief Executive Officer with effect from November 01, 2023, by the Board of Directors. The employment contract with Mr. Wiebusch, Vice Chairman & Managing Director and Chief Executive Officer is for a period of 5 years, terminable by 3 months' notice on either side.

Mr. Vinit Rajesh Jindal was appointed as Whole-time Director designated as Executive Director of the Company with effect from March 01, 2025, by the Board of Directors. The employment contract with Mr. Jindal is for a period of 5 years, terminable by 3 months' notice on either side.

There is no severance fee paid to the Vice Chairman & Managing Director and CEO or Whole-time Executive Director(s).

d) **Stock option details, if any, and whether issued at discount as well as the period over which accrued and over which exercisable**

The Company does not have any scheme for stock options, for either its directors or its employees.

7. Policies

Whistle Blower Policy

BCSL is firmly committed to upholding exemplary standards of corporate governance and responsibility toward stakeholders. The Company consistently pursues its business objectives with a strong emphasis on respect for human values and conducts its operations with integrity to advance the interest of Bayer.

In terms of the Corporate Compliance Program and the SEBI Listing Regulations, the Company has in place a well-structured 'Whistle Blower Policy', with the objective to provide appropriate avenues to the employees and Directors of the Company to bring to the attention of the Management any genuine concerns regarding unethical behavior, actual or suspected frauds, including potential breach of Company's policies and standards, values or any laws within the country or elsewhere. This is a robust vigil mechanism that also provides for adequate safeguards against victimization of persons who use such mechanisms. It basically enables the employees to raise their concerns, which are looked into, and fully investigated and acted upon. During the year, no person was denied access to the Audit Committee. The Whistle Blower Policy is available on the website of the Company at www.bayer.in.

Policy for Prevention of Sexual Harassment

The Company is dedicated to foster a respectful and safe working environment for all its employees which is free from any form of harassment and has a zero-tolerance approach towards any act of sexual harassment. While strictly adhering to the norms laid down by law, the Company has in place a 'Policy for Prevention of Sexual Harassment' ("Policy") at the workplace, in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, and the Rules made thereunder. The Internal Committee has been constituted as per the procedure prescribed in the law. Awareness amongst the employees of the Company was created in a succinct manner with adequate information on the Internal Committee Members and certain critical elements of the Policy. The policy is also available on the Company's website at www.bayer.in.

During the financial year 2025-26, two complaints with allegation of sexual harassment were received by the Company and the same were handled as per the provisions of the Prevention of Sexual Harassment at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The following is a summary of sexual harassment complaints received and disposed off during financial year 2025-26:

Particulars	Details
Number of complaints filed/received during the financial year	2
Number of complaints disposed during the financial year	1
Number of complaints pending for more than ninety days	1*
Number of complaints pending as at the end of the financial year	1*

*Complaint was pending for more than ninety days and as on March 31, 2026.

Risk Management Policy

As an integral component of the overall governance process, Risk Management at BCSL comprises all the organisational rules and actions, for early identification of risks in the course of doing business as well as effective management of such risks. It includes implementing systems to identify risks at an early stage, taking necessary and timely measures to mitigate them and report them to the appropriate authority.

The Company has adopted a comprehensive Risk Management Policy which, inter alia, defines the processes for risk identification, assessment, mitigation, monitoring and reporting. The Policy provides for periodic communication to the Risk Management Committee on key risk exposures, mitigation strategies and changes in the overall risk profile. The Risk Management processes and procedures are reviewed at regular intervals to ensure their continued relevance and effectiveness, and to enable Executive Management to monitor and control risks relevant to business operations in a dynamic operating environment.

The Head - Internal Audit & Risk Management, India, is responsible for co-ordinating with functional and business heads across the organisation to facilitate the systematic identification of key risks, assess the adequacy and effectiveness of existing mitigation measures, recommend corrective or preventive actions where required, and report on the status of key risks and mitigation plans to the Risk Management Committee. This coordinated and governance-led approach enables the Company to maintain effective oversight of risks and align risk management practices with business objectives. The policy is also available on the website of the Company at www.bayer.in.

Consolidated Policy - Nomination and Remuneration, Board Diversity & Performance Evaluation

The Consolidated Policy for Nomination & Remuneration, Board Diversity and Performance Evaluation ("Consolidated Policy") lays down the criteria for each of the responsibilities of the Nomination & Remuneration Committee ("NRC") as given herein above and the NRC shall be guided by the said Consolidated Policy while discharging its duties on behalf of the Company. It is structured as per the Companies Act, 2013 and SEBI Listing Regulations and it is available on the website of the Company at www.bayer.in. The Consolidated Policy is divided into three (3) parts:

- **Nomination & Board Diversity –** Includes the various attributes that the NRC may consider while nominating a Board Member including diversity in experience, expertise, culture, skills and geographical background, gender etc.

- **Performance Evaluation of the Board, Committees & Individual Directors –** Provides guidance on evaluation of the performance on an annual basis of Individual Directors (including Chairperson), the Board as a whole and various committees of the Board. Additionally, the manner, period and process of the performance evaluation is also defined in the policy.

- **Guidelines for determining Remuneration–** Provides guidance on determining the Remuneration of Executive and Non-Executive Directors, Key Managerial Personnel, and other employees.

Code of Conduct & Code of Fair Disclosures – For Prohibition of Insider Trading

The Company has developed a robust and an important governance code - Code of Conduct and Code of Fair Disclosures - For Prohibition of Insider Trading ("Code") to prevent insider trading activities by dealing in shares of the Company. The Code, which is in accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and further amendments, prohibits the designated persons, connected persons and any other insider from dealing in the securities of the Company on the basis of any unpublished price sensitive information, available to them by virtue of their position in the Company, and during the trading window closure period.

Also, the Company has a mechanism in place for monitoring the trading done by the designated employees, as well as generation of system-based disclosures in line with the Code. The Company Secretary has been appointed as the Compliance Officer to ensure implementation of the Code. The Code of Conduct is applicable to all Directors and designated persons of the

Company who are expected to have access to unpublished price sensitive information relating to the Company. The Code of Conduct lays down guidelines that advise them on the procedures to be followed and disclosures to be made while dealing with the securities of the Company and cautions them about the consequences of violations.

The objective of the Code is to protect the interest of the Shareholders, to prevent the misuse of any unpublished price sensitive information, and to prevent any insider trading activity. The Code is available on the website of the Company at www.bayer.in.

Code of Conduct for Board of Directors and Senior Management

The Corporate Governance framework at the Company extends across its hierarchical structure, right up to the Company's Directors and top Management. In compliance with the requirements of Regulation 17(5) of the SEBI Listing Regulations, the Board of Directors had adopted a Code of Conduct for Directors, including Non-Executive Directors and Senior Management of the Company. The Code of Conduct sets out guiding principles for ethical and responsible conduct and Company's commitment to legal and regulatory compliance, safe workplace, avoiding conflicts of interest, fairness and respect at workplace and mutual respect in all dealings. During the year, there has been no instance of conflict of interest, based on the confirmations/declarations received.

All Board Members and Senior Management Personnel of the Company have affirmed compliance with the applicable Code of Conduct. A certificate to this effect, from Mr. Simon-Thorsten Wiebusch, Vice Chairman & Managing Director and CEO, and Mr. Vinit Rajesh Jindal, Whole-time Director designated as Executive Director & CFO, is attached with this Report. The policies as well as codes are posted on the website of the Company at www.bayer.in.

Related Party Transactions Policy

The Company has formulated a "Policy on Related Party Transactions" in line with the requirements of the Act and SEBI Listing Regulations governing framework for determining the materiality of and ensuring approval of Related Party Transactions ("RPTs"). The Policy aims to ensure that effective procedures for identification, reporting and approval are established to govern and review the RPTs being entered into by the Company.

All RPTs are placed before the Audit Committee for review and approval. Prior omnibus approval is obtained for the Related Party Transaction on a yearly basis for the transactions which are of repetitive nature and/or entered in the ordinary course of business and are at arm's length. All Related Party Transactions are reviewed to establish compliance with the requirements of Related Party Transactions under the Act and SEBI Listing Regulations.

Confirmations:

During the financial year 2025-26:

- All RPTs were entered in ordinary course of business and on arm's length basis
- The Company has not entered into any materially significant Related Party Transactions with its Promoters, Directors, or Management, or relatives, etc. that may have potential conflict with the interests of the Company at large.

Transactions with Related Parties as per the requirements of IND AS-24 are disclosed in the Notes to Financial Statements. The Related Party Transaction Policy has been uploaded on the website of the Company at www.bayer.in.

Dividend Distribution Policy

As per Regulation 43A of the SEBI Listing Regulations, the Company has formulated a Dividend Distribution Policy based on the parameters laid down by SEBI Listing Regulations, and the details of the same are available on the Company's website at www.bayer.in.

Policy for determination of materiality and disclosure of Material Events/Information

The Board has adopted a comprehensive and robust Policy for disclosure of Material Events in compliance with Regulation 30 of SEBI Listing Regulations. The Company is committed to function keeping in view the best interests of its various stakeholders with due integrity. The objective of this policy is to determine materiality of events or information of the Company and to ensure that such information is adequately disseminated in pursuance with the SEBI Listing Regulations and to provide an overall governance framework for such determination of materiality. The Policy is also available on the Company's website at www.bayer.in.

Policy for Determining Material Subsidiary

The Board has adopted a Policy for determining material subsidiary of the Company as well as to provide a governance framework for such material subsidiary. At present, the Company does not have any material subsidiary. The Policy for determining material subsidiary is adopted in accordance with the SEBI Listing Regulations and is available on the Company's website at www.bayer.in.

Policy for Preservation of Documents/Archival Policy

The Company has framed a policy for preservation of documents and archival in accordance with the requirements of Regulations 9 and 30 (8) of SEBI Listing Regulations. The policy is divided into two (2) parts:

- Documents whose preservation shall be permanent in nature; and
- Documents to be preserved for not less than eight years.

The Policy is also available on the Company's website at www.bayer.in.

8. General Body Meetings

Details of Annual General Meetings held in the past 3 years

Year	Venue	Date	Time
2024-2025	AGM conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")	August 21, 2025	11.30 a.m.
2023-2024	AGM conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")	August 14, 2024	11.30 a.m.
2022-2023	AGM conducted through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")	August 17, 2023	03.00 p.m.

Special Resolutions passed in the previous 3 Annual General Meetings

- Appointment of Mr. Sanjiv Rangrass (DIN: 08786754) as the Non-Executive Independent Director of the Company at the AGM held on August 21, 2025.
- Appointment of Ms. Radhika Rajan (DIN: 00499485) as the Non-Executive Independent Director of the Company at the AGM held on August 14, 2024.

Postal Ballot

During the financial year 2025-26, no Special resolution(s) were passed through Postal Ballot and no Special resolution(s) are proposed to be conducted through Postal Ballot as on the date of this Annual Report.

Extra Ordinary General Meeting

During the financial year 2025-26, no Extra Ordinary General Meeting was convened by the Company.

9. Shareholder Information

Annual General Meeting

Date of AGM	Time	Venue	e-Voting Dates
Wednesday, August 19, 2026	11.30 a.m. IST	The Company is conducting the AGM through VC/ OAVM pursuant to the MCA circulars and as such there is no requirement to have a venue for the AGM. For details, please refer to the Notice of the AGM.	Commences on Sunday, August 16, 2026 (9.00 a.m. IST) and ends on Tuesday, August 18, 2026, (5.00 p.m. IST).

Proposed Date of Dividend Payment

The Final Dividend of ₹ 60/- per Equity Share, as recommended by the Board of Directors, if declared and approved by the Shareholders at the ensuing Annual General Meeting i.e., August 19, 2026, will be paid at par within 30 days of the said date:

(i) to those Members who hold shares in physical form and whose names appear on the Company's Register of Members as holders of Equity Shares as on Wednesday, August 05, 2026.

(ii) in respect of shares held in dematerialized form, to the beneficial owners of the shares as at the close of business hours on Wednesday, August 05, 2026, as per details furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

Record Date

The Record Date for the Final Dividend will be Wednesday, August 05, 2026. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, August 06, 2026, to Thursday, August 13, 2026 (both days inclusive).

Financial Calendar

The Company's financial year starts from April 01 and ends on March 31. The calendar of Board Meetings for approval of quarterly results is as below:

Quarter ending on	Schedule*
First Quarter Results – quarter ending on June 2026	On or before August 14, 2026
Second Quarter and Half Yearly results – quarter ending on September 2026	On or before November 14, 2026
Third Quarter Results – quarter ending on December 2026	On or before February 14, 2027
Fourth Quarter and Annual Results – quarter ending on March 2027	On or before May 30, 2027

*Tentative and subject to change

Corporate Identity Number ("CIN")	L24210MH1958PLC011173
Registered Office Address	Bayer House, Central Avenue, Hiranandani Estate, Thane (West) - 400607, Maharashtra.

Listing of Equity Shares on Stock Exchange

Name and Address of Stock Exchange	:	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001.
Scrip Code	:	506285
Scrip ID/Company Code	:	BAYERCROP
ISIN	:	INE462A01022 (NSDL & CDSL)
Annual Listing Fees	:	The Company has paid the Annual Listing Fees

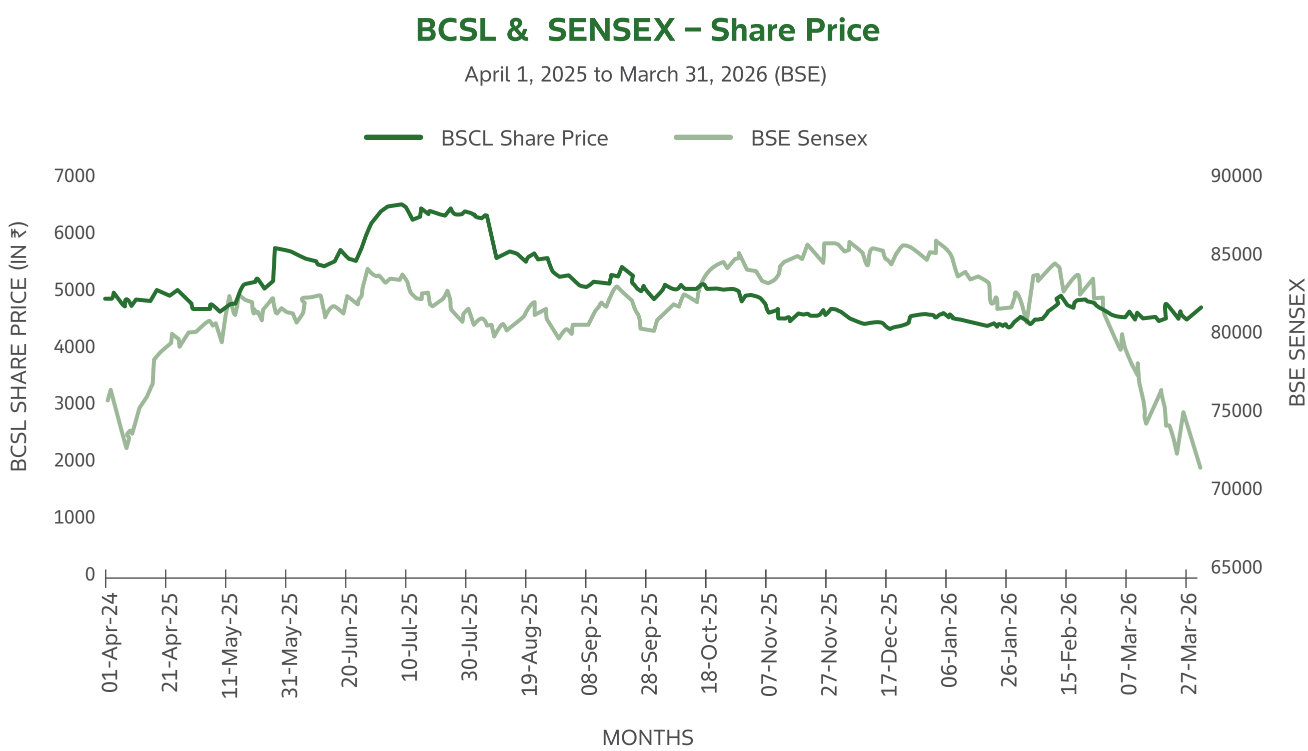
Stock Price Data

The monthly high and low price of the Company's shares on BSE Limited from April 01, 2025, to March 31, 2026, was as under:

Month	Share Price (in ₹)	
	High Price	Low Price
April 2025	5,094.95	4,585.05
May 2025	5,854.10	4,500.00
June 2025	6,382.90	5,190.75
July 2025	6,505.00	6,140.50
August 2025	6,539.95	5,195.00
September 2025	5,487.90	4,791.00
October 2025	5,133.00	4,573.90
November 2025	4,906.85	4,420.05
December 2025	4,690.00	4,276.85
January 2026	4,579.65	4,280.00
February 2026	4,962.10	4,343.85
March 2026	4,785.95	4,328.25

Stock Performance

Bayer CropScience Limited ("BCSL") Share Price vis-a-vis BSE Sensex April 01, 2025, to March 31, 2026:



Registrar & Share Transfer Agent

The Company has appointed MUFG Intime India Private Limited (formerly Link Intime India Private Limited) ("MUFG Intime") as its Registrar and Share Transfer Agent ("RTA") to handle all investor-related services and share registry functions. All investor queries, requests for duplicate share certificates, requests for processing share transfers, transmission, transposition, dematerialisation/rematerialisation of shares, dividend-related services, maintaining the Register of Members and other Shareholder correspondences are attended by the RTA in a timely and efficient manner. The Company maintains close coordination with the RTA to ensure timely service delivery and adherence to the applicable regulatory requirements.

The details of RTA are as below:

MUFG INTIME INDIA PRIVATE LIMITED
(formerly Link Intime India Private Limited)
(Unit - Bayer CropScience Limited)
C-101, 1st Floor, 247 Embassy Park,
L.B.S. Marg, Vikhroli (West)
Mumbai - 400083
Tel: +91- 810 811 8484
Fax: +91-22-66568494

Investor Queries: https://web.in.mpms.mufg.com/helpdesk/Service_Request.html

Email id: investor.helpdesk@in.mpms.mufg.com

Website: https://in.mpms.mufg.com

Contact Person: Ms. Smita Rao

Branches of MUFG Intime India Private Limited

1. MUMBAI

Building 17/19,
Office No. 415 Rex Chambers,
Ballard Estate, Walchand Hirachand Marg, Fort,
Mumbai – 400001.
Tel : +91 7304874606

2. AHMEDABAD

5th Floor, 506 to 508,
Amarnath Business Centre-1 (ABC-1)
Beside Gala Business Centre
Near St. Xavier's College Corner
Off. C.G. Road, Ellisbridge
Ahmedabad – 380006.
Tel: +91-79-26465179

3. NEW DELHI

Noble Heights, 1st Floor,
Plot No. NH-2, C-1 Block, LSC,
Near Savitri Market, Janakpuri,
New Delhi – 110058.
Tel: +91-11-41410592 / 93 / 94

4. KOLKATA

5th Floor, 20 Rasoi Court,
RN Mukerjee Road,
Kolkata -700001.
Tel: +91-33-69066200

5. BENGALURU

C/o. Mr. D. Nagendra Rao
"Vaghdevi" 543/A, 7th Main
3rd Cross, Hanumanthnagar,
SL Bhyrappa RD
Bengaluru – 560019.
Tel: +91-80-26509004

6. JAMSHEDPUR

Qtr. No. L-4/5, Main Road, Bistupur
(Beside Chappan - Bhog Sweet Shop)
Jamshedpur – 831001.
Tel: +91-657-2426937

Share Transfer System

In terms of amended Regulation 40 of SEBI Listing Regulations w.e.f. April 01, 2019, transfer of securities is permissible only in electronic/ demat form. The shares of the Company being in compulsory dematerialised form, are transferable through the depository system. However, the requests for transmission/ transposition/amalgamation are processed if technically found to be in order and complete in all respects. All such requests processed are approved by the Company on a weekly basis.

Further, with effect from January 24, 2022, SEBI has made it mandatory for listed companies to issue securities in demat mode only while processing any investor service requests viz. transmission/transposition/amalgamation of securities, issue of duplicate share certificates, sub-division/splitting/consolidation of securities. Also, vide its Circular dated January 25, 2022, SEBI has clarified that listed entities/ RTAs shall now issue a Letter of Confirmation in lieu of the share certificate while processing any of the aforesaid investor service request. The Shareholders are required to lodge the Letter of Confirmation with the Depository Participant with whom they maintain their demat account to receive the credit of shares for the service request lodged.

Pursuant to the Circular dated January 30, 2026, which is effective April 2, 2026, SEBI has done away with issuance of Letter of Confirmation. The Shareholders besides the mandated documents on the subject service request are required to submit the following additional documents along with service request:

1. Form ISR-4, in the format prescribed by SEBI.
2. Demat Conversion Request Form (“DCRF”) – NSDL or Demat Request Form (“DRF”) – CDSL, as applicable and prescribed by the respective Depositories.
3. Latest Client Master List (“CML”) of the demat account,
    - not older than two months,
    - in the same order of names as mentioned in the service request, and
    - duly attested by the Depository Participant (“DP”) where the demat account is maintained.
4. Attestation of signatures of the Beneficial Owner(s) of the demat account by the DP on the DCRF/DRF and CML, as applicable.

Simplified Norms for processing Investor Service Request

Pursuant to the SEBI circulars it is mandatory for holders of physical securities to furnish PAN Number, KYC and Nomination/Opt-out of Nomination details to avail any investor service. The concerned Members are therefore urged to furnish PAN Number, KYC and Nomination/ Opt-out of Nomination by sending a physical copy of the prescribed forms duly filled and signed by the registered holders along with the supporting documents stated thereon to MUFG Intime India Private Limited (Unit – Bayer CropScience Limited) C-101, 1st Floor, 247 Embassy Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400083. The forms are also available at the website of the Company at www.bayer.in. The service request can be processed only for folios which are KYC compliant.

However, with effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request. Accordingly, securities will be credited directly to the shareholder’s demat account upon submission of required/statutory documents based on the service request being made in addition to the documents as stated under the ‘Share Transfer System’.

Dematerialization of Shares and Liquidity

In line with the notification received from Securities and Exchange Board of India, the shares of the Company are traded compulsorily in dematerialized form with effect from March 21, 2000. The Company has signed an Agreement with both the Depositories in the country, viz. National Securities Depositories Limited and Central Depository Services (India) Limited, whereby the Shareholders have an option to get the shares dematerialized with any of the Depositories.

The process of conversion of the shares from physical to electronic form is known as Dematerialization. The Member desiring to dematerialize the shares has to open a Demat account with a Depository Participant (DP) of his/her choice. Many nationalized banks and private sector undertakings offer this facility. After opening the Demat account, the Member has to hand over the physical share certificates, along with the Demat Request Form, to his/her DP along with Client Master List, who in turn will forward the documents to MUFG Intime, both physically and electronically. On receipt of the physical documents and electronic request routed through the Depository, MUFG Intime shall dematerialize the shares, if the documents are complete in all respect and give a credit into the Member’s Demat account maintained with the DP.

Statutory Requirement regarding Transfer of Unclaimed/Unpaid Dividend and Shares to Investor Education and Protection Fund Account

Pursuant to the provisions of Section 124(6) of the Act read with Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”), as amended from time to time, dividends that remain unpaid or unclaimed for a period of seven years are to be transferred to the Investor Education and Protection Fund (“IEPF”), established by the Central Government, from the unpaid or unclaimed dividend account of the Company. The aforesaid provisions also mandate companies to transfer shares of those Members whose dividends remain unpaid or unclaimed for a period of seven consecutive years, to the demat account of IEPF. The said requirement does not apply to shares in respect of which there is specific order of Court, Tribunal or any other Statutory Authority, restraining the transfer of shares.

Transfer of unpaid or unclaimed dividends to IEPF

Details of dividends transferred to IEPF, during the financial year 2025-26, in terms of the applicable provisions of the Act and IEPF Rules, are given below:

Financial Year	Date of Payment	Type of Dividend	Amount (in ₹)
2017-18	August 27, 2018	Final Dividend	18,94,068.00
2017-18*	August 29, 2018	Final Dividend	6,33,030.00
2018-19*	November 22, 2018	1st Interim Dividend	10,80,850.00

* relates to the entity Monsanto India Limited which got merged with the Company vide the order dated September 13, 2019.

Transfer of shares to IEPF

During the financial year 2025-26, the Company transferred 4,345 shares, in respect of which dividends remained unpaid or unclaimed for a period of seven (7) consecutive years, in accordance with the applicable provisions of the Act and IEPF Rules.

Disclosure with respect to transfer of shares to Suspense Escrow Demat Account (SEDA)

Particulars	No. of Shareholders	No. of Shares
No. of shares lying in SEDA Account as on April 01, 2025	5	954
No. of shares transferred to SEDA during the financial year 2025-26	3	265
No. of shares were transferred from SEDA during the financial year 2025-26	3	370
No. of shares lying in SEDA as on March 31, 2026	5	849

The voting rights on the shares in the SEDA Account as on March 31, 2026, shall remain frozen till the rightful owners of such shares claim the shares. All the Corporate benefits on such shares i.e., bonus, dividend, etc., shall be credited to the SEDA Account as and when they are due.

Reminder Letters sent to the Shareholders and Notice published by the Company prior to transfer of shares to IEPF

As per the IEPF Rules, the Company has notified the Shareholders whose shares are due to be transferred to IEPF, requesting them to comply with the requirements to claim back the dividends and avoid transfer of shares to IEPF. The reminder letters have been sent to the Shareholders at their registered address three months prior to such a transfer and also published the same in the newspaper. The details of the same are also available on the website of the Company at https://www.bayer.in/en/investors/unclaimed-dividends.

In order to prevent the shares from getting transferred to IEPF, Members, who have not claimed their dividends for the previous seven (7) years, are hereby requested to approach the Company/RTA to claim the same, by complying with the necessary requirements.

Process for claiming dividends/shares from IEPF

The Members/Claimants, whose unpaid/unclaimed dividends and shares have been transferred to IEPF, can claim the same from the IEPF Authority after complying with the below procedure:

Claimant to obtain an Entitlement Letter from the Company before filing e-form IEPF 5:

1. Submission of self-attested documents:

Submit the self-attested copy of documents as required under IEPF Rules at the registered office of the Company addressed to the Nodal Officer or to the Registrar and Share Transfer Agent ("RTA") - MUFG Intime India Private Limited.

2. Verification of documents:

The documents shall be verified by the Company in consultation with RTA and based on scrutiny of documents, there are two possibilities.

- If the documents are in order, as per the IEPF Rules, the Company shall issue the Entitlement Letter to the Claimant.

- If any discrepancy found in the documents RTA shall communicate the discrepancies and return the documents to the Claimant.
- The Claimants shall have to rectify and resubmit the documents.
- Once the documents are in order as per the IEPF Rules, the Company shall issue the Entitlement letter.

3. Online Application vide e-form IEPF 5:

Post obtaining Entitlement letter, the Claimants are requested to make an application to IEPF Authority in e-form IEPF 5 which is available at www.iepf.gov.in along with mandatory documents required to be attached in the said e-form. The Claimants are requested to update date of dispatch and upload proof thereof, on the MCA V3 Portal once e-form IEPF 5 has been submitted.

4. Submission of documents to the Company:

The Claimants are requested to dispatch hard copy of the self-attested e-form IEPF 5 along with the other requisite documents to the Nodal Officer/Deputy Nodal Officer at the registered address of the Company.

5. Submission of e-verification report by the Company:

Within 30 days of receiving the claim in e-form IEPF 5, the Company shall approve the claim by way of filing e-verification report with IEPF Authority on MCA V3 Portal.

6. IEPF Authority to release shares and dividend:

Once the claim is approved by the Company and the IEPF Authority, the dividends and/or shares shall be electronically transferred by the Authority to the Claimant's bank and/or demat account. No claims shall lie against the Company in respect of the dividends/shares transferred.

Further, any queries in this regard are required to be taken up with the IEPF Authority regarding the status of the claim once approved by the Company.

In case the securities of the Company are suspended from trading, the reasons thereof

The securities of the Company were not suspended from trading during the year under review.

Nodal Officer and Deputy Nodal Officer

The Company has appointed the Nodal Officer and Deputy Nodal Officer in accordance with the provisions of IEPF Rules. The details of the same is also available on the website of the Company at https://www.bayer.in/en/investors/investor-related-information.

Distribution of shareholding as on March 31, 2026

Range of Shares	Number of Shareholders	Number of Shares	% to Total Shareholders
1-500	56,006	23,60,725	97.35
501-1,000	888	6,14,234	1.54
1,001-2,000	320	4,40,708	0.56
2,001-3,000	96	2,38,467	0.17
3,001-4,000	36	1,29,621	0.06
4,001-5,000	30	1,35,198	0.05
5,001-10,000	49	3,45,686	0.09
10,001- 99,999,999,999	106	4,06,77,453	0.18
Total	**57,531**	**4,49,42,092**	**100.00**

Shareholding Pattern as on March 31, 2026

Sr. No.	Category of Shareholders	Number of shares	% to Total Numbers of Shares
1.	Promoter & Promoter Group	3,21,02,999	71.43
2.	Mutual Funds/UTI	40,67,588	9.05
3.	Financial Institutions/Banks	7,530	0.02
4.	Insurance Companies	10,34,670	2.30
5.	Foreign Institutional Investors/Foreign Portfolio Investors - Corps	17,46,212	3.89
6.	Bodies Corporate	10,51,777	2.34
7.	Resident Individuals	37,76,859	8.40
8.	Hindu Undivided Family	3,77,908	0.84
9.	Non-Resident Indian (NRI)	3,78,489	0.84
10.	Alternate Investment Funds	2,34,382	0.53
11.	LLP	14,959	0.03
12.	Trust	8,885	0.02
13.	Clearing Members	14,759	0.03
14.	NBFCs registered with RBI	323	0.00
15.	Foreign Nationals	33	0.00
16.	IEPF	1,24,719	0.28
	Total	**4,49,42,092**	**100**

List of Top 10 Shareholders as on March 31, 2026

Sr. No.	Name of Shareholders	Number of shares	% to Total Numbers of Shares
1.	Bayer Vapi Private Limited	80,39,736	17.89
2.	Bayer Investments India Private Limited	67,58,082	15.04
3.	Bayer SAS	66,18,105	14.73
4.	Bayer CropScience AG	53,54,030	11.91
5.	Bayer AG	37,88,433	8.43
6.	Monsanto Company	15,44,613	3.44
7.	Quant Mutual Fund	10,37,211	2.31
8.	Nippon Life India Trustee Limited*	8,86,158	1.97
9.	Aditya Birla Sun Life Trustee Private Limited*	5,39,931	1.20
10.	Bandhan Mutual Fund*	5,18,778	1.15

*Various mutual funds schemes

Bifurcation of shares held in physical and demat form as on March 31, 2026

Particulars	No. of Shareholders	No. of Shares	%
Physical Form	1,045	1,34,190	0.30
Demat form with NSDL	25,681	4,31,26,641	95.96
Demat form with CDSL	30,805	16,81,261	3.74

Pledge of Equity Shares

None of the Equity Shares held by the Promoters and/or Promoter Group as on March 31, 2026, have been pledged or otherwise encumbered.

Outstanding GDRs/ADRs/Warrants or any Convertible Instruments, conversion date and likely impact on equity

There are no outstanding GDRs, ADRs, warrants, or any convertible instruments as of March 31, 2026.

Commodity Price Risk or Foreign Exchange Risk and Hedging Activities

The Company procures a variety of commodities related to raw materials and finished products and the associated commodity price risks is managed through commercial negotiations with customers and suppliers. The Company does not have any exposure hedged through Commodity derivatives.

The details of foreign exchange risk and hedging activities are given in the Directors Report under the caption 'Foreign Exchange Management'.

Plant Locations

Sr. No.	Address
1.	Plot Nos. 66/1 to 75/2, G.I.D.C. Industrial Estate, Motipura, Himatnagar – District Sabarkantha - 383001, Gujarat.
2.	Plot No. 1, 4 & 5, Madhuban Industrial Estate, Madhuban Dam Road, Rakholi, Silvassa – 396240, Union Territory of Dadra & Nagar Haveli and Daman & Diu.
3.	Survey No. 677, 678, Lalgadi Malakpet Village, Shamirpet Mandal, Medhchal District – 500101, Telangana.

List of Bankers

Sr. No.	Name of Bankers
1.	Citibank N.A.
2	Deutsche Bank
3.	HDFC Bank Limited
4.	State Bank of India
5.	Axis Bank Limited
6.	ICICI Bank Limited
7.	HSBC Bank Limited
8.	DBS Bank India Limited
9.	SMBC Limited
10.	MUFG Bank Limited
11.	Mizuho Bank Limited

Address for Investor Correspondence

The Shareholders' correspondence should be addressed to the Company's Registrar and Share Transfer Agent or contact the Company Secretary and Compliance Officer at the address mentioned below:

1. Company at the following address:

Bayer CropScience Limited
Law, Patents & Compliance Department
Bayer House, Central Avenue,
Hiranandani Estate, Thane (West) - 400607.
Tel. No.: 022 - 2531 1234
Mobile Number: +91 77009 10499
Fax No.: 022 - 2545 5063
E-mail: ir_bcsl@bayer.com
Website: www.bayer.in

2. RTA at the following address:

MUFG Intime India Private Limited
(Unit – Bayer CropScience Limited)
C-101, 1st Floor, 247 Embassy Park,
L.B.S. Marg, Vikhroli (West)
Mumbai – 400083.
Tel. No.: +91-22-6656 8484
Fax No.: +91-22-6656 8494
Email: investor.helpdesk@in.mpms.mufg.com
Website: https://in.mpms.mufg.com

3. The Company has a specific Investor Grievance E-mail ID: ir_bcsl@bayer.com and a dedicated Mobile Number as mentioned above for Shareholders to address their concerns/queries.

All information/requests for share transfers, dematerialization, transmissions, change of address, non-receipt of dividend warrants, duplicate/missing share certificates, and other matters connected therewith, may be addressed to MUFG Intime at the address mentioned above.

Credit Ratings for Debt Instruments, Fixed Deposit Programmes or any other scheme involving mobilisation of funds

The Company has not raised any money through any Debt Instruments, Fixed Deposit Programmes or any similar schemes involving mobilization of funds during the financial year ended March 31, 2026.

9. Means of Communication for Shareholders

The Company provides all the statutory information to its Shareholder using multiple channels as effective communication of information is an essential component of Corporate Governance. The Company regularly interacts with Shareholders through multiple channels of communication such as:

Quarterly Financial Results

The Company's quarterly/half-yearly/annual financial results are published within the stipulated timelines as per the SEBI Listing Regulations and are also uploaded on BSE Limited. They are published in two leading English newspapers - 'Financial Express' and 'Free Press Journal' and in two leading Marathi newspapers - 'Loksatta' and 'Navshakti' having nationwide circulation. They are also available on the website of the Company at https://www.bayer.in/en-in/investors/reports/financial-results.

Company's website

The Company's website contains a dedicated Section for Investors as per the requirements of Regulation 46 of the SEBI Listing Regulations where Annual Reports, details about Board of Directors of Company, Memorandum and Articles of Association, quarterly and annual results, stock exchange filings, press release, statutory policies, shareholding pattern, etc., can be accessed at www.bayer.in/en-in/investors/disclosures-under-regulation-46-of-the-sebi-lodr-regulations.

News Releases

All the media/press releases are submitted to the Stock Exchange and uploaded on the Company's website at https://www.bayer.in/en-in/investors/investor-related-information/notices-to-stock-exchange-2025 and https://www.bayer.in/en-in/investors/investor-related-information/notices-to-stock-exchange-2026.

Presentation to Institutional Investors/Analysts

As per the requirements of SEBI Listing Regulations, the presentations, audio and video recordings and transcript of Investor Meeting are made available on the website of the Company at https://www.bayer.in/en-in/investors/investor-related-information/investor-presentation.

Communication to Stock Exchange

All price sensitive information, material matters, and all other corporate communication are disclosed to the Stock Exchange where the securities of the Company are listed i.e. BSE Limited. The Quarterly Results, Press Release, and other quarterly reporting as required under SEBI Regulations are filed with BSE Limited. The stock exchange filings are also made available on the website of the Company at https://www.bayer.in/en-in/investors/investor-related-information/notices-to-stock-exchange-2025 and https://www.bayer.in/en-in/investors/investor-related-information/notices-to-stock-exchange-2026.

Annual Report

The Annual Report containing, inter alia, the Report of Board of Directors, Corporate Governance Report, Business Responsibility and Sustainability Report, Management's Discussion and Analysis (MD&A), Audited Financial Statements together with Auditor's Report and other important information, as circulated to the Members, is also available on the website of the Company at https://www.bayer.in/en-in/investors/reports/annual-reports in a user-friendly and downloadable manner.

Annual General Meeting

The transcript of the Annual General Meeting is also available on the website of the Company at https://www.bayer.in/en-in/investors/reports/annual-reports.

Disclosure of Material Events

The Company has adopted a Policy on Determination of Materiality of events as required under the SEBI Listing Regulations and ensures to communicate the same to Stock Exchange on occurrence.

10. Other Disclosures

Details of non-compliance by the Company, penalties, stricture imposed by Stock Exchange or the Board or any other statutory authority on any matter related to Capital Markets during the last three years

There has been no instance of non-compliance by the Company, and no penalty or stricture has been imposed by Stock Exchange or SEBI or any other statutory authority on any matters related to capital markets during the last 3 years.

Utilisation of funds raised through preferential allotment or qualified institutional placement

The Company has not raised any funds by way of issuance of securities through preferential allotment or qualified institutional placement as specified under Regulation 32(7A) of the SEBI Listing Regulations.

Disclosure on certain types of agreements binding listed entities

There are no agreements that require disclosure under Clause 5A of paragraph A of Part A of Schedule III of the SEBI Listing Regulations.

Fees paid to Statutory Auditors

A total fee of ₹ 16 Million was paid by the Company for all services rendered by M/s. Deloitte Haskins and Sells LLP, Statutory Auditors, for the financial year 2025-26 and all entities in the network firm/ entity of which they are part.

Loans and Advances in nature of loans to the Company in which directors are interested

There are no loans and advances in the nature of loans to firms/companies in which directors are interested.

Compliance with Mandatory and Discretionary Requirements of SEBI Listing Regulations

During the year under review all mandatory requirements of the SEBI Listing Regulations have been complied with by the Company. The status of compliance with the discretionary requirements as stated under Part E of Schedule II of the SEBI Listing Regulations are as under:

a. **The Board:** The Company has complied with all the applicable mandatory requirements of the SEBI Listing Regulations relating to Corporate Governance. During the year under review, no expenses were incurred in connection with the office of the Chairman.

b. **Shareholder Rights:** The Company ensures that the disclosure of all the information is disseminated on a non-discretionary basis to all the stakeholders. The quarterly results along with the press release, investor presentations, shareholding pattern, recordings, etc., are uploaded on the website of the Company at www.bayer.in.

c. **Audit Qualifications/Modified Opinion(s) in Audit Report:** The Statutory Auditors of the Company have issued Audit Reports with an unmodified opinion on the Audited Financial Statements.

d. **Separate Posts of Chairman and Managing Director & CEO:** Separate individuals hold the positions of Chairman and Managing Director & CEO. The Chairman is a Non-Executive Independent Director.

e. **Reporting of Internal Auditor:** The Company has an in-house Internal Auditor who submits reports to the Audit Committee, regularly.

The Company has submitted quarterly compliance report on Corporate Governance with the Stock Exchanges, in accordance with the requirements of Regulation 27(2) of the SEBI Listing Regulations.

Confirmation and Certification

1. **CEO and CFO Certificate**

   The certificate as required under Regulation 17(8) of the SEBI Listing Regulations, duly signed by the Vice Chairman & Managing Director and CEO and Executive Director and CFO of the Company was placed before the Board. The same also confirms that the Members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the year under review. The same has been annexed as **Annexure A** to this report.

2. **Certification from Company Secretary in Practice pursuant to Schedule V of the SEBI Listing Regulations**

   Mr. S. N. Ananthasubramanian, founding, partner at M/s. S. N. Ananthasubramanian & Co., Company Secretaries, has issued a certificate as required pursuant to Schedule V of the SEBI Listing Regulations, confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors of the Company by the SEBI/Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed as an **Annexure B** to this report.

3. **Corporate Governance Compliance Certificate by Practicing Company Secretary**

   The Company has duly complied with all the requirements of Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations. In this regard, a certificate has been received from M/s. Nilesh A. Pradhan & Co., LLP, Practicing Company Secretaries affirming compliance of Corporate Governance requirements during the financial year 2025-26 and the same is attached as **Annexure C** to this report.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Pankaj Ramanbhai Patel
Chairman
DIN: 00131852

Ahmedabad, May 26, 2026

ANNEXURE "A"

CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER OF THE COMPANY

We, Simon-Thorsten Wiebusch, Whole-time Director designated as Vice Chairman & Managing Director and Chief Executive Officer and Vinit Rajesh Jindal, Executive Director & Chief Financial Officer, to the best of our knowledge and belief, hereby certify that:

A. We have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2026, and that to the best of our knowledge and belief we state that:

   1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;

   2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

C. We are responsible for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the Auditors and the Audit Committee:

   a) significant changes in internal control over financial reporting during the financial year;

   b) significant changes, if any, in accounting policies during the financial year and that the same have been disclosed in the notes to the financial statements; and

   c) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

E. We affirm that we have not denied any personnel access to the Audit Committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to the 'whistle blowers' from unfair termination and other unfair or prejudicial employment malpractices; and

F. We further declare that all the Board Members and Senior Managerial personnel of the Company have affirmed compliance with the Code of Conduct for the year under review.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Simon-Thorsten Wiebusch
Vice Chairman & Managing Director and CEO
DIN: 08335591

Vinit Rajesh Jindal
Executive Director & CFO
DIN: 10849465

Mumbai, May 26, 2026

ANNEXURE "B"

CERTIFICATE OF NON- DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of,
Bayer CropScience Limited
Bayer House, Central Avenue
Hiranandani Estate,
Thane (West) - 400607.

We have examined the following documents:

i) Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ("the Act");

ii) Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as "relevant documents")

as submitted by the Directors of Bayer CropScience Limited ("the Company") bearing CIN: L24210MH1958PLC011173 and having its registered office at Bayer House, Central Avenue, Hiranandani Estate, Thane (West) – 400607, to the Board of Directors of the Company ("the Board") for the financial year 2025 – 2026 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10 (i) of SEBI (LODR) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/ Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal: www.mca.gov.in), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the financial year ending March 31, 2026, have been debarred or disqualified from being appointed or continuing as Directors of Companies by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	Director Identification Number (DIN)	Date of Appointment	Date of Cessation
1.	Mr. Pankaj Ramanbhai Patel	00131852	05/07/2016	-
2.	Dr. Thomas Hoffmann	06485949	16/09/2019	-
3.	Mr. Sekhar Natarajan	01031445	07/08/2020	06/08/2025
4.	Mr. Simon-Thorsten Wiebusch	08335591	01/11/2023	-
5.	Ms. Radhika Rajan	00499485	23/07/2024	-
6.	Ms. Jana Marlen Ackermann	10849470	01/03/2025	-
7.	Mr. Vinit Rajesh Jindal	10849465	01/03/2025	-
8.	Mr. Sanjiv Rangrass	08786754	01/08/2025	-

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the financial year ended March 31, 2026.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries
ICSI Unique Code P1991MH040400
Peer Review Cert. No.: 5218/2023

S. N. Ananthasubramanian
Founding Partner
FCS: 4206|COP No.: 1774
ICSI UDIN: F004206H000479846

Date: May 26, 2026
Place: Thane

ANNEXURE "C"

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Bayer CropScience Limited

We have examined the compliance of conditions of Corporate Governance by BAYER CROPSCIENCE LIMITED ("the Company"), for the year ended on March 31, 2026, as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of Regulation 46(2) and paragraphs C, D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of the conditions of Corporate Governance is a responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations for the year ended March 31, 2026.

