

BASF India Limited, Mumbai - 400 051, India

August 7, 2021

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 Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

We wish to inform you that the Seventy Seventh Annual General Meeting (AGM) of the members of BASF India Limited was held on Friday, 6<sup>th</sup> August, 2021 at 3.00 p.m. through Video Conferencing/ Other Audio Visual Means, where all the resolutions as set out in the Notice convening the said AGM have been transacted and passed with requisite majority by the members.

In compliance with the requirements of the Regulations 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are furnishing herewith the consolidated results of remote e-voting and e-voting at the AGM pertaining to the aforesaid AGM in the format prescribed along with the consolidated report dated 7<sup>th</sup> August, 2021 submitted by the Scrutinizer.

The said documents are also being uploaded on the website of the Company i.e. <u>www.basf.com/in</u> and on the website of National Securities Depository Limited i.e. <u>www.evoting.nsdl.com</u>.

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



Date of the AGM	6 <sup>th</sup> August, 2021
Total number of shareholders on record date for voting (i.e. 30 <sup>th</sup> July, 2021)	47,148
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Groups:	Not Applicable.
Public:	Not Applicable.
No. of shareholders attended the meeting through Video Conferencing/ Other Audio Visual Means	
Promoters and Promoter Group:	2
Public:	78



#### Item No. 1: Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March 2021

Resolution req	uired:(Ordinary/Sp	ecial)		Ordinary Resolution							
Whether promo	oter/promoter grou on?	p are interested		NO							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes– In favor (4)	No. of Votes– against	% of Votes in Favor on votes polled	% of Votes against On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100		(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]* 100			
	E-Voting	31743220	31743220	100	31743220	Nil	100	Nil			
Promoter	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter Group	Postal Ballot#		NA	NA	NA	NA	NA	NA			
Cicup	Total	31743220	31743220	100	31743220	Nil	100	Nil			
	E-Voting		1842679	55.3281	1842679	Nil	100	Nil			
Public-	Poll #	3330458	NA	NA	NA	NA	NA	NA			
Institutions	Postal Ballot#		NA	NA	NA	NA	NA	NA			
	Total	3330458	1842679	55.3281	1842679	Nil	100	Nil			
	E-Voting		1204647	14.6694	1204611	36	99.9970	0.0030			
Public- Non	Poll #	8211962	NA	NA	NA	NA	NA	NA			
	Postal Ballot#		NA	NA	NA	NA	NA	NA			
Institutions	Total	8211962	1204647	14.6694	1204611	36	99.9970	0.0030			
т	otal	43285640	34790546	80.3743	34790510	36	99.9999	0.0001			

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the Ordinary Resolution as contained in Item No. 1 is passed with requisite Majority.



### Item No. 2: Declaration of Special Dividend of Rs. 5/- per equity share (50%) and Final Dividend of Rs. 5/- per equity (50%) for the financial year ended 31st March 2021, aggregating Rs. 10/- per equity share (100%)

Resolution req	uired:(Ordinary/Specia	al)		Ordinary Resolution						
Whether promoter/promoter group are interested in the resolution?			NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes– In favor (4)	No. of Votes– against (5)	% of Votes in Favor on votes polled (6)=[(4)/(2)]*100			
								)]*100		
Promoter	E-Voting	31743220	31743220	100	31743220	Nil	100	Nil		
	Poll #		NA	NA	NA	NA	NA	NA		
and Promoter Group	Postal Ballot#		NA	NA	NA	NA	NA	NA		
	Total	31743220	31743220	100	31743220	Nil	100	Nil		
	E-Voting		1846111	55.4311	1846111	Nil	100	Nil		
Public-	Poll #	3330458	NA	NA	NA	NA	NA	NA		
Public-	Postal Ballot#	-	NA	NA	NA	NA	NA	NA		
	Total	3330458	1846111	55.4311	1846111	Nil	100	Nil		
	E-Voting		1204634	14.6693	1204591	43	99.9964	0.0036		
Public-	Poll #	8211962	NA	NA	NA	NA	NA	NA		
Non	Postal Ballot#	1	NA	NA	NA	NA	NA	NA		
Institutions	Total	8211962	1204634	14.6693	1204591	43	99.9964	0.0036		
	Total	43285640	34793965	80.3822	34793922	43	99.9999	0.0001		

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the Ordinary Resolution as contained in Item No.2 is passed with requisite Majority.



