

TAIZOON M. KHUMRI

T.M. KHUMRI & CO.

Company Secretaries

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Mumbai 400 001

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COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & BALLOT

To,
Mr. Raman Ramachandran
Chairman,
BASF INDIA LIMITED,
Plot No.37, Chandivali Farm Road,
Chandivali, Andheri (East),
Mumbai-400 072

Subject: Passing of Resolutions through Remote e-voting and Ballot conducted at the 72nd Annual General Meeting of BASF INDIA LIMITED (CIN: L33112MH1943FLC003972) ('the Company') held on Thursday, 11th August, 2016, at 3:00 p.m. at "Yashwantrao Chavan Pratishthan Auditorium", Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai – 400021

Dear Sir,

The Board of Directors of the Company by a Resolution dated 23rd May, 2016, had appointed me as a Scrutinizer for the remote e-voting held between Monday, 8th August, 2016 (9:00 A.M. IST) to Wednesday, 10th August, 2016 (5.00 P.M. IST) and the Ballot held at the 72nd Annual General Meeting ("AGM") of the Company on Thursday, 11th August, 2016.



The Company had engaged the services of National Securities Depository Limited (NSDL), for extending the facility of remote e-voting to the Members of the Company. At the said AGM held on Thursday, 11th August, 2016, the Chairman of the Company had, as statutorily required, called for a Ballot to facilitate the Members present in the Meeting who could not participate in the remote e-voting to record their votes through the Ballot process. For further details kindly refer to my Scrutinizer's Report in Form MGT-13 dated 11th August, 2016. Immediately after the conclusion of voting at the AGM, I first counted the votes cast at the meeting.

After the voting at the said AGM was concluded, the locked ballot box was subsequently opened in my presence and in the presence of two witnesses viz. Mr. Husain Wagh and Ms. Fatema Fatehi (not in the employment of the Company), and the ballot papers were then scrutinized.

In determining the validity or otherwise of the Ballots received, I have adopted the following criteria:

- (a) Where the date and place has been left blank the signed ballot has been treated as valid;
- (b) Where the number of shares have been left blank, I have accounted for the total holding as on 4th August, 2016 for the purpose of either assent or dissent to the relevant resolution as indicated by the Member;
- (c) Where the Member has left the ballot blank or not indicated his vote or not signed, the ballot has been treated as invalid;
- (d) Where the signatures do not tally or the ballot paper bears no signature(s), the ballot has been treated as invalid;
- (e) Where it is not possible to determine without any doubt the assent or dissent of the Member, the ballot has been treated as invalid;
- (f) In respect of certain ballot forms, where the ballot has been exercised by bodies corporate, Institutional Members (FII's/ Trusts/ Mutual Funds/ Banks etc.), I have tallied the signature of the authorized person(s) from the



specimen signature(s) available with the Registrar and Share Transfer Agents, TSR Darashaw Limited (TSRDL), 6-10, H. M. Patrawala Industrial Estate, Near Famous Studio, 20, Dr. E. Moses Road, Mahalaxmi (West), Mumbai – 400 011, and from the Power of Attorney(ies) /Authorization(s) / Certification(s) attached to the Ballot Forms and have treated their votes subject to (a) to (f) above at my discretion.

(g) Member(s) who have exercised their vote(s) in physical as well as electronic mode, the vote(s) by the electronic mode only have been considered.

Thereafter the remote e-voting platform was unblocked by me on Thursday, 11th August, 2016 at 5.15 p.m. in the presence of two witnesses not in the employment of the Company. For further details refer my Scrutinizer's Report dated 11th August, 2016 on the subject of the remote e-voting.

The result of the remote e-voting together with that of the Ballot as rounded off to two decimal places is as under:



ITEM NO.1: AS AN ORDINARY RESOLUTION

Adoption of audited financial statements of the Company for the year ended 31st March, 2016 including the audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon:

RESOLUTION:

"RESOLVED THAT the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss Account and the Cash Flow Statement of the Company for the year ended 31st March, 2016, the Reports of the Directors' and the Auditors' dated 3rd May, 2016 and other reports and documents attached thereto and forming part of the Directors' Report and the Audited Accounts be and are hereby approved and adopted."

Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour of the Resolution	125	34709815	100	40	2993	99.77	165	34712808	100
Votes in against of the Resolution	4	146	0	4	7	0.23	8	153	0
Invalid / abstain votes	1	34	-	3	153	-	4	187	-

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.



ITEM NO.2: AS AN ORDINARY RESOLUTION

Declaration of dividend on Equity Shares @ 10% i.e. Re. 1/- per equity share for the financial year ended 31st March, 2016:

RESOLUTION:	"RESOLVED THAT pursuant to the recommendation of the Directors, a dividend of Re. 1/- per equity share of Rs.10/- each i.e.@ of 10% on 4,32,85,640 equity shares of Rs.10/- each of the Company be declared and paid for the financial year ended 31st March 2016 to those equity shareholders whose names appear in the Register of Members as on 11th August, 2016 and to all the beneficial owners as per the electronic shareholding data made available to the Company by the National Securities Depository Limited and the Central Depository Services (India) Limited as on the close of the business hours on 4th August, 2016 in respect of the shares held in electronic form."
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Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour Of the Resolution	124	34709738	100	44	3000	100	168	34712738	100
Votes in against of the Resolution	4	146	0	0	0	0	4	146	0
Invalid /abstain votes	2	111	-	3	153	-	5	264	-

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.



ITEM NO.3: AS AN ORDINARY RESOLUTION

Re-appointment of Dr. Rainer Diercks (DIN: 01725080) as Director, who retires by rotation.	
RESOLUTION:	<i>"RESOLVED THAT Dr. Rainer Diercks (DIN: 01725080), a Director retiring by rotation, be and is hereby re-appointed as a Director of the Company."</i>

Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour of the Resolution	96	34366546	99.01	44	3000	100	140	34369546	99.01
Votes in against of the Resolution	31	342808	0.99	0	0	0	31	342808	0.99
Invalid /abstain votes	3	641	-	3	153	-	6	794	-

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.



ITEM NO.4: AS AN ORDINARY RESOLUTION

Ratification of the appointment of M/s. B S R & Co. LLP (Registration No. 101248WW-100022), as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2017.

RESOLUTION:	<i>"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, the appointment of M/s. B S R & Co. LLP, Chartered Accountants (Registration No.101248WW-100022) as the Statutory Auditors of the Company for the financial year 2016-2017 and who hold office until the conclusion of the Annual General Meeting of the Company to be held for the financial year 2016-2017, as approved by the Members at the Seventieth Annual General Meeting, be and is hereby ratified and the Board of Directors be and is hereby authorised to fix their remuneration for the financial year ending 31st March, 2017."</i>
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Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour of the Resolution	123	34709642	100	42	2997	99.97	165	34712639	100
Votes in against of the Resolution	4	284	0	1	1	0.03	5	285	0
Invalid /abstain votes	3	69	-	4	155	-	7	224	-

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.



ITEM NO.5: AS AN ORDINARY RESOLUTION

Ratification of remuneration payable to Cost Auditor, M/s. R. Nanabhoy & Co. (Firm Registration No. 000010), for the financial year ending 31st March, 2017:

RESOLUTION:	<p><i>"RESOLVED THAT</i> pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to M/s. R. Nanabhoy & Co., Cost Accountants (Firm Registration No. 000010), appointed by the Board of Directors as Cost Auditors to conduct the audit of the cost accounting records of the Company for the financial year ending 31st March, 2017, amounting to Rs. 13 lakhs (Rupees Thirteen lakhs only) per annum, plus applicable taxes and reimbursement of out of pocket expenses, in connection with the said audit, be and is hereby ratified & confirmed;</p> <p><i>RESOLVED FURTHER THAT</i> the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."</p>
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Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour of the Resolution	123	34709243	100	42	2995	99.93	165	34712238	100
Votes in against of the Resolution	5	286	0	1	2	0.07	6	288	0
Invalid /abstain votes	2	466	-	4	156	-	4	622	-

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.