We further state that compliance is neither an assurance as to the future viability of the Company nor as to the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Nilesh A. Pradhan & Co., LLP**
Company Secretaries

Nilesh A. Pradhan
Partner
FCS No.: 5445
CP No.: 3659
PR No.: - 1908/2022
UDIN: - F005445H000415921

Date: May 26, 2026
Place: Mumbai

Management Discussion & Analysis

1. Overview of Indian Agriculture

Agriculture and allied sectors continue to play a vital role in India's economy, contributing about 18% to Gross Value Added (GVA) and 16–17% to the country's GDP, while employing nearly 46% of the workforce. The sector's resilience is supported by improved productivity, policy interventions and technology adoption. As per the Second Advance Estimates for 2024-25, India recorded foodgrain production of 3,577 lakh metric tons, reflecting continued strength in agricultural output. The Government of India continues to support the sector through flagship initiatives such as PM-KISAN, Pradhan Mantri Fasal Bima Yojana, PM-Krishi Sinchayee Yojana, National Food Security Mission, National Mission on Edible Oils and the Digital Agriculture Mission. The Union Budget 2026-27 increased allocation for agriculture and allied sectors to ₹1.63 lakh crore, with focus on productivity enhancement, climate resilience, irrigation, digital agriculture and farmer welfare.

The Government is also strengthening farmer collectivization and market linkages through the formation and promotion of 10,000 Farmer Producer Organizations (FPOs), aimed at improving farmers' access to technology, quality inputs, advisory services, credit and markets.

The Government is also promoting sustainable and climate-resilient agricultural practices, including water-efficient cultivation methods such as Direct Seeded Rice (DSR), particularly in water-stressed regions. Such practices are aimed at improving resource-use efficiency, reducing labor and water dependency, and supporting long-term agricultural sustainability.

Continued emphasis on high-value agriculture, digital technologies, climate-resilient farming and rural infrastructure is expected to support long-term growth, sustainability and enhanced farmer incomes.

Source: Economic Survey 2025-26; Union Budget 2026-27; Ministry of Statistics & Programme Implementation (MoSPI); Ministry of Agriculture & Farmers Welfare (Government of India).

2. Industry Overview

The Government of India continues to focus on improving agricultural productivity, sustainability and resilience through initiatives promoting climate-resilient crop varieties, natural farming, improved irrigation, digital agriculture and self-sufficiency in pulses and oilseeds. Policy support is also directed towards strengthening agricultural infrastructure, promoting farmer collectivization through FPOs, expanding Digital Public Infrastructure (DPI) and enabling technology-led farming practices to improve farmer incomes and resource efficiency.

Source: Union Budget 2026–27; Ministry of Agriculture & Farmers Welfare.

Crop Protection

India remains one of the leading producers and exporters of agrochemicals globally. The crop protection industry continues to benefit from increasing awareness of scientific farming practices, rising mechanization and adoption of precision agriculture technologies such as drones and digital advisory platforms.

Government initiatives supporting drone usage under the 'Namo Drone Didi' scheme and promotion of precision agriculture are accelerating adoption of efficient crop protection practices, enabling optimized input application, improved pest management and enhanced farm productivity. Increasing focus on sustainable agriculture and integrated pest management is also supporting responsible input usage and improved resource efficiency.

Source: Ministry of Agriculture & Farmers Welfare; Economic Survey 2025-26.

Seeds

The Government of India continues to strengthen the seed ecosystem through the Sub-Mission on Seeds and Planting Material (SMSP) under the Green Revolution – Krishonnati Yojana. The program focuses on improving seed quality, enhancing Seed Replacement Rates (SRR), strengthening seed infrastructure and promoting adoption of improved crop varieties.

Government initiatives supporting certified seeds, seed villages, seed treatment and modern seed testing infrastructure are contributing to higher productivity and improved farm resilience. Continued emphasis on climate-resilient, high-yielding and region-specific crop varieties is expected to support sustainable agricultural growth and improved farmer outcomes.

Source: Ministry of Agriculture & Farmers Welfare; Economic Survey 2025-26.

Digital Farming

Digital technologies such as artificial intelligence (AI), machine learning (ML), remote sensing, IoT and digital advisory platforms are increasingly transforming Indian agriculture. The Government's Digital Agriculture Mission (DAM) and AgriStack initiative aim to build a comprehensive digital ecosystem for agriculture through farmer registries, digital crop surveys, geo-referenced land records and data-driven advisory systems.

Government initiatives are also promoting the use of drones for crop monitoring, precision spraying, nutrient management and field mapping to improve productivity and optimize input usage. Weather-based advisories, digital platforms and AI-enabled tools are helping farmers make informed decisions related to sowing, irrigation, crop protection and market access, thereby improving efficiency, resilience and transparency in agricultural service delivery.

Source: Union Budget 2026-27; Ministry of Agriculture & Farmers Welfare; Economic Survey 2025–26.

3. Company Overview

Bayer CropScience Limited is a key player in the Indian agriculture industry. The Company's operations include three key business areas: Crop Protection, Seeds and Digital Farming.

Crop Protection: The Company's Crop Protection portfolio comprises chemical and biological solutions for the management of weeds, pests, and diseases. The portfolio includes insecticides, fungicides, herbicides, seed treatment solutions, and biologicals. The business is supported by integrated stewardship programs and agronomic advisory services aimed at enabling sustainable and efficient crop management practices.

Seeds: The Seeds business leverages advanced breeding technologies and genetic diversity to develop high-performing hybrids with improved resilience to biotic and abiotic stresses, including drought, pests, and diseases. In India, the seed portfolio is focused on hybrid corn as a key crop, supporting higher productivity, yield stability and greater farm-level resilience.

Digital Farming: Digital Farming integrates advanced technologies including remote sensing, artificial intelligence, IoT, drones, and data analytics to enable precision agriculture and data-driven decision-making. The Company's digital ecosystem, comprising FarmRise™, FarmRise One, Alivio, and Ask Deena, supports farmers through agronomic advisory, market linkages, financial access, traceability and risk mitigation solutions.

Transformative Initiatives for Indian Farmers

The Company has distinguished itself by leveraging its proven capabilities in innovation-driven solutions, sophisticated processes and technologies, world-class services, and superior business models. It continues to work closely with Indian farmers to help them overcome agricultural challenges. Several transformative initiatives have been undertaken by the Company to support Indian farmers. They include:

Better Life Farming: a multi-stakeholder partnership

Better Life Farming (BLF) is a transformative initiative created through a partnership between the International Finance Corporation (IFC), Netafim, and Yara, playing a crucial role in Bayer's go-to-market strategy in India. With over 1,600 centers, BLF provides smallholder farmers with access to essential agricultural inputs, advisory services, irrigation solutions, finance, insurance, and market linkages.

Its Hub-and-Spoke architecture connects BLF Centers with Agri-Entrepreneurs, FPOs, and value chain partners, effectively reaching over 600,000 farmers. By shifting from a product-led to an ecosystem-led approach, BLF integrates services to enhance productivity and income, moving beyond mere transactions to measurable livelihood improvements.

Importantly, BLF also emphasizes gender inclusion by actively involving women agri-entrepreneurs, thereby strengthening rural entrepreneurship and empowering marginalized communities. This comprehensive model fosters an inclusive agricultural ecosystem that benefits Millions of farmers across India.

Food Value Chain Partnership

Bayer collaborates with over 60 partners across food value chains to enable traceable, sustainable, and resilient sourcing systems. This initiative integrates inputs, advisory services, digital tools, and market access to strengthen supply chains and support regenerative agriculture outcomes. By expanding partner engagement through emerging value pools such as bioethanol and silage, Bayer is enhancing its reputation and outreach across the ecosystem, further solidifying its commitment to sustainable agricultural practices and resilient food systems.

Bayer Learning Centers

Over 50 Bayer Learning Centers across India provide structured agronomic demonstrations, crop system interventions, and training programs. These centers have engaged more than one lakh farmers and stakeholders through physical and digital platforms, supporting capability building and demand creation.

Advancing Regenerative Agriculture in the field

The Bayer ForwardFarm in Haryana serves as a 10-hectare demonstration platform for regenerative agriculture, integrating soil health management, precision irrigation, digital advisory tools, and integrated pest management practices. It also serves as a knowledge platform that fosters dialogue and demonstrates regenerative agriculture system blocks in practice, yielding nature-positive outcomes while increasing productivity & farmer income.

Bayer’s DirectAcres program is helping advance regenerative agriculture practices in rice cultivation through the promotion of Direct Seeded Rice (DSR) across more than 100 clusters in India. Compared to traditional puddled transplanting methods, DSR has the potential to reduce water usage by up to 40%, lower greenhouse gas emissions by up to 45%, reduce labor dependency by up to 50%, and enable earlier harvesting. The program currently engages over 15,000 farmers across more than 48,000 hectares, supporting the adoption of climate-smart and resource-efficient farming practices. By 2030, Bayer aims to further scale the initiative by supporting over one Million smallholder farmers in adopting DSR-based cultivation systems.

Product Stewardship

Supporting our customers and partners in the safe handling of our seed and crop protection products is the cornerstone of our product stewardship strategy. Bayer markets Crop Protection products, seeds, and services, which have been granted regulatory approval by the concerned Central and State authorities. All our crop protection products are safe for the operator and the environment when used in accordance with label instructions. We also observe the International Code of Conduct on Pesticide Management of the United Nations Food and Agriculture Organization (FAO). The principles of this code cover the entire life cycle of a product or technology, from its development to its application and beyond.

Our product stewardship measures also include displaying product information of the highest mandated standards and transparency in line with the law of land for labeling of our products. In addition to product information, it also offers key information such as Direction for Use (DFU) that enables our customers to utilize our products in ways that generate maximum value for their enterprises, including safety standards.

BCSL continues to offer regular training and awareness programs to help farmers identify and purchase authentic crop protection products in a developing digital ecosystem and to cater to the evolving needs of the farmers. Bayer has launched a digital agriculture platform "AgrowSmart" – One-Stop Agro Solution that delivers localized best in class crop advisory on seeds, crop protection solutions and provides agronomic insights to both internal and external stakeholders in the parameterized form to support business and sustainability goals. The crop protection products now have a QR code in each of the labels to address counterfeiting issues.

Supporting our customers and partners in the safe handling of our seed and crop protection products is a focus of our product stewardship through regular training and awareness programs to help farmers identify and purchase authentic crop protection products. Training programs also focus on the safe & responsible use of crop protection products and the proper use of Personal Protection Equipment (PPE).

4. Financial and Operational Performance

Financial Performance including ratio analysis

In financial year 2025-26, the Company's Revenue from Operations increased by 4% to ₹56,750 Million, compared to ₹54,734 Million in the previous year. Profit Before Tax stood at ₹8,549 Million, compared to ₹7,074 Million in the previous year.

Ratio Analysis

Ratio	Formula	Apr'25-Mar'26	Apr'24-Mar'25	Deviation (%)
Debtors Turnover Ratio (times)	[Revenue from Operations/ Average Trade receivables]	5.5	5.7	-4%
Inventories Turnover Ratio (times)	[Cost of Goods Sold/ Average Inventories]	1.5	1.7	-12%
Interest Coverage Ratio (times)	[Earnings before Interest and Tax/ Finance Cost]	44.2	42.6	4%
Current Ratio (times)	[Current Asset/ Current Liability]	1.9	2.0	-5%
Debt Equity Ratio (times)	[Debt/ Shareholders' Equity]	N.A.	N.A.	-
Operating Profit Margin Ratio (%)	[Earnings before Interest and Tax/ Revenue from Operations]	15.4%	13.2%	17%
Net Profit Margin Ratio (%)	[Profit after Tax/ Revenue from Operations]	12.1%	10.4%	16%
Return on Net Worth (%)	[Profit after Tax/ Average Shareholders' equity]	23.7%	19.9%	19%

Operational Performance

Crop Protection: While the sector remains structurally resilient, financial year 2025-26 witnessed weather-led volatility, particularly impacting kharif crop cycles in certain regions. Despite the headwinds, the business remained focused on supporting farmers through timely product availability, targeted farmer engagement and customer-centric messaging.

During the year, we strengthened our portfolio through six new launches across insecticide, herbicide and fungicide categories, aimed at addressing evolving pest, weed and disease challenges faced by India's smallholder farmers. Our differentiated portfolio approach and broad product mix continued to enable farmers to access relevant crop protection solutions across varying crop and climatic conditions.

In 2025-26, the Company successfully launched the following new crop protection products across different crops and geographies:

- **Bicota** – A differentiated solution for stem borer management in rice, offering extended protection of up to one additional week. The product also delivers supplementary agronomic benefits, including soil pest management, promotion of productive tillers, enhanced plant vigor, and support for improved yield outcomes.

- **Camalus** – A broad-spectrum crop protection solution designed for effective management of both chewing and sucking pests in vegetable crops, supporting healthier crop growth and improved productivity.

- **Council Prime** – A specially crafted weed management solution for rice cultivation in North and East India, combining complementary chemistries to deliver synergistic performance, robust weed control, and support for enhanced yield potential.

- **Etciostar** – An effective weed management solution for rice cultivation, particularly suited to the agronomic needs of farmers in north and east India, enabling cleaner fields and supporting improved crop establishment and productivity.

- **Mateno More** – An advanced three-way herbicidal combination developed to address critical weed management challenges in wheat cultivation, delivering superior control efficacy and supporting improved farm productivity.

- **Yeoval** – A best-in-class solution for the management of early shoot borer in sugarcane, while also supporting early-stage root development and effective soil pest management to promote healthier crop growth.

Seeds: High-quality seeds play a critical role in determining yield and outcomes. Rice and corn, as the top two cereal crops in the country, are key to ensuring food, feed, and energy security. With land being a finite resource and demand steadily rising, we are focused on improving crop yields through high-performing hybrid seeds to support farmers more effectively.

Our Seeds business continued to grow on the back of strong customer acceptance, expanded acreages, and successful new hybrid launches. We also saw increased demand for existing high-value hybrids. This combination, along with rising corn demand and favorable commodity prices, contributed to strong business performance.

During the year 2025-26, the Company successfully launched the following new hybrid seeds variants in corn:

- **DKC9256**: This is our new offering for the farmers of Madhya Pradesh, Maharashtra, Karnataka, Telangana, Andhra Pradesh, Tamil Nadu, Odisha and Chhattisgarh. DEKALB® 9256 offers attractive bold grains with high test weight and serves the farmers of the South and West states in both Kharif and Rabi seasons.

- **DKC8174**: This is our new addition to the medium maturity hybrids to serve the needs of the customers in the states of Rajasthan, Uttar Pradesh, Madhya Pradesh, Himachal Pradesh, Punjab where this fits well in the crop rotation. DEKALB® 8174 is offered in Xellano brand and offers higher yields with yield consistency in the medium maturity segment.

- **9243C**: This is our new offering to the farmers of South-West and Central parts of India for the rainfed geographies in the states of Madhya Pradesh, Karnataka. 9243C is offered in Xellano brand and offers consistent and reliable performance in rainfed conditions.

5. Opportunities and Outlook

India's agriculture sector continues to emerge as one of the world's largest and fastest-growing agricultural economies. The sector is being supported by structural reforms, government investments, increasing formalization, and rapid digital and technological advancement. As agricultural supply chains become increasingly interconnected, India's scale as both a producer and consumer positions the sector as a critical contributor to global food, nutritional, and energy security.

The sector is increasingly shifting from volume-led growth toward a more integrated model focused on productivity, resilience, sustainability, and value creation. Rising domestic demand, export opportunities, food processing, and bio-based value chains are expected to create new growth avenues across agriculture.

Going forward, the opportunities in Indian agriculture are expected to be driven by three key pillars - Scaling Up Reliable Access, Digital Intelligence, and Sustainability.

Scaling Up Reliable Access

Improving access to quality inputs, agronomic knowledge, finance, markets, and infrastructure remains critical to enhancing productivity and farmer incomes.

Government initiatives such as PM-KISAN, Pradhan Mantri Fasal Bima Yojana (PMFBY), National Agriculture Market (eNAM), and FPO promotion are strengthening financial inclusion, market access, and value-chain integration. At the same time, diversification toward high-value crops such as fruits, vegetables, pulses, and oilseeds is supporting both income growth and food and nutritional security.

Industry-led initiatives, including Bayer's integrated crop solutions, farmer partnerships, and market-linked programs, continue to complement these efforts by improving access to quality solutions and agronomic support.

The sector is also expected to play an increasing role in supporting India's energy transition through opportunities linked to biofuels and bio-based feedstocks.

Digital Intelligence and Precision Agriculture

India's agricultural ecosystem is increasingly being shaped by digitalization, AI-led advisory systems, satellite monitoring, drones, and precision farming technologies. Government-led initiatives such as AgriStack, combined with growing adoption of digital agriculture solutions, are enabling more data-driven farm decision-making, improving resource-use efficiency, and enhancing climate resilience. Platforms such as Bayer's FarmRise ecosystem are supporting farmers with personalized agronomic insights, weather-based recommendations, and improved access to advisory services across the crop cycle.

Sustainability, Resilience and Resource Efficiency

As climate variability, soil degradation, and water stress intensify, sustainability and resilience are becoming central to the future of Indian agriculture. Productivity growth will need to go hand in hand with responsible resource management.

Practices such as regenerative agriculture, conservation farming, DSR, Alternate Wetting and Drying (AWD), and micro-irrigation are gaining importance in improving soil health, enhancing water-use efficiency, and reducing environmental impact.

Industry collaborations and initiatives, including Bayer's work in regenerative agriculture and climate-smart farming systems, continue to support the transition toward more sustainable and resource-efficient agriculture.

The Road Ahead

The future of Indian agriculture will be shaped by the convergence of reliable access, digital intelligence, and sustainability-led growth. As productivity, resilience, and sustainability increasingly go hand in hand, stronger collaboration between government, industry, research institutions, and farmer networks will be essential to accelerating innovation and scaling impact.

Aligned with India's broader Viksit Bharat 2047 vision, the sector is well positioned to build a globally competitive, climate-resilient, and future-ready agri-food ecosystem that supports farmer prosperity, food and nutritional security, and sustainable economic growth.

For Bayer, these evolving sectoral trends present significant opportunities to further strengthen its role in advancing climate-smart agriculture through integrated crop solutions, digital advisory platforms, regenerative agriculture programs, and farmer-centric partnerships that support sustainable productivity growth.

6. Material developments in Human Resources/Industrial Relations front, including number of people employed

The details about Human Resources can be found under the heading 'Human Resources' in the Directors' Report and the number of people employed can be found in Annexure D of the Directors' Report as well as in the Business Responsibility and Sustainability Report (BRSR).

7. Risks and Concerns

The external operating environment has been impacted by geopolitical developments, particularly in the Middle East, which will lead to increases in raw material and logistics costs and can disrupt supply planning cycles resulting in higher input costs and pricing pressures.

Elevated fertilizer and input costs are expected to influence farmer affordability, which may moderate demand across certain agri-input categories. At the same time, inventory levels and competitive landscape continue to affect pricing dynamics. Further, potential El Niño conditions may result in warmer and drier weather patterns, leading to variability in crop cycles, pest incidence and overall agri-input demand.

To manage this risk, the Company has taken proactive measures, focusing on supply chain planning, utility management and continued focus on cost efficiencies. These actions are supporting supply reliability and operational stability. The Company continues to monitor these developments closely to mitigate these risks to the extent possible and ensuring timely availability of inventory to the farmers.

8. Internal Control Systems

Your Company has established appropriate and effective internal control systems for its business processes covering operations, financial reporting and compliance with applicable laws, regulations and internal policies. These internal controls are designed to ensure the orderly and efficient conduct of business and to support reliable financial reporting and regulatory compliance. The Company's internal financial controls over financial reporting are adequate and were operating effectively as at March 31, 2026.

The Audit Committee of the Board reviews the adequacy and operating effectiveness of controls and also approves the Internal Audit Plan for audits to be conducted. Internal audits are conducted at periodic intervals across locations and processes in accordance with the approved plan.

Internal audit findings, observations and recommended corrective actions are discussed with the Management and presented to the Audit Committee on a periodic basis. Management implements suitable remedial measures in response to audit observations, and the status of implementation of agreed action plans is monitored and reviewed by the Audit Committee to ensure timely closure and strengthening of internal controls.

9. Cautionary Statement

The statements in the Management Discussion & Analysis, describing the Company's objectives, expectations and forecasts may be forward-looking within the meaning of applicable securities laws and regulations. The actual results may differ from those expressed or implied, depending upon the economic and climatic conditions, government policies and other incidental factors.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as may be required under applicable law.

For and on behalf of the Board of Directors
for **Bayer CropScience Limited**

Pankaj Ramanbhai Patel
Chairman
DIN: 00131852

Ahmedabad, May 26, 2026

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

Section A GENERAL DISCLOSURES

I. Details of the Listed Entity

1.	**Corporate Identity Number (CIN) of the Listed Entity**	L24210MH1958PLC011173
2.	**Name of the Listed Entity**	Bayer CropScience Limited
3.	**Year of incorporation**	1958
4.	**Registered office address**	Bayer House, Central Avenue, Hiranandani Estate, Thane (West) - 400 607 Tel. No.: + 91 22 2531 1234 Fax No.: + 91 22 2545 5063
5.	**Corporate address**	Bayer House, Central Avenue, Hiranandani Estate, Thane (West) - 400 607 Tel. No.: + 91 22 2531 1234 Fax No.: + 91 22 2545 5063
6.	**E-mail**	ir_bcsl@bayer.com
7.	**Telephone**	+ 91 22 2531 1234
8.	**Website**	www.bayer.in
9.	**Financial year for which reporting is being done**	FY 2025-26
10.	**Name of the Stock Exchange(s) where shares are listed**	BSE Limited
11.	**Paid-up Capital**	₹ 449,420,920
12.	**Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**	
	Name of the Person	Mr. Simon-Thorsten Wiebusch (Vice Chairman & Managing Director and CEO)
	Telephone	+91 22 2531 1234
	Email address	ir_bcsl@bayer.com
13.	**Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)**	
	Type of Reporting (Standalone/Consolidated Basis)	Standalone
	If selected consolidated: Not Applicable	**Sr. No.** / **Name of the Subsidiaries (S)/ JVs/Associate Companies** / **CIN Number** None
14.	**Name of assurance/assessment provider**	TÜV India Private Limited
15.	**Type of assurance/assessment obtained**	BRSR Core Reasonable Assurance

II. Product/Services

		Sr. No.	Description of Main Activity	Description of Business Activity	% Turnover of the Entity
16.	**Details of business activities (accounting for 90% of the Turnover):**	1	Crop Protection	Manufacture, sale and distribution of agrochemical products	76%
		2	Hybrid Seeds	Production, sale and distribution of hybrid corn seeds	19%

		Sr. No.	Product/Service	NIC Code (last 5 digits)	% Of Total Turnover contributed
17.	**Products/Services sold by the entity (accounting for 90% of the entity's Turnover):**	1	Manufacture, sale and distribution of agrochemical products	20211	76%
		2	Production, sale and distribution of hybrid corn seeds	01113	19%

III. Operations

		Location	Number of plants (including R&D center)	No. of Commercial Offices	Warehouses	Total
18.	**Number of locations where plants and/or operations/offices of the entity are situated:**	National	5	5	20	30
		International	-	-	-	-

		Locations	Numbers
19.	**Market served by the entity:**		
	a. No. of Locations	National (No. of States/UT)	25/4
		International (No. of Countries)	13
	b. What is the contribution of exports as a percentage of the total turnover of the entity?	5%	
	c. A brief on types of customers	The Company provides a diverse range of hybrid seeds, innovative chemical crop protection products, and comprehensive customer service to promote sustainable agriculture. The Company primarily market these products through wholesalers and retailers. In addition, it also partners with value chain exporters, retailers and processors to promote sustainable agriculture practices. The Company sells its offerings to corporate entities involved in the sale and distribution of agricultural inputs. To align with government initiatives aimed at ensuring the availability of good quality products for mass distribution, the Company also supplies products to government/government agencies.	

IV. Employees

20. Details as at the end of Financial Year:

Sr. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
a. Employees and workers (including differently abled)						
	Employees					
1.	Permanent (D)	961	779	81%	182	19%
2.	Other than Permanent (E)*	175	132	75%	43	25%
3.	Total Employees (D+E)	1136	911	80%	225	20%
	Workers					
4.	Permanent (F)	113	106	94%	7	6%
5.	Other than Permanent (G)*	1558	1339	86%	219	14%
6.	Total Workers (F+G)	1671	1445	86%	226	14%
b. Differently abled employees and workers						
	Employees					
1.	Permanent (H)	5	4	80%	1	20%
2.	Other than Permanent (I)*	0	0	0%	0	0%
3.	Total Employees (H+I)	5	4	80%	1	20%
	Workers					
4.	Permanent (J)	0	0	0%	0	0%
5.	Other than Permanent (K)*	0	0	0%	0	0%
6.	Total Differently Abled Employees (J+K)	0	0	0%	0	0%

*Note: *Covers third-party contingent workforce*

21. Participation/Inclusion/Representation of women:

Sr. No.	Category	Total (A)	No. and % of females	
			No. (B)	% (B/A)
1.	Board of Directors	7*	2	29%
2.	Key Management Personnel (KMP) (other than Executive Directors)	1**	1	100%

*Notes: *Board of Directors Composition reported above is as on March 31, 2026.*
***KMP count other than Board of Directors.*

22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years):

Category	FY 2025-26 (Turnover rate in Current Financial Year)			FY 2024-25 (Turnover rate in Previous Financial Year)			FY2023-24 (Turnover rate in the year prior to Previous Financial Year)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	14%	10%	13%	10%	11%	11%	12%	14%	12%
Permanent Workers	22%	40%	23%	19%	93%	25%	13%	75%	18%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

23. Names of holding/subsidiary/associate companies/joint ventures:

Sr. No.	Name of the holding/ subsidiary/associate companies/joint ventures (A)	Indicate whether it is a holding/ Subsidiary/ Associate/or Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Bayer AG	Holding Company	8.43%	No
2.	Bayer CropScience AG	Holding Company	11.91%	No
3.	Bayer SAS	Holding Company	14.73%	No
4.	Monsanto Company	Holding Company	3.44%	No
5.	Bayer Investments India Private Limited	Holding Company	15.04%	No
6.	Bayer Vapi Private Limited	Holding Company	17.89%	No

VI. CSR Details

24.	**i. Whether CSR is applicable as per section 135 of Companies Act, 2013 (Yes/No):**	Yes
	ii. Turnover (in ₹):	₹ 56,750 million
	iii. Net worth (in ₹):	₹ 29,657 million

VII. Transparency and Disclosures Compliances

25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	If yes, then provide web-link for the grievance redress policy	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Shareholders	Yes	https://www.bayer.in/en/investors/policies	20	0	-	18	2	For two pending complaints, Action Taken Reports were filed on February 05, 2025, and April 01, 2025, which were eventually reviewed and closed by SEBI on April 8, 2025, and April 16, 2025, respectively.
Communities	Yes					-	-	
Investors (other than shareholders)	Yes					-	-	
Employees and workers	Yes					-	-	

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	If yes, then provide web-link for the grievance redress policy	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Customers	Yes	https://www.bayer.in/en/investors/policies	962*	58	Out of 58 complaints pending resolution, 7 complaints are pertaining to product-related topics, and 51 complaints are pertaining to quality-related topics. Review of these complaints is currently in progress.	671*	-	
Value Chain Partners	Yes					-	-	
Other (All Complaints other than Shareholders)	Yes					-	-	

Note: **Also includes complaints and grievances received from consumers through customer care call centers, emails, and Online Reputation Management team (social media channels).*

26. Overview of the entity's material responsible business conduct issues:

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
Climate Protection		Weather and climate can significantly impact the Company's business. Adverse weather conditions (such as drought, heavy rains, storms, etc.) pose a risk of crop losses, reduced yields and land degradation and therefore would impact the agricultural value chain as a whole. Additionally, it is known that there is food loss/wastage during handling of crops from farmers' farms till the consumer's household (i.e. storage, warehousing, and transportation). The yield loss in addition to food loss/wastage poses a risk of food	1. As a part of farmer advisory, the Company promotes sustainable farming practices that reduce the use of chemicals and prevent soil erosion; these practices include conservation tillage, crop rotation, cover crops, etc. The focus is on yield increase, social and economic well-being of farmers and communities, and positive impact on nature by improving soil health, reducing on-field greenhouse gas emissions, and increasing carbon sequestration thereby helping to mitigate adverse climate change, restoring biodiversity and conserving water. One such initiative promoted by the Company is transforming rice cropping system from conventional Transplanted Puddled Rice to Direct Seeded Rice (DSR) technique which is anticipated to improve the water usage per kilogram of rice crop by about 25% by 2030 and would also contribute towards reducing greenhouse gas emissions. The Company plans to bring the direct seeded rice system to one million hectares across India, supporting over one million early-adopter smallholder rice farmers through the DirectAcres program. Already underway, the DirectAcres program has seen considerable success, with more than 90% of participating Indian farmers achieving successful plant establishment. In 2025, the Company successfully expanded DSR to encompass ~47,000 hectares across 105 clusters enrolling around 15,500 farmers. The Company, through its innovative digital tools, supports smallholder farmers in risk mitigation and informed decision making. FarmRise™ (a mobile app) provides farmers with market insights, weather forecasts and free agronomic advice, tailored to the specific needs of the field and growth stage of the crop. In 2025, the Company reached around 130,000 digitally active smallholders. According to independent study results in 2025, the digital advisory services provided through FarmRise™ app have helped 73% of	Negative – in short – term due to capital expenditure and operating expenditure involved in adoption of renewable energy sources and switching to cleaner fuels. Positive - medium-to-long-term impact expected from efficiency gains and risk mitigation

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
		security. In addition to the quantitative loss, such wastage in the agriculture value chain leads to atmospheric build-up and global warming. One of the long-term natural and physical effects of climate change is on the permanent water cycle (for example transition to a wetter or drier climate or delay in monsoon season), spread of diseases and insect pests as well as temperature changes. Introduction of regulatory requirements and economic disruptions due to transition risk could impact the Company's business.	farmers to improve their way of farming. 72% strongly agree that FarmRise™ puts their needs first, and 79% report improved confidence in investing in their farms because of the digital support received. Further, support is provided to smallholder farmers with education and ambassador programs, and digital in-field services such as seed planting, precision irrigation or crop protection advice through Better Life Farming (BLF) Centers. 2. Under the Sustainable Market Initiative, the Company has joined forces with leading agri-food companies to form the India Basmati Rice Coalition – an ambitious effort to transition 250,000 rice farmers to regenerative agriculture by 2030. In 2025, the coalition positively impacted over 70,000 acres, achieving up to 20% increases in farmer revenue, 9% yield improvements and 18% gains in water productivity. The Company contributed towards agronomic expertise and measurement capabilities, helping to reduce greenhouse gas emissions and improve soil health. This farmer-centric, evidence-backed model is driving systemic change across the rice ecosystem. The Company is also promoting sustainable farming practices across other crop segments such as export grapes, chili, gherkin, potato, and corn through its Food Value Chain Partnerships, in collaboration with the food industry. 3. The Company is engaged in energy source diversification through the use of sustainable sources as well as renewable energy through installation of solar panels, conversion of dryers to natural gas and entering into Power Purchase Agreement (PPA) for using renewable energy (wind and solar energy hybrid model) for manufacturing and R&D activities. 4. Rainwater harvesting has been implemented at sites to conserve/ recharge groundwater. 5. Investments are being made in process innovations and in the implementation and optimization of energy management systems at production sites, such as installation of Retrofit Emission Control Devices (RECD) on qualifying diesel generating sets, variable frequency drives, dust collection systems, light and motion detection sensors. 6. Optimization of distribution network to achieve customer-centricity has helped the Company to reduce the overall logistics footprint. The Company is also envisaging usage of railways as an alternative logistics partner to transport material directly shipped to customers from the manufacturing sites.	
Protection of the Environment	Risk	Non-reduction of air emissions, water scarcity and inadequacy of clean water in sufficient quantities could lead to disruption of business operations, affect health of the people, animals, and plants. Untreated water discharges from plant locations could contaminate the soil or groundwater reserves.	The Company has implemented various steps to contribute towards protecting the environment – both internally as well as in association with their customers: 1. Environmentally friendly products: All of the Company's products have been granted registration for use after thorough evaluation of their safety to environment, plants, humans; with applicable classification (toxicity triangle) and warning/caution statements by the regulatory authorities under the provisions of Insecticides Act, 1968. The R&D team strives to develop products which are the best fit for particular geography through product concept categorization. The Company aims to develop high yielding products tolerant for abiotic and biotic stress with proper germplasm evaluation in target environments for its adaptability and better harvests for farmers.	Negative – due to capital expenditure and operating expenditure on systems and processes needed for good environmental performance. - due to fines and penalties that can be levied on the Company for

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
		Non-compliance of existing or emerging regulations around environment protection could result in economic penalties and reputational damage.	2. Process innovations at the sites: The Company has installed Retrofit Emission Control Devices (RECD) on qualifying diesel generating sets, dust collection systems which would result in lower air emissions. 3. Water conservation: The Company has adopted rainwater harvesting, drip irrigation and water recycling systems. As a part of farmer advisory, the Company promotes sustainable farming practices that reduce the use of chemicals and prevent soil erosion by advising practices such as conservation tillage, crop rotation, cover crops, etc. The positive impact of this is seen through improved soil health, reduced greenhouse gas emissions, restored biodiversity and conservation of water. One such initiative promoted by the Company is transforming rice cropping system from conventional Transplanted Puddled Rice to Direct Seeded Rice technique. As part of the program, the Company is evaluating the reduction of greenhouse gas emissions as well as water-saving potential in the cultivation of rice under Alternate Wetting and Drying (AWD) and Direct Seeded Rice (DSR) methods. By 2032, the Company plans on bringing the DSR system to one million hectares, supporting over one million early-adopter smallholder rice farmers through the DirectAcres program. Further as part of the Company's CSR initiative, water conservation has been promoted in Odisha, Jharkhand and Maharashtra states mainly for the benefit of local farming communities. These initiatives include building farm ponds, stone bunds, canal restoration, diversion irrigation systems and reviving defunct borewells. These diverse water conservation interventions have enabled cultivation of additional crops while also preventing soil erosion and safeguarding farmlands. 4. Wastewater management: Wastewater generated at sites is subject to treatment and strict monitoring before it is discharged into the various authorized disposal channels. The Company monitors critical parameters of treated wastewater periodically and maintains treatment plants in good condition. The Company has installed online analyzers at various sites to monitor critical parameters at the outlets of their wastewater treatment plants. The analysis results are transmitted directly to the Central Pollution Control Board (CPCB), and the outlet valve of the treatment plant closes automatically if the thresholds are reached. 5. Sustainable farming practices: As a part of farmer advisory, the Company promotes sustainable farming practices that reduces the use of chemicals and prevent soil erosion; these practices include conservation tillage, crop rotation, cover crops, etc. As a part of farmer advisory, the Company promotes sustainable farming practices and responsible use of agrochemicals. The Company has launched 'ForwardFarming' promoting sustainable agricultural practices, providing a platform for farmers, researchers, and stakeholders to collaborate and share knowledge. This initiative aims to demonstrate innovative farming techniques tailored to the needs of smallholder farmers in the country, with a particular focus on sustainable rice cultivation, thus promoting the transition towards regenerative agriculture.	non-compliance with regulatory requirement

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
			6. Plastic waste management: The Company is registered as a Brand Owner and Importer and is fully committed to meeting its responsibility for disposal of plastic waste generated as per the Extended Producer Responsibility (EPR) guidelines. The Company meets the EPR target obligations as per CPCB guidelines and is undertaking activities in compliance with various regulatory requirements for waste management. The Company has engaged an agency to assist with annual filings and the purchase of Plastic Waste Management (PWM) credits, further a different dedicated agency conducts risk assessments related to EPR. For the disposal of plastic waste generated at the plants, each plant has engaged their own local vendor to manage disposal effectively.	
Biodiversity	(R)	The biggest threat to biodiversity is the loss, deterioration, and fragmentation of habitats due to the Company's operations	1. The Company is committed to conserving the biodiversity of the areas in which it operates. Currently, none of the Company's operations/ offices are situated in/around ecologically sensitive areas. Further, no new production sites or operations are planned in areas identified as statutorily protected with regards to their natural characteristics, biodiversity, or other factors. The Company maintains an open dialogue with community members in its areas of operation, these discussions are focused on topics such as climate, water and sustainable economic activities. 2. The Company undertakes initiatives in the form of trainings to farmers for safe use of its products as well as setup mechanism for plastic waste collection and disposal as measure towards avoiding plastic pollution and protecting the environment. 3. Sustainable farming practices: As a part of farmer advisory, the Company promotes sustainable farming practices that propose responsible use of chemicals and prevent soil erosion; these practices include conservation tillage, crop rotation, cover crops, etc. By strengthening partnerships through various agri-centric initiatives such as biodiversity credits, regenerative farming, digital connectivity programs and innovations, the Company is paving the way for more sustainable farming solutions and resilient agriculture future. 4. The Company through its 'ForwardFarming' initiative is promoting regenerative agriculture by fostering dialogue and showcasing on-farm practices with independent farmers. Together with farmers and scientific experts, the Company is improving and pioneering agronomic practices with a strong focus on improving soil health, biodiversity conservation, environmental impact reduction, carbon-neutral agriculture and water conservation.	Negative – due to fines and penalties that can be levied on the Company for directly or indirectly impacting biodiversity on account of its operations

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
Business Ethics	Risk	The Company strongly believes in conducting businesses responsibly and in compliance with the statutory requirements and regulations. Any event of non-compliance can affect the Company's reputation, undermine stakeholder trust, disrupt business operations, and could result in financial repercussions, such as fines and penalties	The Company is committed to compliance and ethical business conduct. The Company believes that compliance is essential for long-term commercial success, and it will forgo any business transaction that would violate any of the principles of its unified Code of Conduct (https://www.bayer.com/en/commitments/code-of-conduct). The Code of Conduct outlines Bayer's principles of business conduct. It defines how Bayer employees work together with their colleagues and external partners. It serves as a compass to ensure everyone acts with integrity and helps the Company to take informed decisions, focus on the essentials, and reinforce the Company's identity. The Code comprises the following key areas: • How to interact with customers and consumers • How to work together • How to engage with Stakeholders Trust is at the core of what the Company does; integrity is and remains a key element of the corporate culture. Employees are obligated to report compliance violations. The Company ensures that no employees are disadvantaged or exposed to retaliatory measures because they reported a suspected compliance violation in good faith. The Company is committed to ensure all statutory requirements are duly complied with and it tracks these compliances through the 'WeComply' portal. Further, overall compliance status is periodically reviewed and tracked by the Law, Patents and Compliance (LPC) department and significant discrepancies are highlighted to the relevant stakeholders for appropriate action. The Company encourages third parties to raise their concerns about compliance. In addition to the Company's employees, the SpeakUp Platform (https://bayer.speakup.report/en-GB/complianceline/home/)/Compliance Hotline is open to any third-party who would like to report a possible compliance violation anonymously. This applies irrespective of whether the third-party has a business relationship with the Company or whether their own rights are affected. The Company has platforms through which not only customers, employees of direct or indirect suppliers, but residents around local sites, trade unions and NGOs, are also entitled to submit their concerns. The Company has in place a robust IT-based compliance management tool for monitoring adherence to applicable laws and regulations.	Negative – due to expenses related to compliance management system and trainings. - due to fines and penalties that can be levied on the Company and other associated legal implications in case of violation of laws and regulations

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
Product Stewardship	Opportunity	Product stewardship means that the Company's products meet the highest quality standards and are safe for people and the environment when used properly. With the increasing demand for safe and sustainable products, as well as regulatory requirements surrounding it, product stewardship is a key topic for the business. Thus, there is an opportunity to expand the Company's market presence through product stewardship initiatives.	The Company has put in place necessary directives and management systems to implement regulatory and voluntary product stewardship requirements. 1. Product registration: Crop protection as well as seeds finished products are subject to stringent regulations that prescribe specific and detailed approval and registration procedures. Hence, the products cannot be sold in the market until they have been approved by a competent authority or an official registration has been granted. Further, processes have been established throughout the Company to address inquiries about product safety or problems with the products that are already available on the market. 2. Product counterfeiting: Product counterfeiting is a concern and poses a serious risk to business, farmers and the whole agriculture ecosystem. The Company has been collaborating with various enforcement authorities to initiate suitable legal actions against the counterfeiters; it endeavors to resolutely and effectively prevent counterfeiting to ensure customers have access to safe and effective original products. In this regard, the Company has provided consumers/farmers access to digitized versions of product information in their preferred languages by scanning the QR code of product labels. The QR code can also be used to authenticate the genuineness of the product. There is close collaboration with various industry associations to do the right advocacy and bring in necessary legislative changes to mitigate the risk of counterfeiting to support sustainable agriculture practices. 3. Safe handling of products: The Company through its field force conducts safety briefings to inform consumers about safe product handling, including use of right Personal Protective Equipment (PPE). Since 2016, Bayer Safe Use Ambassador program is aimed at creating trainers for safe use of products by partnering with various State Agricultural universities. Through targeted training courses, farmers, seed treatment professionals, distributors and other users are shown how to use the products both effectively and safely to maintain healthy plants and thereby increase the yield and quality of harvested goods. The Company's objective is to continuously increase the outreach of training activities through more widespread use of digital media. 4. Waste management initiative: The Company is registered as a Brand Owner and Importer and is responsible for disposal of plastic waste generated as per the Extended Producer Responsibility (EPR) guidelines. The Company is undertaking activities in compliance with various regulatory requirements for waste management. 5. Use of drone technology: The Company has enabled the responsible use of drone-based spraying technology through partnerships with Directorate General of Civil Aviation (DGCA)-approved Indian drone service providers, including General Aeronautics Pvt. Ltd. These services are delivered through trained and certified pilots and are integrated into the Company's broader agricultural ecosystem via Better Life Farming Centers (BLF), Farmer Producer Organizations (FPOs), and supported by rural entrepreneurs. The deployment of drone-enabled spraying services has been undertaken across select states including Punjab, Haryana, Maharashtra, Madhya Pradesh, Odisha, Andhra Pradesh and Karnataka, with further expansion aligned to regulatory label approvals and farmer demand. The use of such precision application technologies supports safe, accurate and responsible application of crop protection products in line with approved usage guidelines and stewardship principles.	Positive – due to improvement in market presence