## Item No. 3: Re-appointment of Mr. Rajesh Naik (DIN: 06935998) as a Director, who retires by rotation and being eligible, offers himself for re-appointment

Resolution req	uired:(Ordinary/Specia	al)		Ordinary Resolution							
Whether promoter/promoter group are interested in the resolution?			NO								
Category	Mode of Voting	No. of shares held le of Voting		% of Votes Polled on outstanding shares	No. of Votes– In favor	No. of Votes– against	% of Votes in Favor on votes polled	% of Votes against On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*1 00	(7)=[(5)/(2)]* 100			
Promoter	E-Voting	31743220	31743220	100	31743220	Nil	100	Nil			
	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter Group	Postal Ballot#		NA	NA	NA	NA	NA	NA			
creat	Total	31743220	31743220	100	31743220	Nil	100	Nil			
	E-Voting		1846111	55.4311	1602761	243350	86.8182	13.1818			
Public-	Poll #	3330458	NA	NA	NA	NA	NA	NA			
Institutions	Postal Ballot#	1	NA	NA	NA	NA	NA	NA			
	Total	3330458	1846111	55.4311	1602761	243350	86.8182	13.1818			
	E-Voting		1203734	14.6583	1203651	83	99.9931	0.0069			
Public-	Poll #	8211962	NA	NA	NA	NA	NA	NA			
Non	Postal Ballot#	1	NA	NA	NA	NA	NA	NA			
Institutions	Total	8211962	1203734	14.6583	1203651	83	99.9931	0.0069			
	Total	43285640	34793065	80.3802	34549632	243433	99.3003	0.6997			

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the Ordinary Resolution as contained in Item No.3 is passed with requisite Majority.



### Item No. 4: Ratification of remuneration payable to M/s. R. Nanabhoy & Co. (Firm Registration No. 000010), Cost Auditors for the financial year ending 31st March 2022.

Resolution req	uired:(Ordinary/S	pecial)	Ordinary Resolution							
Whether promoter/promoter group are interested in the resolution?			ΝΟ							
Category Mode of Voting		No. of shares held	No. of votes polled	votes Polled on In favor		No. of Votes– against	% of Votes in Favor 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		
E-Voti	E-Voting	31743220	31743220	100	31743220	Nil	100	Nil		
Promoter	Poll #		NA	NA	NA	NA	NA	NA		
and Promoter Group	Postal Ballot#		NA	NA	NA	NA	NA	NA		
	Total	31743220	31743220	100	31743220	Nil	100	Nil		
	E-Voting		1846111	55.4311	1846111	Nil	100	Nil		
Public-	Poll #	3330458	NA	NA	NA	NA	NA	NA		
Institutions	Postal Ballot#		NA	NA	NA	NA	NA	NA		
	Total	3330458	1846111	55.4311	1846111	Nil	100	Nil		
	E-Voting		1203734	14.6583	1203661	73	99.9939	0.0061		
Public-	Poll #	8211962	NA	NA	NA	NA	NA	NA		
Non Postal I Institutions	Postal Ballot#		NA	NA	NA	NA	NA	NA		
	Total	8211962	1203734	14.6583	1203661	73	99.9939	0.0061		
Тс	otal	43285640	34793065	80.3802	34792992	73	99.9998	0.0002		

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the Ordinary Resolution as contained in Item No.4 is passed with requisite Majority.