ITEM NO.6: AS AN ORDINARY RESOLUTION

Approval of the annual limit for transactions with BASF Hongkong Limited, a material related party for a period of 5 years.

RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014 and the Companies (Amendment) Act, 2015 and in terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification(s) or re-enactment thereof), the consent of the members of the Company be and is hereby accorded for entering into transactions with BASF Hongkong Limited (a 'Material Related Party'), for sale and/or purchase of chemicals/materials and availing or rendering of services upto the maximum annual value of Rs. 2000 crores (Rupees Two Thousand Crores only) for a period of 5 years with effect from 1st April, 2017, on such terms and conditions as may be mutually agreed between the Company and BASF Hongkong Limited;

RESOLVED FURTHER THAT the Board of Directors of the Company and/or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters & things and to take such steps, settle any queries, difficulties, doubts that may arise with regard to the transactions with the Material Related Party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution and for the matters connected therewith or incidental thereto in the best interest of the Company."



Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour of the Resolution	116	2965187	99.97	42	2997	99.90	158	2968184	99.97
Votes in against of the Resolution	8	1022	0.03	2	3	0.10	10	1025	0.03
Invalid /abstain votes	*6	*31743786	-	3	153	-	*9	*31743939	-

**Includes 3 members (Promoter Group) holding 3,17,43,220 shares being directly / indirectly related parties of the Company have abstained from voting.*

Based on the foregoing the above Ordinary Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.



ITEM NO.7: AS A SPECIAL RESOLUTION

Special Resolution for keeping Register and Index of Members, copies of Annual Returns and other documents at the office of the Company's Registrar & Share Transfer Agent, TSR Darashaw Limited.

RESOLUTION:

"RESOLVED THAT in compliance with the provisions of Section 94 read with Sections 88, 92 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the Companies (Management and Administration) Rules, 2014 [including any statutory modification(s) or reenactment(s) thereof for the time being in force and corresponding sections of the erstwhile Companies Act, 1956], the consent of the members of the Company be and is hereby accorded to keep, maintain and preserve the Register and Index of Members under Section 88 of the Act, copies of Annual Returns prepared under Section 92 of the Act together with copies of certificates and documents required to be annexed thereto, at the office of the Company's Registrar and Share Transfer Agent (R&T Agent), TSR Darashaw Limited at 6-10, H. M. Patrawala Industrial Estate, Near Famous Studio, 20, Dr. E. Moses Road, Mahalaxmi (West), Mumbai – 400 011 instead of being kept at the Registered Office of the Company with effect from 15th June, 2016 or at such other place within Mumbai, where the R&T Agent may shift its office from time to time;

RESOLVED FURTHER THAT the records of the Company including the Registers, Index of Members, Returns, Books, Certificates and other documents of the Company required to be maintained and kept for inspection under the provisions of the Act, be kept open for such inspection, at the above mentioned place for persons entitled thereto, to the extent and in the manner and on payment of fees, if any, specified in the Act, between 10.30 a.m. and 12.30 p.m. on any working day (Monday to Friday) except when the Registers and Books are closed under the provisions of the Act or the Articles of Association of the Company, provided however, that the Register required to be maintained under Section 170 of the Act shall be kept open for inspection of the Members at the Registered Office of the Company during the hours mentioned above during the period prescribed under Section 171(1) of the Act;



RESOLVED FURTHER THAT the Board of Directors (including a Committee thereof, if any, constituted by the Board) and/or the Company Secretary be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Mode of Voting	REMOTE E-VOTING			BALLOT			TOTAL		
	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%	No. of Members	No. of Votes	%
Votes in favour of the Resolution	124	34709429	100	42	2997	99.90	166	34712426	100
Votes in against of the Resolution	6	566	0	2	3	0.10	8	569	0
Invalid /abstain votes	0	0	-	3	153	-	3	153	-

Based on the foregoing the above Special Resolution voted upon under remote e-voting and ballot may be considered as carried by the requisite majority.