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
Human Rights	Risk	Neglecting human rights requirements would result in regulatory non-compliance and have a detrimental effect on the Company's reputation and public image, making it a crucial aspect for overall responsible business conduct initiative.	Human rights are a matter of great importance for the Company not only within its own sites but across its entire supply chain. The Company is fully committed to upholding human rights and has documented its stance in its Human Rights Policy (https://www.bayer.com/en/sustainability/bayer-human-rights-policy). The policy covers human rights requirements within the company and obligates its employees to respect and foster human rights within their own business activities and in business relations. Bayer is a founding member of the UN Global Compact and respects the Universal Declaration of Human Rights and the International Covenants on Civil and Political Rights and on Economic, Social and Cultural Rights of the United Nations. The Company's human rights due diligence is based on the related principles described in the UN Guiding Principles on Business and Human Rights (UNGPs), UNGPs are considered to be among the most important international standards for preventing and combating possible human rights violations in connection with business activities. The Company is engaged in meeting this responsibility along the entire value chain and within its scope in India. Guided by the Bayer Code of Conduct and supplementary to the Human Rights Policy, the Company substantiates specific standards and responsibilities for respecting human rights. These include regulations on data privacy, fairness and respect at work, HSE Management and HSE Key Requirements (https://www.bayer.com/sites/default/files/hse-management-and-key-requirements-policy-en-2024.pdf), security and crisis management. One of the Compliance Management principles is to ensure that employees enjoy Fairness and Respect at Work (FRW). All employees are aware of this, and they are encouraged to voice their grievance/concern with regard to FRW via the SpeakUp Platform/Compliance Hotline. Further, Company employees have access to Bayer AG's training program 'Respecting Human Rights at Bayer' created to enhance awareness of the importance of human rights in their day-to-day activities. The Company's Supplier Code of Conduct (https://www.bayer.com/en/procurement/supplier-code-of-conduct) is circulated and made known to all its suppliers to cover topics of Ethics, People and Labor, Quality and Governance Management Systems. Under the topic of People and Labor, the Company has clearly laid out its expectations in respect of avoidance of child labor, avoidance of bonded or forced labor and protecting freely chosen employment, need to have freedom of association, need to have adherence to working time, wages and benefits, importance of equal treatment, etc. During the financial year 2025-26, the Company's Operations team, along with HSE colleagues, conducted review at seed tolling site, on various topics, including those mentioned above. The Company strives to create awareness about child labor in the agriculture sector and has joined other seed companies back in 2019 to establish Enabling Child and Human Rights with Seed Organizations (ECHO) initiative. ECHO is one of the biggest multi-stakeholder forums in India for the promotion of children's rights and decent work which includes fair wages, as well as healthy and safe working conditions. In 2025, ECHO organized a walkathon to mark the World Day Against Child Labor with the goal of raising awareness about the issue. Additionally, audits were conducted at sites of Tier-2 suppliers (supplier of our raw material supplier) as part of the initiative to review all above mentioned aspects at the value chain partners. Further, as part of Internal Audits (IA) conducted by the Company as per the defined audit scope and compliances – Factories Act and various Labor Acts are verified. The key areas covered include working hours, wage rates, facilities, PPE and safety requirements for labor. For growers in seed business, the Company has implemented governance mechanism to review practices related to wages and benefits and the avoidance of child labor at the growers' fields.	Negative – due to costs involved in due diligence and training

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
Employee Welfare and Occupational Safety	Opportunity	It is well known that availability of trained, skilled and engaged workforce in a knowledge-based economy can lead to a significant increase in productivity, more efficient and effective operations which would contribute to Company's success. The advantage of having access to a large pool of trained talent with diverse perspectives helps the Company in meeting growing business requirements and is key to gain competitive advantage.	Recognizing the importance of human resources, the Company has implemented several employee-focused initiatives – these range from onboarding training, buddy culture, talent management, rewards and recognition, employee training, career development programs etc. In an endeavor to encourage employees to get holistic work experience, there is a process for internal job rotations, project opportunities via the talent marketplace, short-term assignments etc. Annual performance evaluation process and Employee Potential evaluation help the Company to identify top talents and groom them for future leadership roles. The Company aims to create a culture that is based on fairness and respect for all. As established in the Bayer Human Rights Policy, the Company is committed to respecting the human rights of its employees and therefore to fair and equal treatment as a basic principle in the work environment. This includes observing Group-wide standards of conduct and protecting employees from discrimination, harassment and retaliation. In India, Bayer has consistently been acknowledged for its workplace culture, especially within the chemical industry sector. The Company has been featured in the list of 100 Best Companies for Women in India - 2025, a study run by AVTAR Group & Seramount and in 'Best Companies - Hall of Fame' for the fifth consecutive year. The Company has been recognized among India's Best Workplaces in Chemicals in 2025 by the Great Place to Work Institute, emphasizing on commitment to health, safety and a collaborative work environment aligned with the human resources strategy in action build on principles of Dynamic Shared Ownership, employee empowerment, and purpose-driven leadership. The Company has also been recognized as the 'Best Place to Work for Disability Inclusion' in the Disability Index in 2025. The Company believes in open and transparent feedback culture. All employees are encouraged to seek feedback on regular basis via Impact Insight tool from their team members and peers and use the same for self- development. The Company has rolled out 'Employee Voice' surveys at yearly intervals wherein it seeks feedback from its employees and uses this to make modifications, if need be, to its employee practices. The Company's hybrid working model, has provided flexibility to the employees and is a step closer towards ensuring necessary work-life balance. The Company provides best-in-class health, childcare, insurance programs and benefits to employees which get benchmarked periodically. Building upon winning the prestigious Healthy Workplace – Hall of Fame award by Arogya World last year, the Company has been recognized as the top 3 finalists in the Global Healthy Workplace Award by the Global Center for Healthy Workplaces (GCHW), highlighting its commitment to health and wellbeing for its employees. The Company's crop protection site at Himatnagar has been honored with the Special Jury Appreciation Award at the Confederation of Indian Industry (CII) Western Region Safety, Health and Environment (SHE) Excellence & Innovation Awards 2025 in the 'Large Manufacturing' category. This award reflects the site's sustained zero harm performance, world class HSE systems, strong leadership engagement, and deep-rooted culture of safety, health, and environmental stewardship. The Company has a robust health and well-being program catering to the varied needs of the workforce working at sites and in hybrid mode. The Company has partnered with a reputed wellness service aggregator offering a Digital Health Wallet. Through this facility, employees can choose to visit medical centers closest to them for health checkups and access to online health activity sessions. The Wallet also includes other online and offline Outpatient Department (OPD) benefits. The processes are digitalized and can be operated by employees from anywhere. The Company shares articles, conduct webinars, quizzes and other engagement activities including gamification on various physical, emotional and mental health topics. The Company has partnered with a reputed service provider who offers 24x7 Employee Assistance Programs (EAP) for the holistic well-being of employees and their family members. Further, the EAP offers a webinar series designed around specific themes and covers a range of topics from nurturing family well-being, mental health concerns, inclusivity for LGBTQ+, parenting etc. These sessions are conducted by subject matter experts typically at regular intervals.	Positive – due to increased productivity and sustainable operations - Diversity, equity and inclusion can boost performance, drive innovation and support creating a balanced work culture

Opportunity   Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
			Within the context of Occupational Health and Safety, both employees and contractors receive extensive training in the prevention of accidents and safety incidents and in promoting and maintaining their own health. The measures range from general safety briefings to special safety and health training courses. The Company actively promotes safety-conscious behavior for preventing accidents and injuries and encourages employees and contractors to immediately report work-related hazards or dangerous situations to their supervisors. Health Safety Environment (HSE) management systems are implemented at the sites. Audits are an integral component of the global HSE Management System. They help to ensure compliance with applicable regulations and improve performance through the management and mitigation of possible HSE risks. The Company has developed Key Performance Indicators (KPIs) to measure safety program maturity beyond the traditional indicators of the Recordable Incident Rate (RIR). This includes the Severity of Injuries, leading indicators like investigation closed on time (percentage reporting) and CAPA closed on time (percentage reporting). These innovative KPI capture effectiveness of Incident Management System and taking action in holistic way.	
Supplier Management	Risk	Businesses operate in a complex and dynamic environment wherein the inward supply chain involves multiple stakeholders, both organized as well as unorganized. In order to enable the Company to provide quality finished products to consumers, it is necessary that suppliers provide the necessary quantity of materials (raw, intermediaries, packing, etc.) on timely basis. Any disruption in the supply chain or adverse price fluctuations could create supply bottlenecks and potentially affect the Company's competitiveness, production and product delivery.	The Company operates according to an established supplier management process. Long-term contracts/business relationships and active supplier management for strategically important goods and services are important elements of this topic. The Company exerts influence by emphasizing economic, ethical, social and ecological principles through the Supplier Code of Conduct. In addition to the above, the Company is focusing on sustainable supplier environment. The expectations from the suppliers are clearly laid out in Supplier Code of Conduct. The document covers topics of Ethics, People and Labor, Quality and Governance Management Systems. As part of the review mechanism, during the financial year 2025-26, the Company's Operations team, along with HSE colleagues, conducted reviews at tolling site, on various topics, including those mentioned above. Additionally, audits were conducted at sites of Tier-2 suppliers (supplier of our raw material supplier) as part of the initiative to review the above mentioned aspects for value chain partners. Further, to enhance compliance and awareness on labor compliances, regulatory requirements amongst the Company's supply chain vendors, annual trainings on safety vehicle guidelines and other safety topics are conducted with the help of the HSE team, CFA locations are also evaluated to ensure compliance adherence. The Company also assesses the suppliers through Together for Sustainability (TFS) (physical audits) and EcoVadis (online assessment) platforms. In 2025, 62 BCSL suppliers were audited through these channels. The areas covered as part of the audit/assessment include environment, ethics, labor and human rights, health and safety, governance, management systems and sustainable procurement which also correspond to the requirements of the Supplier Code of Conduct. In 2025, the Company focused on developing strategic and operational approaches for ensuring respect for human rights and embedding responsible purchasing practices.	Negative – due to adoption of systems, processes and due diligence that could lead to delays impacting production and inventory levels

Opportunity Risk

Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity
			Efforts have been made to improve maturity and resilience of the seed supply chain by conducting two workshops on HSE and Labor & Human Rights. These workshops were organized for the seeds product supply operation team (in Jul 2025) and external seed tolling partners (in Nov 2025) and covered key topics such as Code of Conduct, HSE compliance, Indian regulations and human rights.	
Stakeholder and Community Involvement	Risk	Stakeholder activism has increased in the past few years. Failure to engage and address the concerns of various stakeholders can result in various market and reputational risks.	Stakeholder dialogue helps recognize important trends, developments in society and markets at an early stage. This information is taken into account while shaping business and policy advocacy activities. The Company also leverages industry platforms to organize consultative workshops and roundtables. Regular stakeholder activities range from dialogues at the local and national level, and active involvement in committees and specialist workshops. In community engagement, the Company is active through its CSR programs. Community engagement processes involve need based assessment of the communities. In addition, the Company has Community Outreach programs which are organized by employees for communities around the sites. An open dialogue is maintained between the site management and community members which focuses on making a direct positive impact to the communities where the sites operate. Impacts are measured as 'touches – i.e. the number of society members benefited by these programs. The Company is taking measures to support water-related community projects by leveraging local presence and collaborating with various organizations to provide access to clean water and sanitation. The initiatives focus on raising awareness and building skills around water management. The Company has partnered with Safe Water Network, and plans on installing 90 iJal stations across India by 2026 thereby transforming the lives of 270,000 people in nearby communities. In partnership with Jal Seva Charitable Trust, in Uttar Pradesh, age friendly WASH infrastructure and clean drinking water stations have been installed for children in Anganwadi encouraging hygienic behavior and creating a friendly learning environment. Further, the Company has also set a goal to commission iJal stations, enabling clean drinking water access to 2,70,000 community members also supporting the livelihoods of 180 people associated with the initiative. For other stakeholders such as customers, suppliers, investors, and regulators, the relevant functions closely interact with them at necessary frequencies. In 2025, a customer engagement program was conducted with key distributors informing them about the right trading practices and educating them about the legal and regulatory framework for crop protection. Further, the Company takes efforts to connect with the supplier community on a need basis to discuss climate protection initiatives such as decarbonization and overall reduction of GHG emissions. The Company through its organization model – 'Dynamic Shared Ownership (DSO)' which is closely aligned to customer needs continues to empower employees to more effectively satisfy and deploy resources by working in small and self-administered mission teams. These cross-functional mission teams engage with distributors and retailers with an outcome-driven approach with close alignment with market needs and regulatory expectations. DSO-enabled engagement focuses on responsible trading practices, compliance awareness, product stewardship, and timely dissemination of accurate product and usage information across the channel network. By empowering decentralized teams to work directly with channel partners, the Company has strengthened collaboration, contributing to accelerated decision-making, and reinforcement of consistent, compliant, and customer-centric engagement across the agricultural value chain.	No material financial impact identified; reputational and social value creation benefits expected

Opportunity   Risk

Section B MANAGEMENT AND PROCESS DISCLOSURES

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and Management Processes										
1.	**a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)**	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c. Web Link of the Policies, if available	https://www.bayer.in/en/investors/policies								
2.	**Whether the entity has translated the policy into procedures. (Yes/ No)**	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	**Do the enlisted policies extend to your value chain partners? (Yes/ No)**	Yes	No	Yes	No	Yes	Yes	No	No	Yes
4.	**Name of the national and international codes/ certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.**	No Certification	ISO 9001 (Quality Management Systems)	ISO 45001 (Occupational Health & Safety Management Systems)	No Certification	Bayer is a founding member of the United Nations (UN) Global Compact and respects the Universal Declaration of Human Rights of the UN	ISO 14001 (Environmental Management Systems)	No Certification	No Certification	No Certification
5.	**Specific commitments, goals and targets set by the entity with defined timelines, if any.**	**A. Environmental Targets:** 1. Promote transition to renewable energy consumption to reduce GHG emissions. 2. Promote rainwater harvesting and wastewater treatment for water conservation. **B. Social Targets:** 1. Proportion of women in top management - 50% by 2030. 2. 1-2% of the workforce to be made up of people with disabilities/differently abled individuals by 2030. 3. Promote health and safety initiatives within the supplier community. 4. Conduct at least one health engagement program every year in each of the six areas - Physical health, mental health, emotional health, women's health, financial well-being, personal energy management. 5. Promote employee awareness and engagement by leveraging relevant national/international HSE days e.g. National Safety Week, Road Safety Month, World Environment Day, World Mental Health Day and World Health Day. 6. Conduct human rights awareness workshop for seed tollers and support ECHO Forum – the seed industry association on human rights to uphold human rights amongst growers. 7. Enhance hazard recognition awareness amongst employees by promoting safety incident reporting tools and track closure. Maintain Employee Lost Time Recordable Injury Rate (LTRIR) < 0.5. 8. Contribute to improving HSE and Sustainability awareness amongst Indian industry and agricultural sector. 9. Facilitate provision of reliable drinking water to underserved communities and promote lasting hygiene practices to improve their health. **C. Governance Targets:** 1. Conduct management review at the product supply sites at least once a year to evaluate HSE management system effectiveness.								

Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9
6.	**Performance of the entity against the specific commitments, goals, and targets along-with reasons in case the same are not met.**									

A. Environment Targets:

1. **Promote transition to renewable energy consumption to reduce GHG emissions:** The Company is committed to supporting global sustainability targets and has installed solar energy generation plants and/or entered into power purchase agreements (PPAs) for renewable energy at all major sites. For example, the Himatnagar site has a PPA for the purchase of solar energy, accounting for approximately 50% of the site's total electricity consumption. The sites are dedicated to gradually increasing their renewable energy usage in line with the global commitment towards Sustainable Development Goal (SDG) 13 – Climate Action. Below are the details of the solar power installation capacities at the sites:

   Shamirpet: 690 kW on-site; Himatnagar: 112 kW on-site + 630 kW PPA (50% of total electricity consumption); BRDC: 133 kW on-site; Silvassa: 70 kW

2. **Promote rainwater harvesting and wastewater treatment for water conservation:** In alignment with the commitment to the Sustainable Development Goals (SDG) 6 – Clean Water and Sanitation, the Company strives to protect water resources, use them judiciously, and further reduce water pollution. All major sites have implemented rainwater harvesting practices and installed on-site wastewater treatment plants to reuse treated wastewater and reduce freshwater consumption.

B. Social Targets:

1. **Proportion of women in top management - 50% by 2030:** The Company is making strides toward its goal of having women occupy 50% of top management positions by 2030. Women still represent a substantial portion of top management roles, demonstrating the Company's ongoing dedication to diversity in leadership. As of March 2026, the Company has achieved 42% gender diversity at the top management level. The gender ratios have improved at all levels, increasing from 14% in 2021 to 18% in 2024. In FY 2025–26, the emphasis was on maintaining previous achievements and enhancing the leadership pipeline through inclusive talent development, coaching programs like 'Leadership Link' and 'Coffee Chats' with leaders to support women.

2. **1-2% of the workforce to be made up of people with disabilities/differently abled individuals by 2030:** The ENABLE Business Resource Group (BRG) - Enabling All, Excluding None has been at the forefront of fostering inclusivity, accessibility, and opportunities for People with Disabilities (PwD). Bayer in India was recognized as a 'Best Place to Work for Disability Inclusion' in the Disability Index® benchmarking exercise. As part of the ongoing commitment to building an inclusive, equitable, and supportive workplace, where colleagues of all abilities can thrive, the Company has rolled out policy enhancements to strengthen the support provided to employees with disabilities (PwD) and their families, ensuring better accessibility to essential care and resources. The Company's current achievement is approximately 1% at the local level.

3. **Promote health and safety initiatives within the supplier community:** The Company has integrated sustainability considerations into its supplier management activities to ensure that business practices with suppliers align with environmental, social, and ethical standards. The Company views adherence to these sustainability standards within the supply chain as a crucial factor. By acting responsibly in collaboration with suppliers, the Company aims to identify and minimize risks while fostering stable, long-term business relationships with value chain partners. As part of the supplier engagement process, the Company conducted a supplier capability-building workshop for HSE compliance and risk management, sustainability and human rights topics in November 2025 for all seed tolling partners.

4. **Conduct at least one health engagement program every year in each of the six areas – Physical health, mental health, emotional health, women's health, financial well-being, personal energy management:** The Company prioritizes the well-being of its employees and associates, encouraging them to be their best selves and thrive in all aspects of life. To support this endeavor, the Company promotes the importance of caring for one's holistic health, enabling individuals to live with purpose, energy, and resilience. The Company has conducted awareness programs in all required health domains. These programs were conducted in both online and classroom formats in partnership with wellness service providers or leveraging internal resources. There was participation from leaders demonstrating health leadership in teams.

   Going beyond traditional awareness sessions, the Company also conducted a 4-week gamified mobile app-based holistic health "Self-Care Challenge". The Company got excellent participation from remote and field employees and awarded individuals and teams who excelled in undertaking maximum steps, calories burnt, hydration and nutrition during this interval.

   The Company has an internal "MyHealth Portal" available to all employees to support them in their health and wellness journey. Employees access this portal to pull guidance and resources to stay happy, healthy and energized in areas of physical, emotional, mental and spiritual health. The Company has continued to provide a "Digital Health Wallet" platform to all employees to meet their diverse individual and family needs.

   Engagement programs conducted during the year included:

   - 'Energy Workshops' to inculcate ownership of holistic health amongst employees.
   - A 2-day Mental Health First Aider classroom training for representatives across all India locations.
   - Blood donation camps were organized across various sites wherein employees showed commitment to community health.

5. **Promote employee awareness and engagement by leveraging relevant national/international HSE days e.g. National Safety Week, Road Safety Month, World Environment Day, World Mental Health Day and World Health Day:** Considering the fact that road safety is a top risk in India, the Company leveraged National Road Safety Month to promote employee awareness on road safety through extensive communication, quizzes, webinar and other employee engagement activities. Similarly, National Safety Week and World Environmental Day were observed across the manufacturing locations and employees actively participated in various safety and environment-focused activities.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9

Awareness topics were covered on World Mental Health Day. The Company continues to provide Employee Assistance Program (EAP) to all employees and eligible family members.

On the occasion of World Health Day, social media posts were published to reaffirm commitment to advancing 'Health for all' and highlighted the achievement of being recognized as a top-3 finalist at the Global Healthy Workplace Awards 2025 by the Global Center for Healthy Workplaces (GCHW), a global benchmark for excellence in employee health and well-being.

6. **Conduct human rights awareness workshop for seed tollers and support ECHO Forum – the seed industry association on human rights to uphold human rights amongst growers:** The Company conducted an HSE and human rights awareness workshop for all seed tollers in FY 2025-26. The Company is an active member of the ECHO Forum and actively contributes to upholding grower human rights in alignment with Bayer Human Rights Policy.

7. **Enhance hazard recognition awareness amongst employees by promoting safety incident reporting tools and track closure. Maintain Employee Lost Time Recordable Injury Rate (LTRIR) < 0.5:**

   In FY 2025-26, there were no recordable injuries resulting in lost time for employees or supervised contractors (LTRIR = 0).

   The Company adopts a risk-based approach to minimize the potential for high-severity injuries at sites. The Company adopts a proactive approach to safety and conducts regular training sessions, toolbox talks, providing safe infrastructure and encouraging robust reporting culture. In FY 2025-26, less than 300 safety observations and near misses were reported demonstrating high risk perception and psychological safety. The Company takes timely and effective corrective and preventive actions based on the reporting.

8. **Contribute to improving HSE and Sustainability awareness amongst Indian industry and agricultural sector:** The Company is part of global CropLife International (CLI) sub-team on Road Safety and has contributed to the development of a white paper on "Best Practices for Implementing a Vehicle Telematics Program" which has now been published on CLI website for the benefit of all member companies globally.

   The Company demonstrates thought leadership by representation at industry forums and conferences to share best practices and lessons learned on HSE and sustainability.

9. **Facilitate provision of reliable drinking water to underserved communities and promote lasting hygiene practices to improve their health:**

   The Company has set a goal to commission 90 iJal stations by October 2026, enabling clean drinking water access to 2,70,000 community members also supporting the livelihoods of 180 people associated with the initiative. As on March 31, 2026, the Company has commissioned 56 iJal stations creating 112 livelihood opportunities of which 60% are women with 1,30,000 total beneficiaries.

   The Company is driving initiatives through Anganwadi centers in Uttar Pradesh with an aim to establish age friendly WASH infrastructure and provide clean drinking water in 200 Anganwadis (100 each in Lucknow and Varanasi) reaching 9,000 beneficiaries. As on March 31, 2026, the Company has installed 100 drinking water and age-friendly hand wash units, trained 538 Anganwadi staff on operations and maintenance, the current reach has crossed the 9,000 mark.

C. Governance Target:

1. **Conduct management review at the product supply sites at least once a year to evaluate HSE management system effectiveness:** All manufacturing sites – Himatnagar, Silvassa and Shamirpet have conducted management reviews locally in FY 2025-26 to evaluate their management system effectiveness. These management reviews support the Company's commitment to continual improvement at the product supply sites.

Governance, Leadership and Oversight

7. **Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements.**

Financial Year 2025-26 is a pivotal year, moving from intention to acceleration. As agriculture faces climate stress, resource scarcity, geo-political disruptions, and shifting markets, the focus is now on scaling proven solutions. Our BRSR journey is about measurable action across Environmental, Social, and Governance priorities.

At BCSL, transformation starts at the farm, where science, digital technology, and local ecosystems come together to drive change. Precision agriculture and data-backed advisory enable farmers to make informed decisions, resulting in optimized input use, reduced waste, improved yields, and stronger profitability with a lower environmental footprint.

Our strategy is anchored in integrated systems that strengthen farmer ecosystems through improved access to quality inputs, knowledge, markets, and technology. A key enabler of this is the Better Life Farming (BLF) platform, designed around a hub-and-spoke model. The hubs act as centers of expertise, aggregation, and market linkage, while the spokes are powered by rural micro-entrepreneurs who serve as the last mile connect to farmers.

These micro-entrepreneurs are at the heart of the model, delivering advisory, facilitating access to quality inputs, enabling market linkages, and supporting farmers with relevant mechanization and digital tools. Beyond service delivery, this approach is creating sustainable livelihood opportunities and fostering local ownership, with a strong emphasis on empowering women as agri-entrepreneurs and community leaders.

Complementing this, our engagement with Farmer Producer Organizations (FPOs) strengthens collective action at scale. By enabling aggregation, improving bargaining power, and enhancing access to inputs, credit, and markets, FPOs play a critical role in improving farmer realization and integrating smallholders into formal value chains.

Practical sustainability continues to guide our actions. Water stewardship remains a critical priority, with practices such as Direct Seeded Rice (DSR), micro-irrigation, and improved water management delivering both conservation and productivity gains. Our climate initiatives, from increasing renewable energy adoption at our sites to enabling drone-led precision application, represent structural shifts that reduce emissions and enhance efficiency.

	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
	Our crop-system approach reinforces this direction. Through initiatives such as DirectAcres and mechanized dry direct seeding, we are delivering holistic, scalable solutions that reduce water use, lower methane emissions, and decrease the cost of cultivation, while also enabling farmers to participate in emerging opportunities such as carbon markets. Beyond the field, we remain committed to responsible business practices. We prioritize product stewardship, uphold human rights, and promote employee well-being and inclusive growth, alongside sustainable resource use across our operations. These efforts are anchored in strong governance frameworks built on integrity, compliance, and accountability. Financial Year 2025-26 is defined by: • A shift towards precision. • A shift towards systems thinking. • A shift towards partnerships and ecosystems. Above all, we are focused on delivering outcomes that benefit both farmers and the planet. With over 130 years of experience in India, we continue to build on our legacy, driven by inclusive innovation, measurable sustainability, and shared growth.									
8.	**Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies).**	Corporate Social Responsibility (CSR) & Environmental, Social, and Governance (ESG) Committee								
9.	**Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.**	Yes. A CSR & ESG Committee exists, and Mr. Simon-Thorsten Wiebusch is the Chairman.								

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director/Committee of the Board/Any other Committee									Frequency (Annually/Half yearly/Quarterly/Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	As part of Internal Audit (global and local), Procurement Audits, HSE Audits as well as Compliance Audit, adherence to policies is checked and recommendations (if any) are made.									Annually								
Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances	Yes									Annually								

11.	P1	P2	P3	P4	P5	P6	P7	P8	P9
Has the entity carried out independent assessment/evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency:	No	No	No	No	No	No	No	No	No

12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
a. The entity does not consider the principles material to its business (Yes/No)	Not applicable								
b. The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
c. The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
d. It is planned to be done in the next financial year (Yes/No)									
e. Any other reason (please specify)									

Section C PRINCIPLE-WISE PERFORMANCE DISCLOSURE

PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is ethical, transparent and accountable

ESSENTIAL INDICATORS

1. **Percentage coverage by training and awareness programs on any of the principles during the financial year:**

Segment	Total number of training and awareness programs held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programs
Board of Directors	2	• 9 NGRBC Principles and 10 Corporate Compliance Principles of the Company • Duties and responsibilities of Directors & KMPs	100%
Key Management Personnel	14	• 9 NGRBC Principles and 10 Corporate Compliance Principles of the Company • Duties and responsibilities of Directors & KMPs • Web-based training on Anti-trust, Insider Trading, Data Privacy, Cyber Security • Responsible use of AI and Bayer Digital Tools • Label and Secure Information Handling • Controlled Data, Authorization Compliance • Third Party Due Diligence • Feedback programs	66.67%
	6	• 9 NGRBC Principles and 10 Corporate Compliance Principles of the Company • Duties and responsibilities of Directors & KMPs. • Conflict of Interest • Web based Training on Data Privacy • Responsible use of AI • Cyber Security Fundamentals	33.33%

Segment	Total number of training and awareness programs held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programs
Employees other than BODs and KMPs	198	• **Governance and Compliance:** Data Integrity, Information Security, Compliance with various Accounting Standards, Grievance Redressal, Prevention of Sexual Harassment (POSH), Risk Management, Code of Conduct, Third Party Due Diligence (TPDD), Protection of Intellectual Property rights, Anti-Corruption, Data Privacy, Fairness and Respect at work, Insider Trading, Business Continuity Management • **Leadership Development:** Leading High-Performance Dispersed Teams, Stakeholders relationships, Visionary, Architect, Catalyst, Coach (VACC) Leadership experience, Leadership Behaviors • **Behavioral and Skill based:** Feedback program, Train the Trainer, Understanding Customer Service, Understanding bias around the world, Problem Solving Methodologies • **Business and Technical topics:** Product quality and safety, Product related technical topics, Master Data Management, Improving Agriculture, Introduction to Workday, Lean Six Sigma Yellow Belt Training for Admin Services, Position Management, Product Stewardship, Project Management, Quality Assurance and Risk Management, Employee Onboarding • **Information Technology:** Cloud infrastructure and services, Global Security Data Management Tool, Elevated Access Management User, Cyber Security, Responsible use of AI and other AI-related trainings, Bayer digital tools, Software Access Management (SAM)- Expert user and firefighter • **Health and Safety:** Incident Reporting, HSE and Human Rights Induction, Driving Safety, Pedestrian Safety, Construction Safety, First Aid Training, Emergency Preparedness including Mock Drill, Employee Assistance Program, Contractor and Guest Safety	100%*

Segment	Total number of training and awareness programs held	Topics/principles covered under the training and its impact	% of persons in respective category covered by the awareness programs
Workers	29	• **Governance and Compliance:** Code of Conduct • **Behavioral and Skill based:** Roles and responsibility-based trainings and Personal hygiene • **Technical Topics:** Seed/Chemical process training, Material Movement • **Health and Safety:** Incident Reporting, Patrolling and observation, Monsoon safety and preparedness, Security, Surveillance and Bomb threat training, Use of fire extinguisher and fire equipment, Safe handling of chemicals, Color coding systems, Use of PPE, Slip and fall prevention, Emergency Preparedness including Mock Drill	100%

*Note: *Percentage of people covered in respective categories calculated based on number of training courses listed and multiple combinations of trainings attended.*

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/law enforcement agencies/judicial institutions, in the financial year, in the following format:

Monetary					
	NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Amount (In ₹)**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Penalty/Fine	-	-	-	-	-
Settlement	-	-	-	-	-
Compounding fee*	Principle 9	Office of Legal Metrology and Consumer Office, Bharuch	12,000	Compounding Order was received for violation of provisions of Rule 27 of the Legal Metrology (Packaged) Commodities Rules, 2011 with respect to registration of Manufacturer/Packer/Importer of pre-packaged products manufactured at the Panoli site.	No

Non-Monetary				
	NGRBC Principle	**Name of the regulatory/ enforcement agencies/ judicial institutions**	**Brief of the Case**	**Has an appeal been preferred? (Yes/No)**
Imprisonment	-	-	-	-
Punishment	-	-	-	-

Note: The above reported instances are, however, not material as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015.

3. **Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed:**

Case Details	Name of the regulatory/enforcement agencies/judicial institutions
-	-

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy:**

   Yes. The policies are available on weblink: https://www.bayer.in/en/investors/policies

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:**

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Directors	0	0
KMPs	0	0
Employees	0	0
Workers	0	0

6. **Details of complaints with regard to conflict of interest:**

	FY 2025-26 (Current Financial Year)		FY 2024-25 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	0	-	0	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	0	-	0	-

7. **Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/law enforcement agencies/judicial institutions, on cases of corruption and conflicts of interest:**

   No complaints or cases pertaining to corruption or conflicts of interest were reported or registered during FY 2025–26.

8. **Number of days of accounts payables ((Accounts payable*365)/Cost of goods/services procured) in the following format:**

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Number of days of accounts payables	103	91

9. Open-ness of business: Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Concentration of Purchases*	a. Purchases from trading houses as % of total purchases	6%	10%
	b. Number of trading houses where purchases are made from	418	491
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	46%	66%
Concentration of Sales	a. Sales to dealers/distributors as % of total sales	97%	97%
	b. Number of dealers/distributors to whom sales are made	3,534	3,940
	c. Sales to top 10 dealers/distributors as % of total sales to dealers/distributors	13%	7%
Share of RPTs in	a. Purchases (Purchases with related parties/Total Purchases)	50%	58%
	b. Sales (Sales to related parties/Total Sales)	7%	6%
	c. Loans & advances (Loans & advances given to related parties/Total loans & advances)	Nil	Nil
	d. Investments (Investments in related parties/Total Investments made)	Nil	Nil

*Note: *The Company has reviewed and recategorized trading houses categorization in FY 2025-26 in line with the published Industry Standards on Business Responsibility & Sustainability Report (BRSR) Core to cover - specialized legal entities primarily engaged in the business of export, import, and/or domestic trade of goods and services, facilitating import, export and/or domestic trade and providing related services to support such transactions.*

LEADERSHIP INDICATORS

1. Awareness programs conducted for value chain partners on any of the principles during the financial year:

Total number of training and awareness programs held	Topics/principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programs
2 (1 training to Transporters and 1 training to Tollers at Shamirpet location)	**Transporters:** Warehouse and Dryer Safety, Road Safety and Compliance **Seed Tollers:** Data Integrity, Human Rights Health & Environment Safety and Electrical & Fire Safety	**Transporters:** 100% **Seed Tollers:** 100%
1 (Warehouse management supplier training at Himatnagar location)	Road Safety & Defensive Driving as a part of Road Safety month	100%

Total number of training and awareness programs held	Topics/principles covered under the training	% of value chain partners covered (by value of business done with such partners) under the awareness programs
1 (Supplier Engagement)	Awareness on sustainability and decarbonization with a focus on Scope 3 emissions, supplier engagement, science-based targets, renewable energy adoption, and transparent disclosure of carbon and product footprints	0.26%
1 (Channel Partner Training)	Right Trade Practices in Agriculture and Legal & Regulatory Framework	70%
301 (Farmer training conducted in collaboration with Food Value Chain Partner)	Stewardship, Safe Use Practices, Minimum Residue Level and Crop Agronomy trainings	82.63%
1 (Learning Path 1 training to Sahbhaagis)	Promoting Rural Entrepreneurship, Promoting Good Farming Practices	0.30%
1 (Corn Module training to Sahbhaagis)	Seed to Harvest topics (including information on BCSL seed portfolio, pest identification and management as per label claims and good agronomic practices)	
1 (Rice training to Sahbhaagis)	Seed to Harvest topics (including information on BCSL seed portfolio, pest identification and management as per label claims and good agronomic practices)	
1 (Chilli training to Sahbhaagis)	Pest identification and management as per label claims and good agronomic practices	
1 (Tomato training to Sahbhaagis)	Pest identification and management as per label claims and good agronomic practices	

2. **Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same:**

   Yes. The Company has a policy on the Code of Conduct for the Board of Directors and Senior Management that sets out the process for identifying, disclosing, and managing conflicts of interest. Directors and Senior Management are expected to avoid situations where personal interests could conflict with the Company's interests and to promptly disclose any potential conflicts. The Company also obtains annual declarations from Board members regarding their interests in other entities and ensures that requisite approvals are in place, as applicable.

PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe

ESSENTIAL INDICATORS

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively:**

Type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvement in environmental and social impacts
Research & Development (R&D)	100%	100%	**FY 2025-26:** The Company continues to strengthen its position as a leader in innovation by delivering advanced and effective crop protection solutions that support Indian farmers and enhance agricultural productivity. As part of its ongoing R&D efforts, it is actively evaluating several early-stage compounds under global development for potential introduction in India. In addition, new molecules and product mixtures are being assessed across a wide range of agricultural and horticultural crops. These evaluations address diverse pest, disease, and public health needs. The objective is to determine the commercial viability and suitability of these products for future market deployment. • **Crop Protection:** During the year, the Company continued to invest in innovative crop protection technologies aimed at improving environmental sustainability and social outcomes in agriculture. It successfully secured registration approvals and launched five innovative products, while also expanding the usage of several existing products across key crops and enabling drone-based application for select products, thereby improving input efficiency and applicator safety. In parallel, the Company conducted 1,349 field experiments across 32 crops, evaluating 76 products, including early-stage chemical compounds, biologicals, plant growth regulators, and nutrient solutions, to promote sustainable farming practices and enhance yield outcomes. Collaborations with over 55 State Agricultural Universities and ICAR institutes further strengthened the evaluation of environmentally responsible and safe crop protection solutions, supported by more than 300 project-mode experiments and extensive regulatory submissions. Additionally, the Company ensured compliance with national Maximum Residue Limits (MRLs), supported safe and judicious pesticide use through stewardship programs, and provided dedicated farmer advisory services, reinforcing its commitment to responsible innovation and long-term agricultural sustainability. • **Seeds:** The Company delivered strong performance in its Corn business during FY 2025-26, with the DEKALB® brand maintaining its No.1 position for the fourth consecutive year, supported by record seed sales and successful new product launches across key markets.

Type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvement in environmental and social impacts
			Significant progress was made in precision breeding through implementation of dynamic line evaluation strategies and Continuous Cycle workflows, enabling faster genetic gain and improved product development. The use of Breeding Excellence Index (BEI) frameworks and enhanced phenotyping capabilities strengthened data-driven decision-making and product predictability. Development of Short Stature Corn (SSC) also advanced into advanced pipeline stages. To address increasing agro-climatic challenges, the Company strengthened plant health capabilities through high-throughput disease screening, improved diagnostic tools, and validation of disease resistance traits, supporting crop resilience. The Company expanded its product portfolio with multiple hybrid deployments and received regulatory recognition under the All India Coordinated Research Project for Maize framework, along with several PVP certifications, reinforcing its innovation-led growth and contribution to agricultural advancement. The details of new launches are: • DKC9248 launched for spring segment known for high yield potential, high kernel depth, cylindrical and uniform ears • DKC9256 launched for South wet market across Maharashtra, Karnataka, Madhya Pradesh and Tamil Nadu. Key features include high yield, excellent tip filling, NLB tolerance • DKC9247 was launched for the South wet market and is known for good tip filling, high yield, attractive grain color, and early maturity. **FY 2024-25:** The Company continues to provide novel, innovative and effective seed and crop protection solutions targeted towards benefiting the Indian farming community and to keep pace with the dynamic scenario and enhance food productivity. • **Crop Protection:** In line with the commitment to innovation, protecting plant health and supporting farmers in securing higher yields, the Company conducted 1,192 field experiments across the country on 30 different field crops and horticulture crops. During the year, 71 products were evaluated to assist growers in achieving higher yields and to foster the development of better and more sustainable farming systems for the future. These innovations primarily focus on evaluating early-stage chemical compounds, biological agents, plant growth regulators, and nutrient complexes aimed at effectively managing insects, diseases, weeds, and overall plant health. The insights gained from these experiments will enable the Company to advance and propose new solutions to farmers. The Company has also collaborated with 55 State Agriculture Universities and Indian Council of Agricultural Research (ICAR) institutes for evaluation of crop protection innovations in different crops through over 205 experiments in project mode.

Type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvement in environmental and social impacts
			• **Seeds:** For the Company's Breeding team, it was yet another year of new digital tool implementation in Breeding advancement decisions, application of AI and new breeding methodologies. Implementation of Quantitative Genetic Framework (QGF) paved the way for choosing genomic selections early in the breeding cycle without assessing them in field testing, thereby increasing the speed of breeding cycles to tap higher genetic gain. The Company has put in additional efforts in the area of plant health, considering uncertain weather and growing agro-climatic challenges faced by Indian farmers, to protect yield and to enhance resistance to pest and diseases in Corn germplasm. The Plant health team developed and established: • Corn Fusarium Stalk Rot (FSR) Seedling assay screening protocol under greenhouse conditions, which increased efficiency and quality data generation • Ear rot lab assay POC for early pipeline screening for Fusarium ear rot • Digital disease guide and dashboard for data visualization • Molecular diagnostics and mapping of stalk rots pathogens across India to monitor disease spread across India • Disease Viewer tool for product advancements and • GAIA, a pathogen inventory tracking and management tool.
Capital Expenditure (CAPEX)	4%	5%	**FY 2025-26:** • Burner control system installed to optimize combustion, reducing pollutants and fuel consumption while stabilizing process efficiency with integrated BMS interlocks and audit capabilities: ₹ 3.21 million • Corn push planters with moisture and range tools deployed for precise sowing, smarter irrigation, and proper isolation, supported by calibrated and traceable field records: ₹ 1.63 million • Energy-efficient air compressor installed to reduce electricity consumption and emissions, with improved uptime and heat recovery potential, supported by metering and preventive maintenance protocols: ₹ 1.22 million • Expanded PNG leak detection system installed to cut fugitive emissions, adding resilience through coverage redundancy with governance via calibration and regular drills: ₹ 0.46 million • Hand push planters deployed at Nandigama to lower emissions and seed waste, aiding smallholder productivity with governance upheld through SOPs and maintenance schedules: ₹ 0.16 million

Type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvement in environmental and social impacts
			• Water-saving spraying system installed to reduce water usage and worker effort, ultimately contributing to environmental sustainability: ₹ 0.78 million • Manual stacker and hand pallet truck procured to increase worker safety, replacing tasks previously done through manual human effort: ₹ 0.11 million • Mini sheller installed to minimize energy consumption and seed damage, ensuring consistent sample quality with strengthened governance through cleaning protocols and contamination control: ₹ 0.05 million • Mini weeder inter-cultivator deployed to reduce herbicide usage and nutrient loss, boosting soil-centric efficiency with governance enforced through training and calibration logs: ₹ 0.21 million • PNG leak detection system with dual gas capability installed to avoid methane and toxic releases, preventing fuel loss and downtime with tightened governance via alarms and compliant logging: ₹ 0.50 million • Portable toilets installed for improved environmental hygiene and worker convenience at site: ₹ 0.22 million • Replacement of old 180 KVA DG set with CPCB-IV compliant 200 KVA DG set, ensuring regulatory compliance with emission norms, improved air-emission performance, and reliable power backup: ₹ 2.49 million • New diesel pipeline installed to prevent diesel spillage, saving fuel from wastage and contributing towards environmental protection: ₹ 0.25 million • Renewable energy project implemented to promote use of clean energy, reducing grid electricity consumption and associated GHG emissions while enhancing energy efficiency and safety: ₹ 0.22 million • Warm e-RET room established to reduce waste and energy consumption, enabling faster release with stronger governance through validated and auditable controls: ₹ 0.60 million • Gas detectors, Scaba, and Fiberglass Reinforced Plastic (FRP) ladders installed for workplace safety, detecting and preventing gas leakages at site: ₹ 0.28 million • Precision planter for smallholders deployed to save seed and curb runoff, lifting yield stability with enhanced governance through training and digital calibration records: ₹ 1.42 million • Upgraded electrical panel for RO system installed to improve power quality and protection, reducing losses while increasing water system reliability with code-compliant governance: ₹ 0.27 million • Solar induction system installed to reduce electricity usage and promote renewable energy adoption at site: ₹ 0.26 million

Type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvement in environmental and social impacts
			• Retrofit Aftertreatment System (RAS) installed on diesel generator sets, effectively reducing emissions of Particulate Matter, Carbon Monoxide, and Hydrocarbons by up to 90%: ₹ 2.23 million • Mic sets and projector procured to conduct farmer engagement meetings about Bayer products, benefiting local farming communities: ₹ 1.30 million • Seed treating machine installed to treat seeds before sowing, ensuring optimal yield and crop health: ₹ 0.32 million • Battery-operated sprayers deployed, representing a significant advancement in sustainable spraying technology with environmental benefits: ₹ 0.31 million • 1080P timelapse camera installed to capture early indications of molecules, helping to reduce development timelines for research projects: ₹ 0.20 million • Battery 8V 175AH Lead Acid Battery system installed for generating solar power energy, helping to reduce electricity load on the grid: ₹ 0.09 million • CCTV systems for Admin and Farm upgraded to work on solar power, reducing electricity usage and promoting renewable energy: ₹ 1.70 million • Front wall construction with channel system created for village farmers, enabling smooth transition of rainwater and supporting water conservation: ₹ 2.58 million • Phytobac system installed to utilize microorganisms for biodegrading chemical residues, effectively managing wastewater and reducing ecological footprint in agricultural operations: ₹ 4.77 million • Rainwater harvesting tanks installed to decrease dependence on overexploited groundwater and surface water systems: ₹ 0.22 million • Solar panels installed, saving 913 plants equivalent and reducing 17 tonnes of CO_2 emissions by generating clean electricity: ₹ 4.86 million • Sump for rainwater storage constructed to decrease dependence on overexploited groundwater and surface water systems: ₹ 0.53 million **FY 2024-25:** • To reduce the CO_2 emission/reduce vehicle and people movement to sustain safe environment at site: ₹ 13.5 million • Corn Cob Harvester used for DS24 season at corn field production location: ₹ 3.6 million • Retrofit Emission Control Device (RECD) installed for 320 kVA DG Set to effectively minimize air emission: ₹ 4.7 million

Type	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)	Details of improvement in environmental and social impacts
			• Pinning tool with wash station installed to support seed GP testing. This will eliminate use of plastic tips and enable a high throughput, cost-efficient and sustainable process: ₹ 2.2 million • Hand push planters in the fields to reduce CO_2 emissions: ₹ 2.2 million • DP Dryer bins bifurcation for smaller lots from 50 MT to 25 MT to improve the efficiency and safety: ₹ 2.1 million • MBR-based Effluent Treatment Plant for wastewater treatment: ₹ 1.4 million • Use of Battery-operated forklift, to reduce CO_2 emissions: ₹ 1.1 million • Repair and maintenance of Fire Hydrant system for emergency response at site: ₹ 0.8 million • Current Transformer/Potential Transformer and Load Break Switch (CTPT & LBS) Switch - As per the direction of Government Electrical Board & Rule, to sustainability/ improvement of the efficiency of energy consumption: ₹ 0.45 million • Miscellaneous items for office and farm for increased safety and improved efficiency such as Hand Pallet Truck, 40-watt LED Solar Street Light, Dolphy make hand drier fiber, Unicare Eye Wash & Shower, Manual trolleys involving more mechanical motor or electricity, Delta GR 150 Glass Rinser with Connector: ₹ 1.8 million • Drip irrigation system installed at Bengaluru Research and Development Center (BRDC): ₹ 2.84 million • HVAC system replaced with new energy efficient system resulting in reduction in energy consumption by 10-15%: ₹ 4.41 million • Installed energy-efficient dust collector in sheller equipment line for improved energy efficiency: ₹ 0.68 million • Updated old borewell water distribution system with energy-efficient system and replaced underground galvanized pipes to eliminate water leaks, thus contributing to natural resource conservation: ₹ 0.4 million • Installed second high efficiency bead mill on Suspension Concentrate (SC-2) formulation line to improve the suspension concentrates formulation efficiency which has also improved energy efficiency by 15% for SC formulation: ₹ 28.14 million • Installed a Retrofit Emission Control Device (RECD) at the DG stack thereby significantly reducing harmful emissions, contributing to improved air quality and adherence to environmental norms: ₹ 1.54 million • Installed a pouch cutting and material recovery machine to eliminate worker exposure and enable efficient material recovery: ₹ 0.53 million

2. a. **Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

Yes.

b. **If yes, what percentage of inputs were sourced sustainably?**

57%.