#### Item No. 5: Revision in existing limits of maximum remuneration payable to Mr. Narayan Krishnamohan, Managing Director (DIN: 08350849) for the period of 3 years i.e. 1st April 2021 to 31st March 2024

Resolution requ	ired:(Ordinary/Spec	ial)		Special Resolution							
Whether promo interested in the	ter/promoter group a eresolution?	are	NO								
Category Mode of Voting		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes– In favor	No. of Votes– against	% of Votes in Favor on votes polled	% of Votes against On votes polled			
		(1)	(2)	(3)=[(2)/(1)]*1 00	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	E-Voting	31743220	31743220	100	31743220	Nil	100	Nil			
Promoter	Poll #		NA	NA	NA	NA	NA	NA			
and Promoter Group	Postal Ballot#		NA	NA	NA	NA	NA	NA			
	Total	31743220	31743220	100	31743220	Nil	100	Nil			
	E-Voting		1846111	55.4311	1846111	Nil	100	Nil			
Public-	Poll #	3330458	NA	NA	NA	NA	NA	NA			
Institutions	Postal Ballot#		NA	NA	NA	NA	NA	NA			
	Total	3330458	1846111	55.4311	1846111	Nil	100	Nil			
	E-Voting		1203759	14.6586	1202871	888	99.9262	0.0738			
Public-	Poll #	8211962	NA	NA	NA	NA	NA	NA			
Non Institutions	Postal Ballot#		NA	NA	NA	NA	NA	NA			
manunona	Total			14.6586	1202871	888	99.9262	0.0738			
Total	•	43285640	34793090	80.3802	34792202	888	99.9974	0.0026			

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process, Postal Ballot and voting by poll are not applicable.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 5 is passed with requisite Majority.



HEMANT S. SHETYE (Partner) B.COM., LLB(Gen.), FCS COMPANY SECRETARY

206, 2nd Floor, Tantia Jogani Industrial Estate, J. R. Boricha Marg, Opp. Lodha Excelus, Lower Parel (E), Mumbai - 400 011. Tel: 022 23088998/23008998/40026600/40061100 Email: hs@hsassociates.net www.hsassociates.net

#### SCRUTINIZER'S REPORT

Date: 07.08.2021

To,

The Chairman, BASF INDIA LIMITED The Capital, A Wing,1204-C,12th Floor, Plot No.C-70 'G' Block, Bandra Kurla Complex, Bandra (East) Mumbai 400051

Re: Consolidated Scrutinizer's Report on voting through remote E-voting and E-voting during the course of 77<sup>TH</sup> Annual General Meeting held on 06<sup>th</sup> August, 2021 in terms of provisions of the Companies Act, 2013 read with the Rules and circulars issued thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued thereunder.

Dear Sir,

A. I, Mr. Hemant Shetye, Partner of M/s HS Associates, Practicing Company Secretaries, appointed as a scrutinizer vide Board Resolution dated **24**<sup>TH</sup> **May**, **2021** to conduct the following:-

To Scrutinize Remote E-voting process and the E-Voting facility offered to the shareholders of the Company during the course of 77<sup>th</sup> Annual General Meeting (hereinafter referred as AGM) held on 06<sup>th</sup> August, 2021, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the resolutions mentioned in the notice of 77<sup>th</sup> Annual General Meeting dated **11<sup>th</sup> May, 2021**.

The voting rights were reckoned as on **Friday**, **30**<sup>th</sup> **July**, **2021** being the Cut-off date for the purpose of deciding the entitlements of members eligible for voting on the Resolutions.

- B. In view of the outbreak of the COVID-19 pandemic and Social distancing guidelines the AGM was held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) pursuant to Circular Nos. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020 5th May, 2020 and 13<sup>th</sup> January, 2021 respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 12th May, 2020 and 15<sup>th</sup> January, 2021, respectively issued by the Securities and Exchange Board of India, wherein physical attendance of Members was not required and the facility to appoint proxy to attend and cast vote for the members was not be available at the AGM
- C. I have also attended the AGM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) as per the specific Login ID for Scrutinizer provided by Company.