I hereby confirm that I have maintained the Registers received from the NSDL, both electronically and manually, in respect of the votes cast through remote e-voting and Ballot by the Members of the Company. The ballot papers and all other relevant records were sealed and handed over to Mr. Pradeep Chandan, Director – Legal, General Counsel & Company Secretary, as authorized by the Board for safe keeping and for subsequent handover to the Chairman.

Thanking you,
Yours Faithfully



TAIZOON M. KHUMRI
F.C.S No.993,
Certificate of Practice No. 88
Practicing Company Secretary
Place: Mumbai
Date: 11th August, 2016



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Date of the AGM	11 th August, 2016
Total number of shareholders on record date for voting (i.e. 4 th August, 2016)	44,028
No. of shareholders present in the meeting either in person or through proxy:	218
Promoters and Promoter Groups:	3
Public:	215
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoters and Promoter Group	
Public:	

A handwritten signature in black ink, appearing to be "M. W." or similar, located at the bottom left of the page.

Agenda- wise Disclosure:

Resolution 1: Adoption of audited financial statements of the Company for the year ended 31st March, 2016 including the audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.00	31743220	0	100.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	31743220	100.00	31743220	0	100.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2688000	0	100.00	0.00
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2688000	0	100.00	0.00
Public- Others	E-Voting	7741911	278741	3.60	278595	146	99.95	0.05
	Poll	7741911	3000	0.04	2993	7	99.77	0.23
	Total	7741911	281741	3.64	281588	153	99.95	0.05
Total	E-Voting	43285640	34709961	80.19	34709815	146	100.00	0.00
	Poll	43285640	3000	0.01	2993	7	99.77	0.23
	Total	43285640	34712961	80.20	34712808	153	100.00	0.00



Resolution 2: Declaration of Dividend on equity Shares @10% i.e Re.1/-per equity share for the financial year 2015-2016.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	31743220	31743220	100.00	31743220	0	100.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	31743220	100.00	31743220	0	100.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2688000	0	100.00	0.00
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2688000	0	100.00	0.00
Public-Others	E-Voting	7741911	278664	3.60	278518	146	99.95	0.05
	Poll	7741911	3000	0.04	3000	0	100.00	0.00
	Total	7741911	281664	3.64	281518	146	99.95	0.05
Total	E-Voting	43285640	34709884	80.19	34709738	146	100.00	0.00
	Poll	43285640	3000	0.01	3000	0	100.00	0.00
	Total	43285640	34712884	80.19	34712738	146	100.00	0.00



Resolution 3: Re-appointment of Dr. Rainer Diercks (DIN: 01725080) as Director, who retires by rotation.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	31743220	31743220	100.00	31743220	0	100.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	31743220	100.00	31743220	0	100.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2345560	342440	87.26	12.74
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2345560	342440	87.26	12.74
Public-Others	E-Voting	7741911	278134	3.59	277766	368	99.87	0.13
	Poll	7741911	3000	0.04	3000	0	100.00	0.00
	Total	7741911	281134	3.63	280766	368	99.87	0.13
Total	E-Voting	43285640	34709354	80.19	34366546	342808	99.01	0.99
	Poll	43285640	3000	0.01	3000	0	100.00	0.00
	Total	43285640	34712354	80.19	34369546	342808	99.01	0.99

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Resolution 4: Ratification of the appointment of M/s. B S R & Co. LLP (Registration No. 101248W/W-100022), as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31st March, 2017.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
Promoter and Promoter Group	E-Voting	31743220	31743220	100.00	31743220	0	100.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	31743220	100.00	31743220	0	100.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2688000	0	100.00	0.00
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2688000	0	100.00	0.00
Public-Others	E-Voting	7741911	278706	3.60	278422	284	99.90	0.10
	Poll	7741911	2998	0.04	2997	1	99.97	0.03
	Total	7741911	281704	3.64	281419	285	99.90	0.10
Total	E-Voting	43285640	34709926	80.19	34709642	284	100.00	0.00
	Poll	43285640	2998	0.01	2997	1	99.97	0.03
	Total	43285640	34712924	80.20	34712639	285	100.00	0.00