Note: Intercompany procurement has been excluded for calculation of inputs sourced sustainably.

3. **Describe the processes in place to safely reclaim your products for reusing, recycling, and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste:**

The Company maintains robust processes to ensure the safe disposal of products, including obsolete or damaged inventories and other waste. The Company is committed to minimizing material consumption and disposal volumes through a systematic approach to waste management that emphasizes waste reduction, segregation, secure disposal pathways, and economically efficient recycling. Consistent with the Company's philosophy, all manufacturing sites are required to reduce waste and dispose of it safely. Every site manages the segregation, storage, and disposal of all waste categories in accordance with good environmental practices and in full compliance with applicable laws and the conditions set forth in authorizations issued/prescribed by the State Pollution Control Boards/Pollution Control Committees.

Plastic: The Company is registered as a Brand Owner and Importer and is responsible for the disposal of plastic waste generated as per the Extended Producer Responsibility (EPR) guidelines. The Company is undertaking activities in compliance with various regulatory requirements for waste management; as part of this program, the Company has engaged a reputed Producer Responsibility Organization (PRO) to organize and manage the collection of plastic waste from the market and facilitate its safe disposal at state-level incineration facilities. All the locations (manufacturing sites and offices) have eliminated the use of single-use plastics.

E-waste: Disposal of Bayer IT hardware and storage media is conducted securely in alignment with the group-wide e-waste management philosophy. The Company has contracts with government-registered and authorized e-waste vendors to ensure eco-friendly processing and disposal without adverse environmental impacts, in compliance with applicable regulations.

Hazardous: The sites have established systems for segregation, safe storage, and compliant disposal of hazardous wastes. The Company has a process for receiving product returns from the market at the end of their shelf life as well as in case the product containers are damaged. Such products are sent back to the manufacturing sites for dispatch to authorized hazardous waste agencies for safe disposal in accordance with the regulations and permit conditions. Additionally, autoclaved laboratory waste generated at Bengaluru Research and Development Center (BRDC) is also sent to an authorized waste vendor.

Others: The Shamirpet and BRDC sites operate organic waste composters that convert organic waste into manure, which is utilized in nearby fields, supporting beneficial reuse.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same:**

Yes, Extended Producer Responsibility (EPR) applies; the Company holds a Central Pollution Control Board (CPCB) license and has submitted an EPR-compliant plan to the CPCB.

LEADERSHIP INDICATORS

1. **Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

NIC Code	Name of Product/ Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective/ Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No) If yes, provide the web-link.
No. The Company's sustainability strategy is not restricted to its own operations but also extends to its suppliers through its Supplier Code of Conduct. It covers topics such as Ethics, Labor & Human Rights, Health & Safety, Climate & Environment, Quality and Governance & Management systems; with the goal of strengthening the mutual understanding of how these principles should be practiced in day-to-day business. In addition, the Company has processes in place to ensure the safe disposal of products, including the disposal of obsolete/damaged inventories or waste, in accordance with relevant regulations.					

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same:**

Name of Product/Service	Description of the risk/concerns	Action Taken
The production and disposal of the Company's products do not pose any significant social or environmental concerns or risks.		

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry):**

Indicate input material	Recycled or re-used input material to total material	
	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
There is 0% recycled or reused input used in production.		

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric tons) reused, recycled, and safely disposed, as per the following format:**

	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Re-used	Recycled	Safely Disposed	Re-used	Recycled	Safely Disposed
Plastics (including packaging) (MT)*	0	2,455.63	1,949.57	0	1,287.80	1,472.20
E-Waste (MT)	0	0	0	0	0	0
Hazardous Waste (MT)	0	0	1,260.20**	0	0	1,565.79
Other Waste (MT) (Non-Hazardous)	0	0	0	0	0	0

*Notes: *The above numbers reported are as per EPR targets on CPCB Portal. The Company is purchasing credits equivalent to the targets given by CPCB.*

***Expired/damaged products sent for incineration have been considered. The disclosed quantities also include treated seeds of 1,181 MT converted to biofuel on disposal.*

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category:**

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Plastics (including packaging) (MT)	5.07%
E-Waste (MT)	0%
Hazardous Waste (MT)	1.45%
Other Waste (MT)	0%

PRINCIPLE 3 **Businesses should respect and promote the well-being of all employees, including those in their value chains**

ESSENTIAL INDICATORS

1. a. **Details of measures for the well-being of employees:**

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
Permanent Employees											
Male	779	779	100%	779	100%	NA	NA	779	100%	779	100%
Female	182	182	100%	182	100%	182	100%	NA	NA	182	100%
Total	961	961	100%	961	100%	182	19%	779	81%	961	100%
Other than Permanent Employees											
Male	132	132	100%	132	100%	NA	NA	0	0%	132	100%
Female	43	43	100%	43	100%	43	100%	NA	NA	43	100%
Total	175	175	100%	175	100%	43	25%	0	0%	175	100%

b. **Details of measures for the well-being of workers:**

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
Permanent Workers											
Male	106	106	100%	106	100%	NA	NA	106	100%	106	100%
Female	7	7	100%	7	100%	7	100%	NA	NA	7	100%
Total	113	113	100%	113	100%	7	6%	106	94%	113	100%
Other than Permanent Workers											
Male	1339	1339	100%	1339	100%	NA	NA	0	0%	0	0%
Female	219	219	100%	219	100%	219	100%	NA	NA	0	0%
Total	1558	1558	100%	1558	100%	219	14%	0	0%	0	0%

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:**

	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Cost incurred on well-being measures as a % of total revenue of the company	0.21%*	0.25%

*Note: *Methodology for calculating spending on well-being of employees and workers (including permanent and other than permanent) has been aligned with BRSR Core KPIs and guidance as per published Industry Standards on Business Responsibility & Sustainability Report (BRSR) Core.*

2. Details of retirement benefits, for Current Financial Year and Previous Financial Year:

Benefits	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total worker	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total worker	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	100%	Yes	100%	100%	Yes
Gratuity	100%	100%	Yes	100%	100%	Yes
ESI	100%	100%	Yes	100%	100%	Yes
Others- please specify						

3. Accessibility of workplaces: Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard:

Yes. The Company's premises and offices are designed to be accessible to differently abled employees and workers, in line with the applicable requirements of the Rights of Persons with Disabilities Act, 2016. Accessibility provisions include ramps at entry and exit points and within parking areas, accessible washroom facilities, and elevators with adequate space to accommodate wheelchair users. Wheelchairs and personal assistance are made available wherever required to support mobility and access. Certain restricted production areas are not accessible to wheelchair users due to operational safety requirements.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy:

Yes, the Company has an Equal Opportunity Policy in accordance with the Rights of Persons with Disabilities Act, 2016. The policy is available at – https://www.bayer.in/en/investors/policies

5. Return to work and Retention rates of permanent employees and workers that took parental leave:

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention Rate	Return to work rate	Retention Rate
Male	91%	91%	0%	0%
Female	100%	100%	0%	0%
Total	92%	92%	0%	0%

6. **Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief:**

Category	Yes/No	Details of the mechanism in brief
Permanent Workers	Yes	The SpeakUp Channel and Compliance Hotline are accessible 24/7 for reporting any grievances. Additionally, there is a location-based mechanism in place for handling grievances (weblink for details: https://www.bayer.in/en/investors/policies)
Other than Permanent Workers	Yes	
Permanent Employees	Yes	
Other than Permanent Employees	Yes	

7. **Membership of employees and worker in association(s) or Unions recognized by the listed entity:**

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B/A)	Total employees/ workers in respective category (C)	No. of employees/ workers in respective category, who are part of association(s) or Union (D)	% (D/C)
Permanent Employees						
Male	779	0	0%	871	0	0%
Female	182	0	0%	201	0	0%
Total	961	0	0%	1072	0	0%
Permanent Workers						
Male	106	96	91%	92	87	95%
Female	7	0	0%	5	0	0%
Total	113	96	85%	97	87	90%

8. **Details of training given to employees and workers:**

Category	FY 2025-26 (Current Financial Year)					FY 2024-25 (Previous Financial Year)				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	779	779	100%	480	62%	871	871	100%	556	64%
Female	182	182	100%	124	68%	201	201	100%	158	79%
Total	961	961	100%	604	63%	1072	1072	100%	714	67%
Workers										
Male	106	106	100%	106	100%	92	92	100%	83	90%
Female	7	7	100%	7	100%	5	5	100%	2	40%
Total	113	113	100%	113	100%	97	97	100%	85	88%

9. **Details of performance and career development reviews of employees and worker:**

Category	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Employees						
Male	779	779	100%	871	871	100%
Female	182	182	100%	201	201	100%
Total	961	961	100%	1072	1072	100%
Workers						
Male	106	106	100%	92	92	100%
Female	7	7	100%	5	5	100%
Total	113	113	100%	97	97	100%

10. **Health and safety management system:**

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage such system?	Yes. All sites operate under a comprehensive occupational health and safety (OHS) management system and comply with Bayer Corporate Policy 2055 (https://www.bayer.com/sites/default/files/hse-management-and-key-requirements-policy-en-2024.pdf) which establishes the framework for a management-systems approach to OHS. The policy details Bayer's method for coordinating and monitoring health and safety processes and defines the core health and safety requirements. Operational responsibility for health and safety rests with individual sites, which guide HSE through site-level management systems, committees, and working groups. Additionally, the seed processing site at Shamirpet and Bengaluru Research & Development Center (BRDC) has maintained ISO 45001 Occupational Health and Safety Management System certification for several years.
b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	All site activities are subject to Occupational Safety and Health (OSH) risk assessment. The Risk Assessment document gets updated on real-time basis incorporating the control and mitigation measures required to reduce risk to acceptable/manageable levels.
c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks? (Yes/No)	Yes. There are processes for workers to report work-related hazards and to safeguard themselves from such risks. All safety observations, near misses and incidents are reported in the Bayer Intelex® Incident Reporting tool. This online reporting tool is available for all employee and supervised contractors. The reported incidents are verified by the Health and Safety team and corrective/preventive actions are tracked to closure in the system.
d. Do the employees/worker of the entity have access to non-occupational medical and healthcare services? (Yes/No)	Yes. Employees/Workers have access to non-occupational medical and healthcare services. A Digital Health Wallet facility with non-occupational annual medical health check-ups (for employees and spouse), OPD benefits and specialist medical consultation has been extended to all employees and eligible family members. The Company also extends Employee Assistance Program services for employees and eligible family members to support their mental and emotional well-being.

11. Details of safety related incidents, in the following format (*Including the contract workforce):

Safety Incident/Number	Category*	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	0	0
	Workers	0	0
Total recordable work-related injuries	Employees	0	0
	Workers	1**	0
No. of fatalities	Employees	0	0
	Workers	0	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	0	0
	Workers	0	0

*Note: **Injury reported pertaining to other than permanent employee – worker at Himatnagar location with minimal treatment beyond first aid. Other than permanent employee – worker immediately resumed work post treatment.*

12. Describe the measures taken by the entity to ensure a safe and healthy workplace:

Safeguarding the health and safety of employees and contractors (commissioned outside companies) under the Company's direct supervision entails preventing occupational accidents and illnesses, systematically assessing potential hazards, ensuring comprehensive risk management, and fostering a healthy working environment. The Company's health management program encompasses preventive initiatives ranging from workplace ergonomics and stress management, programs to support access to reliable, high-quality healthcare and promoting healthy behaviors. Employees and contractors receive extensive training in risk identification, assessment, and reporting to prevent accidents and encourage adoption of healthy practices.

Measures include safety orientations, briefings, and specialized training delivered both in person and online. Key initiatives comprise employee safety inductions, awareness sessions and training on safe storage and handling of chemicals, the importance and proper use of Personal Protective Equipment (PPE), workplace ergonomics, road safety, and field equipment safety, among others. The Company also encourages the identification and reporting of workplace safety observations, near misses, and incidents via the Bayer Intelex Incident Reporting tool. Reported events are verified by the Health and Safety team, and corrective and preventive actions are tracked to closure within the tool. Incidents with Serious Injury/Fatality (SIF) potential are reviewed periodically, with learning opportunities shared as needed to prevent recurrence.

Regulatory requirements are reviewed and updated on a regular basis to identify new applicable requirements. The Company employs a management-systems approach to track compliance with legal health and safety requirements, monitor safety-related KPIs, and conduct management reviews to drive continual improvement.

During the year, the Company has undertaken various processes, optimization and safety measures for improving employee safety and well-being. Additionally, Process & Plant Safety Assessment including Hazardous Area Classification and Risk Assessment (HACRA), Process Hazard Analysis (PHA), Hazard & Operability Study (HAZOP); Machinery Safety Assessment, Laboratory Safety Assessment, Explosion Prevention and Protection assessment and general HSE audits are conducted periodically and corrective and preventive measures are implemented, wherever applicable.

The Company nurtures a strong culture of health and safety by recognizing employees who champion safe and healthy behaviors.

The Company's vision of "Health for All" begins with its own workforce. At Bayer, employee safety and well-being are paramount. To fulfill this vision, the Company encourages employees to reflect on their daily work environments and actively supports their personal commitment to living safe, healthy lives. The Company has a robust health and well-being program catering to the varied needs of the workforce working at sites, remotely or in hybrid mode. In partnership with a reputed wellness service aggregator, the Company offers a year-round Digital Health Wallet, enabling employees and their spouses to visit nearby medical centers for health checkups and participate in online health activities; the Wallet also includes online outpatient department benefits. The Company's efforts were recognized by Arogya World—a global health nonprofit organization focused on preventing non-communicable diseases—with the prestigious Arogya World Hall of Fame Award 2024 and Arogya World PLATINUM award 2023. The Company was also recognized by the Global Center for Healthy Workplaces and ranked among the top 3 in 2025. This reflects the Company's continual improvements and its steadfast prioritization of employee wellness.

13. Number of Complaints on the following made by employees and workers:

Topic	FY 2025-26 (Current Financial Year)			FY 2024-25 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	0	0	No complaints	0	0	No complaints
Health & Safety	0	0	No complaints	0	0	No complaints

14. Assessments for the year:

Topic	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100%
Working Conditions	100%

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks/concerns arising from assessments of health & safety practices and working conditions:

The Directorate of Safety and Health Inspectors and Labor Inspectors visit the sites periodically. Any corrective/preventive actions recommended by the authorities are implemented by the sites and compliance is intimated to the respective authorities. As of date, no significant risks/concerns from these assessments are outstanding.

In addition to assessments by statutory authorities, safety observations, near misses and incidents are reported in the Bayer Intelex® Incident Reporting tool. The reported incidents are verified by the Health and Safety team, and corrective/preventive actions are tracked to closure in the tool. Incidents with Serious Injury/Fatality (SIF) potential are reviewed periodically, and learnings are shared as required.

LEADERSHIP INDICATORS

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N)?**

   a. **Employees (Yes/No):** Yes.

   b. **Workers (Yes/No):** Yes.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners:**

   Checks are undertaken to ensure that statutory dues have been deducted and deposited by value chain partners at the time of value chain partner invoice processing. Value chain partners submit the requisite supporting documentation evidencing the deposit of these dues with the relevant regulatory authorities.

3. **Provide the number of employees/workers having suffered high consequences for work-related injury/ ill-health/fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

Category	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	Current Financial Year 2025-26	Previous Financial Year 2024-25	Current Financial Year 2025-26	Previous Financial Year 2024-25
Employees	0	0	0	0
Workers	0	0	0	0

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/No):**

   Yes, the Company provides professional outplacement services to support employees in severance cases.

5. **Details on assessment of value chain partners:**

Topic	% of value chain partners (by value of business done with such partners) that were assessed	
	Seeds Tollers	Other suppliers
Health and safety practices	100%	10.13%
Working Conditions	100%	10.13%

6. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners:**

   The Company conducts periodic HSE, process, and plant safety audits of its key tolling operations and selected Tier-2 suppliers (i.e., suppliers to our primary suppliers) using a risk-based approach. These audits are based on principles in the Bayer Supplier Code of Conduct, encompassing health, safety, and environmental aspects. Assessments cover regulatory compliance, HSE Management Systems, emergency preparedness and response, process safety management, and related areas. Identified gaps are addressed through corrective and preventive actions that are reviewed and tracked for compliance. Recommendations, if any, are designed to enhance suppliers' HSE and Compliance Management Systems.

PRINCIPLE 4 — Businesses should respect the interests of and be responsive to all its stakeholders

ESSENTIAL INDICATORS

1. Describe the processes for identifying key stakeholder groups of the entity:

The Company engages with a wide range of stakeholders across the entire value chain. Each business function maintains a list of relevant stakeholders and ensures mutual expectations—both of the Company and of the stakeholders are understood and aligned. Stakeholders are identified based on the Company's industry dynamics, business model, capital structure, dependency on third-party to create value and Go-To-Market strategy. Identified stakeholders are categorized into four groups:

Partners	Financial Market Participants	Social Interest Groups	Regulators
• Suppliers • Employees • Customers • Associations • Academic Institutions • Farmers • Growers • Tollers • Food Chain Partners • Indirect Channel Partners (including Retailers, BLF, FPOs) • Food chain partner (exporter, retailer and processor)	• Investors • Banks	• Communities • NGOs • General Public	• Law Makers • Regulatory Authorities/Bodies

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly /others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Customers/ Consumers	No	Multiple	Continuous/ Perpetual	Commercial business, Product Stewardship and new launches related guidance and understanding their needs
Suppliers	No	Multiple	Continuous/ Perpetual	Commercial business, training on code of conduct and good business practices
Employees	No	Multiple	Continuous/ Perpetual	General employee training and awareness sessions, Business updates, strategic priorities

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly /others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Associations and Universities/ Schools	No	Multiple	Continuous/ Perpetual/On need basis	Research opportunities
Investors	No	Community Meetings	On need basis	Replying to queries/information sought by investors
Banks and Rating agencies	No	Multiple	Continuous/ Perpetual	Commercial business transactions
General Public	No	Press releases	Need basis	Public interactions on emergency preparedness, CS Implementation
NGOs	No	Multiple	Continuous/ Perpetual	Community engagement, discuss key concerns and solutions and discussion topic pertaining to innovation
Local Communities and competitors	No	Multiple	Continuous/ Perpetual	Health and safety related aspects (such as pandemic related safety measures, eye-check drives, information around road safety protocols)

LEADERSHIP INDICATORS

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board:**

   The Company maintains a robust stakeholder consultation mechanism. The Board engages with stakeholders on economic, environmental, and social matters through the relevant responsible functions, and stakeholder feedback deemed material is consolidated and presented to the Board.

2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes/No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity:**

   Yes, the Company leverages stakeholder consultation on environmental and social matters. It engages with regulatory agencies, including State Pollution Control Boards, to consult on environmental projects such as rainwater harvesting and hazardous-waste management. The Company has also initiated the

Farm Waste Plastic Take-Back program, focused on collecting plastic and hazardous waste from the farming communities where it operates.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalized stakeholder groups:**

One of the Company's key stakeholder groups comprises customers (retail distributors)/consumers (farmers), some of whom may belong to vulnerable or marginalized communities. At times, fluctuating monsoon conditions lead to economic hardship and delayed payment of receivables; in such instances, the Company evaluates requests for extended payment windows on a case-by-case basis and decides appropriately. The Company also undertakes initiatives to support surrounding communities and society at large. For smallholder farmers, it provides in-depth training on crop agronomy advisory and stewardship, safe and judicious use of crop protection products, responsible and safe pesticide disposal, as well as general health guidance and awareness on vector control. A flagship effort has fostered an enabling ecosystem through the Better Life Farming (BLF) alliance. Its agri-entrepreneurship model operates via Better Life Farming Centers managed by local agri-entrepreneurs, who facilitate technology transfer to other smallholders on seeds, crop nutrition, drip irrigation, mulching, and more. These centers also deliver services such as market linkages, access to inputs, and crop advisory.

Given the country's large concentration of smallholder farmers, the Company is committed to building awareness and scaling the adoption of forward-looking agronomic practices—specifically regenerative agriculture. Across India, it advances resource-efficient agronomy, digitization, and precision farming, including Direct Seeded Rice and the safe use of pesticides through precision spraying via drones etc.

PRINCIPLE 5 Businesses should respect and promote human rights

ESSENTIAL INDICATORS

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

Category	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Total (A)	No. of employees /workers covered (B)	% (B/A)	Total (E)	No. of employees /workers covered (D)	% (D/C)
Employees						
Permanent	961	961	100%	1072	1072	100%
Other than Permanent	175	175	100%	152	152	100%
Total Employees	1136	1136	100%	1224	1224	100%
Workers						
Permanent	113	113	100%	97	97	100%
Other than Permanent	1558	1558	100%	3026	3026	100%
Total Workers	1671	1671	100%	3123	3123	100%

2. **Details of minimum wages paid to employees and workers, in the following format:**

Category	FY 2025-26 Current Financial Year					FY 2024-25 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B /A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	779	0	0%	779	100%	871	0	0%	871	100%
Female	182	0	0%	182	100%	201	0	0%	201	100%
Total	961	0	0%	961	100%	1072	0	0%	1072	100%
Other than Permanent										
Male	132	0	0%	132	100%	107	0	0%	107	100%
Female	43	0	0%	43	100%	45	0	0%	45	100%
Total	175	0	0%	175	100%	152	0	0%	152	100%
Workers										
Permanent										
Male	106	0	0%	106	100%	92	0	0%	92	100%
Female	7	0	0%	7	100%	5	0	0%	5	100%
Total	113	0	0%	113	100%	97	0	0%	97	100%
Other than Permanent										
Male	1339	71	5%	1268	95%	3004	0	0%	3004	100%
Female	219	40	18%	179	82%	22	0	0%	22	100%
Total	1558	111	7%	1447	93%	3026	0	0%	3026	100%

3. **Details of remuneration/salary/wages, in the following format:**

   a. **Median remuneration/wages*:**

Type of employee	Gender	Total Number	Median remuneration/ salary/wages of respective category (₹ in million)
Board of Directors (BoD)	Male	5**	2.16
	Female	2**	1.30
Key Managerial Personnel	Male	0	0
	Female	1	9.87
Employees other than BoD and KMP	Male	777	2.26
	Female	181***	2.20
Workers	Male	106	0.36
	Female	7	0.22

*Notes: *The above median for employees and workers is calculated based on paid gross salary/wages including bonus but excluding retirals.*

***For the purpose of median calculation all director remuneration payouts made throughout the year have been considered. The reported median value is for five male and two female directors. Board of Directors and employees other than BoD and KMP median has been calculated based on director appointment date for FY 2025-26.*

****The above number does not cover employee KMP.*

b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Gross wages paid to females as % of total wages	16.15%*	16.32%

*Notes: *For the purpose of the above calculation for FY 2025-26 in addition to permanent employees and workers (count: 189) other than permanent employee and worker (count: 262) have also been considered in line with published Industry Standards on Business Responsibility and Sustainability Report (BRSR) Core.*

**Gross wages = Fixed Gross Salary (excluding gratuity, provident fund, and medical insurance premium) + Bonus paid*

4. Do you have a focal point (Individual/Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No):

Yes.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues:

The Company is committed to conducting business in an ethical and lawful way and encourages employees and third parties to raise their concerns about compliance with human rights. Employees can raise concerns or grievances initially through the management channels by whatever medium available. The Company provides different communication channels to report possible or actual compliance violations- Manager/ Supervisor; Department Head; Law, Patents and Compliance Department; Compliance Officer; Internal Audit; Human Resources (for employment-related matters). The aggrieved person can also approach the Chairperson of the Audit Committee of the Company directly to report any concern. In addition to all Bayer employees, the SpeakUp Channel/Compliance-Hotline is open 24/7 to any third-party who would like to report a possible compliance violation anonymously. This applies irrespective of whether the third-party has a business relationship with Bayer or whether their own rights are affected. Therefore, besides customers, employees of direct or indirect suppliers, residents around local sites, trade unions and NGOs, are also entitled to submit their concerns. Additionally, a location-based grievances handling mechanism is also in place (https://www.bayer.in/en/investors/policies).

6. Number of Complaints on the following made by employees and workers:

	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	2	1		0	0	
Discrimination at workplace	0	0		0	0	
Child Labor	0	0		0	0	
Forced Labor/Involuntary Labor	0	0		0	0	
Wages	0	0		0	0	
Other human rights related issues	0	0		0	0	

7. **Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	2	0
Complaints on POSH as a % of female employees/workers	0.44%	0%
Complaints on POSH upheld	0	0

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases:**

The Company fosters an environment where employees feel comfortable speaking up and living core values. The Company has a zero-tolerance policy with respect to discrimination and harassment. Employees and third parties who make complaints in good faith are protected against any form of reprisal and are always treated fairly and with respect. Personnel who undertake such investigations are trained to keep the identity of the complainant anonymous.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No):**

Yes.

10. **Assessments for the year:**

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labor	100%
Forced/involuntary labor	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%

11. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 10 above:**

Based on the assessments no corrective action was required.

LEADERSHIP INDICATORS

1. **Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints:**

   There has been no change in the process for addressing human rights grievances/complaints during the current financial year.

2. **Details of the scope and coverage of any Human rights due-diligence conducted:**

   Bayer's Supplier Code of Conduct requires that suppliers (including tollers) respect the human rights of their employees, local communities, and vulnerable groups, treat them with dignity and respect. This encompasses areas such as Child Labor Avoidance, Freedom of Association, Freely Chosen Employment, Working Time, Wages and Benefits, Non-Discrimination & Fair Treatment, Use of Security Forces, Local Communities and Vulnerable Groups. During the past year, the HSE team conducted audits for key tolling operations and select Tier-2 suppliers (suppliers of our supplier) on various topics, including the ones mentioned above.

   For growers in the seeds business, the Company has implemented a governance mechanism to review practices related to Wages and Benefits and the Avoidance of Child Labor. It has introduced the practice of maintaining labor-wage registers, and Field Assistants perform periodic assessments of these human rights aspects during their visits to growers' fields.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

   Yes.

4. **Details on assessment of value chain partners:**

Category	% Of value chain partners (by value of business done with such partners) that were assessed		
	Seed Tollers	Crop Protection Toller	CFAs
Child labor	100%	100%	100%
Forced/involuntary labor			
Sexual harassment			
Discrimination at workplace			
Wages			
Others – please specify			

5. **Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above:**

   Based on the assessment results, no corrective actions were recommended.

PRINCIPLE 6 **Businesses should respect and make efforts to protect and restore the environment**

ESSENTIAL INDICATORS

1. **Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:**

Parameter	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
From renewable sources		
Total electricity consumption (A) (GJ)	0	0
Total fuel consumption (B) (GJ)	0	0
Energy consumption through other sources (C) (GJ) – (Solar)	12,011.30	11,922.32
Total energy consumed from renewable sources (A+B+C) (GJ)	**12,011.30**	**11,922.32**
From non-renewable sources		
Total electricity consumption (D) (GJ)	22,319.43	18,668.71
Total fuel consumption (E) (GJ)	22,517.75	14,959.41
Energy consumption through other sources (F) (GJ)	0	0
Total energy consumed from non-renewable sources (D+E+F) (GJ)	**44,837.18**	**33,628.12**
Total energy consumed (A+B+C+D+E+F)	**56,848.48**	**45,550.44**
Energy intensity per rupee of turnover *(Total energy consumption/ Revenue from Operations in rupees) (GJ per million ₹)*	1.00	0.83
Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total energy consumption/Revenue from Operations adjusted for PPP) (GJ per USD million)*	20.38	17.19
Energy intensity in terms of physical output (GJ per MT)	2.16	1.77
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

*Note: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

2. **Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any:**

None of the Company's sites have been classified as designated consumers under the Government of India's Perform, Achieve and Trade (PAT) Scheme.

3. **Provide details of the following disclosures related to water, in the following format:**

Parameter	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water withdrawal by source (in kiloliters)		
(i) Surface water	0	0
(ii) Groundwater	29,136.90	31,392.80
(iii) Third party water	10,687.92	5,650.30
(iv) Seawater/desalinated water	0	0
(v) Others (Rainwater storage)	0	0
Total volume of water withdrawal (in kiloliters) (i + ii + iii + iv + v)	**39,824.82**	**37,043.10**
Total volume of water consumption (in kiloliters)	**39,824.82**	**37,043.10**
Water intensity per rupee of turnover *(Total water consumption/ Revenue from operations) (kL per ₹ million)*	0.70	0.68
Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total water consumption/Revenue from operations adjusted for PPP) (kL per USD million)*	14.27	13.98
Water intensity in terms of physical output	1.51	1.44
Water intensity (optional) – the relevant metric may be selected by the entity- Specific water consumption per unit of product (kL/ MT)		-

*Note: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

4. **Provide the following details related to water discharged:**

Parameter	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water discharged by destination and level of treatment (in kiloliters)		
(i) To Surface water		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) To Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) To Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third parties		
- No treatment	0	3.71
- With treatment – please specify level of treatment	4,589.37**	42

Parameter	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
(v) Others		
- No treatment	0	0
- With treatment – please specify level of treatment	15,105.02***	15,783.69
Total water discharged (in kiloliters)	**19,694.39**	**15,829.40**

*Notes: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

***Stored on-site for natural attenuation and sent to authorized agency for further treatment and disposal*

****Wastewater after on-site treatment, and reject from Reverse Osmosis treatment is used for gardening on-site*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation:**

All sites except Bengaluru Research and Development Center (BRDC) and Thane Office have implemented a mechanism for Zero Liquid Discharge. Wastewater generated is treated and reused within the site premises, for gardening purposes. At BRDC, the major portion of effluent is treated on-site and used for gardening. However, a small portion of wastewater from laboratory is collected and stored on-site for natural attenuation and sent to authorized agency for further treatment and disposal as per permit conditions. At Thane Office location, sanitary and canteen wastewater is partially treated in the on-site Sewage Treatment Plant and is further disposed of into the common wastewater treatment plant operated by the commercial estate in which the office building is located.

The Company's philosophy is to treat and reuse water to the extent possible before sending the same to the third-party/common wastewater treatment plant for further disposal.

6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
NOx	T/year	0.01	0.01
SOx	T/year	0.01	0.01
Particulate matter (PM)	T/year	0.02	0.02
Persistent organic pollutants (POP)	T/Year	0	0
Volatile organic compounds (VOC)	T/Year	0	0
Hazardous air pollutants (HAP)	T/year	0	0
Others – please specify – CO_2	T/year	0	0

*Note: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Unit	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Scope 1 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tons of CO_2 equivalent tCO_2e	1,797.49	952.31
Total Scope 2 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tons of CO_2 equivalent tCO_2e	4,502.16	3,690.93
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover *(Total Scope 1 and Scope 2 GHG emissions/Revenue from operations)*	tCO_2e/in ₹ million	0.11	0.08
Total Scope 1 and Scope 2 emissions intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)*	tCO_2e/USD million	2.26	1.75
Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO_2e/MT	0.24	0.18
Total Scope 1 and Scope 2 emission intensity (optional)– the relevant metric may be selected by the entity	tCO_2e/MT	-	-

*Note: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

8. **Does the entity have any project related to reducing Green House Gas emission? If yes, then provide details:**

Himatnagar Site:

- The site signed a 50% Power Purchase Agreement (PPA) for renewable energy (solar and wind-based) with a third-party to reduce GHG emissions. In FY 2025-26, 7,723.26 Gigajoules (GJ) of renewable energy was procured, replacing thermal electricity previously sourced from Uttar Gujarat Vij Company Limited (UGVCL). This transition contributed to a significant CO_2 emission reduction.
- The site has installed a 112 kW on-site solar panel, generating 321.70 Gigajoules (GJ) of renewable energy during the reporting period. This initiative further supported the reduction of GHG emissions through increased use of clean energy.

- As part of sustainable packaging and resource optimization initiatives, the measuring caps were eliminated from select products, resulting in an estimated annual plastic reduction of 178 metric tonnes and an associated reduction of approximately 415 tCO_2e per annum, thereby contributing to both plastic waste minimization and climate impact reduction.
- The site has also transitioned its hazardous waste management practices from conventional incineration to pre-processing and co-processing through common spray dryer facilities. Under this approach, hazardous waste is utilized as an alternative fuel source by cement and other industries, reducing reliance on fossil fuels and resulting in notable reductions in CO_2 emissions and overall environmental impact.

Silvassa Site:

- The site has installed 70 kW on-site solar panels. The site has installed five (05) Solar LED streetlights (50 W each) within its premises to promote the adoption of renewable energy and improve overall energy efficiency in operations.
- The site replaced an old 180 KVA diesel generator set (in operation for over 20 years) with a 200 KVA diesel generator set compliant with CPCB emission norms, equipped with Retrofitted Emission Control Devices (RECD). This initiative supports the reduction of particulate matter (PM), nitrogen oxides (NOx), hydrocarbons (HC), and carbon monoxide (CO) emissions.

Shamirpet Site:

- At the parent seed dryer facility, the site replaced two belt-driven air compressors (2 × 11 kW, 56 CFM each) with a single 22 kW, 141 CFM IE4-rated permanent magnet, direct-drive variable speed drive (VSD) air compressor. The upgraded system operates on demand-based speed control and meets the same compressed air requirement at a reduced operating load of 12–14 kW. This initiative has resulted in an estimated annual energy savings of approximately 4,000–5,000 kWh, along with improved operational reliability and reduced maintenance requirements.
- The site upgraded the burner control systems of 23 parent seed dryer burners by replacing legacy Peerless burner control systems (over 20 years old) with modern Honeywell burner control systems. The upgraded systems incorporate advanced safety features such as air flow monitoring, flame supervision, ignition control, and automatic shutdown under abnormal operating conditions. This intervention enhances process safety, ensures consistent combustion performance, and supports energy-efficient burner operation, thereby contributing to lower fuel consumption and reduced emissions while ensuring compliant and uninterrupted operations.
- A 620-kW captive solar power plant was installed at the site in May 2023 to increase the share of renewable energy in operations. During FY 2025-26, the solar plant generated approximately 8.33 MW of green energy, resulting in a greenhouse gas (GHG) emissions reduction of about 683 metric tonnes.

BRDC Site :

- The BRDC Center has installed automatic motion-sensor-based lighting controls in the small conference room, washroom, and common passage areas. These sensors automatically switch off lighting when such areas are unoccupied, thereby reducing avoidable electricity consumption and improving energy efficiency within the facility.

Thane Office:

- The Thane office location has installed Retrofitted Emission Control Devices (RECD) on the diesel generator (DG) set to support the reduction of particulate matter emissions and improve compliance with applicable environmental norms.

- The Company has entered into an agreement with reputed renewable energy solutions provider, for the supply of green electricity to Bayer House, Thane (Mumbai). The project is currently under implementation and is expected to be commissioned in FY 2026-27. Post commissioning, over 50% of Bayer House's electricity requirements are expected to be met through renewable energy sources. This transition is estimated to result in an annual reduction of approximately 700 metric tonnes of greenhouse gas (GHG) emissions, while also contributing to long-term energy cost optimization.

9. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Waste generated (in metric tons)		
Plastic waste **(A)**	385.35	398.70
E-waste **(B)**	0.37	1.08
Bio-medical waste **(C)**	16.93	16.01
Construction and demolition waste **(D)**	0	0
Battery waste **(E)**	0.25	3.30
Radioactive waste **(F)**	0	0
Other Hazardous waste. Please specify, if any. **(G)**	460.81	318.58
Other Non-hazardous waste generated **(H)**. Please specify, if any. (Break-up by composition i.e., by materials relevant to the sector)	3,385.09	3,584.47
Total (A + B + C + D + E + F + G+ H)	**4,248.79**	**4,322.14**
Waste intensity per rupee of turnover *(Total waste generated/ Revenue from operations) (MT per ₹ million)*	0.07	0.08
Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) *(Total waste generated/Revenue from operations adjusted for PPP) (MT per USD million)*	1.52	1.63
Waste intensity in terms of physical output	0.16	0.17
Waste intensity (optional) – the relevant metric may be selected by the entity	-	-
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tons)		
Category of waste		
(i) Recycled	556.50	456.38
(ii) Re-used	4.74	3,076.93
(iii) Other recovery operations	2,951.73	87.63
Total	**3,512.97**	**3,620.94**
For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)		
Category of waste		
(i) Incineration	269.15	331.62
(ii) Landfilling	34.00	58.04
(iii) Other disposal operations	277.51	87.63
Total	**580.66**	**477.29**

*Note: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such waste:

The Company maintains robust processes to ensure the safe disposal of products, including obsolete or damaged inventories and other waste. The Company is committed to minimizing material consumption and disposal volumes through a systematic approach to waste management that emphasizes waste reduction, segregation, secure disposal pathways, and economically efficient recycling. Consistent with the Company's philosophy, all manufacturing sites are required to reduce waste and dispose of it safely. Every site manages the segregation, storage, and disposal of all waste categories in accordance with good environmental practices and in full compliance with applicable laws and the conditions set forth in authorizations issued/prescribed by the State Pollution Control Boards/Pollution Control Committees.

Plastic: The Company is registered as a Brand Owner and Importer and is responsible for the disposal of plastic waste generated as per the Extended Producer Responsibility (EPR) guidelines. The Company is undertaking activities in compliance with various regulatory requirements for waste management; as part of this program, the Company has engaged a reputed Producer Responsibility Organization (PRO) to organize and manage the collection of plastic waste from the market and facilitate its safe disposal at state-level incineration facilities. All the locations (manufacturing sites and offices) have eliminated the use of single-use plastics.

E-waste: Disposal of Bayer IT hardware and storage media is conducted securely in alignment with the group-wide e-waste management philosophy. The Company has contracts with government-registered and authorized e-waste vendors to ensure eco-friendly processing and disposal without adverse environmental impacts, in compliance with applicable regulations.

Hazardous: Manufacturing locations have established systems for segregation, safe storage, and compliant disposal of hazardous wastes. The Company has a process for receiving product returns from the market at the end of their shelf life as well as in case the product containers are damaged. Such products are sent back to the manufacturing sites for dispatch to authorized hazardous waste agencies for safe disposal in accordance with the regulations and permit conditions. Additionally, autoclaved laboratory waste generated at Bengaluru Research and Development Center (BRDC) is also sent to an authorized waste vendor.

Others: The Shamirpet and BRDC sites operate organic waste composters that convert organic waste into manure, which is utilized in nearby fields, supporting beneficial reuse.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

None of Company's operations/offices are situated in/around ecologically sensitive areas.

Sr. No.	Location of operations/ offices	Type of operations	Whether the conditions of environmental approval/ clearance are being complied with? (Yes/No)	If no, the reasons thereof and corrective action taken, if any.
Not applicable.				

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
No instances.	No.				

13. Is the entity compliant with the applicable environmental law/regulations/guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment Protection Act and Rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

Yes, the Company is compliant with the applicable environmental laws/regulations/guidelines in India, such as the Environment Protection Act and Rules, Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act and rules thereunder.

Sr. No.	Specify the law/regulation/guidelines which was not complied with	Provide details of the non-compliance	Any fines/ penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective actions, if any
1.	Water (Prevention and Control of Pollution) Act	No instances	Nil	NA
2.	Air (Prevention and Control of Pollution) Act	No instances	Nil	NA
3.	Environment Protection Act and Rules	No instances	Nil	NA
4.	The Hazardous and Other Wastes (Management and Transboundary Movement) Rules	No instances	Nil	NA
5.	The Plastic Waste Management Rules	No instances	Nil	NA
6.	The E-Waste (Management) Rules	No instances	Nil	NA
7.	The Solid Waste Management Rules	No instances	Nil	NA
8.	The Batteries (Management and Handling) Rules	No instances	Nil	NA

LEADERSHIP INDICATORS

1. Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters):

For each facility/plant located in areas of water stress, provide the following information:

(i) Name of the area - None of the sites are located in areas of water stress.

(ii) Nature of operations - None of the sites are located in areas of water stress.

(iii) **Water withdrawal, consumption, and discharge in the following format:**

Parameter	FY 2025-26* (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Water withdrawal by source (in kiloliters)		
(i) Surface water	0	0
(ii) Groundwater	0	0
(iii) Third-party water	0	0
(iv) Seawater/desalinated water	0	0
(v) Others (Municipal corporations)	0	0
Total volume of water withdrawal *(in kiloliters)*	**0**	**0**
Total volume of water consumption *(in kiloliters)*	**0**	**0**
Water intensity per rupee of turnover *(Water consumed/ turnover)*	**0**	**0**
Water intensity (optional) – the relevant metric may be selected by the entity (kL/MT)	**0**	**0**
Water discharge by destination and level of treatment (in kiloliters)		
(i) Into Surface water		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(ii) Into Groundwater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iii) Into Seawater		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
(iv) Sent to third parties		
- No treatment	0	0
- With treatment – please specify level of treatment – (Secondary)	0	0
(v) Others		
- No treatment	0	0
- With treatment – please specify level of treatment	0	0
Total water discharged (in kiloliters)	**0**	**0**

*Note: *The Company has revalidated and refined the reporting coverage for the above question and has included details for Thane Office location for FY 2025-26 reporting. Since, the Thane Office location is a shared premise across various Bayer India legal entities for the purpose of disclosure, employee and other than employee headcount has been factored in for apportioning consumption details.*

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

BRSR Core reasonable assurance has been conducted by TÜV India Private Limited.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

Parameter	Unit	FY 2025-26 (Current Financial Year)	FY 2024-25 (Previous Financial Year)
Total Scope 3 emissions (Break-up of the GHG into CO_2, CH_4, N_2O, HFCs, PFCs, SF_6, NF_3, if available)	Metric tons of CO_2 equivalent TCO_2e	The Company is in the process of formulating its Green House Gas (GHG) Inventory for Scope 3 emissions	
Total Scope 3 emissions per rupee of turnover	TCO_2e/₹		
Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity	TCO_2e/MT		

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency:

No independent assessment has been conducted by an external agency.

