

BASF India Limited, Mumbai - 400 051, India

August 11, 2018

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

Name of the Company : BASF India Limited

Security Code No. : 500042

Dear Sir/Madam,

Sub: Compliance under Regulation 30 and Part A(A) of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

We wish to inform you that the Seventy Fourth Annual General Meeting (AGM) of the members of BASF India Limited was held on Friday, 10<sup>th</sup> August, 2018 at 3.00 p.m. at "Yashwantrao Chavan Pratishthan Auditorium", Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai- 400021, where all the resolutions as set out in the Notice convening the said AGM have been transacted and the results of the same shall be declared after the receipt of the Scrutinizer's Report.

In compliance with the requirements of Regulation 30 and Part A(A) of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the Proceedings of the said AGM.

Pankaj Bahl

Manager- Company Secretarial

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

Thanking you,

Yours Faithfully, For BASF India Limited

Pradeep Chandan

Director – Legal, General Counsel (South Asia)

& Company Secretary

Encl: a.a.

Cc: The Assistant Manager - Listing

National Stock Exchange of India Ltd.

Exchange Plaza, Plot No.C/1, G Block Bandra – Kurla Complex

Bandra (East), Mumbai - 400 051

National Securities Depository Limited (NSDL)

Central Depository Services (India) Limited (CDSL)

Registered Office BASF India Limited

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

Tel +91 22 6278 5600

CIN - L33112MH1943FLC003972

www.basf.com/in



## 74th ANNUAL GENERAL MEETING OF THE COMPANY

1. (a) CIN		L33112MH1943FLC003972	
(b) GLN		N.A.	
2. (a) Name of the Company		BASF India Limited	
(b) Registered office address		The Capital, 'A' wing, 1204-C, 12th Floor, Plot No. C-70, 'G'- Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400051.	
(c) E-mail id		pradeep.chandan@basf.com	
Details of the meeting:			
3. Details of the meeting.			
(i)	Day, date, hour of the Annual General Meeting	Friday, 10th August, 2018 at 3:00 p.m.	
(ii)	Venue of the Annual General Meeting:	Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai – 400021	
(iii)	Whether chairman of the meeting appointed	Yes (Dr. Raman Ramachandran has been appointed as Chairman and Managing Director of the Company)	
(iv)	Number of members attended the meeting (including proxies/authorised representatives)	213	
(v)	Whether the requisite quorum was present	Yes.	
(vi)	Particulars with respect to any adjournment of meeting and change in venue	N.A.	
(vii)	Particulars with respect of postponement of meeting and change in venue; and	N.A.	



## **Business transacted at the AGM**

The following business / resolutions listed in the Notice convening the  $74^{th}$  Annual General Meeting were transacted by remote e-voting and e-voting at the AGM;

Sr. No	Item No.	Result	
Ordinary Business			
1.	Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2018.  Will be declared after the require of the		
2.	Declaration of Dividend for financial year 2017-2018.	receipt of the Scrutinizer's Report	
3.	Re-appointment of Mr. Rajesh Naik (DIN: 06935998) as a Whole-time Director, who retires by rotation.		
Special Business			
4.	Appointment of Mr. Raimar Jahn (DIN:07819517) as a Director.  Re-appointment of Dr. Raman Ramachandran (DIN: 00200297) as the Chairman and Managing Director of the Company from 1st April, 2018 to 31st March, 2019 and fixation of his remuneration.  Will be declared after receipt of the Scrutinizer's Report		
5.			
6.	Ratification of remuneration payable to M/s. R. Nanabhoy & Co. (Firm Registration No. 000010), Cost Auditors for the financial year ending 31st March, 2019.	ır	
7.	Approval of the annual limit for material related party transactions for a period of 5 years.		



## Fair summary of proceedings of the Meeting

The Chairman, Dr. Raman Ramachandran, declared that the requisite quorum for the Annual General Meeting as per Article 91(1) read with Section 103(1) of the Companies Act, 2013 was present and called the Meeting to order. He briefed the shareholders regarding the changes in the Board of Directors and introduced the Directors and Key Managerial Personnel present on the dais. He sought the permission of the shareholders to take the Notice dated 22<sup>nd</sup> June, 2018 as being read and the same was granted. He informed the shareholders present that the necessary documents namely; the Audited Financial Statements, Directors' Report, Auditors' Report, Registers, representations received from the promoters, proxies received and the proxy register were laid on the table and open for inspection by any member of the Company.

The Chairman thereafter made a presentation to the shareholders on the financial performance and other matters pertaining to the Company.

Thereafter, the Chairman stated that the Company had provided remote e-voting facility under the provisions of Companies Act, 2013, to its shareholders to cast their votes on the resolutions proposed to be passed at this meeting from Tuesday, 7<sup>th</sup> August, 2018 at 9.00 a.m. IST to Thursday, 9<sup>th</sup> August, 2018 till 5.00 p.m. IST. He also informed that for the benefit of those shareholders who were present at the meeting in person or by proxy and had not casted their votes through remote e-voting, the facility of e-voting through tablets has been provided at the AGM venue.

For this purpose, the Chairman appointed Mr. Taizoon M. Khumri, Practising Company Secretary, as Scrutinizer to scrutinize the e-voting process at the AGM.

The Chairman thereafter requested the Company Secretary to explain the procedure for e-voting at the AGM venue to enable the shareholders to cast their votes. The Company Secretary explained the e-voting process and requested the shareholders to cast their votes.

The Chairman then put the formal resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2018, the Reports of the Directors' and Auditors' thereon and other reports and documents forming part of the Directors' Report alongwith the annexure thereto for approval of the shareholders. The said resolution was proposed and seconded by the shareholders.

The Chairman then requested the shareholders to come forward with their observations / questions on the Annual Report. The shareholders present at the meeting put forth their suggestions / observations / questions which were duly clarified / answered by the Chairman. Thereafter, the Chairman put each of the resolution nos. 2 to 4 forming part of the Notice, to the shareholders for their approval, which were duly proposed and seconded by the shareholders. The Chairman then requested Mr. Pradip P. Shah, Director to take the Chair and conduct the proceedings, as he was concerned or interested in the passing of the resolution no. 5 of the said Notice. Thereafter, Mr. Pradip P. Shah took the Chair and put the Resolution related to re-appointment of Dr. Raman Ramachandran (DIN: 00200297) as the Chairman and Managing Director of the Company from 1st April, 2018 to 31st March, 2019 and fixation of his remuneration before the shareholders for their approval, which was duly proposed and seconded by the shareholders.

Thereafter, Mr. Pradip P. Shah requested Dr. Raman Ramachandran, Chairman and Managing Director to take the Chair. Dr. Raman Ramachandran thanked Mr. Pradip P. Shah and took the Chair.

The Chairman then put each of the resolution nos. 6 & 7 forming part of the Notice, to the shareholders for their approval, which were duly proposed and seconded by the shareholders.

The Chairman, Dr. Raman Ramachandran again requested the shareholders to cast their votes immediately and announced that the consolidated results of the remote e-voting and e-voting at the AGM will be declared after the receipt of the Scrutinizer's Report and the same will be posted on the website of the Company <a href="www.basf.com/in">www.basf.com/in</a> and also on the website of NSDL <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a>. He further mentioned that a copy of the said results will be submitted to BSE Limited and The National Stock Exchange of India Limited, where the Company's shares are listed.

The Chairman thanked all the shareholders for their participation and there being no other business, announced formal closure of the 74<sup>th</sup> Annual General Meeting. The meeting ended at 6.40 p.m.