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Resolution 5: Ratification of the remuneration payable to Cost Auditor, M/s. R. Nanabhoy & Co. (Firm Registration No. 000010), for the financial year ending 31st March, 2017.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No.						
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	31743220	31743220	100.00	31743220	0	100.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	31743220	100.00	31743220	0	100.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2688000	0	100.00	0.00
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2688000	0	100.00	0.00
Public- Others	E-Voting	7741911	278309	3.59	278023	286	99.90	0.10
	Poll	7741911	2997	0.04	2995	2	99.93	0.07
	Total	7741911	281306	3.63	281018	288	99.90	0.10
Total	E-Voting	43285640	34709529	80.19	34709243	286	100.00	0.00
	Poll	43285640	2997	0.01	2995	2	99.93	0.07
	Total	43285640	34712526	80.19	34712238	288	100.00	0.00

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Resolution 6: Approval of the annual limit for transactions with BASF Hongkong Limited, a material related party for a period of 5 years with effect from 1st April, 2017.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes.					
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2) *100
Promoter and Promoter Group	E-Voting	31743220	0	0.00	0	0	0.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	0	0.00	0	0	0.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2688000	0	100.00	0.00
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2688000	0	100.00	0.00
Public-Others	E-Voting	7741911	278209	3.59	277187	1022	99.63	0.37
	Poll	7741911	3000	0.04	2997	3	99.90	0.10
	Total	7741911	281209	3.63	280184	1025	99.64	0.36
Total	E-Voting	43285640	2966209	6.85	2965187	1022	99.97	0.03
	Poll	43285640	3000	0.01	2997	3	99.90	0.10
	Total	43285640	2969209	6.86	2968184	1025	99.97	0.03





We create chemistry

Resolution 7: Special Resolution for keeping Register and Index of Members, copies of Annual Returns and other documents at the office of the Company's Registrar & Share Transfer Agent, TSR Darashaw Limited.

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	31743220	31743220	100.00	31743220	0	100.00	0.00
	Poll	31743220	0	0.00	0	0	0.00	0.00
	Total	31743220	31743220	100.00	31743220	0	100.00	0.00
Public - Institutional holders	E-Voting	3800509	2688000	70.73	2688000	0	100.00	0.00
	Poll	3800509	0	0.00	0	0	0.00	0.00
	Total	3800509	2688000	70.73	2688000	0	100.00	0.00
Public-Others	E-Voting	7741911	278775	3.60	278209	566	99.80	0.20
	Poll	7741911	3000	0.04	2997	3	99.90	0.10
	Total	7741911	281775	3.64	281206	569	99.80	0.20
Total	E-Voting	43285640	34709995	80.19	34709429	566	100.00	0.00
	Poll	43285640	3000	0.01	2997	3	99.90	0.10
	Total	43285640	34712995	80.20	34712426	569	100.00	0.00

Handwritten initials/signature



We create chemistry

72nd ANNUAL GENERAL MEETING OF THE COMPANY

1. (a) CIN (b) GLN	L33112MH1943FLC003972 N.A.
2. (a) Name of the Company (b) Registered office address (c) E-mail id	BASF India Limited Plot No. 37, Chandivali Farm Road, Chandivali, Andheri (East) Mumbai 400 072. pradeep.chandan@basf.com
3. Details of the meeting: (i) Day, date, hour of the Annual General Meeting (ii) Venue of the Annual General Meeting: (iii) Whether chairman of the meeting appointed (iv) Number of members attended the meeting (including proxies/authorised representatives) (v) Whether the requisite quorum was present (vi) Particulars with respect to any adjournment of meeting and change in venue (vii) Particulars with respect of postponement of meeting and change in venue; and	Thursday, 11 th August, 2016 at 3:00 p.m. Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai – 400021 Yes. 218 Yes. N.A. N.A.