3. **With respect to the ecologically sensitive areas reported at Question 11 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities:**

Not applicable.

4. **If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/effluent discharge/waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No.	Initiatives Undertaken	Details of Initiative (Web-link, if any, may be provided along-with summary)	Outcome of Initiative
1.	**Shamirpet:** 620kWp solar plant	Installed at site in May 2023	GHG reduction - 591.86 MT Green energy generated - 833.61 MW
2.	**Shamirpet:** 70kWp solar plant-Roof top	Installed in 2015 on admin and QT building roofs	GHG reduction - 30.47 MT Green energy generated - 42,911 kWh
3.	**Shamirpet:** Old air compressors replaced with latest technology Variable Speed Drive (VSD) based air compressor	In the parent seed dryer, the earlier setup comprised two 11 kW, 56 CFM belt-driven air compressors operating at an average combined load of 22 kW. These units were replaced with a single 22 kW, 141 CFM IE4-rated permanent magnet, direct-drive VSD compressor. Owing to its higher efficiency and demand-based speed control, the new compressor meets the same air requirement while operating at only 12–14 kW.	Estimated annual energy saving of 4,000–5,000 kWh, in addition to enhanced reliability and reduced maintenance requirements.

Sr. No.	Initiatives Undertaken	Details of Initiative (Web-link, if any, may be provided along-with summary)	Outcome of Initiative
4.	**Shamirpet:** Replacement of burner control system at parent seed dryer	The 20 year old Peerless burner control systems installed on 23 parent seed dryer burners were replaced with a modern Honeywell burner control system to enhance safety, reliability, and sustainability. The legacy systems lacked critical safety features such as air pressure switches, and several safety interlocks had become non-functional due to ageing and wear. The new Honeywell system incorporates advanced safety and control features, including airflow monitoring, flame supervision, ignition control, and automatic shutdown under abnormal operating conditions. This upgrade significantly reduces fire and explosion risks, ensures stable and consistent combustion, and improves overall burner reliability.	Improved combustion efficiency under the new system contributes to lower fuel consumption and reduced emissions, supporting a more sustainable drying process while ensuring uninterrupted, compliant, and safe plant operations.
5.	**Shamirpet:** Lead acid battery replacement at parent seed plant forklift	The ageing lead-acid battery of a battery-operated forklift used in warehouse operations was replaced, resulting in improvements in both operational performance and sustainability. The new, high-efficiency battery restores the forklift's full operating capacity, reduces charging frequency, and minimizes energy losses during operation. Modern lead-acid batteries also offer enhanced recyclability, with up to 95% material recovery, thereby reducing environmental impact.	Lower energy consumption, zero direct emissions compared to diesel forklifts, and extended battery life contribute to long term sustainability benefits and reduced lifecycle costs for the plant.
6.	**Himatnagar:** Installation of 112 kW on-site solar photovoltaic system	To support sustainability and carbon footprint, installed solar panel at site for generation of green energy	Continued benefit for several years: GHG emission reduction and green energy generation from solar
7.	**Himatnagar:** Initiation of measuring cup removal project	As part of its sustainable packaging and resource-efficiency initiatives, the site implemented a measuring cup removal project for select products. This initiative was undertaken to reduce plastic consumption at source and lower the associated environmental footprint. The removal of measuring cups resulted in a significant reduction in plastic usage, while also contributing to lower lifecycle emissions linked to material production, handling, and disposal.	Annual reduction of approximately 178 metric tonnes of plastic consumption and an associated CO_2 emission reduction of around 415 metric tonnes, thereby supporting long-term sustainability goals through waste minimization, emissions reduction, and responsible material management.

Sr. No.	Initiatives Undertaken	Details of Initiative (Web-link, if any, may be provided along-with summary)	Outcome of Initiative
8.	**Himatnagar:** Adoption of alternative hazardous waste disposal methods	The site transitioned from conventional hazardous waste incineration practices to the use of pre-processing and common spray-drying facilities for the treatment and disposal of both liquid and solid hazardous waste. The revised waste management approach enables optimized handling of hazardous waste streams through approved common treatment facilities, ensuring compliance with applicable environmental regulations while reducing reliance on incineration.	The initiative has improved the sustainability and efficiency of hazardous waste management, resulting in optimized resource utilization, reduced environmental impact, and lower disposal costs, while supporting regulatory compliance and long-term operational efficiency.
9.	**Himatnagar:** Implementation of 50% green energy procurement under TPPPA for site operations	The TPPPA arrangement enables partial substitution of conventional energy with solar-based renewable power, thereby enhancing energy sustainability and contributing to a cleaner energy mix for site operations	Ongoing reduction in greenhouse gas (GHG) emissions through increased use of solar-based renewable energy, along with sustained environmental benefits over the contract period and enhanced contribution towards cleaner energy generation.
10.	**Himatnagar:** Installation of four-stage RO and MVR systems during FY 2023–24	To strengthen water sustainability and resource efficiency, a four-stage Reverse Osmosis (RO) system integrated with Mechanical Vapor Recompression (MVR) technology was introduced at the site for recovery and reuse of process water. This system enhances water recovery efficiency, reduces freshwater consumption, and minimizes wastewater discharge, thereby supporting improved circular water management and overall environmental performance.	Reduction in freshwater consumption and wastewater generation through enhanced water recovery and reuse enabled by the ROMVR system, supporting improved water efficiency and strengthening sustainable water management practices at the site.
11.	**Himatnagar:** Installation of Recto Efficiency Control Device (RECD) in DG system	In the DG system, the earlier setup had limited provision for advanced emission control at the stack level. This was upgraded by installing Rectifier Equipment (RECD) at the DG set stack. The RECD system is designed to treat exhaust emissions and regulate levels of SOx, NOx, and particulate matter generated during diesel generator operations.	Reduction in air emissions from DG operations, along with improved emission control performance and enhanced compliance with environmental standards.
12.	**Himatnagar:** Implementation of rainwater harvesting system with on-site storage pond	An on-site rainwater harvesting pond with a storage capacity of 1,500 m^3 has been established to capture and store rainwater. The collected rainwater is directed into the pond during the monsoon season and subsequently used for groundwater recharge. This system enables effective collection and management of rainwater within the site premises.	Sustained groundwater recharge through effective rainwater capture, contributing to improved water conservation and supporting long-term water sustainability at the site.

Sr. No.	Initiatives Undertaken	Details of Initiative (Web-link, if any, may be provided along-with summary)	Outcome of Initiative
13.	**Himatnagar:** Implementation of water consumption reduction initiative through process optimization and monitoring	A structured initiative was undertaken to reduce water consumption by optimizing process operations, identifying and eliminating unnecessary usage, and improving control over water distribution. Daily water consumption is being monitored through Power BI dashboards, enabling real-time tracking and facilitating timely corrective actions to address deviations and inefficiencies.	Initial reduction in water consumption has been observed, supporting improved resource efficiency. The initiative reinforces ongoing sustainability efforts, with continued focus on further optimization and reduction in water usage.
14.	**Himatnagar:** Supply of tree guards to nearby communities for tree protection	Approximately 300 tree guards are fabricated annually and supplied to nearby village areas to protect saplings and growing trees from damage caused by animals, vehicles, and other external factors. This initiative supports local tree plantation and protection efforts.	Supports increased tree survival and growth in surrounding areas, contributing to environmental conservation and reinforcing ongoing sustainability efforts to mitigate the impact of climate change.
15.	**Silvassa:** International Organization for Standardization (ISO) Tanker Implementation	The transition from HDPE (plastic) drum handling to ISO tankers represents a significant improvement in operations. ISO tankers are reusable, sealed bulk containers with higher capacity, making liquid handling substantially safer with a reduced risk of leakage. In addition, they enable faster loading and unloading compared to drums. Overall, this transition marks a meaningful advancement in operational efficiency, safety, and sustainability.	• Higher operational efficiency, faster unloading, reduced manual interventions, and smoother material flow • Lower safety risk, reduced drum-handling exposure and safer overall material-transfer operations. • Cost Savings: o Approximate savings of ₹12 per liter o with 40% of 2026 volume planned through ISO tankers, projected overall saving is ~ ₹ 95.83 Mio. • Sustainability benefits by elimination of drum usage equivalent to ~18,000 plastic drums in 2026, thereby contributing significantly to waste reduction and environmental impact improvement.
16.	**Silvassa:** Solar energy plant	In December 2023, additional 50 kW solar power plant was installed, thereby increasing the overall renewable energy capacity to 70 kW.	Renewable energy contribution supporting reduction of GHG emissions.
17.	**Thane Office:** Contract with a reputed renewable energy service provider	Contract executed for supply of green energy to Bayer House located at Thane. Over 50% of Bayer House's energy requirements will now be met through renewable sources.	Reduction in carbon footprint by ~700 MT annually and considerable savings on energy cost.

Sr. No.	Initiatives Undertaken	Details of Initiative (Web-link, if any, may be provided along-with summary)	Outcome of Initiative
18.	**BRDC:** Installation of automated light cut-off sensors across facility	Automated lighting control systems (auto light cut-off sensors) were installed in common passages and conference rooms across the facility. These systems operate based on occupancy detection, ensuring that lighting is activated only when areas are in use. This replaces conventional manual switching practices and minimizes unnecessary electricity consumption in intermittently utilized spaces.	Reduction in electricity consumption through optimized lighting usage, resulting in lower operational costs along with decreased environmental impact.
19.	**BRDC:** Groundwater recharge through installation of water rings for sustainable water management	Specialized water rings were installed near drainage systems to enable the redirection of surface runoff into the ground. Earlier, runoff water was discharged without facilitating recharge. The newly implemented system enhances natural groundwater recharge by channelizing excess surface water into the soil, thereby reducing water loss and supporting sustainable water management practices.	Improved groundwater recharge and optimized water utilization, contributing to sustainable resource management and reduced impact of water consumption on the environment.

5. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link:**

   Yes. The Company has implemented a robust Business Continuity Plan (BCP) across all its manufacturing sites and Head Office functions. This plan is designed to address various potential loss scenarios that could arise from disruptive events affecting workforce, workplace, supply chain, and IT systems. Each scenario analyzed, and continuity and recovery measures are documented to minimize operational impact.

   The BCP is guided by a structured 'Plan-Do-Check-Act' model, ensuring continuous improvement and effective response strategies. Roles and responsibilities are clearly defined, with designated BCP Owners and Responsible personnel ensuring accountability and coordination of all BCM activities.

   In addition to the BCP, the Company maintains a Crisis Management Manual that provides standard procedures for reporting critical incidents, ensuring efficient information flow to stakeholders. A cross-functional committee of senior personnel oversees crisis management, enhancing the organization's preparedness and resilience against disruptions. Regular training and exercises are conducted to keep all stakeholders informed and ready to respond effectively to any crisis.

6. **Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

   No significant adverse impact to the environment was identified as a part of assessment done at value chain partner sites.

7. **Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impact:**

   13.98%. Additionally, audits were also conducted at the sites of Tier-2 suppliers (supplier of our raw material supplier) as part of the Company's initiative to review its value chain partners.

8. **How many Green Credits have been generated or procured:**

   a. **By the listed entity:** None.

   b. **By the top ten (in terms of value of purchases and sales, respectively) value chain partners:** Based on replies received from top 10 suppliers and customers (distributors), no green credits were generated or procured during FY 2025–26.

PRINCIPLE 7 Businesses when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

ESSENTIAL INDICATORS

1. a. **Number of affiliations with trade and industry chambers/associations:**

The Company is affiliated with twenty major associations through which it actively participates in the overall development of industrial landscape.

b. **List the top 10 trade and industry chambers/associations (determined based on the total members of such a body) the entity is a member of/affiliated to:**

Sr. No.	The trade and industry chambers/associations the entity is a member of/affiliated	Reach of trade and industry chambers/associations (state/national)
1.	The Federation of Indian Chambers of Commerce and Industry [FICCI] - Agrochemicals & Seeds/Traits	National
2.	US India Strategic Partnership Forum (USISPF)	National
3.	Confederation of Indian Industries (CII) - Agrochemicals and Seeds/ Traits and Rural Development	National
4.	Crop Life India (CLI) - Agrochemicals	National
5.	The Federation of European Business in India (FEBI)	National
6.	The Associated Chambers of Commerce and Industry of India (ASSOCHAM) - Agrochemicals, Seeds, ES, etc.	National
7.	Public Affairs Forum of India (External Communication) - Seeds, Agrochemicals, Traits & Policy	National
8.	Indo German Chamber of Commerce (IGCC)	National
9.	Mumbai Chamber of Commerce - External Communication - Agrochemicals & Seeds/Traits	National
10.	PHD Chamber of Commerce & Industry	National

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities:**

Name of the authority	Brief of the case	Corrective action taken
No action was taken or is underway on any issues related to anti-competitive conduct by the entity.		

LEADERSHIP INDICATORS

1. Details of public policy positions advocated by the entity:

Sr. No	Public policy advocated	Method resort for such advocacy	Whether the information is available in the public domain? (Yes/No)	Frequency of review by Board (Annually/ Half yearly/ Quarterly/Other- please specify	Web Link, if available
1.	India Ag policy overview - Seed and Crop Protection policies	Industry platforms, Conferences, Roundtables, Internet	Yes	Need based	https://www.bayer.com/en/agriculture/article/designing-the-keys-to-unlock-the-future-of-sustainable-protection
2.	ITPGRFA synopsis (biodiversity)				https://www.bayer.com/en/sustainability/biodiversity
3.	Sustainable Regenerative Ag- Carbon				https://www.bayer.com/en/agriculture/carbon-zero
4.	Kisan drones				https://www.bayer.com/en/agriculture/digital-farming
5.	Farmer linkages- FPO, BLF				https://www.bayer.com/en/agriculture/impact-on-smallholder-livelihoods
6.	Direct Seeded Rice				https://www.bayer.com/en/agriculture/rice-practices
7.	Genome editing in plants				https://www.bayer.com/en/agriculture/gmo-biotechnology
8.	Biotech traits				https://www.bayer.com/en/agriculture/gmo-biotechnology
9.	ESG				https://www.bayer.com/en/sustainability/esg-topics
10.	Waste and Packaging Management				https://www.bayer.com/en/sustainability/wasteandpackaging
11.	Bayer Forward Farm				https://www.bayer.com/en/agriculture/forwardfarming
12.	Biofuels Ecosystem				https://www.agriculturetoday.in/at-admin/magazine-pdf/AT-December_2024.pdf
13.	Digital solutions - FarmRise One				https://farmrise.bayer.com/en

PRINCIPLE 8 Businesses should promote inclusive growth and equitable development

ESSENTIAL INDICATORS

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year:**

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/ No)	Relevant Web link
The Company has not undertaken any projects requiring Social Impact Assessment (SIA).					

2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

Sr. No.	Name of the project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amount paid to PAFs in the FY (In ₹)
Not applicable.						

3. **Describe the mechanisms to receive and redress grievances of the community:**

The Company is committed to conducting business in an ethical and lawful way and it encourages employees and third parties to raise their concerns. In addition to all Bayer employees, the Compliance-Hotline is open to any third party who would like to report a possible compliance violation. This applies irrespective of whether the third-party has a business relationship with Bayer or whether their own rights are affected. Therefore, besides customers, employees of direct or indirect suppliers, residents around local sites, trade unions and NGOs, for example, are also entitled to submit their concerns.

SpeakUp Channel/Compliance Hotline is available 24/7 to raise grievances for internal/external stakeholders. Additionally, a location-based grievances handling mechanism is also in place (https://www.bayer.in/en/investors/policies).

4. **Percentage of input material** (inputs to total inputs by value) sourced from suppliers:**

	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Directly sourced from MSMEs/small producers*	17%	12%
Directly from within India	58%	48%

*Notes: *The Company has revisited the MSME tagging for the FY 2025-26. Categorization of certain MSME suppliers has undergone change compared to the previous FY 2024-25.*

**Growers have been included for calculation for the current financial year (i.e. factoring in percentage of input material directly sourced from small producers).*

***Definition of input material for deriving the above value aligned with published Industry Standards on Business Responsibility & Sustainability Report (BRSR) Core and includes all types of procurement such as raw material, spares, services, capex procurement items etc.*

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent/on contract basis) in the following locations, as % of total wage cost (places categorized as per RBI classification system – rural/semi-urban/urban/metropolitan):**

Location	FY 2025-26 Current Financial Year	FY 2024-25 Previous Financial Year
Rural	18%	5%
Semi-urban	7%	6%
Urban	30%	17%
Metropolitan	46%	72%

LEADERSHIP INDICATORS

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Details of negative social impact identified	Correction action taken
The Company has not undertaken any projects requiring Social Impact Assessment (SIA).	

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

Sr. No.	State	Aspirational District	Amount spent (₹)
1.	Maharashtra	Dharashiv (formerly Osmanabad)	98,41,230
2.	Uttar Pradesh	Bahraich	56,23,560
3.	Uttar Pradesh	Siddharthnagar	2,00,00,000
4.	Karnataka	Raichur	84,35,340
5.	Odisha	Rayagada	80,77,250

3. a. **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized/vulnerable groups? (Yes/No)**

   No, currently there is no Preferential Procurement Policy in place. The development of this policy is part of the procurement roadmap.

   b. **From which marginalized/vulnerable groups do you procure?**

   Not Applicable.

   c. **What percentage of total procurement (by value) does it constitute?**

   Not Applicable.

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

Sr. No.	Intellectual Property based on traditional knowledge	Owned/Acquired (Yes/No)	Benefits shared (Yes/No)	Basis of calculating benefits share
Not applicable.				

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved:**

Name of the authority	Brief of the case	Corrective action taken
Not applicable.		

6. **Details of beneficiaries of CSR Projects:**

Sr. No.	CSR Project	No. of persons benefitted from CSR Projects as on 31st March 2026	% of beneficiaries from vulnerable and marginalized groups
1.	Phygital Primary Health Center - A Comprehensive Rural Healthcare Initiative Leveraging Technology	96,500	100%
2.	Transforming Maternal and Child Health-Nutrition Outcomes in Madhya Pradesh	23,344	100%
3.	Community Health Interventions in Uttar Pradesh - Specific focus on nutrition	104,468	100%
4.	Medha - Fellowship Program for Masters and PhD Students in Life Sciences & Pharma	122	100%
5.	Provision of reliable drinking water to underserved communities to improve their health	20,420	90%
6.	Water conservation and management through rainwater harvesting in Madhya Pradesh	4,000	100%
7.	Recharge and revival of failed, dry and low yielding borewells using Bore Charger Technology	500	100%
8.	Ensuring water security of tribal farmers for irrigation through integrated watershed management	1,215	100%
9.	Ensuring drinking water access and promoting long-lasting hygiene practices for better health outcomes in Anganwadi Center in Uttar Pradesh	9,260	100%

PRINCIPLE 9

Businesses should engage with and provide value to their consumers in responsible manner

ESSENTIAL INDICATORS

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback:**

The Company is committed to conducting business in an ethical and lawful manner and the Company encourages employees and third-parties to raise their concerns whenever required. Consumers can lodge their complaints/provide their feedback through a toll-free number on Bayer's national helpline number 'HELLO BAYER'. These calls are answered by local agri-experts who are trained in multiple Indian languages. Further, consumers can also lodge their complaints by writing to customercare@bayer.com. The Call Center after receiving the complaints, divert the same to the Front-End Commercial teams for appropriate resolution. In addition, the Company has a SpeakUp Channel/Compliance-Hotline that is open 24/7 to any third-party who would like to report a possible compliance violation anonymously. (https://www.bayer.in/en/investors/policies).

2. **Turnover of products and/services as a percentage of turnover from all products/services that carry information:**

Information related to	As a percentage to total turnover
Environment and social parameters relevant to product	100%
Safe and responsible usage	100%
Recycling and/or safe disposal	100%

3. **Number of consumer complaints in respect of the following:**

	FY 2025-26 Current Financial Year		Remarks	FY 2024-25 Previous Financial Year		Remarks
	Received during the year	Pending resolution at the end of year		Received during the year	Pending resolution at the end of year	
Data privacy	0	0		0	0	
Advertising	0	0		0	0	
Cyber-security	0	0		0	0	
Delivery of essential services	0	0		0	0	
Restrictive Trade Practices	0	0		0	0	
Unfair Trade Practices	0	0		0	0	
Others (Specifications, Labelling, and Packaging)	962	58**	• 19 for product related topics • 56 quality-related complaints • 4 complaints about filling, packing and transport-related issues • 883* covering seed complaints on germination and product performance	671	-	• 5 for product related topics • 2 quality related complaints • 664* covering seed complaints on germination, crop stage problems and unavailability. Also covers product performance for crop protection products

*Notes: *Complaints and grievances received from consumers through customer care call center, emails, and Online Reputation Management (ORM) (i.e. social media channels).*

***Out of 58 complaints pending resolution, 7 complaints are pertaining to product-related topics, and 51 complaints are pertaining to quality-related topics. Review of complaints is currently in progress.*

4. **Details of instances of product recalls on account of safety issues:**

	Number	Reason for recall
Voluntary recalls	0	There have been no product safety related recalls in FY 2025-26.
Forced recalls	0	

5. **Does the entity have a framework/policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy:**

   Yes.

   For Data Privacy and Information Security, we have respective policies in place. Following is the weblink: https://www.bayer.in/en/investors/policies

6. **Provide details of any corrective actions taken or underway on issues relating to advertising and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty/action taken by regulatory authorities on safety of products/services:**

   No corrective actions were taken as the Company did not have any instances of product recall due to safety or cyber security or data privacy issues related to customers.

7. **Provide the following information relating to data breaches:**

   a. **Number of instances of data breaches:** There were no instances of data breaches reported in financial year 2025-26.

   b. **Percentage of data breaches involving personally identifiable information of customers:** There were no instances of data breaches reported in financial year 2025-26.

   c. **Impact, if any, of the data breaches:** There were no instances of data breaches reported in financial year 2025-26.

LEADERSHIP INDICATORS

1. **Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available):**

   Information for the products and some of the services is available on www.bayercropscience.in/en/home

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services:**

   The Company undertakes proactive measures to educate consumers about product safety and responsible use. Multiple protocols are implemented in accordance with applicable laws, and information is provided to consumers in a timely manner. The Company's product packaging complies with Indian Institute of Packaging (IIP) requirements, and Material Safety Data Sheets (MSDS), TREMcards, and labels are provided to customers. Additionally, Standard Operating Procedures (SOPs) for safe use and material handling, as well as brochures, are available and outline Health, Safety, and Environment (HSE) requirements.

   Consumers can access digital versions of product information in their preferred languages by scanning QR codes on product labels. The Company's field force conducts safety briefings to educate consumers on the use of personal protective equipment (PPE) and proper product handling. Since 2016, the Bayer Safe Use Ambassador program has been implemented across various state agricultural universities to train trainers in the safe use of products. To enhance information dissemination, the Company operates a YouTube channel featuring dramatized SOP content in eight languages. The Company has also obtained regulatory approval for the use of drones to spray crop protection products, enabling minimal human contact and aligning with recommended stewardship guidelines.

3. **Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services:**

   The Company maintains regular communication with customers/consumers, and any disruption to product supply or service is promptly communicated via distributors/retailers.

4. **Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable)? If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No):**

   a. As part of product labeling, the Company provides additional information on Resistance Management for most products. This information is presented through internationally accepted Mode of Action (MoA) based icons and statements in the Directions for Use (DFU), which are integral to the product label. The Company also disseminates supplementary recommendations for successful use via its field teams and the FarmRise platform.

   b. Yes. The Company conducts a range of surveys to gauge customer satisfaction and perceptions related to its top products.

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INDEPENDENT ASSURANCE STATEMENT

To,
The Directors and Management
Bayer Crop Science Limited (BCSL),
Bayer House, Central Avenue,
Hiranandani Estate, Thane, 400607.

Bayer Crop Science Limited (BCSL) (hereafter 'BCSL') commissioned TUV India Private Limited (TUVI) to conduct independent external assurance of BRSR Core disclosures (*Nine attributes as per Annexure I - Format of BRSR Core*), *KPIs of BRSR Core placed under (Annexure II- BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORTING FORMAT)* following the *(BRSR Core -Framework for assurance and ESG disclosures for value chain* stipulated in SEBI *circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, Para 6 & Annexure II, dated 12/07/2023 and Industry Standards on Reporting of BRSR Core, circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20/12/2024* and the *MASTER CIRCULAR: HO/49/14/14(7)2025-CFD-POD2/I/3762/2026, Last updated on: January 30, 2026*). BCSL developed Business Responsibility and Sustainability Report (hereinafter 'the BRSR') for the period April 01, 2025 to March 31, 2026. The BRSR is based on the National Guidelines on Responsible Business Conduct (NGRBC), *SEBI circular: SEBI/HO/CFD/CMD-2/P/CIR/2021/562, dated 10/05/2021* followed by the *notification number SEBI/LAD-NRO/GN/2023/131, dated 14/06/2023* pertaining to BRSR requirement. This engagement was conducted as a reasonable assurance engagement in accordance with ISAE 3000 (Revised) and is specifically aligned with the SEBI BRSR Core – Framework for Assurance and ESG Disclosures for Value Chain, as stipulated under SEBI Circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 and the Industry Standards on Reporting of BRSR Core.

Applicable Assurance Criteria

The assurance engagement was conducted against the following applicable assurance criteria:

i. BRSR Core Key Performance Indicators (KPIs) as prescribed under Annexure I – Format of BRSR Core
ii. SEBI Circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122 dated 12 July 2023
iii. *Industry Standards on Reporting of BRSR Core*
iv. BCSL's internal data definitions, measurement protocols, and calculation methodologies applied consistently for the reporting period

These criteria were applied to assess the completeness, accuracy, consistency, and reliability of the BRSR Core disclosures.

Management's Responsibility

BCSL developed the BRSR's content pertaining to the Core disclosures (Nine attributes as per Annexure I - Format of BRSR Core). BCSL's management holds responsibility for the collection, analysis, and disclosure of the information presented in both the BRSR (web-based and print versions). This includes maintaining the integrity of the associated website and ensuring that all disclosed information is accurate, complete, and aligned with the applicable criteria outlined in the BRSR requirements, and is free from intended or unintended material misstatements. Furthermore, BCSL is accountable for the archiving, storage, and reproduction of the reported data and information, and for making it available to stakeholders and regulators upon request.

Scope and Boundary

The scope of work includes the assurance of the following *Nine attributes as per Annexure I - Format of BRSR Core* disclosed in the BRSR report. The BRSR core requirements encompass essential disclosures pertaining to organization's Environmental, Social and Governance (ESG). In particular, the assurance engagement included the following:

i. Review of *Nine attributes as per Annexure I - Format of BRSR Core* submitted by BCSL *(refer Annexure-1 of this statement)*,
ii. Evaluation of the quality, completeness, and consistency of disclosures
iii. Review of evidence (on a random samples) for all nine attributes and its KPI
iv. KPI-level verification of supporting evidence using a risk-based and judgmental sampling approach, including review of data from selected sites, functions, and data owners

Sampling was designed to provide reasonable assurance at the **individual KPI level**, taking into consideration inherent risk, estimation uncertainty, and data materiality.

The reporting boundary covers 100% of manufacturing operations contributing to BRSR Core KPIs.The reporting boundaries include three manufacturing facilities, one R & D Centre & one corporate office. The boundary includes manufacturing facility at Shamirpet (Hyderabad), Himatnagar (Gujarat), Silvassa and R & D Centre Bangalore. Set of on-site and remote verifications were conducted at -

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Onsite Verification

1. Bayer CropScience Limited, Survey no: 677 & 678, Lalgadimalakpet (Vill), Shamirpet, Telangana 500078, India for dates 23rd & 24th February 2026.
2. Bayer CropScience Limited, GIDC, Motipura, Himatnagar, Gujarat 383001, India for dates 16th & 17th March 2026

Remote Verification

1. Bayer CropScience Limited, Plot No. 1,4,5, Madhuban Industrial Estate, Rakholi, Silvassa, India for dates 25th March, 2026
2. Bayer CropScience Limited, 62/1 and 68/1,Thondebhavi Post,Kallinayakanahalli Village, Gowribidanur Taluk, Chikkaballa Karnataka, 561213, India for dates 30th March 2026.
3. Bayer CropScience Limited, Bayer House, Central Avenue, Hiranandani Estate , Thane 400607 for dates 30th March 2026

Limitations

TUVI did not perform any assurance procedures on the prospective information disclosed in the Report, including targets, expectations, and ambitions. Consequently, the current scope of assurance is limited to organizational (operational) boundary disclosures and does not include value chain KPIs. The organization is in the process of defining a phased roadmap for value chain inclusion in line with SEBI BRSR requirements. During the assurance process, TUVI did not come across any limitation to the agreed scope of the assurance engagement. TUVI did not verify any ESG goals and claims through this assignment. TUVI verified data on a sample basis; the responsibility for the authenticity of data entirely lies with BCSL. Any dependence of person or third party may place on the BRSR Report is entirely at its own risk. TUVI has taken reference of the financial figures from the audited financial reports and financial figures are not assured under this engagement. BCSL will be responsible for the appropriate application of the financial data. The application of this assurance statement is limited w.r.t *SEBI circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated Jul 12, 2023 and Industry Standards on Reporting of BRSR Core, circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20/12/2024)*. This assurance statement does not endorse any environmental and social claims (related to the product, manufacturing process, packaging, disposal of product etc.) as well as advertisements by the reporting organization. TUVI does not permit use of this statement for Greenwashing or misleading claims. This assurance statement has been prepared solely to meet the requirements of SEBI BRSR Core assurance and shall not be used or relied upon for any other purpose.

Our Responsibility

TUVI's responsibility in relation to this engagement is to perform a reasonable level of assurance and to express a conclusion based on the work performed. Our engagement did not include an assessment of the adequacy or the effectiveness of BCSL's strategy, management of ESG-related issues or the sufficiency of the Report against BRSR reporting principles, other than those mentioned in the scope of the assurance. TUVI's responsibility regarding this verification is in reference to the agreed scope of work, which includes assurance of non-financial quantitative and qualitative information (*Nine attributes as per Annexure I - Format of BRSR Core*) disclosed by BCSL. Reporting Organization is responsible for archiving the related data for a reasonable time period. The intended users of this assurance statement are the management of 'BCSL'. The data is verified on a sample basis, the responsibility for the authenticity of data lies with the reporting organization. Reporting Organization is responsible for archiving the related data for a reasonable time period. TUVI expressly disclaims any liability or co-responsibility 1) for any decision a person or entity would make based on this assurance statement and 2) for any damages in case of erroneous data is reported. This assurance engagement is based on the assumption that the data and information provided to TUVI by BCSL are complete and true.

Verification Methodology

TUV India Private Limited (TUVI) adopted a risk-based assurance methodology, which included understanding the ESG data systems of Bayer CropScience Limited (BCSL), identifying key risks, performing document reviews, conducting interviews, and verifying data samples. Sampling was judgmental and risk-based to obtain sufficient and appropriate evidence to support a reasonable assurance conclusion.

In doing so:
a) TUVI examined and reviewed documents, data, and other information made available by BCSL for the nine non-financial attributes as per Annexure I – BRSR Core format.
b) TUVI conducted interviews with key personnel, including data owners and decision-makers across functions.
c) TUVI performed sample-based reviews of the implementation of sustainability-related policies and data management processes (qualitative and quantitative).
d) Key assurance risks, including estimation risk, boundary definition risk, and data completeness risk, were identified and considered in determining the nature, timing, and extent of procedures.
e) Procedures included inquiries, analytical reviews, and selective testing of supporting documentation for selected ESG disclosures and KPIs.
f) Sample selection and size were determined using professional judgment, considering the nature of disclosures, data availability, prior-year observations, and risk assessment.
g) TUVI reviewed adherence to BRSR reporting requirements.

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The sampling approach ensured representative coverage of key ESG disclosures. Major manufacturing locations contributing significantly to environmental KPIs were verified through onsite and remote assessments. Critical KPIs, including safety, emissions, and compliance-related indicators, were fully verified, while other KPIs were tested based on risk-based sampling.

Overall, the sampling approach included verification of approximately 80–90% of environmental KPIs, 100% of safety-related KPIs, and 70–80% of other ESG indicators, ensuring sufficient and appropriate evidence for reasonable assurance.
A structured KPI traceability framework has been established, linking each KPI to its data source, data owner, supporting evidence, and applicable control mechanisms. A detailed KPI Traceability Matrix is provided in Annexure X, mapping each KPI to source systems, responsible owners, validation controls, and documentary evidence to ensure full auditability."

Conflict of Interest

In the context of BRSR requirements set by SEBI, addressing conflict of interest is crucial to maintain high integrity and independence of assurance engagements. As per SEBI guidelines, assurance providers need to disclose any potential conflict of interest that could compromise the independence or neutrality of their assessments. TUVI diligently identifies any relationships, affiliations, or financial interests that could potentially cause conflict of interest. We proactively implement measures to mitigate or manage these conflicts, ensuring independence and impartiality in our assurance engagements. We provide clear and transparent disclosures about any identified conflicts of interest in our assurance statement. We recognize that failure to address conflict of interest adequately could undermine the creditability of the assurance process and the reliability of the reported information. Therefore, we strictly adhere to SEBI guidelines and take necessary measures to avoid, disclose, or mitigate conflicts of interest effectively. Please refer para "**Independence and Code of Conduct**" below.

Our Conclusion

In our opinion, based on the scope of this assurance engagement, the disclosures on BRSR Core KPI described in the BRSR report along with the referenced information complies with BRSR Core requirements as per Annexure I for the nine attributes, and meets the general content and quality requirements of the BRSR. TUVI confirms its competency to conduct the assurance engagement for the BRSR as per SEBI guidelines. Our team possesses expertise in ESG verification, assurance methodologies, and regulatory frameworks. We ensure independence, employ robust methodologies, and maintain continuous improvement to deliver reliable assessments. Based on our procedures, we did not identify any material changes in the methodologies applied for the preparation of the selected BRSR KPIs during the reporting period. BCSL has established a policy-led data control framework for BRSR disclosures, with documented processes and defined roles and responsibilities. BCSL has established key data controls for BRSR reporting that are designed in accordance with its internal control framework. The operating effectiveness of these controls was not formally tested as part of this engagement. Accordingly, reliance was placed on the design of controls, and assurance procedures primarily relied on substantive testing to obtain sufficient and appropriate evidence.

The current BRSR Core framework audit indicates that the organization is already progressing towards incremental enhancements aimed at strengthening governance, process consistency, and stakeholder confidence.

These enhancements may be further strengthened through targeted process optimization and closer alignment of existing practices, representing practical opportunities for improvement. Such measures are incremental in nature and can be implemented within the current operational framework, without requiring significant capital investment or impacting shareholder value.

Disclosures: TUVI is of the opinion that the reported disclosures generally meet the BRSR requirements. BCSL refers to general disclosure to report contextual information about BCSL, while the Management & Process disclosures the management approach for each indicator (*Nine attributes as per Annexure I - Format of BRSR Core*).

Reasonable Assurance: As per SEBI reasonable assurance requirements including scope of Assurance, Assurance methodologies (risk- based approach and data validation techniques), mitigating conflicts of interests, documentation on evidence and communication on findings, TUVI can effectively validate the accuracy and reliability of the information presented in the BRSR, instilling confidence in stakeholders and promoting transparency and credibility in ESG reporting practices. Based on the procedures performed and evidence obtained, TUVI concludes that, for each of the nine BRSR Core attributes, the disclosed information complies with BRSR Core requirements as per Annexure I for BRSR Core criteria.

BRSR complies with the below requirements

a) Governance, leadership and oversight: The messages of top management, the business model to promote inclusive growth and equitable development, action and strategies, focus on services, risk management, protection and restoration of environment, and priorities are disclosed appropriately. The BRSR disclosures have been subject to **internal governance processes**, including review by **senior management and relevant committees**, prior to publication, in line with applicable regulatory expectations.
b) Connectivity of information: BCSL discloses *Nine attributes as per Annexure I - Format of BRSR Core* and their inter-relatedness and dependencies with factors that affect the organization's ability to create value over time.
c) Stakeholder responsiveness: The Report covers mechanisms of communication with key stakeholders to identify major concerns to derive and prioritize the short, medium and long-term strategies. The Report provides insights into the organization's relationships (nature and quality) with its key stakeholders. In addition, the Report provides a fair

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representation of the extent to which the organization understands, takes into account and responds to the legitimate needs and interests of key stakeholders.

d) Materiality: The material issues within nine attributes and corresponding KPI as per BRSR requirement are reported properly. Materiality was considered in planning and performing the assurance engagement. This included both **quantitative thresholds** (±5% for environmental indicators (e.g., emissions, energy, water) and ±3% for waste-related metrics, while ±2% thresholds were considered for safety and social indicators)) and **qualitative factors**, such as regulatory sensitivity, stakeholder relevance, and reputational impact. These considerations guided the nature, timing, and extent of assurance procedures

e) Conciseness: The Report reproduces the requisite information and communicates clear information in as few words as possible. The disclosures are expressed briefly and to the point sentences, graphs, pictorial, tabular representation is applied. At the same time, due care is taken to maintain continuity of information flow in the BRSR.

f) Reliability and completeness: BCSL has established internal data aggregation and evaluation systems to derive the performance. BCSL confirms that, all data provided to TUVI, has been passed through QA/QC function. The majority of the data and information was verified by TUVI's assurance team (on sample basis) during the BRSR verification and found to be fairly accurate. All data, is reported transparently, in a neutral tone and without material error.

g) Consistency and comparability: The information presented in the BRSR is on yearly basis. and found reliable and complete manner. Thus, the principle of consistency and comparability is established.

Independence and Code of Conduct: TUVI follows IESBA (International Ethics Standards Board for Accountants) Code which, adopts a threats and safeguards approach to independence. We recognize the importance of maintaining independence in our engagements and actively manage threats such as self-interest, self-review, advocacy, and familiarity. The assessment team was safeguarded from any type of intimidation. By adhering to these principles, we uphold the trust and confidence of our clients and stakeholders. In line with the requirements of the SEBI *circular SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122, dated 12/07/2023 and Industry Standards on Reporting of BRSR Core, circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177, dated 20/12/2024*.

TUVI confirms its independence in accordance with the ethical requirements of the IESBA Code, SEBI BRSR Core assurance expectations and its own Policy regarding Independence and Impartiality TUVI declares that during the reporting period:

a. No consulting, advisory, system design, data preparation, or implementation services related to ESG or BRSR were provided to BCSL.
b. TUVI was not involved in the preparation of the BRSR or underlying data,
c. No relationships or circumstances exist that could create a conflict of interest or impair independence,

Appropriate safeguards were applied to ensure objectivity, impartiality, and professional judgment throughout the assurance engagement. TUVI confirms that **no contingent fee arrangements** exist for this engagement and that the assurance fees are **not dependent on the outcome of the engagement**. Appropriate safeguards, including **independent technical review, internal quality checks, and adherence to independence policies** have been implemented to ensure objectivity and impartiality throughout the engagement.
TUVI solely focuses on delivering verification and assurance services and does not engage in the sale of service or the provision of any non-audit/non-assurance services, including consulting.

Quality control: The assurance team complies with quality control standards, ensuring that the engagement partner possesses requisite expertise and the assigned team collectively has the necessary competence to perform engagements in reference with standards and regulations. Assurance team follows the fundamental principles of integrity, objectivity, professional competence, due care, confidentiality and professional behaviour. In accordance with International Standard on Quality Control, TUVI maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Our Assurance Team and Independence

TUVI is an independent, neutral third-party providing ESG Assurance services with qualified environmental and social specialists. TUVI states its independence and impartiality and confirms that there is "no conflict of interest" with regard to this assurance engagement. In the reporting year, TUVI did not work with BCSL on any engagement that could compromise the independence or impartiality of our findings, conclusions, and observations. TUVI was not involved in the preparation of any content or data included in the BRSR, with the exception of this assurance statement. TUVI maintains complete impartiality towards any individuals interviewed during the assurance engagement.

For and on behalf of TUV India Private Limited

MBorekar

For and on the behalf of
TUV India Private Limited

TUV INDIA PRIVATE LIMITED
TÜVINDIA

Date: 18/05/2026
Place: Pune, India
Project Reference No: 8124650059

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Annexure 1: TUVI has verified the below Nine attributes as per Annexure I - Format of BRSR Core disclosed in the BRSR

Attributes	Key Performance Indicator (KPI)
Green-house gas (GHG) footprint	Total Scope 1 emissions (with breakup by type) - GHG (CO_2e) Emission in MT - Direct emissions from organization's owned- or controlled sources – Monitored & Calculated
	Total Scope 2 emissions in MT - Indirect emissions from the generation of energy that is purchased from a utility provider – renewable energy and IREC equivalent to grid electricity are purchased– Monitored & Greenhouse gas emissions (Scope 1 and Scope 2) have been calculated in accordance with the GHG Protocol Corporate Standard, using IPCC/DEFRA emission factors (latest available version), applied consistently across the reporting period.
	GHG Emission Intensity (Scope 1+2), Total Scope 1 and Scope 2 emissions (MT) / Total Revenue from Operations adjusted for PPP – GHG emission intensity has been calculated as (Scope 1 + Scope 2 emissions) divided by revenue from operations adjusted for Purchasing Power Parity (PPP). PPP conversion factors have been derived from internationally recognized
	GHG Emission Intensity (Scope 1+2), (Total Scope 1 and Scope 2 emissions (MT) /Total output of Product or Services- Monitored & GHG emission intensity has been calculated as (Scope 1 + Scope 2 emissions) divided by total output
Water footprint	Total water consumption (in kL) – Monitored using water flow meters and estimated wherever direct measurement is not possible
	Water consumption intensity - kL / Total Revenue from Operations adjusted for PPP – Calculated
	Water consumption intensity - kL / Total output of Product or Services-Calculated
	Water Discharge by destination and levels of Treatment (kL) – Monitored using flowmeters & Calculated based on estimated values wherever direct measurement not possible. The organization has initiated site-level water risk assessment, including identification of water-stressed regions, and tracks water reuse and recycling practices as a percentage of total consumption.
Energy footprint	Total energy consumed in GJ – Calculated for all 5 locations
	% of energy consumed from renewable sources - In % terms - Monitored through PPA & Utility bills
	Energy intensity - GJ/ Rupee adjusted for PPP – Calculated
	Energy intensity - GJ/ Total output of Product or Services- Calculated
Embracing circularity - details related to waste management by the entity	Plastic waste (A) – Monitored, E-waste (B) – Monitored, Bio-medical waste (C) – Monitored, Construction and demolition waste (D) – Monitored, Battery waste (E) – Monitored, Radioactive waste (F) – All type of waste are monitored
	Other Hazardous waste (G) – see the list below
	Paint Sludge, Chemical Sludge, Paint residue, Discarded Containers/barrel, Used Oil, Acid residue, Alkali residue, Process residues Silicone Waste, Chemical/paint cans, Spent Ion Exchange Resins, Chemical Sludge from ETP, Waste & Residues Containing Oil including oil filters, Glass wool – Monitored
	Other Non-hazardous waste generated (H) – see the list below
	Food waste, Garden waste, Paper/paper boards/ carton boxes, STP sludge, Wood, Glass, Ferrous, Non-Ferrous metal {Copper, Aluminium} , Release paper, waste tissue paper/garbage – Monitored
	Total waste generated (A +B + C + D + E + F + G + H) in MT. A reconciliation mechanism has been established to ensure consistency between total waste generated, recycled/recovered, and disposed quantities, ensuring completeness of waste reporting.
	Waste intensity MT / Rupee adjusted for PPP – Calculated MT / Total output of Product or Services-Not applicable and hence not reported
	Each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (MT) - Monitored
	Each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (Intensity), kg of Waste Recycled Recovered /Total Waste generated - Calculated
	For each category of waste generated, total waste disposed by nature of disposal method (MT)
	For each category of waste generated, total waste disposed by nature of disposal method (Intensity) kg of Waste Recycled Recovered /Total Waste generated - Calculated
Enhancing Employee Wellbeing and Safety	Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the co - In % terms – Monitored and calculated
	Details of safety related incidents for employees and workers (including contract-workforce e.g. workers in the company's construction sites) 1. Number of Permanent Disabilities – Monitored 2. Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) – Monitored (Number of lost time injuries x 1,000,000) / Total man-hours worked, covering both employees and contract workforce, ensuring consistency with industry standards. 3. No. of fatalities – Monitored
Enabling Gender Diversity in Business	Gross wages paid to females as % of wages paid - In % terms – Calculated
	Complaints on POSH- The organization has 1) Total Complaints on Sexual Harassment (POSH) reported – Monitored

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<table>
<tr><td rowspan="2"></td><td rowspan="2">established a structured POSH governance framework, including complaint reporting, internal committee review, investigation, and closure mechanisms, in compliance with applicable regulations.</td><td>2) Complaints on POSH as a % of female employees / workers – Monitored</td></tr>
<tr><td>3) Complaints on POSH upheld – Monitored</td></tr>
<tr><td rowspan="2">Enabling Inclusive Development</td><td colspan="2">Input material sourced from following sources as % of total purchases – Directly sourced from MSMEs/ small producers and from within India - In % terms – As % of total purchases by value – Monitored</td></tr>
<tr><td colspan="2">Job creation in smaller towns – Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost - In % terms – As % of total wage cost – Monitored</td></tr>
<tr><td rowspan="2">Fairness in Engaging with Customers and Suppliers</td><td colspan="2">Instances involving loss / breach of data of customers as a percentage of total data breaches or cyber security events - In % terms – Monitored. Reportable data breach incidents are defined based on materiality thresholds, including unauthorized access, data loss, or cybersecurity incidents impacting customer data, in line with internal IT security policies</td></tr>
<tr><td colspan="2">Number of days of accounts payable - (Accounts payable *365) / Cost of goods/services procured - Calculated</td></tr>
<tr><td rowspan="7">Open-ness of business</td><td rowspan="7">Concentration of purchases & sales done with trading houses, dealers, and related parties Loans and advances & investments with related parties</td><td>1) Purchases from trading houses as % of total purchases</td></tr>
<tr><td>2) Number of trading houses where purchases are made from</td></tr>
<tr><td>3) Purchases from top 10 trading houses as % of total purchases from trading houses</td></tr>
<tr><td>4) Sales to dealers / distributors as % of total sales</td></tr>
<tr><td>5) Number of dealers / distributors to whom sales are made</td></tr>
<tr><td>6) Sales to top 10 dealers / distributors as % of total sales to dealers / distributors</td></tr>
<tr><td>7) Share of RPTs (as respective %age) in –
• Purchases
• Sales
• Loans & advances
• Investments</td></tr>
</table>

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INDEPENDENT AUDITOR'S REPORT

To The Members of Bayer CropScience Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Bayer CropScience Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, its profit and other comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Revenue Recognition – Rebates/ Discounts and Returns** A description of key accounting policies for revenue recognition, rebates/ discounts and returns is disclosed in Note 1(d) of the Material accounting policies of the financial statements. The Management is required to make certain judgements in respect of revenue recognition and level of expected rebates/ discounts and returns which are deducted in arriving at the revenue.	**Principal audit procedures performed:** We have obtained an understanding of the policies applied to estimate rebates/ discount/ returns and the Company's process for making estimates in these areas and performed the following procedures: We tested the design and operating effectiveness of key controls related to rebates/ discounts and returns. We obtained an understanding of key contractual arrangements with customers, for rebates/ discounts and returns.

INDEPENDENT AUDITOR'S REPORT (Contd.)

Sr. No.	Key Audit Matter	Auditor's Response
	These estimates are material to the financial statement and require significant judgement. To determine these estimates, the Management is required to consider historical experience, specific contractual terms and future expectation of the revenue. The Management's judgement is also significantly impacted by volatility in the market, weather conditions and action of third parties. Hence, the estimation of refund liabilities is complex, subjective and susceptible to material misstatement. The Management has determined refund liabilities of ₹ 6,659 Million as at 31 March, 2026 (Refer Note 22 of the financial statement).	We have evaluated the reasonableness of the Management's estimates in previous years by comparing historical accrued liabilities to the actual settlements. We have assessed the accuracy of the refund liabilities by recalculating the amount based on historical actual returns, which is adjusted for volatility in the market and weather condition. We have evaluated the adequacy of the recognition and measurement of deductions to gross sales relating to rebates/ discounts and returns and related disclosures.
2	**Litigation related to direct tax matters** The Company has outstanding contingent liabilities arising from litigation related to direct tax matters amounting to ₹ 2,331 Million as at 31 March, 2026 (Refer Note 35(A)(a) of the financial statement). The Management applies significant judgment in estimating the likelihood of the future outcome in each case based on its own past assessments, judicial precedents and opinions of experts/ legal counsels when considering whether and how much to provide or in determining the required disclosure for the potential exposure. Due to inherent complexity and magnitude of the potential exposures, these matters are susceptible to material misstatement if evaluation is inappropriate.	**Principal audit procedures performed:** We have evaluated the design and tested the operating effectiveness of internal controls related to the Management's assessment of the likely outcome of income tax litigation. We have discussed significant open matters and developments with the Company's direct tax team. We involved our internal tax experts to understand and evaluate the status of material litigations for direct tax matters, review of legal precedents and external expert opinions obtained by the Management to evaluate whether the direct tax position is appropriate after taking into account recent developments, if any. We have verified the appropriateness of the accounting policies and disclosures related to Contingent liabilities pertaining to direct tax matters.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, Corporate Governance Report and Management Discussion and Analysis Report, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

INDEPENDENT AUDITOR'S REPORT (Contd.)

- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our

INDEPENDENT AUDITOR'S REPORT (Contd.)

opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report, that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for not keeping backup on a daily basis of such books of account maintained in electronic mode in a server physically located in India (Refer Note 47 to the financial statements).

INDEPENDENT AUDITOR'S REPORT (Contd.)

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on 31 March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f) The modification relating to the maintenance of accounts and other matters connected therewith is as stated in paragraph (b) above.

g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 35 to the financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 46 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 46 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities.

INDEPENDENT AUDITOR'S REPORT (Contd.)

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

The interim dividend declared and paid by the Company during the year and until the date of this report is in compliance with Section 123 of the Act.

As stated in Note 40(b)(ii) to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with Section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended 31 March, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Mohammed Bengali
Partner
Membership No. 105828
(UDIN: 26105828WIEQCP9364)

Place: Mumbai
Date: May 26, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of Bayer CropScience Limited (the "Company") as at 31 March, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to

ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT (Contd.)

the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm’s Registration No. 117366W/W-100018)

Mohammed Bengali
Partner
Membership No. 105828
(UDIN: 26105828WIEQCP9364)

Place: Mumbai
Date: May 26, 2026

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our Report of even date on financial statements of Bayer CropScience Limited for the year ended 31 March, 2026)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, Capital work-in-progress, Investment properties and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a program of verification of Property, Plant and Equipment, Investment properties and right-of-use assets so to cover all the items in a phased manner over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment and Investment properties were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and investment property, according to the information and explanations given to us and based on the examination of the registered sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date, except for the following:

Description of property	As at 31 March, 2026		Held in the name of	Whether promoter director or their relative or employee	Period held	Reason for not being held in name of Company
	Gross carrying value	Carrying value in the financial statements				
Freehold land located at Kallinayakanahalli, Bengaluru	47	47	Monsanto India Limited	No	2009	The title deeds are in the name of Monsanto India Limited, erstwhile amalgamating Company under Section 230 to 232 of the Companies Act, 2013 in terms of the approval of the National Company Law tribunal.
Freehold land located at Udaipur, Rajasthan	30	30	Monsanto India Limited	No	2013	

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31 March, 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for goods-in-transit and stocks held with third parties, were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained and in respect of goods in transit, the goods have been received subsequent to the year end. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories, when compared with the books of account.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. Hence, reporting on the quarterly returns or statements filed by the Company with such banks or financial institutions is not applicable.

(iii) (a) The Company has provided loans or advances in nature of loans during the year and details of which are given below:

(Amounts ₹ in Millions)

Particulars	Loans
A. Aggregate amount provided during the year:	
- Others	0.86
B. Balance outstanding as at balance sheet date in respect of above cases:	
- Others	1.23

The Company has not made investments in, provided security to companies, firms, Limited liability partnerships or any other parties during the year.

(b) The terms and conditions of the grant of the above-mentioned loans, during the year are, in our opinion, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loans granted by the Company which has fallen due during the year has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to the information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

or without specifying any terms or period of repayment during the year. Hence reporting under clause 3(iii)(f) is not applicable.

(iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of Sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of accounts maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at 31 March, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub clause (a) above which have not been deposited as on 31 March, 2026 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (₹ in Millions)
Income Tax Act, 1961 (Refer Note 1)	Income Tax Dues	Appellate Authority – CIT(A)	Assessment Years 2003-04, 2014-15, 2018-19, 2020-21, 2021-22 and 2023-24	1,451
		High Court	Assessment Years 2009-10 and 2012-13	69
		Supreme Court	Assessment Year 2001-02	218
The Central Sales Tax Act, 1956 and Local Sales Tax Acts (Refer Note 2)	Sales Tax and Value Added Tax liability	Appellate Authority up to Commissioner's level	Financial Years 1977-78, 1979-80 to 1981-82, 1983-84 to 1984-85, 1998-99 to 2017-18	777
		Sales Tax Appellate Tribunal	Financial Years 1989-90 to 1990-91, 1995-96 to 1996-97, 2009-10	3

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT (Contd.)

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (₹ in Millions)
Central Excise Act, 1944 (Refer Note 3)	Excise Duty liability	Custom, Excise and Service Tax Appellate Tribunal	Financial Years 2006-07 to 2014-15, 2017-18	133
The Finance Act, 1994 (Refer Note 4)	Service Tax Liability	Custom, Excise and Service Tax Appellate Tribunal	Financial Years 2005-06, 2006-07, 2009-10 to 2017-18	268
The Central Goods and Service Tax Act, 2017 (Refer Note 5)	Goods and Service Tax	Appellate Authority up to Commissioner's level	Financial Years 2002-03, 2017-18, 2018-19, 2019-20, 2021-22, 2022-23, 2023-24 and 2025-26	3,276

1. Net of ₹ 870 million paid; 2. Net of ₹ 73 million paid; 3. Net of ₹ 3 million paid; 4. Net of ₹ 3 million paid; 5. Net of ₹ 187 million paid.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilized term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and upto the date of this report and provided to us, when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT (Contd.)

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company for the period under audit.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of it’s holding company, subsidiary company, associate company or persons connected with such directors and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

As represented by the Management, the Group has one Core Investment Company (CIC) (unregistered) as part of the group.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet date as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act, 2013 or special account in compliance with the provision of sub-section (6) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm’s Registration No. 117366W/W-100018)

Mohammed Bengali
Partner
Membership No. 105828
(UDIN: 26105828WIEQCP9364)

Place: Mumbai
Date: May 26, 2026

BALANCE SHEET AS AT MARCH 31, 2026

₹ in Millions

Particulars	Notes	As At 31.03.2026	As At 31.03.2025
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	2	4,015	4,269
Capital work-in-progress	3	49	5
Investment Property	4	241	246
Intangible Assets	5	328	182
Intangible Assets under development	6	1,225	1,182
Financial Assets			
-Other Financial Assets	7	44	48
Current Tax Asset (Net)	8	1,313	1,293
Deferred Tax Assets (Net)	9	124	97
Other Non-Current Assets	10	472	421
Total Non-Current Assets		**7,811**	**7,743**
Current Assets			
Inventories	11	21,355	23,618
Financial Assets			
- Investments	12	574	354
- Trade Receivables	13	11,155	9,521
- Cash and Cash Equivalents	14	14,146	8,855
- Bank Balances other than Cash and Cash Equivalents	15	72	82
- Other Financial Assets	7	122	77
Other Current Assets	10	1,759	2,209
Total Current Assets		**49,183**	**44,716**
TOTAL ASSETS		**56,994**	**52,459**
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	16	449	449
Other Equity	17	29,208	28,055
Total Equity		**29,657**	**28,504**
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
- Lease Liabilities	18	388	616
Provisions	19	1,274	1,102
Total Non-Current Liabilities		**1,662**	**1,718**
Current Liabilities			
Financial Liabilities			
- Lease Liabilities	18	430	435
- Trade Payables	20		
Total outstanding dues of micro enterprises and small enterprises		279	223
Total outstanding dues of creditors other than micro enterprises and small enterprises		12,100	10,761
- Other Financial Liabilities	21	1,332	623
Other Current Liabilities	22	10,470	9,307
Provisions	19	1,019	871
Current Tax Liabilities (Net)	23	45	17
Total Current Liabilities		**25,675**	**22,237**
Total Liabilities		**27,337**	**23,955**
TOTAL EQUITY AND LIABILITIES		**56,994**	**52,459**

The accompanying Notes 1- 49 are an integral part of these financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No. 117366W/W-100018

For and on behalf of the Board of Directors of Bayer CropScience Limited
CIN: L24210MH1958PLC011173

Mohammed Bengali
Partner
Membership No.: 105828
Place: Mumbai
Date: May 26, 2026

Pankaj Patel
Chairman & Non-Executive Independent Director
DIN 00131852
Place: Ahmedabad
Date: May 26, 2026

Simon Thorsten Wiebusch
Vice Chairman & Managing Director and CEO
DIN 08335591
Place: Mumbai
Date: May 26, 2026

Vinit Jindal
Executive Director & Chief Financial Officer
DIN 10849465
Place: Mumbai
Date: May 26, 2026

Bharati Shetty
Company Secretary & Compliance Officer
Place: Mumbai
Date: May 26, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Millions

Particulars	Notes	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Revenue from Operations	24	56,750	54,734
Other Income	25	950	1,197
Total Income		**57,700**	**55,931**
Expenses			
Cost of Materials Consumed	26	31,525	35,864
Purchases of Stock-in-Trade		2,200	1,530
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	27	50	(3,406)
Employee Benefits Expense	28	4,381	4,498
Finance Costs	29	198	170
Depreciation and Amortisation Expense	30	940	849
Other Expenses	31	9,857	9,352
Total Expenses		**49,151**	**48,857**
Profit Before Tax		**8,549**	**7,074**
Tax Expense/ (Credit)	32		
- Current Tax		1,643	1,514
- Deferred Tax		14	(120)
		1,657	**1,394**
Profit for the year		**6,892**	**5,680**
Other Comprehensive Income			
Items that will not be reclassified to profit or loss:			
- Remeasurement loss of Defined Benefit Plan		(162)	(69)
- Tax on remeasurement of Defined Benefit Plan		41	17
Total Other Comprehensive (Loss)/ Income		**(121)**	**(52)**
Total Comprehensive Income for the year		**6,771**	**5,628**
Earnings Per Share - Basic and Diluted [Face Value per Equity Share ₹ 10/-]	43	₹ **153.35**	₹ **126.38**

The accompanying Notes 1- 49 are an integral part of these financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.
117366W/W-100018

For and on behalf of the Board of Directors of
Bayer CropScience Limited
CIN: L24210MH1958PLC011173

Mohammed Bengali
Partner
Membership No.: 105828

Place: Mumbai
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Place: Mumbai
Date: May 26, 2026

Bharati Shetty
Company Secretary & Compliance Officer

Place: Mumbai
Date: May 26, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity Share Capital

₹ in Millions

Particulars	Notes	As at 31.03.2026	As at 31.03.2025
Balance as at the beginning of the year	16	**449**	**449**
Changes during the year		-	-
Balance as at the end of the year		**449**	**449**

B. Other Equity

Particulars	Notes	Reserves and Surplus				Total Other Equity
	17	Securities Premium	Capital Redemption Reserve	General Reserve	Retained Earnings	
Balance as at 01.04.2024		**1,394**	**52**	**3,528**	**23,071**	**28,045**
Profit for the year		-	-	-	5,680	5,680
Other Comprehensive Income/ (Loss) for the year		-	-	-	(52)	(52)
Total Comprehensive Income for the year		**-**	**-**	**-**	**5,628**	**5,628**
Transactions with owners in their capacity as owners						
Dividend declared	40(b)(i)	-	-	-	(5,618)	(5,618)
Balance as at 31.03.2025		**1,394**	**52**	**3,528**	**23,081**	**28,055**
Profit for the year		-	-	-	6,892	6,892
Other Comprehensive Income/ (Loss) for the year		-	-	-	(121)	(121)
Total Comprehensive Income for the year		**-**	**-**	**-**	**6,771**	**6,771**
Transactions with owners in their capacity as owners						
Dividend declared	40(b)(i)	-	-	-	(5,618)	(5,618)
Balance as at 31.03.2026		**1,394**	**52**	**3,528**	**24,234**	**29,208**

The accompanying Notes 1- 49 are an integral part of these financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.
117366W/W-100018

For and on behalf of the Board of Directors of
Bayer CropScience Limited
CIN: L24210MH1958PLC011173

Mohammed Bengali
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Place: Mumbai
Date: May 26, 2026

Place: Ahmedabad
Date: May 26, 2026

Place: Mumbai
Date: May 26, 2026

Place: Mumbai
Date: May 26, 2026

Place: Mumbai
Date: May 26, 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

₹ in Millions

Particulars	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
A. Cash Flow from Operating Activities:		
Profit Before Tax	8,549	7,074
Adjustments for:		
Interest Income from Financial Assets at Amortised Cost	(325)	(464)
Interest on Tax Refund	-	(4)
Rent income	(131)	(130)
Profit on Divestment of Products	(223)	(268)
Fair Value (gain)/ loss on investments measured at fair value through profit or loss (FVTPL) (Net)	(34)	6
Profit on sale of investments measured at fair value through profit or loss (FVTPL) (Net)	(122)	(197)
Inventory write off/ write down	264	42
Finance Costs	198	170
Depreciation and Amortisation Expense	940	849
Loss on Disposal of Property, Plant and Equipment (Net)	-*	12
Loss on Intangible Assets written off	4	-*
Bad debts	38	25
Utilisation of Provision for Expected Credit Loss on Trade Receivable	(36)	(16)
Provision for Expected Credit Loss on Trade Receivables (Net)	334	784
Deposits written off	-*	2
Utilisation of Provision for Expected Credit Loss on Deposits	(-)*	(-)
Provision for Expected Credit Loss on Deposits (Net)	-	-*
Provision for doubtful advances	(34)	-
Unrealised Foreign Exchange Fluctuations (gain)/ loss (Net)	(8)	4
	865	**815**
Operating profit before Working Capital changes	**9,414**	**7,889**
Adjustments for changes in Working Capital		
(Increase)/ Decrease in Trade Receivables	(1,962)	(717)
(Increase)/ Decrease in Non-Current Financial Assets	4	22
(Increase)/ Decrease in Current Financial Assets	(15)	5
(Increase)/ Decrease in Other Non-Current Assets	(48)	(110)
(Increase)/ Decrease in Other Current Assets	484	(466)
(Increase)/ Decrease in Inventories	1,999	(8,208)
Increase/ (Decrease) in Trade Payables	1,395	4,933
Increase/ (Decrease) in Other Current Financial Liabilities	(108)	(34)
Increase/ (Decrease) in Non-Current Provisions	150	(159)
Increase/ (Decrease) in Current Provisions	(56)	230
Increase/ (Decrease) in Current Liabilities	1,163	853
Net changes in working capital	**3,006**	**(3,651)**
Cash generated from Operations	**12,420**	**4,238**
Taxes paid	(1,635)	(1,618)
Net Cash generated from Operating Activities (A)	**10,785**	**2,620**
B. Cash Flow from Investing Activities:		
Purchase of Property, Plant and Equipment and Capital work-in-progress	(399)	(258)
Purchase of Intangible Assets and Intangible Assets under development	(246)	(151)
Proceeds from sale of Property, Plant and Equipment	4	34
Proceeds from sale of Intangible Assets	-	(25)
(Purchase of)/ Proceeds from sale of Investments (Net)	(83)	371
Interest received	311	467
Rent received	115	125
Proceeds from Divestment of Products including advances [Refer Note 25 and 37(b)]	1,023	293
Net Cash generated from Investing Activities (B)	**725**	**856**

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

₹ in Millions

Particulars	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
C. Cash Flows from Financing Activities:		
Repayment of Principal Portion of Lease Liabilities	(492)	(491)
Interest paid (including interest paid on lease liabilities)	(128)	(85)
Dividend paid	(5,628)	(5,608)
Bank Balance in unpaid dividend accounts	10	(10)
Net Cash used in Financing Activities (C)	**(6,238)**	**(6,194)**
D. Net increase/ (decrease) in Cash and Cash Equivalents (A + B + C)	5,272	(2,718)
E. Cash and Cash Equivalents at the beginning of the year	8,855	11,568
Cash and Cash Equivalents at the end of the year	**14,127**	**8,850**
Reconciliation of Cash and Cash Equivalents with the Balance Sheet:		
Cash and Cash Equivalents as per Balance Sheet [Refer Note 14]	14,146	8,855
Adjustment for Fair Value gain on liquid investments measured through profit or loss	(19)	(5)
F. Cash and Cash Equivalents at the end of the year (D + E)	**14,127**	**8,850**

₹ in Millions

Particulars	As At 31.03.2026	As At 31.03.2025
Cash and Cash Equivalents comprise: [Refer Note 14]		
Balances with Banks	9,966	6,998
Short-term highly liquid investments	4,180	1,857
	14,146	**8,855**

Notes:

1) The above Statement of Cash Flow has been prepared under the "Indirect Method" setout in Ind AS 7 - Statement of Cash Flows.
2) Short-term highly liquid investments comprise of Investment in Mutual Funds which are highly liquid and have an insignificant risk of change in value.

The accompanying Notes 1- 49 are an integral part of these financial statements.

In terms of our report attached.

For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.
117366W/W-100018

For and on behalf of the Board of Directors of
Bayer CropScience Limited
CIN: L24210MH1958PLC011173

Mohammed Bengali
Partner
Membership No.: 105828

Pankaj Patel
Chairman & Non-Executive Independent Director
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Executive Director & Chief Financial Officer
DIN 10849465

Bharati Shetty
Company Secretary & Compliance Officer

Place: Mumbai
Date: May 26, 2026

Place: Ahmedabad
Date: May 26, 2026

Place: Mumbai
Date: May 26, 2026

Place: Mumbai
Date: May 26, 2026

Place: Mumbai
Date: May 26, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(All amounts in ₹ Millions, unless otherwise stated)

Company Profile

Bayer CropScience Limited ("the Company") is a Company incorporated under the Companies Act, 1956 and having its registered office at Bayer House, Central Avenue, Hiranandani Estate, Thane (West) - 400 607, India. The Company is engaged in 'Agri Care' business which primarily includes manufacture, sale and distribution of insecticides, fungicides, herbicide and various other agrochemical products and production, sale and distribution of hybrid corn seeds. The Company is also involved in sale and distribution of other row crop hybrid seeds. Out of the total paid-up share capital of the Company, 71.43% is held by its promoters. The ultimate parent company is Bayer AG, Germany. The Company is listed on the Bombay Stock Exchange, Mumbai. The Company has its own manufacturing facility for agrochemical production at Himatnagar and Silvassa, drying and processing station at Hyderabad, research and development center at Kallinayakanahalli and Kodiganahalli.

1 MATERIAL ACCOUNTING POLICIES

(a) BASIS OF PREPARATION

Compliance with Ind AS

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

The financial statements of the Company are based on the principle of historical cost except for certain financial assets and liabilities and defined benefit plan that are measured at fair value, and are drawn up to comply in all material aspects with the Ind AS.

The accounting policies are applied consistently to all the years presented in the financial statements.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

All amounts disclosed in the financial statements and notes have been rounded off to the nearest million as per the requirement of Schedule III, unless otherwise stated. Amount below the rounding off norm adopted by the Company is disclosed as *.

(b) USE OF ESTIMATES AND JUDGMENTS

In preparing the financial statements, the Management has to make certain assumptions and estimates that may substantially impact the presentation of the Company's financial position and/ or results of operations.

Essential estimates and assumptions that may affect reporting in the various item categories of the financial statements are described in the respective sections of the material accounting policies. Such assumptions and estimates mainly relate to the following categories.

Estimate and Assumptions	Material Accounting Policies reference
Provision for Refund Liabilities	(d) Revenue Recognition
Uncertain tax positions and recognition of Deferred Tax assets	(f) Income Tax
Measurement of Right-of-use Assets and Lease Liabilities	(g) Leases
Measurement of useful life of Property, Plant and Equipment and Impairment	(k) Property, Plant and Equipment

(All amounts in ₹ Millions, unless otherwise stated)

(b) USE OF ESTIMATES AND JUDGMENTS (Contd.)

Estimate and Assumptions	Material Accounting Policies reference
Measurement of useful life of Investment Properties and Impairment	(l) Investment Properties
Measurement of useful life of Intangible Assets and Impairment	(m) Intangible Assets
Measurement and likelihood of occurrence of Provisions and Contingencies	(n) Provisions, Contingent Liabilities and Contingent Assets
Measurement of Defined Benefit Obligations	(o) Provision for Employment Benefits

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Although the Company regularly assesses these estimates, actual results may differ from these estimates. Changes in estimates are recorded in the periods in which they become known.

(c) FOREIGN CURRENCY TRANSACTIONS

The financial statements are presented in Indian Rupee, which is Company's functional and presentation currency. A Company's functional currency is that of the primary economic environment in which the company operates.

Foreign currency transactions are translated into the functional currency using the exchange rate at the date of the transaction. Foreign exchange gains/ losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

(d) REVENUE RECOGNITION

Revenue is recognised in accordance with Ind AS 115 - Revenue from Contracts with Customers.

(i) Revenue from the sale of goods is recognised on the basis of customer contracts and performance obligations contained therein. Revenue is recognised when the control of goods is transferred to customer. Control lies with the customer if the customer can independently determine the use of and consume the benefit derived from goods or services. This recognition is based on an overall assessment of the existence of a right to payment, the transfer of physical possession, the transfer of risks and rewards, and acceptance by the customer. No element of financing is deemed present as the sales are made with the normal credit terms as per prevalent trade practice and credit policy followed by the Company.

Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to the performance obligation. Transaction price is reduced by Goods and Service Tax and for actual and expected sales deductions resulting from sales returns, rebates and discounts. Sales deductions are estimated on the basis of historical experience, specific contractual terms and future expectations of sales development. Sales are reduced on the date of sale or on the date when the amount can be reasonably estimated. A refund liability and a right to recover the returned goods is recognised for the goods expected to be returned. The Company measures right

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(d) REVENUE RECOGNITION (Contd.)

to recover returned goods at the carrying amount of the inventory sold less any expected costs to recover goods.

The Company operates loyalty programs where direct/ indirect customers accumulate points for purchases. The promise to provide additional points to customers which entitles them to free or discounted goods, other than Company's goods, is therefore a separate performance obligation. The transaction price is allocated to the goods and the points on a relative standalone selling price basis. A contract liability for the award points is recognised at the time of sale. Revenue is recognised as sales when obligation is fulfilled based on the points redeemed.

The Company evaluates sales and distribution arrangement with supplier whether it is acting as a principal or an agent of the supplier, considering whether it controls the specified goods before it is transferred to customer and based on factors such as primary responsibility for providing goods to customer, inventory risk and pricing latitude. Where the supplier retains control over the specified goods and the Company performs the function of selling and distribution for a margin within a range by acting as an agent, it recognises only the margin (i.e. sales less material cost) as its revenue from such transactions.

(ii) Recoveries from Group Companies and Third Parties include recoveries towards common facilities/ resources, information technology and other support provided to such parties which is recognised as per terms of agreement and in the accounting period in which the services are rendered.

(e) OTHER INCOME

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts over the expected life of the financial asset to the asset's gross carrying amount on initial recognition. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument.

(f) INCOME TAX

Income taxes comprise the taxes levied on taxable income along with changes in deferred tax assets and liabilities that are recognised in the Statement of Profit and Loss. The income taxes recognised are reflected at the amounts likely to be payable under the statutory regulations in force, or substantively enacted in relation to future periods, at the end of the reporting period. Complex tax regulations may give rise to uncertainties with respect to their interpretation and the amounts and timing of future taxable income. Given the long-term nature and complexity of tax regulations, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate adjustments to tax income and expense in future periods. Liabilities to tax authorities that are uncertain as to their amount and the probability of their occurrence are recognised as tax liabilities based on reasonable estimates. The amounts recognised are based on various factors, such as experience with previous tax assessments, legal interpretations by the Company and in certain cases based on legal opinion.

In compliance with Ind AS 12 - Income Taxes, deferred taxes are recognised for temporary differences between the carrying amounts of assets and liabilities in the Balance Sheet

(f) INCOME TAX (Contd.)

prepared according to Ind AS and their tax bases. Deferred tax assets relating to deductible temporary differences, tax credits or tax loss carry forwards are recognised where it is probable that taxable income or sufficiently taxable temporary differences will be available in the future to enable them to be used. Deferred tax liabilities are recognised on temporary differences taxable in the future. The probability that deferred tax assets resulting from temporary differences or tax loss carryforwards can be used in the future, is the subject of forecasts by the Company regarding its future earnings situation and other parameters.

Deferred taxes are calculated at the rates which, on the basis of the statutory regulations in force, or substantively enacted in relation to future periods, as of the closing date, are expected to apply at the time of realisation. Tax assets and Tax liabilities are offset if they relate to income taxes levied by the same taxation authority and the Company has a legal right to settle on a net basis. Material effects of changes in tax rates or tax law on deferred tax assets and liabilities are generally accounted for in the period in which the changes are enacted. Such effects are recognised in the Statement of Profit and Loss except where they relate to deferred taxes that were recognised outside the Statement of Profit and Loss, in which case they, too, are recognised in Other Comprehensive Income or directly in Equity.

Deferred and current taxes are recognised in the Statement of Profit and Loss unless they relate to items recognised outside the Statement of Profit and Loss in Other Comprehensive Income or directly in Equity, in which case they, too, are recognised in Other Comprehensive Income or directly in Equity respectively.

(g) LEASES

Lease contracts in which the Company is the lessee mainly pertain to land, offices, residential premises, warehouses, vehicles and plant and machinery. Lease contracts are negotiated individually and each contain different arrangements on extension, termination or purchase options except in case of vehicle leases. Offices, residential premises, vehicles and warehouses leases generally contain clauses that prohibit subleasing except with the consent of the lessor.

As a lessee:

As per Ind AS 116 - Leases, the Company assesses whether a contract contains a lease at inception of the contract. The Company recognises a right-of-use asset and corresponding lease liabilities with respect to all lease arrangements in which it is the lessee except for short-term leases and leases of low value assets. Contracts may contain both lease and non-lease components. The Company has elected practical expedient of not to separate lease and non-lease components and instead account for these as a single lease component in respect of lease contracts for certain buildings and plant and machinery.

Lease liabilities are initially measured at present value of future lease payments discounted at the Company's incremental borrowing rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The lease liabilities are subsequently measured by increasing the carrying amount to reflect interest on the lease liabilities (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(g) LEASES (Contd.)

The right-of-use asset is measured at cost less accumulated depreciation and accumulated impairment loss, if any. The cost of right-of-use asset includes sum of initial measurement of the lease liability, any initial direct costs incurred by the Company and any lease payments made in advance of the lease commencement date. The right-of-use asset is amortised on a straight line basis from the commencement date over the shorter of lease term or useful life of right-of-use asset except certain plant and machinery which is amortised using production unit method. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the Statement of Profit and Loss.

The lease payments associated with short-term leases and leases of low value assets are recognised as a Rent expense in the Statement of Profit and Loss on a straight-line basis over the lease term. Short term leases are leases with a lease term of 12 months or less, without a purchase option. Low-value assets comprises of office equipment including computers.

When the lease liability is remeasured due to change in contract terms, a corresponding change is made to the carrying amount of right-of-use asset, or is recorded in the profit and loss account if the carrying amount of right-of-use asset is reduced to zero.

As a lessor:

In respect of assets given on operating lease, the lease rental income is recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.

(h) CASH AND CASH EQUIVALENTS

Cash and Cash Equivalents comprise balances with banks including demand deposits and other short term highly liquid investments that are subject to an insignificant risk of change in value, are easily convertible into a known amount of cash and have a maturity of three months or less from the date of acquisition or investment.

(i) INVENTORIES

Inventories encompass goods consumed in production (raw materials, packing materials and stores and spare parts), goods in the production process for sale (work-in-progress) and goods held for sale in the ordinary course of business (finished goods and stock-in-trade). Cost of raw material, stock-in-trade, packing material and stores and spare parts includes all cost of purchase, duties and taxes (for which credit/ refund is not available) and all other cost incurred to procure the inventory. Cost of finished goods and work-in-progress include direct cost of materials, direct production expenses, payment to growers and appropriate allocations of fixed and variable production overheads.

Inventories are recognised at the lower of their cost of acquisition calculated by the weighted average method and at their net realisable value. The net realisable value is the estimated selling price in the ordinary course of business less estimated cost of completion and selling expenses necessary to make the sale. Raw materials and packing materials held for use in the production of inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost.

The provision for obsolete and slow moving inventory is after considering factors like estimated balance shelf life, germination level, discontinuance, estimated future use to reflect the recoverable value of the inventory.

(j) FINANCIAL INSTRUMENTS

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(j) FINANCIAL INSTRUMENTS (Contd.)

(I) Financial Asset

(A) Initial recognition and measurement

Financial assets are recognised and measured in accordance with Ind AS 109 - Financial Instruments. Accordingly, the Company recognises financial asset only when it has a contractual right to receive cash or other financial assets from another entity.

All Financial assets, except trade receivables which do not contain a significant financing component, are recognised initially at fair value. In the case of a financial asset recorded at Fair Value through Profit or Loss (FVTPL), its transaction cost is recognised in the statement of profit and loss. In other cases, the transaction costs is attributed to the acquisition value of the financial asset. Trade receivables that do not contain any significant financing component are measured at transaction price.

(B) Subsequent measurement

Subsequent to initial recognition, financial assets are measured at amortised cost, fair value through other comprehensive income (FVOCI) or FVTPL. The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

Debt instruments

There are three measurement categories into which the Company classifies its debt instruments:

At amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are accounted for at amortised cost using the effective interest method and are subject to impairment. This category comprises trade receivable, loans, cash and cash equivalents, bank balances and other financial assets. Interest income from these financial assets is included in Other Income using the effective interest rate method. A gain or loss on a debt instrument is recognised in the Statement of Profit and Loss when the asset is derecognised or impaired.

Fair Value through Other Comprehensive Income (FVOCI)

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. The movements in carrying amount are taken through Other Comprehensive Income, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss. Interest income from these financial assets is included in Other Income using the effective interest rate method. When the financial asset is derecognised, the cumulative gain or loss previously recognised in Other Comprehensive Income is reclassified from equity to the Statement of Profit and Loss and recognised in other gains/ losses.

Fair Value through Profit or Loss (FVTPL)

Assets shall be measured at FVTPL unless it is measured at amortised cost or at FVOCI. A gain or loss on a debt instrument is recognised in the Statement of Profit and Loss and presented within other gains/ losses in the period in which it arises. Income from these financial assets is included in Other Income.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(j) FINANCIAL INSTRUMENTS (Contd.)

(B) Subsequent measurement (Contd.)

Equity instruments

Investment in Equity Instruments are classified as FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investment in equity instruments which are not held for trading.

Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(C) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. The Company applies Expected Credit Loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost. The Company follows 'simplified approach' permitted by Ind AS 109 - Financial Instruments for recognition of impairment loss on trade receivables and lease receivables based on expected lifetime losses at each reporting date right from its initial recognition. If the reasons for previously recognised impairment losses no longer apply, the impairment losses are reversed provided that this does not cause the carrying amounts to exceed the amortised cost of acquisition.

(D) Derecognition

Financial assets are derecognised when contractual rights to receive cash flows from the financial assets expire or the financial assets are transferred together with all material risks and benefits.

(II) Financial Liabilities

(A) Initial recognition and measurement

Financial liabilities are recognised and measured in accordance with Ind AS 109 - Financial Instruments.

Financial liabilities are initially recognised at fair value if the Company has a contractual obligation to transfer cash or other financial assets to another party. Borrowings and payables are recognised net of directly attributable transaction costs.

(B) Subsequent measurement

In subsequent periods, such liabilities are measured at amortised cost using effective interest method.

(C) Derecognition

Financial liabilities are derecognised when the contractual obligation is discharged or cancelled, or has expired.

(k) PROPERTY, PLANT AND EQUIPMENT

(A) Recognition and measurement

Freehold land is carried at historical cost. Property, plant and equipment is carried at the cost of acquisition or construction less accumulated depreciation and impairment losses, if any. Cost includes expenditure that are directly attributable to the acquisition or construction of the items. Property, plant and equipment is capitalised if the future economic benefits attributable to the asset will probably flow to the Company and the cost of acquisition or generation of the asset can be reliably measured. An impairment loss is recognised in addition if an asset's recoverable amount falls below its carrying amount.

Property, plant and equipment that are not ready for intended use as on the date of Balance Sheet are disclosed as 'Capital work-in-progress'. Capital work-in-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(k) PROPERTY, PLANT AND EQUIPMENT (Contd.)

progress are carried at cost of acquisition or construction.

The Company has elected to measure all its property, plant and equipment, at their previous GAAP carrying value which has been considered as deemed cost at the date of transition i.e. April 1, 2015.

(B) Subsequent expenditure

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it meets the asset recognition criteria as per Ind AS 16 - Property, Plant and Equipment. Significant asset components with different useful lives are accounted for and depreciated separately.

(C) Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

(D) Depreciation

The Company, based on internal Management assessment, depreciates property, plant and equipment under straight-line method over following estimated useful lives which are similar to the useful life prescribed in Schedule II to the Companies Act, 2013 except in case of dryers included in plant and equipment. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Assets Class	Useful lives in years
Buildings (including Roads)	3 to 60
Plant and Equipment#	7 to 15
Furniture and Fixtures	10
Vehicles	8
Office Equipment (including Electrical Installation)	5 to 10
Computers	3 to 6

#Based on the technical evaluation, the useful life of the dryers is considered as 20 years as that best represents the period over which the asset is expected to be used.

Depreciation on assets costing ₹ 5,000/- or less is provided at the rate of 100% in the year of acquisition.

(E) Impairment

If there are indications that an individual item of property, plant and equipment or Cash Generating Unit (CGU) may be impaired, the recoverable amount is compared to the carrying amount. A cash-generating unit is the smallest identifiable group of assets generating cash inflows that are largely independent of the cash inflows from other assets or groups of assets. The recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. If the recoverable amount is less than the carrying amount, an impairment loss is recognised for the difference. If the reasons for a previously recognised impairment loss no longer apply, the impairment loss is reversed provided that the reversal does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised for the asset in prior years.

(l) INVESTMENT PROPERTIES

Investment properties comprise land and buildings not being used for operational or administrative purposes. It is measured using

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(l) INVESTMENT PROPERTIES (Contd.)

the cost model. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and cost of the item can be measured reliably.

The Company, based on technical assessment made by management expert, depreciates Investment properties under straight-line method over estimated useful lives which are similar to the useful life prescribed in Schedule II to the Companies Act, 2013. An impairment loss is recognised in addition if an asset's recoverable amount falls below its carrying amount.

Assets Class	Useful lives in years
Buildings	10 to 60

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the Statement of Profit and Loss in the period of derecognition.

The Company has elected to measure all its investment properties at their previous GAAP carrying value which has been considered as deemed cost at the date of transition i.e. April 1, 2015.

(m) INTANGIBLE ASSETS

An intangible asset is an identifiable non-monetary asset without physical substance such as technical know-how, software or marketing rights. These are measured on initial recognition at cost and subsequently are carried at cost of acquisition or generation less accumulated amortisation and impairment loss, if any. It is capitalised if the future economic benefits attributable to the asset will probably flow to the Company and the cost of acquisition or generation of the asset can be reliably measured. Subsequent expenditures are capitalised only when they increase the future economic benefits embodied in the specific asset to which they relate.

Intangible assets with determinable useful life are amortised on a straight line basis over a period of up to three years for software and ten years for marketing rights.

Determination of the expected useful lives of such assets and the amortisation patterns is based on estimates of the period for which they will generate cash flows. An impairment test is performed if there is an indication of possible impairment.

Impairment losses are recognised in the Statement of Profit and Loss. If the reasons for a previously recognised impairment loss no longer apply, the impairment loss is reversed provided that the reversal does not exceed the carrying amount that would have been determined (net of amortisation) had no impairment loss been recognised for the asset in prior years.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Intangible assets that are not ready for intended use as on the date of Balance Sheet are disclosed as 'Intangible Assets under development' and are carried at cost of acquisition or generation.

The Company has elected to measure all its intangibles at their previous GAAP carrying value which has been considered as deemed cost at the date of transition i.e. April 1, 2015.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(n) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are recognised for present legal or constructive obligations arising from past events that will probably give rise to a future outflow of resources, provided that a reliable estimate can be made of the amount of the obligation.

Provisions are measured in accordance with Ind AS 37 - Provisions, Contingent Liabilities and Commitments. Where the cash outflow to settle an obligation is expected to occur after one year, the provision is recognised at the present value of the expected cash outflow. The increase in the provision due to passage of time is considered as Finance Cost. Claims for reimbursements from third parties are separately reflected in other receivables considering they are realisable.

If the projected obligation declines as a result of a change in the estimate, the provision is reversed by the corresponding amount and the resulting income recognised in the expenses in which the original charge was recognised.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

Contingent assets are not recognised in the financial statements and are not disclosed in the financial statements unless an inflow of economic benefits is probable.

(o) PROVISION FOR EMPLOYMENT BENEFITS

The Company provides post-employment benefits under defined contribution, defined benefit plans, other employee benefits and termination benefits.

The Company has Defined Contribution plans namely Provident Fund, Superannuation Fund, Employees' State Insurance Fund and National Pension Scheme which are administered through government approved institutes/ trustees. The Company contributes to a Government administered Provident Fund, Employees' Deposit Linked Insurance Scheme and Family Pension Fund on behalf of its employees and has no further obligation beyond making its contribution. Under Superannuation Fund, applicable to certain employees, the Company makes contributions to Managerial employees' Superannuation Scheme which is administered by Life Insurance Corporation of India ('LIC') and has no further obligation beyond making the payment to LIC. The Company makes contributions to State plans namely Employees' State Insurance Fund and has no further obligation beyond making the payment to them. Under National Pension Scheme, applicable to certain employees, the Company makes contributions to National Pension Scheme which is administered by HDFC Pension Management Company Limited ('HDFC Pension Fund') and has no further obligation beyond making the payment to HDFC Pension Fund. The Company's contributions to the above funds are recognised as Employee Benefits Expense in the Statement of Profit and Loss in the year when employee rendered related services.