Business transacted at the AGM

The following business / resolutions listed in the notice convening the 72nd Annual General Meeting were transacted by remote e-voting and poll;

Sr. No	Item No.	Result
Ordinary Business		
1.	Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2016.	Approved by requisite majority
2.	Declaration of Dividend for financial year 2015-2016.	Approved by requisite majority
3.	Re-appointment of Dr. Rainer Diercks (DIN: 01725080) as a Director, who retires by rotation.	Approved by requisite majority
4.	Ratification of the appointment of M/s. B S R & Co. LLP (Registration No. 101248W/W-100022), as Statutory Auditors of the Company and to fix their remuneration for the financial year ending 31 st March, 2017.	Approved by requisite majority
Special Business		
5.	Ratification of remuneration payable to Cost Auditor, M/s. R. Nanabhoy & Co. (Firm Registration No. 000010), for the financial year ending 31 st March, 2017.	Approved by requisite majority
6.	Approval of the annual limit for transactions with BASF Hongkong Limited, a material related party for a period of 5 years with effect from 1 st April, 2017.	Approved by requisite majority
7.	Special Resolution for keeping Register and Index of Members, copies of Annual Returns and other documents at the office of the Company's Registrar & Share Transfer Agent, TSR Darashaw Limited.	Approved by requisite majority



Fair summary of proceedings of the Meeting

The Chairman, Dr. Raman Ramachandran, declared that the requisite quorum for a 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 sought the permission of the members to take the Notice dated 3rd May, 2016 as being read and the same was granted. He informed the members present that the necessary documents namely; the registers, representations received from promoters, proxies received and the proxy register were laid on the table and open for inspection by any member of the Company.

He then requested the Company Secretary to read the Auditor's Report and the same was read. The Chairman thereafter made a presentation to the members on the 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 members to cast their votes on the resolutions proposed to be passed at this meeting. The date of remote e-voting facility was fixed by the Company from Monday, 8th August, 2016 at 9.00 a.m. to Wednesday, 10th August, 2016 till 5.00 p.m. In order to enable the members present at the meeting in person or in proxy to cast their votes, the Chairman declared a poll to be taken in respect of all the resolutions contained in the AGM Notice.

For the purpose of conducting the ballot process, the Chairman appointed Mr. Taizoon M. Khumri, Practising Company Secretary, who has given his consent, for the meeting.

The Chairman requested the scrutinizer to show the empty ballot box to the members present before beginning the polling process and take custody of the key of the box. The Chairman stated that the ballot papers were already distributed to all the members or proxy holders present at the meeting. He thereafter requested the Company Secretary to carry out the ballot process and read out the poll procedure to all the members. After reading the poll procedure, the Company Secretary informed the members and proxies to deposit the duly completed ballot papers in the ballot box kept on the stage.

The Chairman then put the formal resolution for adoption of Annual Accounts of the Company for the financial year ended 31st March, 2016, 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 members. The said resolution was proposed and seconded by the members.

The Chairman then requested the members to come forward with their observations / questions on the Annual Report. The members present at the meeting conveyed their observations / questions which was duly answered by the Chairman. Thereafter the Chairman put each of the resolution nos. 2 to 7 forming part of the Notice, to the members for being proposed and seconded.

After all the members had deposited their ballot papers in the ballot box, the Chairman requested the Scrutinizer to take charge of the ballot box and sign and seal the same. Thereafter, the ballot box was sealed and signed. The Chairman then announced that the results of the Consolidated Report of the remote e-voting and Poll provided by the scrutinizer, will be declared with 48 hours after the conclusion of the Meeting and the same will be posted on the website of the Company www.basf.com/in and also on the website of NSDL www.evoting.nsdl.com. He further mentioned that a copy of the 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 members for their participation and there being no other business, announced formal closure of the 72nd Annual General Meeting. One of the members proposed a vote of thanks to the Chairman. The meeting ended at 5.00 p.m.