The Company has a Defined Benefit plan namely Gratuity covering its employees. The Gratuity scheme is funded through Group Gratuity-cum-Life Assurance Scheme which is administered by LIC, Aditya Birla Sun Life Insurance Company Limited and Kotak Life Insurance Limited respectively. The present value of provisions for defined benefit plans and the resulting expense are calculated in accordance with Ind AS 19 - Employee Benefits by the Projected Unit Credit Method. The future benefit obligations are valued by an independent actuary at the year-end and spread over the entire employment period on the basis of specific assumptions regarding beneficiary structure and the economic environment. This includes the determination of the discount rate, salary escalation, mortality rate etc. which affects the valuation. In determining

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

(o) PROVISION FOR EMPLOYMENT BENEFITS (Contd.)

the appropriate discount rate at each balance sheet date, the Management considers the interest rates which relates to the benchmark rate available for Government Securities and that have terms to maturity approximating the terms of the related defined benefit obligation.

The fair value of plan assets is deducted from the present value of the defined benefit obligation to determine the net defined benefit obligation.

The effect of re-measurement of the net defined benefit obligation is reflected in the Statement of Comprehensive Income as Other Comprehensive Income. This consists of actuarial gains and losses and the return on plan assets, less the respective amounts included in net interest. Deferred taxes relating to the effects of re-measurements are also recognised in Other Comprehensive Income.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement of Profit and Loss as past service cost under 'Employee Benefits Expense'.

For other long term employee benefits, the effect of re-measurements arising due to experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss as 'Employee Benefits Expense' in the year in which they arise.

The net interest on net obligation for defined benefits and other employee benefits is recognised in the Statement of Profit and Loss as 'Finance Costs' in the year in which it arises.

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits at the earlier of the following dates: (a) when the Company can no longer withdraw the offer of those benefits; and (b) when the entity recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer.

(p) SEGMENT REPORTING

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Vice Chairman & Managing Director and Chief Executive Officer (CEO), and Executive Director & Chief Financial Officer (CFO) of the Company are responsible for allocating resources and assessing performance of the operating segments and are accordingly identified as Chief Operating Decision Makers.

(q) EARNINGS PER SHARE

The basic earnings per share is computed by dividing the net profit or loss for the period attributable to the Equity Shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period attributable to the Equity Shareholders by the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except where the results would be anti-dilutive.

(r) RECENT ACCOUNTING PRONOUNCEMENTS

The Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. For the year ended March 31, 2026, there are no new standards or amendments to the existing standards which are notified but not yet effective.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

2 Property, Plant and Equipment [Refer Note 36(a)]

Assets	Cost/ Deemed Cost				Depreciation/ Amortisation				Impairment [Refer Note (c)]				Net Book Value
	As at 01.04.2025	Additions	Deletions	As at 31.03.2026	As at 01.04.2025	For the year	On Deletions	As at 31.03.2026	As at 01.04.2025	Transfers [Refer Note (b)]	On Deletions	As at 31.03.2026	As at 31.03.2026
i) Owned Assets:													
Freehold Land	**350**	**-**	**-**	**350**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**350**
	(307)	(43)	(-)	(350)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(-)	(350)
Buildings	**2,412**	**157**	**3**	**2,566**	**626**	**80**	**1**	**705**	**35**	**-**	**-**	**35**	**1,826**
	(2,397)	(22)	(7)	(2,412)	(566)	(62)	(2)	(626)	(35)	(-)*	(-)	(35)	(1,751)
Plant and Equipment	**2,190**	**145**	**18**	**2,317**	**1,222**	**148**	**16**	**1,354**	**111**	**-**	**-**	**111**	**852**
	(2,032)	(196)	(38)	(2,190)	(1,105)	(146)	(29)	(1,222)	(70)	(41)	(-)	(111)	(857)
Furniture and Fixtures	**317**	**14**	**2**	**329**	**244**	**16**	**2**	**258**	**1**	**-**	**-**	**1**	**70**
	(298)	(20)	(1)	(317)	(226)	(19)	(1)	(244)	(1)	(-)	(-)	(1)	(72)
Vehicles	**222**	**21**	**5**	**238**	**157**	**20**	**5**	**172**	**3**	**-**	**-**	**3**	**63**
	(221)	(8)	(7)	(222)	(138)	(24)	(5)	(157)	(3)	(-)	(-)	(3)	(62)
Office Equipment (including Computers)	**735**	**37**	**63**	**709**	**577**	**69**	**63**	**583**	**4**	**-**	**-**	**4**	**122**
	(767)	(51)	(83)	(735)	(569)	(87)	(79)	(577)	(1)	(3)	(-)	(4)	(154)
Owned Assets Total (i)	**6,226**	**374**	**91**	**6,509**	**2,826**	**333**	**87**	**3,072**	**154**	**-**	**-**	**154**	**3,283**
	(6,022)	(340)	(136)	(6,226)	(2,604)	(338)	(116)	(2,826)	(110)	(44)	(-)	(154)	(3,246)
ii) Right of Use Assets: [Refer Note 44]													
Land	**11**	**-**	**-**	**11**	**3**	**2**	**-**	**5**	**-**	**-**	**-**	**-**	**6**
	(7)	(9)	(5)	(11)	(6)	(2)	(5)	(3)	(-)	(-)	(-)	(-)	(8)
Buildings	**673**	**185**	**141**	**717**	**464**	**123**	**140**	**447**	**-**	**-**	**-**	**-**	**270**
	(606)	(96)	(29)	(673)	(361)	(132)	(29)	(464)	(-)	(-)	(-)	(-)	(209)
Plant and Equipment	**902**	**64**	**-**	**966**	**204**	**369**	**-**	**573**	**-**	**-**	**-**	**-**	**393**
	(470)	(902)	(470)	(902)	(366)	(282)	(444)	(204)	(-)	(-)	(-)	(-)	(698)
Vehicles	**299**	**10**	**62**	**247**	**191**	**55**	**62**	**184**	**-**	**-**	**-**	**-**	**63**
	(236)	(65)	(2)	(299)	(132)	(61)	(2)	(191)	(-)	(-)	(-)	(-)	(108)
Right of Use Assets Total (ii)	**1,885**	**259**	**203**	**1,941**	**862**	**549**	**202**	**1,209**	**-**	**-**	**-**	**-**	**732**
	(1,319)	(1,072)	(506)	(1,885)	(865)	(477)	(480)	(862)	(-)	(-)	(-)	(-)	(1,023)
Total (i+ii)	**8,111**	**633**	**294**	**8,450**	**3,688**	**882**	**289**	**4,281**	**154**	**-**	**-**	**154**	**4,015**
	(7,341)	(1,412)	(642)	(8,111)	(3,469)	(815)	(596)	(3,688)	(110)	(44)	(-)	(154)	(4,269)

a) Figures shown in brackets are in respect of previous year.

b) Represents transfer from Capital work-in-progress on capitalisation of assets in the previous year.

c) It represents impairment of Glyphosate based products manufacturing plant (an item of Property, plant and equipment including Capital work-in-progress and Intangible assets). The recoverable value of these assets was lower than its carrying value due to significant change in market dynamics impacting margins, which resulted in the impairment loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

2 Property, Plant and Equipment (Contd.)

d) Title deeds of Immovable Properties not held in name of the Company:

As at 31.03.2026 and 31.03.2025

Line item in the Balance Sheet	Description of item of property and location	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Property held since which date	Reason for not being held in the name of the company
Freehold Land	Kallinayakanahalli, Bengaluru	47	Monsanto India Limited	No	2009	The title deeds are in the name of Monsanto India Limited, the erstwhile amalgamating company under Section 230 to 232 of the Companies Act, 2013 in terms of the approval of the National Company Law Tribunal.
Freehold Land	Udaipur, Rajasthan	30	Monsanto India Limited	No	2013	

3 Capital work-in-progress

Assets	Cost				Impairment [Refer Note 2(c)]				Net Book Value
	As at 01.04.2025	Additions	Transfers [Refer Note (d)]	As at 31.03.2026	As at 01.04.2025	Additions	Transfers [Refer Note (d)]	As at 31.03.2026	As at 31.03.2026
Capital work-in-progress	**5**	**418**	**374**	**49**	**-**	**-**	**-**	**-**	**49**
	(108)	(237)	(340)	(5)	(44)	(-)	(44)	(-)	(5)
Total	**5**	**418**	**374**	**49**	**-**	**-**	**-**	**-**	**49**
	(108)	(237)	(340)	(5)	(44)	(-)	(44)	(-)	(5)

a) Capital work-in-progress ageing

Assets	Amount in Capital work-in-progress for a period of				As at 31.03.2026
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	**49**	**-**	**-**	**-**	**49**
	(5)	(-)	(-)	(-)	(5)
Projects temporarily suspended	**-**	**-**	**-**	**-**	**-**
	(-)	(-)	(-)	(-)	(-)
Total	**49**	**-**	**-**	**-**	**49**
	(5)	(-)	(-)	(-)	(5)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

3 Capital work-in-progress (Contd.)

b) Completion schedule for capital work-in-progress, whose completion is overdue or has exceeded its cost compared to its original plan

Assets	To be completed in			
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years
As at 31.03.2026				
Projects in progress:				
Liquid filling line at Himatnagar	4	-	-	-
Precision planting	1	-	-	-
Corn seeds husking machine	1	-	-	-
Others	1	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**7**	**-**	**-**	**-**
As at 31.03.2025				
Projects in progress:				
Civil and structure design for warehouse	1	-	-	-
Warm room setup for Corn testing	1	-	-	-
Projects temporarily suspended	-	-	-	-
Total	**2**	**-**	**-**	**-**

c) Figures shown in brackets are in respect of previous year.

d) Represents transfer from Capital work-in-progress on capitalisation of assets in the previous year.

4 Investment Property

Assets	Cost/ Deemed Cost				Depreciation/ Amortisation				Net Book Value
	As at 01.04.2025	Additions	Deletions	As at 31.03.2026	As at 01.04.2025	For the year	On Deletions	As at 31.03.2026	As at 31.03.2026
Land	**10**	**-**	**-**	**10**	**-**	**-**	**-**	**-**	**10**
	(10)	(-)	(-)	(10)	(-)	(-)	(-)	(-)	(10)
Buildings	**286**	**-**	**-**	**286**	**50**	**5**	**-**	**55**	**231**
	(286)	(-)	(-)	(286)	(45)	(5)	(-)	(50)	(236)
Total	**296**	**-**	**-**	**296**	**50**	**5**	**-**	**55**	**241**
	(296)	(-)	(-)	(296)	(45)	(5)	(-)	(50)	(246)

a) Figures shown in brackets are in respect of previous year.

b) The Company had given Land and portion of a Building on lease under cancellable lease arrangement. Investment Properties are distinguished from owner-occupied property based on area covered under lease arrangements. Refer Note 36(b) for disclosure of contractual obligations to purchase, construct or develop Investment Properties and for its repairs, maintenance or enhancements respectively.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

4 Investment Property (Contd.)

c) Amount recognised in Statement of Profit and Loss for Investment Properties:

Particulars	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Rental Income [Refer Note 25]	71	51
Direct operating expenses from property that generated rental income (including Depreciation)	33	34

d) Fair value

Particulars	As at 31.03.2026	As at 31.03.2025
Investment Properties	900	884

Estimation of fair value:

The fair value of Land and Building under Investment Properties has been determined by an external independent registered property valuer having recognised professional qualifications. The current prices in an active market for similar properties has been used to determine fair value of Investment Properties. The fair value measurement of the Investment Properties has been categorised as Level 3 based on the inputs considered in the valuation.

e) As at March 31, 2026 and March 31, 2025, all title deeds of immovable properties classified under Investment Property are in name of the Company.

5 Intangible Assets [Refer Note 36(a)]

Assets	Cost/ Deemed Cost				Amortisation				Impairment [Refer Note 2(c)]			Net Book Value
	As at 01.04.2025	Additions	Deletions	As at 31.03.2026	As at 01.04.2025	For the year	On Deletions	As at 31.03.2026	As at 01.04.2025	On Deletions	As at 31.03.2026	As at 31.03.2026
Computer Software	**132**	**23**	**-**	**155**	**122**	**13**	**-**	**135**	**1**	**-**	**1**	**19**
	(124)	(8)	(-)	(132)	(112)	(10)	(-)	(122)	(1)	(-)	(1)	(9)
Marketing Rights	**214**	**176**	**-**	**390**	**41**	**40**	**-**	**81**	**-**	**-**	**-**	**309**
	(143)	(71)	(-)	(214)	(22)	(19)	(-)	(41)	(-)	(-)	(-)	(173)
Total	**346**	**199**	**-**	**545**	**163**	**53**	**-**	**216**	**1**	**-**	**1**	**328**
	(267)	(79)	(-)	(346)	(134)	(29)	(-)	(163)	(1)	(-)	(1)	(182)

a) Deemed cost of Goodwill and Technical know-how as on April 1, 2015 is Nil i.e. fully amortised over a period of time and hence the same has not been presented in the above table.

b) Figures shown in brackets are in respect of previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

6 Intangible Assets under development

Assets	Cost				
	As at 01.04.2025	Additions	Deletions/ Transfers	Divestment [Refer Note 25]	As at 31.03.2026
Intangible Assets under development	**1,182**	**246**	**203**	**-**	**1,225**
	(1,122)	(164)	(79)	(25)	(1,182)
Total	**1,182**	**246**	**203**	**-**	**1,225**
	(1,122)	(164)	(79)	(25)	(1,182)

a) Intangible assets under development ageing

Assets	Amount in Intangible assets under development for a period of				As at 31.03.2026
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in progress	**243**	**137**	**153**	**692**	**1,225**
	(156)	(155)	(257)	(614)	(1,182)
Projects temporarily suspended	**-**	**-**	**-**	**-**	**-**
	(-)	(-)	(-)	(-)	(-)
Total	**243**	**137**	**153**	**692**	**1,225**
	(156)	(155)	(257)	(614)	(1,182)

b) Completion schedule for Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan

Assets	To be completed in			
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years
As at 31.03.2026				
Projects in progress				
Registration Costs**	127	4	-	-
Projects temporarily suspended	-	-	-	-
Total	**127**	**4**	**-**	**-**
As at 31.03.2025				
Projects in progress				
Registration Costs**	80	32	-	-
Projects temporarily suspended	-	-	-	-
Total	**80**	**32**	**-**	**-**

**It represents cost incurred towards data generation, registration fees etc. to be capitalised as Marketing Rights for registering a new product or getting existing product registered for use on other crops with the registration authority in India.

c) Figures shown in brackets are in respect of previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

7 Other Financial Assets

	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
	Non-Current	Non-Current	Current	Current
(Unsecured, Considered good unless otherwise stated)				
Security Deposits				
- Considered Good [Refer Note 13(a)]	44	47	44	32
- Considered Doubtful	2	2	-	-
	46	**49**	**44**	**32**
Less: Provision for Expected Credit Loss [Refer Note 39(a)(i)]	2	2	-	-
	44	**47**	**44**	**32**
Accrued Interest Receivable	-	-	35	21
Receivables toward Sales and Distribution arrangement [Refer Note 13(a)]	-	-	5	2
Other Receivables [Refer Note (a) below]	-*	1	38	22
	44	**48**	**122**	**77**

a) Represents receivable mainly towards Rent Income.

8 Current Tax Asset (Net)

	As At 31.03.2026	As At 31.03.2025
	Non-Current	Non-Current
Advance payment of Income Tax [Net of Provision for Taxation 29,362 (Previous Year 29,367)]	1,313	1,293
	1,313	**1,293**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

9 Deferred Tax Assets/ (Liabilities) (Net)

	Provision for Expected Credit Loss on Trade Receivables, Advances	Liabilities allowed on payment basis	Provision for Defined Benefit Obligations	Disallowances u/s. 40(a)(i) and 40(a)(ia) of the Income Tax Act, 1961	Indexation of Freehold land	Provision for employee separation expense	Lease Liabilities Component	Property, Plant and Equipment and Intangible Assets	Others	Total
Balance as on 01.04.2024	**110**	**160**	**64**	**55**	**18**	**20**	**88**	**(551)**	**(4)**	**(40)**
(Charged)/ credited during the year										
To Statement of Profit and Loss	194	9	(47)	22	(18)	(3)	(7)	(32)	2	120
To Other Comprehensive Income	-	-	17	-	-	-	-	-	-	17
Balance as on 31.03.2025	**304**	**169**	**34**	**77**	**-**	**17**	**81**	**(583)**	**(2)**	**97**
(Charged)/ credited during the year										
To Statement of Profit and Loss	71	7	(29)	3	-	(6)	8	(59)	(9)	(14)
To Other Comprehensive Income	-	-	41	-	-	-	-	-	-	41
Balance as on 31.03.2026	**375**	**176**	**46**	**80**	**-**	**11**	**89**	**(642)**	**(11)**	**124**

10 Other Assets

	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
	Non-Current	Non-Current	Current	Current
(Unsecured, Considered good unless otherwise stated)				
Capital Advances	23	20	-	-
Other Advances:				
- Advance to Vendors	-	-	640	367
- Prepaid Expenses	3	2	83	70
- Advance to Employees	9	15	-	-
- Export Benefit Receivable	-	-	7	7
- Balance with Government Authorities				
- Considered Good	437	384	471	1,331
- Considered Doubtful	-	-	64	98
	437	**384**	**535**	**1,429**
Less: Provision for Doubtful Advances	-	-	64	98
	437	**384**	**471**	**1,331**
Right of Return Asset	-	-	558	434
	472	**421**	**1,759**	**2,209**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

11 Inventories

	As At 31.03.2026	As At 31.03.2025
(Lower of Cost and Net Realisable Value)		
Raw Materials [includes in transit 5,719 (Previous Year 5,325)]	9,919	11,991
Packing Materials [includes in transit 2 (Previous Year 7)]	510	649
Work-in-progress [includes in transit 564 (Previous Year 223)]	5,212	3,913
Finished Goods [includes in transit 262 (Previous Year 204)]	4,833	6,664
Stock-in-Trade [includes in transit 38 (Previous Year 1)]	831	349
Stores and Spares	50	52
	21,355	**23,618**

12 Investments

	As At 31.03.2026	As At 31.03.2025
At Fair value through profit or loss		
(Unquoted#)		
Investments in Mutual Funds		
19,244,626 (Previous Year Nil) Units of ₹ 15.87 (Previous Year Nil) in Tata Arbitrage Fund - Direct Plan - Growth	306	-
18,909,796 (Previous Year 26,595,026) Units of ₹ 14.19 (Previous Year ₹ 13.30) in Mirae Asset Arbitrage Fund - Direct Plan - Growth	268	354
	574	**354**
Aggregate amount of Unquoted Investments	574	354

#As Mutual Funds investments are not listed on stock exchange, it is considered as unquoted investments.

13 Trade Receivables [Refer Note 42]

	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
	Non-Current	Non-Current	Current	Current
Secured, considered good	-	-	112	-
Unsecured, considered good [Refer Note (a) below] [Includes due from a Private Company in which a Director is a Director 2 (March 31, 2025: 2)]	-	-	11,043	9,521
Unsecured, considered doubtful	1,405	1,134	117	90
Total	**1,405**	**1,134**	**11,272**	**9,611**
Less: Provision for Expected Credit Loss [Refer Note 39(a)(i)]	1,405	1,134	117	90
	-	**-**	**11,155**	**9,521**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

13 Trade Receivables (Contd.)

a) The Company is distributor of Bayer BioScience Private Limited (BBPL) operating in the territory of India and Nepal for distribution of seeds. As the Company is a limited risk distributor in this commercial arrangement, BBPL recognises the risk of overdue receivables to its account. During the year, the Company has recovered, overdue outstanding receivables towards distribution of seeds to third parties, from BBPL aggregating 3 (Previous Year 12) towards recoupment of loss as recovery is less probable. As and when the Company recovers any amount against such overdues, or any part thereof, from the respective customers, the Company is required to pay to BBPL such amounts so recovered. Till date, the overdue security deposits from third parties amounting to 12 has also been recovered from BBPL under this arrangement. The net amount recovered from BBPL as on March 31, 2026 337 (Previous Year 363) is included in "Other Financial Liabilities" in Note 21.

b) **Trade Receivables Ageing**

As at 31.03.2026	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	8,891	1,735	160	39	8	43	10,876
(ii) Undisputed Trade receivables – credit impaired	78	26	9	34	119	43	309
(iii) Disputed Trade receivables – considered good	-	-*	-*	11	1	267	279
(iv) Disputed Trade receivables – credit impaired	2	30	55	359	472	295	1,213
Total	**8,971**	**1,791**	**224**	**443**	**600**	**648**	**12,677**

As at 31.03.2025	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	6,877	2,102	106	86	16	298	9,485
(ii) Undisputed Trade receivables – credit impaired	34	50	36	267	31	86	504
(iii) Disputed Trade receivables – considered good	-*	-*	9	2	1	24	36
(iv) Disputed Trade receivables – credit impaired	-	125	64	288	51	192	720
Total	**6,911**	**2,277**	**215**	**643**	**99**	**600**	**10,745**

c) There are no transaction or outstanding balance with struck-off Companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 in the current year and previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

14 Cash and Cash Equivalents

	As At 31.03.2026	As At 31.03.2025
	Current	Current
Balances with Banks		
- In Current Accounts	156	68
- In Fixed Deposits (less than 3 months maturity)	9,810	6,930
Short-term highly liquid investments at Fair Value [Refer Note (a) below]	4,180	1,857
	14,146	**8,855**

a) Investment in Liquid Mutual Funds

	As At 31.03.2026	As At 31.03.2025
(Unquoted#)		
986,653 (Previous Year 299,775) Units of ₹ 1,422 (Previous Year ₹ 1,347) in Tata Overnight Fund - Direct Plan - Growth	1,403	404
929,936 (Previous Year 935,122) Units of ₹ 1,426 (Previous Year ₹ 1,351) in Axis Overnight Fund - Direct Plan - Growth	1,326	1,263
749,717 (Previous Year Nil) Unit of ₹ 1,437 (Previous Year Nil) in Kotak Overnight Fund - Direct Plan - Growth	1,077	-
271,033 (Previous Year Nil) Units of ₹ 1,381 (Previous Year Nil) in Mirae Asset Overnight Fund - Direct Plan - Growth	374	-
Nil (Previous Year 137,453) Units of Nil (Previous Year ₹ 1,381) in Aditya Birla Sun Life Overnight Fund - Direct Plan - Growth	-	190
	4,180	**1,857**

#As Mutual Funds investments are not listed on stock exchange, it is considered as unquoted investments.

15 Bank Balances other than Cash and Cash Equivalents

	As At 31.03.2026	As At 31.03.2025
	Current	Current
Earmarked balances with banks in unpaid dividend accounts	65	75
Balances held as margin money against guarantees	7	7
	72	**82**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

16 Equity Share Capital

	As At 31.03.2026	As At 31.03.2025
Authorised		
66,300,000 (Previous Year 66,300,000) Equity Shares of ₹ 10/- each	663	663
Issued, Subscribed and Paid-up Capital:		
44,942,092 (Previous Year 44,942,092) Equity Shares of ₹ 10/- each, fully paid-up	449	449

a) Rights, preferences and restrictions attached to Equity Shares:

The Company has one class of Equity Shares having a par value of ₹ 10/- per share. Each Shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the Shareholders in the ensuing Annual General Meeting. In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

b) Reconciliation of number of shares and paid-up capital outstanding at the beginning and at the end of the year:

	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
	Number of Shares	Number of Shares	Amount	Amount
Balance as at the beginning of the year	44,942,092	44,942,092	449	449
Add: Changes during the year	-	-	-	-
Balance as at the end of the year	**44,942,092**	**44,942,092**	**449**	**449**

c) Shares held by Ultimate Holding Company and its subsidiaries:

	As At 31.03.2026	As At 31.03.2025
	Number of Shares	Number of Shares
Ultimate Holding Company:		
Bayer AG, Germany	3,788,433	3,788,433
Subsidiaries of Ultimate Holding Company:		
Bayer Vapi Private Limited, India	8,039,736	8,039,736
Bayer Investments India Private Limited, India	6,758,082	6,758,082
Bayer S.A.S., France	6,618,105	6,618,105
Bayer CropScience AG, Germany	5,354,030	5,354,030
Monsanto Company, USA	1,544,613	1,544,613

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

16 Equity Share Capital (Contd.)

d) Details of shareholding of promoters:

	As At 31.03.2026		As At 31.03.2025		% Change during the year
	No of shares	% holding	No of shares	% holding	
Bayer Vapi Private Limited, India	8,039,736	17.9%	8,039,736	17.9%	-
Bayer Investments India Private Limited, India	6,758,082	15.0%	6,758,082	15.0%	-
Bayer S.A.S., France	6,618,105	14.7%	6,618,105	14.7%	-
Bayer CropScience AG, Germany	5,354,030	11.9%	5,354,030	11.9%	-
Bayer AG, Germany	3,788,433	8.5%	3,788,433	8.5%	-
Monsanto Company, USA	1,544,613	3.4%	1,544,613	3.4%	-
Total	**32,102,999**	**71.4%**	**32,102,999**	**71.4%**	**-**

e) Shareholders holding more than 5% of the aggregate Equity Shares of the Company:

	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
	Number of Shares	Number of Shares	% of holding	% of holding
Bayer Vapi Private Limited, India	8,039,736	8,039,736	17.9%	17.9%
Bayer Investments India Private Limited, India	6,758,082	6,758,082	15.0%	15.0%
Bayer S.A.S., France	6,618,105	6,618,105	14.7%	14.7%
Bayer CropScience AG, Germany	5,354,030	5,354,030	11.9%	11.9%
Bayer AG, Germany	3,788,433	3,788,433	8.5%	8.5%

f) Shares reserved for issue under commitment:

In Monsanto India Limited (MIL/ Transferor Company), there has been a dispute with regards to the transfer of 100 shares, held by a shareholder. In view of the pending dispute, bonus entitlement relating to this 100 shares has been kept in abeyance by the Transferor Company. Pursuant to the amalgamation of MIL with the Company effective from September 16, 2019, the Company shall continue to keep such entitlements in abeyance.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

16 Equity Share Capital (Contd.)

g) Relationship with struck-off companies:

Details of struck-off companies holding shares of the Company as at year end or transaction during the year:

Name of struck-off Company	Nature of transactions with struck-off Company	Balance outstanding As At 31.03.2026	Dividend paid during the year	Unpaid dividend outstanding As At 31.03.2026	Relationship with the struck-off company
Unickon Fincap Private Limited	Dividend Paid	-*	-*	-*	Not a related party
		(-)*	(-)*	(-)*	
Bashey Investments Private Limited	Dividend Paid	-	-*	-	Not a related party
		(-)	(-)*	(-)	
Folklore Holdings And Investments Private Limited	Dividend Paid	-	-*	-*	Not a related party
		(-)*	(-)*	(-)*	
Inventa Investments Private Limited	Dividend Paid	-	-*	-*	Not a related party
		(-)*	(-)*	(-)*	
Shri Laxmi Chemicals And Industries Private Limited	Dividend Paid	-	-*	-*	Not a related party
		(-)*	(-)*	(-)*	
Varun Enterprises Private Limited	Dividend Paid	-*	-*	-	Not a related party
		(-)	(-)*	(-)	
Badri Sarraf Finance And Mutual Benefit Company Limited	Dividend Paid	-*	-*	-*	Not a related party
		(-)*	(-)*	(-)*	

Figures shown in brackets are in respect of previous year.

17 Other Equity

	As At 31.03.2026	As At 31.03.2025
Reserves and Surplus		
Securities Premium [Refer Note (i) below]	1,394	1,394
Capital Redemption Reserve [Refer Note (ii) below]	52	52
General Reserve [Refer Note (iii) below]	3,528	3,528
Retained Earnings [Refer Note (iv) below]	24,234	23,081
	29,208	**28,055**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

17 Other Equity (Contd.)

	As At 31.03.2026	As At 31.03.2025
(i) Securities Premium [Refer Note (a) below]		
Balance as at the beginning of the year	1,394	1,394
Changes during the year	-	-
Balance at the end of the year	**1,394**	**1,394**
(ii) Capital Redemption Reserve [Refer Note (b) below]		
Balance as at the beginning of the year	52	52
Changes during the year	-	-
Balance as at the end of the year	**52**	**52**
(iii) General Reserve [Refer Note (c) below]		
Balance as at the beginning of the year	3,528	3,528
Changes during the year	-	-
Balance as at the end of the year	**3,528**	**3,528**
(iv) Retained Earnings [Refer Note (d) below]		
Balance as at the beginning of the year	23,081	23,071
Profit for the year	6,892	5,680
Items of Other Comprehensive Income recognised directly in Retained Earnings		
Remeasurement loss of Defined Benefit Plan [Refer Note 19(1)(B)(b)(ii)]	(162)	(69)
Tax on remeasurement of Defined Benefit Plan [Refer Note 9]	41	17
Appropriations		
Dividend [Refer Note 40(b)(i)]	(1,573)	(1,573)
Interim Dividend [Refer Note 40(b)(i)]	(4,045)	(4,045)
Balance as at the end of the year	**24,234**	**23,081**

a) It represents premium on issue of shares.

b) It represents transfer from Retained Earnings on buy-back of equity shares by the Company as per the provision of Section 69(1) of the Companies Act, 2013.

c) It represents transfer from Retained Earnings.

d) It represents profit earned net of appropriations.

18 Lease Liabilities

	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
	Non-Current	Non-Current	Current	Current
Lease Liabilities [Refer Note 44]	388	616	430	435
	388	**616**	**430**	**435**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

19 Provisions

	As At 31.03.2026 Non-Current	As At 31.03.2025 Non-Current	As At 31.03.2026 Current	As At 31.03.2025 Current
Provision for Employee Benefits				
- Gratuity [Refer Note 1(B) below]	65	28	122	113
- Compensated Absences [Refer Note 2 below]	395	365	74	70
- Other employee benefits [Refer Note 3 below]	308	225	823	686
Other Provisions				
Direct Tax Matters [Net of Advance Tax of 178 (Previous Year 178)] [Refer Note 4 & 5 below]	23	23	-	-
Indirect Tax Matters [Refer Note 4 & 5 below]	14	14	-	-
Commercial Matters [Net of Payment 5 (Previous Year 5)] [Refer Note 4 & 5 below]	469	447	-	2
	1,274	**1,102**	**1,019**	**871**

1. Employee Benefit Obligation

Disclosure as required under Ind AS 19 - Employee Benefits:

A. Defined contribution plan:

The Company's defined contribution plans are Provident Fund, Superannuation Fund, Employees' State Insurance Scheme and National Pension Scheme administered by government approved institutes/ trustees since the Company has no further obligation beyond making the contributions.

The expenses recognised during the year towards defined contribution plans are as detailed below:

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Employer's contribution to Provident Fund	169	178
Employer's contribution to Superannuation Fund	9	11
Employer's contribution to National Pension Scheme	56	54
Total (included in Note 28 - 'Employee Benefits Expense')	**234**	**243**

B. Defined benefit obligation:

The Company provides for gratuity in accordance with the Payment of Gratuity Act, 1972/ Company policy. Employees and fixed term employees completing 5 years and 1 year of continuous service respectively are eligible for gratuity. The gratuity payable on retirement/ termination is based on the last drawn monthly salary and years of service, computed in accordance with the Act/ Company policy.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

19 Provisions (Contd.)

The plan asset for the funded gratuity plan is invested in insurer managed fund administered by Life Insurance Corporation of India (LIC), Kotak Life Insurance Limited (Kotak) and Aditya Birla Sun Life Insurance Company Limited (Aditya Birla) independently. 71% (Previous Year: 69%) of the plan asset is invested in debt securities and 29% (Previous Year: 31%) of the plan asset is invested in equity instruments.

Provisions were established for defined benefit obligations pertaining to gratuity. The net obligation was accounted as follows:

a) Net defined benefit obligation as reflected in Balance Sheet:

	As At 31.03.2026	As At 31.03.2025
Present value of defined benefit obligation	1,454	1,343
Fair value of plan assets	1,267	1,202
Net defined benefit obligation	**187**	**141**

b) The expenses for defined benefit plan for gratuity comprise the following components:

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
i) Expenses Recognised in the Statement of Profit and Loss		
Current service cost (included in Note 28 - 'Employee Benefits Expense')	73	79
Past service cost (included in Note 28 - 'Employee Benefits Expense')	38	-
Net interest cost (included in Note 29 - 'Finance Costs')	9	19
Total	**120**	**98**
ii) Expenses/ (Income) Recognised in the Other Comprehensive Income (OCI) [Refer Note 17(iv)]		
Actuarial losses on obligation	115	86
Return on Plan Assets, excluding interest income	47	(17)
Total	**162**	**69**

c) The net defined obligation developed as follows:

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
i) Change in the present value of defined benefit obligation		
Opening present value of defined benefit obligation	1,343	1,362
Current service cost (included in Note 28 - 'Employee Benefits Expense')	73	79
Past service cost (included in Note 28 - 'Employee Benefits Expense')	38	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

19 Provisions (Contd.)

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Interest Cost (included in Note 29 - 'Finance Costs')	90	98
Transfer of employees (Net)	(3)	(28)
Benefit paid from the fund	(202)	(254)
Actuarial losses due to:		
- change in demographic assumptions	1	-
- change in financial assumptions	99	23
- experience adjustment	15	63
Closing present value of defined benefit obligation	**1,454**	**1,343**
ii) Change in the fair value of plan assets		
Opening fair value of plan assets	1,202	1,106
Interest Income (included in Note 29 - 'Finance Costs')	81	79
Contributions by the employer	233	254
Benefit paid from the fund	(202)	(254)
Expected return on plan assets (excluding interest income)	(47)	17
Closing fair value of plan assets	**1,267**	**1,202**
iii) Change in net defined benefit obligation		
Opening net defined benefit obligation	141	256
Current service cost (included in Note 28 - 'Employee Benefits Expense')	73	79
Past service cost (included in Note 28 - 'Employee Benefits Expense')	38	-
Interest cost (Net) (included in Note 29 - 'Finance Costs')	9	19
Transfer of employees (Net)	(3)	(28)
Contributions by the employer	(233)	(254)
Actuarial losses due to:		
- change in demographic assumptions	1	-
- change in financial assumptions	99	23
- experience adjustment	15	63
Expected return on plan assets (excluding interest income)	47	(17)
Closing net defined obligation of funded plan	**187**	**141**

d) Risk exposure:

The risks from defined benefit plans arise partly from the defined benefit obligations and partly from the investment in plan assets. The risks lie in the possibility that higher direct gratuity payments will have to be made to the beneficiaries and/ or that additional contributions will have to be made to plan assets in order to meet current and future defined benefit obligations.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

19 Provisions (Contd.)

i) Demographic risk

The gratuity plan provides a lump sum payment to vested employees at the time of retirement, death, incapacitation or termination of employment. Change in attrition rate or mortality assumption as compared to actual rate may result in change in benefit obligations, benefit expense and/ or payments than previously anticipated.

ii) Investment risk

If the actual return on plan assets was below the return anticipated on the basis of the discount rate, the net defined benefit obligation would increase, assuming there were no changes in other parameters. This could happen as a result of a drop in return by LIC, Kotak or Aditya Birla.

iii) Interest rate risk

A decrease in prevailing market yield on Debt securities may increase the defined benefit obligation. This effect would be at least partially offset by the ensuing increase in the market values of the debt instruments held.

e) Measurement parameters and their sensitivities

i) The following parameters were used to measure the obligation

	As At 31.03.2026	As At 31.03.2025
Discount rate (per annum)	7.06%	6.73%
Expected rate of return on plan assets (per annum)	7.06%	6.73%
Attrition rate (per annum)	For service upto 4 years and below 20.00% p.a. For service above 4 years 6.00% p.a.	For service upto 4 years and below 15.00% p.a. For service above 4 years 5.00% p.a.
Salary escalation rate (per annum)	9.00% p.a. for the next 2 years, 7.00% p.a. thereafter, starting from the 3rd year	4.80% p.a. for the next 1 year, 6.00% p.a. thereafter, starting from the 2nd year
Mortality rate	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban

The estimates of future salary escalations, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factor such as supply and demand factors in the employment market.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

19 Provisions (Contd.)

ii) The following parameter sensitivities were computed by an independent actuary which results in increase/ (decrease) in defined benefit obligation:

	As At 31.03.2026	As At 31.03.2025
Delta effect of +0.5% change in discount rate	(41)	(40)
Delta effect of -0.5% change in discount rate	43	42
Delta effect of +0.5% change in salary escalation	43	42
Delta effect of -0.5% change in salary escalation	(41)	(41)
Delta effect of +0.5% change in attrition rate	(1)	2
Delta effect of -0.5% change in attrition rate	1	(2)

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

f) Defined benefit obligation and employer's contribution

	As At 31.03.2026	As At 31.03.2025
i) Expected employer's contribution for the next year	122	113
ii) The weighted average duration of the defined benefit obligation (years)	7	8
iii) Projected Benefits payable in future years from the date of reporting#:		
1st Following Year	138	127
2nd Following Year	101	99
3rd Following Year	205	94
4th Following Year	132	202
5th Following Year	190	141
Sum of 6th to 10th Following Year	750	695

#It represents unwinding of liabilities rather than cash flows considering future service for foreseeable future of next 10 years.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

19 Provisions (Contd.)

2. Accumulated compensated absences, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short-term employee benefits for measurement purpose. The obligation towards the same is measured at the expected cost of accumulating compensated absences as the additional amount expected to be paid as a result of the unused entitlement as at the year end. Accumulated compensated absences, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long-term employee benefits for measurement purpose. The Company's liability is actuarially determined by an independent actuary using the Projected Unit Credit Method at the end of each year. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.

3. Provisions for other employee benefits mainly include those recorded for performance based bonus, variable payments and long-service awards.

4. **Movement in Other Provisions**

	01.04.2025 to 31.03.2026			01.04.2024 to 31.03.2025		
	Direct Tax Matters	Indirect Tax Matters	Commercial and Other Matters	Direct Tax Matters	Indirect Tax Matters	Commercial and Other Matters
Balance as at the beginning of the year	23	14	449	36	15	426
Add: Additional provision (net)	-	-	21	-	-	23
Less: Provision utilised	-	-	1	13	1	-
Balance as at the end of the year	**23**	**14**	**469**	**23**	**14**	**449**

5. Other Provisions represent provision for estimates made for probable liabilities/ claims arising out of pending disputes, litigations/ commercial transactions with statutory authorities/ third parties. The outflow with regard to the said matters depends on the exhaustion of remedies available to the Company under the law and hence the Company is not able to reasonably ascertain the timing of the outflow and hence expected utilisation is considered as more than 1 year.

   During the year, 22 (Previous Year 22) is recognised under the head Finance Costs [included in Note 29] as an additional provision towards Commercial and Other Matters.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

20 Trade Payables [Refer Note 39(b) and 42]

	As At 31.03.2026	As At 31.03.2025
	Current	Current
Total outstanding dues of micro enterprises and small enterprises [Refer Note (a) below]	279	223
Total outstanding dues of creditors other than micro enterprises and small enterprises	12,100	10,761
	12,379	**10,984**

a) **The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosures pursuant to the said MSMED Act are as follows:**

		As At 31.03.2026	As At 31.03.2025
(I)	(i) Principal amount due and remaining unpaid to any supplier at the end of accounting year [includes Payables for Capital Purchases Nil (Previous Year 3.18)]	1	11
	(ii) Interest amount due and remaining unpaid to any supplier at the end of accounting year *Current Year 0.03 (Previous Year 0.12)	-*	-*
(II)	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, along with the amount of the payment made to the suppliers during the year	447	322
(III)	The amount of interest due and payable for the period of delay in making the payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act beyond the appointed date	-	-
(IV)	The amount of interest accrued and remaining unpaid at the end of the year *Current Year 0.05 (Previous Year 0.03)	-*	-*
(V)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under Section 23 of the MSMED Act	-	-

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

20 Trade Payable (Contd.)

b) Trade payables ageing

As at 31.03.2026	Unbilled	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	123	155	1	-	-	-	279
(ii) Others	5,361	6,013	725	1	-	-	12,100
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**5,484**	**6,168**	**726**	**1**	**-**	**-**	**12,379**

As at 31.03.2025	Unbilled	Not due	Outstanding for following periods from due date of payment				Total
			Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
(i) MSME	95	115	13	-*	-	-	223
(ii) Others	2,641	7,265	846	9	-*	-	10,761
(iii) Disputed dues - MSME	-	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-	-
Total	**2,736**	**7,380**	**859**	**9**	**-***	**-**	**10,984**

c) There are no transaction or outstanding balance with struck-off Companies under Section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956 in the current year and previous year.

21 Other Financial Liabilities

	As At 31.03.2026	As At 31.03.2025
	Current	Current
Payable for capital purchases [Refer Note 20(a)]	26	4
Unpaid dividends [Refer Note (a) below]	65	75
Deposits from customers	3	3
Advance received towards divestment of products [Refer Note 37(b)]	800	-
Liabilities toward sales and distribution arrangement [Refer Note 7 & Note 13(a)]	337	363
Interest accrued for farmer financing	24	19
Payable to employees	77	159
Other liabilities [Refer Note (b) below]	-*	-*
	1,332	**623**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

21 Other Financial Liabilities (Contd.)

a) As at the year end, there are no amounts and shares which are due for transfer to the Investor Education and Protection Fund (IEPF) under Section 124 and 125 of the Companies Act, 2013.

b) It represents accrued interest payable to suppliers under MSMED Act.

22 Other Liabilities

	As At 31.03.2026	As At 31.03.2025
	Current	**Current**
Refund Liabilities		
- Anticipated Sales Returns	1,232	817
- Discounts payable to Customers	5,427	4,888
	6,659	**5,705**
Contract Liabilities [Refer Note 24(d)]		
- Advance from Customers	2,024	2,494
- Customer Loyalty Programmes	187	25
- Incentive Schemes	919	905
	3,130	**3,424**
Payable towards Statutory Liabilities	681	178
	10,470	**9,307**

23 Current Tax Liabilities (Net)

	As At 31.03.2026	As At 31.03.2025
Provision for Income Tax [Net of Advance Tax 3,796 (Previous Year 2,176)]	45	17
	45	**17**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

24 Revenue from operations

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Sale of Goods [Refer Notes below]	54,980	53,141
Other Operating Revenue:		
Recoveries from Group Companies and Third Parties	1,560	1,400
Scrap Sales	130	146
Export Incentives	30	20
Commission Income	21	2
Royalty Income	11	13
Tolling Income	16	11
Others	2	1
	56,750	**54,734**

a) It includes sales in accordance with a sales and distribution arrangement, net of material cost 3,210 (Previous Year 2,684).

b) Disaggregation of revenue recognized from contracts with customers by geographical area is disclosed in Segment Reporting [Refer Note 41].

c) **Reconciliation of revenue recognised with the Contracted Price is as follows:**

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Contracted Price [Refer Note (a) above]	65,424	63,185
Adjustments for:		
- Discounts (Net)	(8,999)	(9,203)
- Anticipated Sales Return	(1,232)	(817)
- Customer Loyalty Programme and Incentive Schemes (Net)	(213)	(24)
Sale of Goods	**54,980**	**53,141**

d) During the year, the Company has recognised Revenue amounting to 3,573 (Previous Year 2,423) from the Contract Liabilities [Refer Note 22] at the beginning of the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

25 Other Income

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Interest Income		
Interest Income from Financial Assets at Amortised Cost	325	464
Interest on Tax Refund	-	4
Penal Interest on Overdue Trade Receivables	96	98
Other Non-Operating Income		
Foreign Exchange Fluctuations (Net)	8	-
Rent Income [Refer Note 4(c)]	131	130
Other Gains		
Profit on Divestment of Products	223	268
Fair value gain on investments measured at fair value through profit or loss (FVTPL) (Net)	34	-
Profit on sale of investments measured at fair value through profit or loss (FVTPL) (Net)	122	197
Miscellaneous	11	36
	950	**1,197**

26 Cost of Material Consumed

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Raw Materials:		
Opening Stock	11,991	7,225
Add: Purchases	22,663	33,650
	34,654	**40,875**
Less: Closing Stock	9,919	11,991
Cost of Raw Materials Consumed [Refer Note (a) below]	**24,735**	**28,884**
Packing Materials Consumed [Refer Note (a) below]	1,369	1,573
Seed Grower Payments and Production Cost	5,421	5,407
	31,525	**35,864**

a) It includes (8) [Previous Year (34)] on account of write (back) off/ down in carrying values of Raw Materials and Packing Materials.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

27 Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Opening Stock:		
- Finished Goods	6,664	4,801
- Work-in-Progress	3,913	2,093
- Stock-in-Trade	349	626
	10,926	**7,520**
Closing Stock:		
- Finished Goods	4,833	6,664
- Work-in-Progress	5,212	3,913
- Stock-in-Trade	831	349
	10,876	**10,926**
Decrease/ (Increase) in Inventories [Refer Note (a) below]	**50**	**(3,406)**

a) It includes 272 (Previous Year 76) on account of write off/ down in carrying values of Inventories.

28 Employee Benefits Expense

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Salaries and Wages	3,777	3,956
Contribution to Provident and Other Funds [Refer Note 19(1)(A)]	234	243
Gratuity [Refer Note 19(1)(B)(b)(i)]	111	79
Staff Welfare Expenses	259	220
	4,381	**4,498**

29 Finance Costs

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Interest on Lease Liability [Refer Note 44]	81	36
Interest Others [Refer Note 19(1)(B)(b)(i) and 19(5)]	117	134
	198	**170**

30 Depreciation and Amortisation Expense

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
- on Property, Plant and Equipment [Refer Note 2]	333	338
- on Right-of-use Assets [Refer Note 2]	549	477
- on Investment Properties [Refer Note 4]	5	5
- on Intangible Assets [Refer Note 5]	53	29
	940	**849**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

31 Other Expenses

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Consumption of Stores and Spare Parts	67	83
Power and Fuel	153	141
Rent [Refer Note 44]	106	102
Repairs and Maintenance:		
- Plant and Equipment	34	44
- Buildings	86	79
- Others	29	31
	149	**154**
Insurance	42	35
Rates and Taxes	59	65
Job Work Charges	958	942
Freight Outward and Clearing Charges	915	922
Travelling and Conveyance	675	705
Loss on Disposal of Property, Plant and Equipment (Net)	-*	12
Loss on Intangible Assets written off	4	-*
Legal and Professional Fees	1,301	1,283
Royalty	276	219
Advertisement, Publicity and Sales Promotion	3,098	2,926
Communication	29	30
Sales Commission	889	213
Corporate Social Responsibility Expenditure [Refer Note 33]	175	177
Bad Debts	38	25
Less: Utilisation of Provision for Expected Credit Loss on Trade Receivable [Refer Note 39(a)(i)]	(36)	(16)
	2	**9**
Provision for Expected Credit Loss on Trade Receivable (Net) [Refer Note 39(a)(i)]	334	784
Deposits written off	-*	2
Less: Utilisation of Provision for Expected Credit Loss on Deposits [Refer Note 39(a)(i)]	(-)*	(-)
	-*	**2**
Provision for Expected Credit Loss on Deposits (Net) [Refer Note 39(a)(i)]	-	-*
Foreign Exchange Fluctuations (Net)	-	2
Fair Value loss on investments measured at fair value through profit or loss (FVTPL) (Net)	-	6
Manpower and Labour Charges	240	232
Miscellaneous [Refer Note (a) below and Note 42(v)]	385	308
	9,857	**9,352**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

31 Other Expenses (Contd.)

a) Payments to Auditor (included in Miscellaneous expenses)

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
(i) As Statutory Auditor:		
- for statutory audit	8	8
- for limited review	3	3
- for tax audit	1	1
- for certification	-*	-
(ii) In Other Capacities:		
- audit of group reporting package	3	3
Goods and Service Tax (GST) Expense	1	1
	16	**16**

32 Tax Expense

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
a) Current Tax Expense		
Current Tax on Profits for the year	1,648	1,523
Adjustment for current tax relating to earlier years	(5)	(9)
Total Current Tax Expense	**1,643**	**1,514**
b) Deferred Tax Expense		
Increase in deferred tax assets	(54)	(150)
Increase in deferred tax liabilities	68	30
Total Deferred Tax Expense	**14**	**(120)**
Tax Expense	**1,657**	**1,394**
c) Reconciliation of tax expense and the accounting profit multiplied by tax rate		
Profit Before Tax	**8,549**	**7,074**
Statutory Income Tax rate @ 25.168%	2,152	1,780
Tax effect of amounts which are not deductible/ (taxable) in calculating taxable income:		
Agriculture Income	(646)	(529)
Effect of net disallowance/ allowance of expenses related to Agricultural Income	106	74
Corporate Social Responsibility expenditure	45	44
Adjustment for current tax relating to earlier years	(5)	(9)
Other Items	5	34
Tax Expense	**1,657**	**1,394**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

32 Tax Expense (Contd.)

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
d) Income tax recognised in Other Comprehensive Income		
Deferred tax Credit on remeasurement of Defined Benefit Obligation Plan	41	17
	41	**17**

33 Expenses towards activities relating to Corporate Social Responsibility in compliance with Section 135 of the Companies Act, 2013 (included in Operating Activities under Cash Flow Statement)

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
a) Gross amount required to be spent by the company during the year	**175**	**178**
b) Amount spent during the year on:		
(i) Construction/ acquisition of any asset	-	-
(ii) On purposes other than (i) above	175	177
c) Details of excess CSR expenditure under Section 135(5) of the Act		
a) Opening Balance	-	2
b) Amount required to be spent during the year	175	178
c) Amount spent during the year	175	177
Closing Balance (a-b+c)	**-***	**1**
Additional Spent to be carried forward for adjustment in subsequent financial year towards spend obligation	**-***	**-**
d) Nature of CSR Activities	Preventive health care, Nutritional security, Water conservation & management, Education	Preventive health care, Nutritional security, Water conservation & management, Education

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

34 Research and Development Expenses

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Research and Development Revenue Expenses (Net of recoveries)	774	723

35 Contingent Liabilities

A) Claims against the Company not acknowledged as debts towards:

	As At 31.03.2026	As At 31.03.2025
- Direct Tax Matters [Refer Note (a) below]	2,770	2,706
- Indirect Tax Matters [Refer Note (b) below]	4,724	3,984
- Litigation/ claims filed by customer/ vendor/ third party [Refer Note (c) below]	134	134
- Litigation/ demands raised by other Statutory Authorities [Refer Note (d) below]	25	25

Future cash flows in respect of above, if any, is determinable only on receipt of judgement/ decisions pending with relevant authorities.

a) The contingent liability for direct tax matters mainly include 2,331 (Previous year 2,218) for issues in dispute relating to exemption of agriculture income. The Company has been consistently maintaining the position that such income is exempt from tax. The said claim has been in dispute, pending before various appellate authorities viz., Supreme Court, High Court and CIT(A).

b) The disputed demands for indirect tax matters are mainly related to input credit, levy of tax, sales return credit notes, turnover computation, product classification, non-issuance of statutory forms.

c) It mainly includes demand for crop failure.

d) It mainly includes demand raised towards provident fund.

B) The Company received a notice from the Hon'ble Civil Court, Thiruvananthapuram on August 23, 2018 intimating that a suit has been filed against the Company along with 15 other companies manufacturing Endosulfan, making them jointly and severally liable, for an amount of 1,617 in respect of recovery of amount paid as compensation by the State of Kerala to victims of Endosulfan. The Company is of the view that there is no link between use of Endosulfan and the health problems of the victims and hence it is not liable to repay the damages/ compensation. The matter is at a stage of filling written statement by some of the defendants. Bayer had filed an application for discovery and production of documents, on which the court has reserved orders. Next date of hearing is June 5, 2026.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

36 Commitments

a) Capital Commitments

	As At 31.03.2026	As At 31.03.2025
Property, Plant and Equipment	136	79
Intangible Assets	37	24
	173	**103**

b) Other Commitments

	As At 31.03.2026	As At 31.03.2025
Contractual obligation for future repairs and maintenance on Investment Properties	4	6
Dividend on shares in abeyance [Refer Note 16(f)]	-*	-*

37 Events occurring after the reporting period

a) Refer Note 40(b)(ii) Capital Management for the final dividend recommended by the directors which is subject to the approval of shareholders in the ensuing annual general meeting.

b) On April 20, 2026, the Company entered into an agreement to divest its marketing rights for formulated products containing Flubendiamide to Tagros Chemicals India Private Limited for which it received an advance of 800 in March 2026.

38 Fair value measurement

Financial instruments by category:

	Notes	As At 31.03.2026			As At 31.03.2025		
		FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial Assets							
Investments	12	574	-	-	354	-	-
Trade Receivables	13	-	-	11,155	-	-	9,521
Cash and Cash Equivalents	14						
Short-term highly liquid investments		4,180	-	-	1,857	-	-
Balances with Banks		-	-	9,966	-	-	6,998
Bank Balances other than cash and cash equivalents	15	-	-	72	-	-	82
Other Financial Assets	7	-	-	166	-	-	125
Total Financial Assets		**4,754**	**-**	**21,359**	**2,211**	**-**	**16,726**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

38 Fair value measurement (Contd.)

	Notes	As At 31.03.2026			As At 31.03.2025		
		FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial Liabilities							
Lease Liabilities	18	-	-	818	-	-	1,051
Trade Payables	20	-	-	12,379	-	-	10,984
Other Financial Liabilities	21	-	-	1,332	-	-	623
Total Financial Liabilities		**-**	**-**	**14,529**	**-**	**-**	**12,658**

Fair Value Hierarchy:

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

a) recognised and measured at fair value and

b) measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed in Ind AS 113 - Fair Value Measurement. An explanation of each level follows underneath the table.

Financial assets and liabilities measured at fair value - recurring fair value measurements

	Notes	As At 31.03.2026			As At 31.03.2025		
		Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets							
Investments	12	574	-	-	354	-	-
Cash and Cash Equivalents	14						
- Short-term highly liquid investments		4,180	-	-	1,857	-	-
Total		**4,754**	**-**	**-**	**2,211**	**-**	**-**

Level 1: It represents investment in mutual funds measured using the closing Net Asset Value (NAV) as on Balance sheet date.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. The fair value forward foreign exchange contracts is determined using forward exchange rates at the Balance Sheet date.

Level 3: If one or more of the significant inputs is not based on observable market data (Security Deposits), the instrument is included in level 3. The fair value of the security deposits with definite maturity period is determined using discounted cash flow analysis using an adjusted lending rate.

There are no transfers between level 1, level 2 and level 3 during the year.

38 Fair value measurement (Contd.)

Assets which are valued at amortised cost for which fair value are disclosed

	Notes	Carrying Amount	Fair Value (Level 3)
Financial Assets			
Security Deposits	7		
As at March 31, 2026		**88**	**83**
As at March 31, 2025		79	75
Financial Liabilities			
Lease Liabilities	18		
As at March 31, 2026		**818**	**818**
As at March 31, 2025		1,051	1,051

The carrying amounts of Trade Receivables, Cash and Cash Equivalents (Balances with Bank), Bank Balances other than Cash and Cash Equivalents, Accrued Interest Receivables, Receivables toward sales and distribution arrangement, Other Receivables, Trade Payables, Unpaid Dividends, Deposits from customers, Payable for capital purchases, Advance received towards divestment of products, Liabilities toward sales and distribution arrangement, Interest accrued for farmer financing, Payable to employees and Other financial liabilities are considered to be the same as their fair values, due to their short term nature.

39 Financial Risk Management

The Company has financial opportunities at its disposal in the form of the market prices it can command, and is exposed to financial risks in the form of credit, liquidity and market risks. Market risks include currency, interest rate and price risk. The following paragraphs provide details of these and other financial opportunities and risks and how they are managed.

The management of financial opportunities and risks takes place using established, documented processes. One component is financial planning, which serves as the basis for determining liquidity risk and the future foreign currency and interest-rate risks.

a) **Credit Risk:**

Credit risks arise from the possibility that the value of receivables or other financial assets of the Company may be impaired because counterparties cannot meet their payment or other performance obligations.

To manage credit risks from trade receivables other than related party, the credit managers from Credit management function of the Company regularly analyse customer's receivables, overdue and payment behaviours. Some of these receivables are collateralised and the same is used according to conditions. These could include advance payments, security deposits, post-dated cheques, letter of credit etc. Credit limits for this trade receivables are evaluated and set in line with Company's internal guidelines. There is no significant concentration of default risk.

Credit risks from financial transactions are managed independently by Finance function. For banks and financial institutions, the Company has policies and operating guidelines in place to ensure that financial instrument transactions are only entered into with high quality banks and financial institutions.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

39 Financial Risk Management (Contd.)

The Company had no other financial instrument that represents a significant concentration of credit risk. The surplus funds are invested in bank deposits and mutual fund investments.

(i) Expected Credit Loss (ECL) for Trade Receivables and Deposits:

The Company provides for ECL for trade receivables under simplified approach. The Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking information. Receivables are individually tested for impairment wherever there are indicators for non-recoverability.

ECL for deposits are measured considering 12-month's ECL.

Trade Receivables

The Company provides ECL based on following provision matrix:

	Description of Category	As At 31.03.2026		As At 31.03.2025	
		Gross Trade Receivable	ECL	Gross Trade Receivable	ECL
No Risk	There is no risk of defaults	932	-	1,003	-
Negligible Risk	The risk of defaults is negligible	7,873	19	6,311	12
Low Risk	The probability of defaults is low	1,832	33	1,638	24
Moderate Risk	The probability of defaults is moderate	635	65	659	54
Doubtful Assets	There is no reasonable expectation of recovery	1,405	1,405	1,134	1,134
Total		**12,677**	**1,522**	**10,745**	**1,224**

Following is the movement in Provision for ECL on Trade Receivables:

	As At 31.03.2026	As At 31.03.2025
Balance as at the beginning of the year	**1,224**	**456**
Add: Additional provision/ (reversal) (net)	334	784
Less: Provision utilised	(36)	(16)
Balance as at the end of the year	**1,522**	**1,224**

Deposits

The Company provides ECL based on following provision matrix:

	Description of Category	As At 31.03.2026		As At 31.03.2025	
		Gross Deposits	ECL	Gross Deposits	ECL
No Risk	There is no risk of defaults	88	-	79	-
Doubtful Assets	There is no reasonable expectation of recovery	2	2	2	2
Total		**90**	**2**	**81**	**2**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

39 Financial Risk Management (Contd.)

Following is the movement in Provision for Expected Credit Loss on Deposits:

	As At 31.03.2026	As At 31.03.2025
Balance as at the beginning of the year	**2**	**2**
Add: Additional provision/ (reversal) (net)	-	-*
Less: Provision utilised	(-)*	(-)
Balance as at the end of the year	**2**	**2**

(ii) Expected Credit Loss (ECL) for Financial Assets other than Trade Receivables and Deposits:

There is no credit risk on Financial Assets other than mentioned in (i) above from initial recognition. Accordingly, no provision for ECL has been recognised.

b) Liquidity Risk:

Liquidity risks result from the possible inability of the Company to meet current or future payment obligations due to lack of cash or cash equivalents. The liquidity risk is assessed and managed by the Finance function as a part of day to day and medium term liquidity planning. The Company's liquidity risk policy is to maintain sufficient liquidity reserve at all times based on cash flow projections to meet payment obligation when it falls due. The primary source of liquidity is cash generated from operations. Liquid assets are held mainly in the form of bank deposits and mutual fund investments. The Company in addition has set up credit lines with the banks as additional source of funds, if required, for value 4,448 as on March 31, 2026 (March 31, 2025 3,848).

The payment obligations from financial instruments are explained below:

The table below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all financial liabilities essential for an understanding of timing of cash flows.

Contractual maturities of Financial Liabilities

	As At 31.03.2026			As At 31.03.2025		
	Less than 3 Months	3 to 12 Months	Total	Less than 3 Months	3 to 12 Months	Total
Trade Payables	12,301	78	12,379	10,862	122	10,984
Other Financial Liabilities (excluding lease liabilities)	1,332	-	1,332	623	-	623
	13,633	**78**	**13,711**	**11,485**	**122**	**11,607**

Balance due within 12 months equals their carrying balance as the impact of discounting is not significant.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

39 Financial Risk Management (Contd.)

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

	As At 31.03.2026	As At 31.03.2025
Less than one year	483	499
One to five years	407	679
More than five years	16	5
	906	**1,183**

c) Market Risk:

(i) Currency Risk:

Foreign currency opportunities and risks for the Company result from changes in exchange rates and the related changes in the value of financial instruments (including receivables and payables) in the functional currency (INR). The Company is exposed to foreign exchange risk arising from foreign currency transactions primarily with respect to US Dollar. To mitigate foreign currency fluctuation risk, net foreign currency exposure exceeding a threshold at month-end is hedged through forward exchange contracts. Majority of Company's import and export transactions are denominated in INR currency thereby reducing foreign exchange risk to large extent. The Company's exposure to changes in foreign currency is not material.

(ii) Interest Rate Risk:

Interest-rate opportunities and risks result for the Company through changes in capital market interest rates, which in turn could lead to changes in the fair value of fixed-rate financial instruments and changes in interest payments/ income in case of floating-rate instruments.

Interest rate risk arising from borrowing is managed by negotiating fixed coupon interest rates from banks for the entire tenure.

(iii) Price Risk:

The Company is mainly exposed to the price risk due to its investment in mutual funds. In order to manage its price risk arising from investment in mutual funds, the Company diversifies its portfolio based on past performance. The impact of price risk with respect to investment in mutual funds is insignificant.

40 Capital Management

a) Risk management

In the context of Capital Management of the Company, Capital includes issued capital, all other equity reserves attributable to the equity shareholders of the Company and debts. The Company's objective while managing capital is to safeguard its ability to continue as a going concern, so that it can continue to provide optimum returns to the shareholders and benefit for other stakeholders. Further its objective is to maintain an optimal capital structure to reduce the cost of capital. There has not been any change in this from the previous period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

40 Capital Management (Contd.)

As at March 31, 2026 and March 31, 2025, the Company has only one class of equity shares and no debt. The Company is not exposed to any externally imposed capital requirements.

b) Dividends

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
(i) Equity Shares		
Final Dividend		
Dividend approved for the year ended March 31, 2025 of ₹ 35.00 (March 31, 2024 ₹ 35.00) per fully paid equity share	1,573	1,573
Interim Dividend		
Interim Dividend declared during the year ended March 31, 2026 of ₹ 90.00 (March 31, 2025 ₹ 90.00) per fully paid equity share	4,045	4,045

	As at 31.03.2026	As at 31.03.2025
(ii) Dividends not recognised at the end of the reporting period		
Since year end, the Directors of the Company have recommended a payment of final dividend of ₹ 60.00 per fully paid equity share (March 31, 2025 ₹ 35.00)	2,697	1,573

41 Segment Reporting

The Vice Chairman & Managing Director & CEO and Executive Director & CFO are identified as Chief Operating Decision Maker of the Company. They are responsible for allocating resources and assessing the performance of the operating segments. Accordingly, they have determined "Agri Care" as its only Operating Segment. Hence the segment wise disclosure requirements of Ind AS 108 on Operating Segment is not applicable.

Geographical Information

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
a) Revenue from external customers		
(i) attributed to the Company's country of domicile, India	53,779	52,119
(ii) attributed to all foreign countries		
- Germany	1,269	927
- Bangladesh	910	913
- Others	792	775
	56,750	**54,734**

b) Revenues from transactions with a single customer in no case exceeded 10% of the Company's sales in current as well as previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

41 Segment Reporting (Contd.)

c) Non-current assets (excluding Deferred/ Current Tax and Financial Assets)

	As At 31.03.2026	As At 31.03.2025
(i) located in the Company's country of domicile, India	6,330	6,305
(ii) located in all foreign countries	-	-
	6,330	**6,305**

42 Related Party Transactions

Sr. No.	Name of the related party	Country of incorporation	% Equity interest As at 31.03.2026	% Equity interest As at 31.03.2025
i)	**Ultimate Holding Company:**			
	Bayer AG	Germany	8.5%	8.5%

ii) Entities under Common Group Control:**

Bayer BioScience Private Limited	India
Bayer CropScience (China) Company Ltd.	China
Bayer CropScience AG	Germany
Bayer CropScience Limited	Bangladesh
Bayer CropScience LLC (formerly known as Bayer CropScience LP)	United States of America
Bayer CropScience, Inc.	Philippines
Bayer CropScience Schweiz AG	Switzerland
Bayer Direct Services GmbH	Germany
Bayer Investments India Private Limited	India
Bayer Pharmaceuticals Private Limited	India
Bayer Public Limited Company	United Kingdom
Bayer S.A.S.	France
Bayer (South East Asia) Pte. Ltd.	Singapore
Bayer Science And Innovation Private Limited	India
Bayer Thai Company Limited	Thailand
Bayer Vapi Private Limited	India
Bayer Vietnam Limited	Vietnam
Bayer Zydus Pharma Private Limited (Merged with Bayer Pharmaceuticals Private Limited w.e.f. February 25, 2026)	India
Bayer Research and Development Services LLC	United States of America
Monsanto Company	United States of America
Monsanto Technology LLC	United States of America
P.T. Bayer Indonesia	Indonesia

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

42 Related Party Transactions (Contd.)

**The list of parties above have been limited to entities with whom transactions have taken place during the current or previous year or balances are outstanding as at the year end.

iii) Joint Venture of fellow Subsidiary:

Mahyco Monsanto Biotech (India) Private Limited India

A. The transactions with related parties:

	Parties referred to in (i) above		Parties referred to in (ii) above		Parties referred to in (iii) above	
	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Sale of goods						
Bayer AG	1,018	675	-	-	-	-
Bayer CropScience Limited, Bangladesh	-	-	882	913	-	-
Bayer CropScience Schweiz AG	-	-	192	99	-	-
Others	-	-	27	162	-	-
Recoveries made						
Bayer AG	254	260	-	-	-	-
Bayer (South East Asia) Pte. Ltd.	-	-	570	448	-	-
Bayer Vapi Private Limited	-	-	302	267	-	-
Bayer Science And Innovation Private Limited	-	-	179	170	-	-
Others	-	-	294	251	25	28
Rental Income						
Bayer Science And Innovation Private Limited	-	-	61	72	-	-
Bayer Pharmaceuticals Private Limited	-	-	46	29	-	-
Bayer Zydus Pharma Private Limited	-	-	20	24	-	-
Others	-	-	4	5	-	-
Purchase of Goods						
Bayer AG	13,406	24,209	-	-	-	-
Bayer CropScience LLC	-	-	4,003	2,896	-	-
Bayer BioScience Private Limited#	-	-	3,218	2,686	-	-
Others	-	-	522	521	-	-

#The amount is disclosed on gross basis, against which revenue is recognised at margin (sales less material cost) since the Company is acting as an agent in substance.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

42 Related Party Transactions (Contd.)

	Parties referred to in (i) above		Parties referred to in (ii) above		Parties referred to in (iii) above	
	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Professional/ Support Charges incurred						
Bayer AG	830	823	-	-	-	-
Bayer Science And Innovation Private Limited	-	-	83	88	-	-
Others	-	-	14	34	-	-
Rent Expense						
Bayer Pharmaceuticals Private Limited	-	-	14	13	-	-
Others	-	-	-*	-*	-	-
Payment of Lease Liabilities						
Bayer Vapi Private Limited	-	-	2	2	-	-
Royalty Expense						
Monsanto Technology LLC	-	-	223	173	-	-
Bayer CropScience AG	-	-	12	14	-	-
Dividend paid						
Bayer AG	474	474	-	-	-	-
Bayer Vapi Private Limited	-	-	1,005	1,005	-	-
Bayer Investments India Private Limited	-	-	845	845	-	-
Bayer S.A.S.	-	-	827	827	-	-
Bayer CropScience AG	-	-	669	669	-	-
Others	-	-	193	193	-	-
Sale of Fixed Assets						
Bayer Science And Innovation Private Limited	-	-	-	4	-	-
Purchase of Fixed Assets (including Capital work-in-progress)						
Bayer Thai Company Limited	-	-	46	-	-	-
Bayer Science And Innovation Private Limited	-	-	-	8	-	-
Bayer Research and Development Services LLC	-	-	-	-*	-	-
Recoupment of losses towards overdue trade receivables [Refer Note 13(a)]						
Bayer BioScience Private Limited	-	-	3	12	-	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

42 Related Party Transactions (Contd.)

	Parties referred to in (i) above		Parties referred to in (ii) above		Parties referred to in (iii) above	
	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Repayment against recoupment of losses towards overdue trade receivables [Refer Note 13(a)]						
Bayer BioScience Private Limited	-	-	21	20	-	-
Employee related liability paid/ payable on transfer of employees						
Bayer Science And Innovation Private Limited	-	-	15	93	-	-
Bayer Pharmaceuticals Private Limited	-	-	3	24	-	-
Bayer BioScience Private Limited	-	-	-*	1	-	-
Others	-	-	-*	10	-	-
Employee related liability taken over on transfer of employees						
Bayer Science And Innovation Private Limited	-	-	6	58	-	-
Bayer BioScience Private Limited	-	-	3	3	-	-
Others	-	-	-*	2	-	-

B. Outstanding balances of related parties:

	Parties referred to in (i) above		Parties referred to in (ii) above		Parties referred to in (iii) above	
	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
Outstanding Receivables						
Bayer AG	71	382	-	-	-	-
Bayer CropScience Limited, Bangladesh	-	-	107	94	-	-
Bayer (South East Asia) Pte.Ltd.	-	-	105	119	-	-
Bayer Pharmaceuticals Private Limited	-	-	82	-	-	-
Bayer Vapi Private Limited	-	-	81	-	-	-
Bayer CropScience Schweiz AG	-	-	69	26	-	-
Bayer Science And Innovation Private Limited	-	-	68	71	-	-
Others	-	-	52	12	2	2

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

42 Related Party Transactions (Contd.)

	Parties referred to in (i) above		Parties referred to in (ii) above		Parties referred to in (iii) above	
	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025	As At 31.03.2026	As At 31.03.2025
Outstanding Payables						
Bayer AG	4,588	5,358	-	-	-	-
Bayer BioScience Private Limited	-	-	325	374	-	-
Bayer CropScience LLC	-	-	1,743	504	-	-
Others	-	-	306	304	-	-

iv) Employee Benefits Plans where significant influence exists

Bayer CropScience Limited Employees Group Gratuity-cum-Life Assurance Scheme

Bayer CropScience Limited Managerial Employees Superannuation Scheme

The transactions with entities where significant influence exists of (iv) above and outstanding balances:

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Contributions during the year		
Bayer CropScience Limited Employees Group Gratuity-cum-Life Assurance Scheme	233	254
Bayer CropScience Limited Managerial Employees Superannuation Scheme	9	11

v) Key management personnel:

Name	Designation
Mr. Pankaj Patel	Chairman & Non-Executive Independent Director
Mr. Simon Thorsten Wiebusch	Vice Chairman & Managing Director and CEO
Mr. Simon Johannes Britsch	Executive Director and Chief Financial Officer (upto February 28, 2025)
Mr. Vinit Jindal	Executive Director and Chief Financial Officer (from March 1, 2025)
Dr. Thomas Hoffmann	Non-Executive Non-Independent Director
Dr. Miriam Holstein	Non-Executive Non-Independent Director (from February 01, 2024 upto February 28, 2025)
Ms. Ketaki Bhagwati	Non-Executive Independent Director (upto July 23, 2024)
Ms. Radhika Rajan	Non-Executive Independent Director (from July 23, 2024)
Mr. Sekhar Natarajan	Non-Executive Independent Director (upto August 6, 2025)
Ms. Jana Marlen Ackermann	Non-Executive Independent Director (from March 1, 2025)
Mr. Sanjiv Rangrass	Non-Executive Independent Director (from August 1, 2025)
Mr. Nikunjkumar Savaliya	Company Secretary & Compliance Officer (upto May 31, 2024)
Ms. Bharati Shetty	Company Secretary & Compliance Officer (from July 15, 2024)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

42 Related Party Transactions (Contd.)

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Remuneration to key management personnel		
Short term employee benefits expense	156	151
Post employment benefits expense	4	7
Other long-term employee benefits expense (Net)	27	7
	187	**165**
Directors' Sitting Fees##	**3**	**2**
Commission to Non-executive Directors##	**5**	**5**

##Included in Note 31 Other Expenses - Miscellaneous.

vi) Terms and conditions

There have been no guarantees provided or received for any related party receivables or payables. Outstanding balances at the year end are unsecured and interest free, and settlement occurs in cash. The Company has not recorded any impairment of receivables relating to amounts owed by related parties for the year ended March 31, 2026 and March 31, 2025.

43 Earnings Per Share

Earnings per share are determined according to Ind AS 33 - Earnings per Share by dividing Profit after tax attributable to shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Profit for the year	6,892	5,680
Weighted average number of equity shares outstanding at year end	44,942,092	44,942,092
Nominal Value Per Equity Share (₹)	10	10
Earnings Per Share (net of tax) (Basic and Diluted) (₹)	**153.35**	**126.38**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

44 Lease

Lease contracts in which the Company is the lessee mainly pertain to land, offices, residential premises, warehouses, vehicles and plant and machinery. Lease contracts are negotiated individually and each contain different arrangements on extension, termination or purchase options except in case of vehicle leases. Land, offices, residential premises, vehicles and warehouses leases generally contain clauses that prohibit subleasing except with the consent of the lessor.

The details pertaining to right-of-use assets, additions to right-of-use assets and amortisation on right-of-use assets are provided in Note 2 - Property, Plant and Equipment. The maturities of the outstanding lease payments are provided in Note 39 - Financial Risk Management. Cash outflows related to lease activities for the current year amounted to 572 (Previous Year 528).

The Company has recognised 549 (Previous Year 477) towards amortisation, 81 (Previous Year 36) towards Interest expense for the unwinding of discount on lease liabilities and 106 (Previous Year 102) towards expenses for short-term and low value leases in the Statement of Profit and Loss.

Movement in lease liabilities

	01.04.2025 to 31.03.2026	01.04.2024 to 31.03.2025
Lease Liabilities at the beginning of the year	**1,051**	**471**
Add: Interest on Lease Liabilities	81	36
Add: Additions in Lease Liabilities during the year	259	1,072
Less: Repayment of Lease Liabilities (including interest)	572	528
Less: Others (including terminations)	1	-
Lease Liabilities at the end of the year	**818**	**1,051**

45 Ratio Analysis

Particulars	Numerator	Denominator	As At 31.03.2026	As At 31.03.2025	% Variation	Remarks
Current ratio (times)	Current Asset	Current Liability	1.9	2.0	-5%	-
Debt equity ratio (times)	Debt	Shareholders' equity	NA	NA	0%	-
Debt service coverage ratio (times)	Earning available for debt service (i)	Total Debt service (ii)	13.6	12.3	11%	-
Return on equity ratio (%)	Profit after tax	Average Shareholders' equity	23.7%	19.9%	19%	-
Inventory turnover ratio (times)	Cost of Goods Sold	Average Inventories	1.5	1.7	-12%	-
Trade receivables turnover ratio (times)	Revenue from Operations	Average Trade receivables	5.5	5.7	-4%	-
Trade payables turnover ratio (times)	Total purchases	Average Trade payables	2.7	5.0	-46%	Higher purchases during the previous year
Net Capital turnover ratio (times)	Revenue from operations	Working Capital	2.4	2.4	0%	-
Net profit ratio (%)	Profit after tax	Revenue from Operations	12.1%	10.4%	16%	-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

45 Ratio Analysis (Contd.)

Particulars	Numerator	Denominator	As At 31.03.2026	As At 31.03.2025	% Variation	Remarks
Return on Capital employed (%)	Earnings Before Interest and Tax	Capital employed (iii)	28.7%	24.5%	17%	-
Return on Investment (Overnight Mutual Fund) (%)	Income during the year	Average Investment	5.3%	6.7%	-21%	-
Return on Investment (Fixed deposit) (%)	Income during the year	Average Investment	5.0%	6.7%	-25%	Lower returns in current year due to decrease in repo rate
Return on Investment (Arbitrage Mutual Fund) (%)	Income during the year	Average Investment	6.8%	7.7%	-12%	-

(i) Earnings available for debt service = Net profit after tax + Non operating expense + Non cash operating expense - Non operating income - Non cash operating income

(ii) Total debt service = Repayment of Lease Liabilities

(iii) Capital Employed = Shareholders' Equity

46 Other Statutory Information

i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

ii) The Company has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority.

iii) The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period.

iv) The Company has not traded or invested in Crypto Currency or Virtual Currency during the year.

v) The Company has not entered in to any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

vii) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

(All amounts in ₹ Millions, unless otherwise stated)

47 In terms of the MCA notification dated August 05, 2022, the Central Government has notified the Companies (Accounts) Fourth Amendment Rules, 2022, the Company is in the process of complying with the requirement of maintenance of back-up of its books of account maintained in electronic mode on server(s) physically located in India on a daily basis. The books of account of the Company are maintained in electronic mode and these are readily accessible in India at all times. Currently, the Company is maintaining back-up of books of account on server physically located in India on a periodic basis.

48 Pursuant to the notification issued by the Ministry of Labour and Employment, multiple labour legislations have been consolidated into a unified framework comprising four Labour Codes becoming effective from November 21, 2025, collectively referred to as the 'New Labour Codes'. Based on the information available as at March 31, 2026, the incremental impact of the New Labour Codes on the Company's employee benefit obligations is not material and has been appropriately accounted during the current year. The Company continues to monitor the developments pertaining to the New Labour Codes and will incorporate appropriate accounting treatment based on such developments.

49 The financial statements are approved for issue by the Company's Board of Directors on May 26, 2026.

Signature to notes 1 to 49.

For and on behalf of the Board of Directors of
Bayer CropScience Limited
CIN: L24210MH1958PLC011173

Pankaj Patel	**Simon Thorsten Wiebusch**	**Vinit Jindal**	**Bharati Shetty**
Chairman & Non-Executive Independent Director DIN 00131852	Vice Chairman & Managing Director and CEO DIN 08335591	Executive Director & Chief Financial Officer DIN 10849465	Company Secretary & Compliance Officer
Place: Ahmedabad Date: May 26, 2026	Place: Mumbai Date: May 26, 2026	Place: Mumbai Date: May 26, 2026	Place: Mumbai Date: May 26, 2026

FACTS

	2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
₹ in Millions										
Revenue from Operations (Net)	29,484	27,490	31,673	36,094	42,613	47,344	51,397	51,062	54,734	56,750
Profit Before Tax	4,479	4,038	4,800	5,831	7,945	8,468	9,901	9,414	7,074	8,549
Net Cash from Operating Activities	1,573	1,214	4,328	6,659	6,867	2,155	6,093	9,516	2,620	10,785
Dividend (including interim dividend) for the year	601	618	618	1,124	5,169	6,742	5,842	6,292	5,618	5,618
Dividend %	170%	180%	180%	250%	1150%	1500%	1300%	1400%	1250%	1250%
Share Capital	354	343	449	449	449	449	449	449	449	449
Reserves and Surplus	20,213	17,440	21,945	25,276	25,054	24,794	26,672	28,045	28,055	29,208
Borrowings	-	-	-	15	-	-	-	-	-	-
Gross Block	4,166	4,517	6,280	7,237	7,584	8,412	9,031	9,134	9,940	10,565
Net Block	3,661	3,705	4,874	5,244	5,010	5,658	5,716	5,331	5,884	5,858
Net Current Assets	16,911	14,142	15,876	18,750	19,733	19,162	21,189	23,081	22,479	23,508
Employee Benefits Expense	2,451	2,639	3,642	3,616	3,622	4,631	5,343	4,354	4,498	4,381
Number of Employees	1,126	1,148	1,389	1,230	1,254	1,318	1,314	1,317	1,169	1,074
(₹)										
Earnings Per Share (on the basis of profits after tax)	82.31	86.16	78.46	105.58	109.72	143.58	168.71	164.77	126.38	153.35
Book Value per Share	581.74	517.95	521.21	572.40	567.46	561.70	603.47	634.02	634.24	659.89
Share Price at Stock Exchange										
- High	4,627.00	5,050.00	4,747.45	4,505.65	6,368.75	6,090.90	5,476.45	6,116.40	6,960.60	6,478.25
- Low	3,620.00	3,739.05	3,755.55	2,991.30	3,195.05	4,290.30	3,962.80	4,064.95	4,385.25	4,292.75
Number of Shareholders	22,176	45,744	45,369	58,971	67,591	62,093	59,218	47,337	55,861	57,531

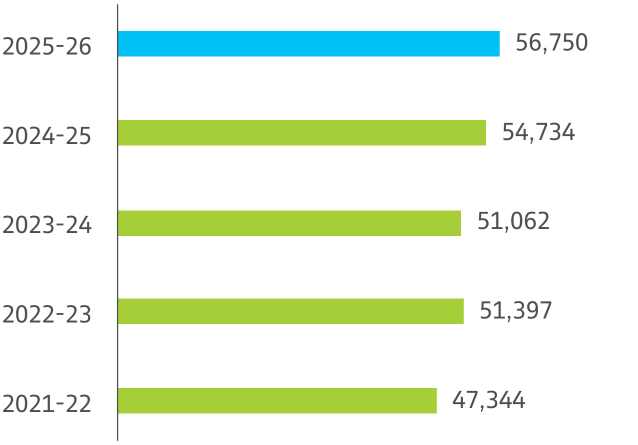
Notes:

1. Pursuant to scheme of amalgamation of Monsanto India Limited (MIL) with Bayer CropScience Limited, the figures for FY 2018-19 include figures of erstwhile MIL from June 7, 2018. Share capital as on March 31, 2019 include shares pending issuance of ₹ 106 Million.

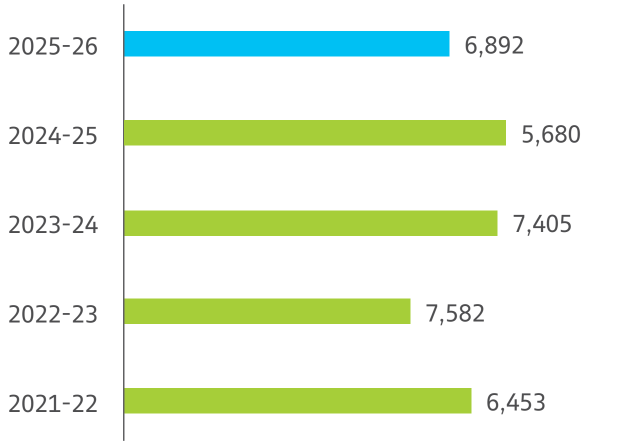
2. Figures have been regrouped wherever necessary.

Performance Highlights

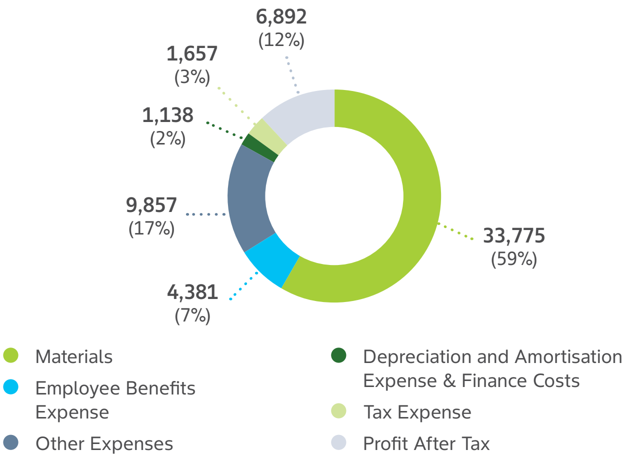
Revenue from Operations
(₹ in Millions)



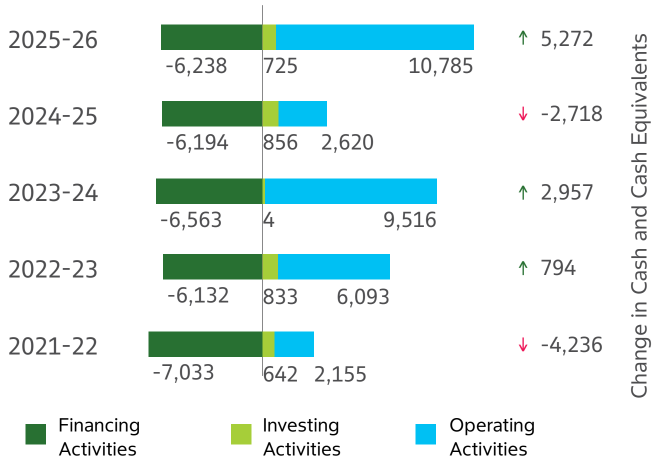
Profit for the year (net of Tax)
(₹ in Millions)



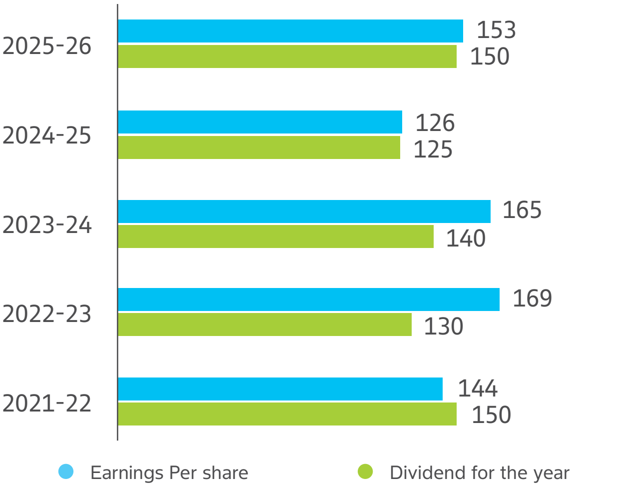
Distribution of Income 2025-26
[₹ in Millions (%)]



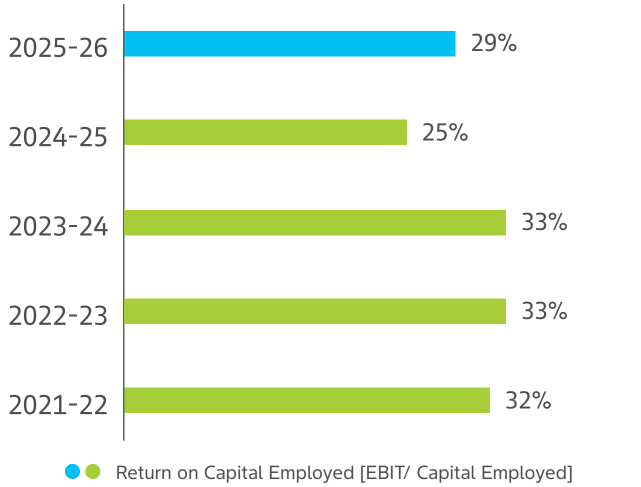
Cash Flow
(₹ in Millions)



Earnings & Dividend Per Share
(₹)



Return on Capital Employed
(%)



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