- D. The Company had availed remote E-voting facility offered by National Securities Depository Limited (NSDL) for the purpose of E-voting by the members of the Company from Tuesday, 3rd August, 2021 (from 9.00 a.m. IST) and ended on Thursday, 5th August, 2021 (till 5.00 p.m. IST). The E-voting facility was also offered during the course of AGM for the members who had not voted on the resolutions through remote E-voting facility, the NSDL E-voting platform was blocked thereafter.
- E. The votes cast under the remote E-voting facility and E-voting during AGM were thereafter unblocked and counted after the conclusion of the voting at the AGM in the presence of two witnesses (Names, Address and signature given below) who were not in employment of the Company.
- F. After the closure of the voting at the Annual General Meeting, the report on voting done for the meeting was generated in my presence and the voting was diligently scrutinized.
- G. I have scrutinized and reviewed the remote E-voting and E-voting during the AGM tendered therein based on the data downloaded from the NSDL E-voting system.
- H. The management of the company is responsible to ensure the compliance with the requirements of the companies Act, 2013 and the rules relating to AGM by Video Conferencing (VC)/ Other Audio Visual Means (OAVM) and the E-voting on the resolutions contained in the notice of the AGM, my responsibility as a scrutinizer for the voting process is restricted to make a Scrutinizer's Report of the total votes cast, votes in favor and against including invalid votes (if any) on resolutions contained in the said notice, based on the Report generated from the E-voting system provided by National Securities Depository Limited (NSDL).
- I. I have scrutinized and reviewed the entire e-voting process and votes tendered therein as per the data downloaded from the National Securities Depository Limited (NSDL) e-voting system, and on the basis of the votes received on the same, I hereby report the following:



Item No. of the Notice (i)		Avour of the lution As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Vote F Nos. (iv)	es against the Resolution As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv)* 100)	Invalid votes Nos. (vi)
<u>Item No. 1-</u> <u>Ordinary</u> <u>Resolution</u> :	34790510	99.9999	36	0.0001	1080
To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon. Auditors thereon.					

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

# Invalid Votes are not included in calculation of Votes "for" and "against.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 1 is passed with requisite Majority.

Item No. of the Notice (i)		in favour of the resolution As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Votes Re Nos. (iv)	against the esolution As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100	Invalid votes Nos. (vi)
Item No. 2- Ordinary Resolution: To declare a Special Dividend of Rs. 5/- per equity share i.e. 50% in addition to Final Dividend of Rs. 5 per equity share i.e., 50% for the financial year ended 31st March, 2021 aggregation to Rs. 10/- per equity share i.e. 100%.	34793922	99.9999	43	0.0001	1080

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

# Invalid Votes are not included in calculation of Votes "for" and "against.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 2 is passed with requisite Majority.



Item No. of the Notice (i)		resolution Resolution				resolution Resolution		Invalid votes Nos.
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	(vi)			
Item No. 3- Ordinary Resolution: To appoint a Director in place of Mr. Rajesh Naik (DIN-06935998), who retires by rotation and being eligible, offers himself for re- appointment.	34549632	99.3003	243433	0.6997	1080			

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

# Invalid Votes are not included in calculation of Votes "for" and "against.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 3 is passed with requisite Majority.





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Item No. of the Notice (i)	Votes in favour of the resolution		Vote R	s against the esolution	Invalid votes Nos.
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	(vi)
Item No. 4- Ordinary Resolution: Ratification of remuneration payable to M/s. R. Nanabhoy & Co. (Firm Registration No. 000010), Cost Auditors for the financial year	34792992	99.9998	73	0.0002	1080
ending 31st March, 2022.					

Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable

# Invalid Votes are not included in calculation of Votes "for" and "against.

Thus, based on the Results, the **Ordinary Resolution** as contained in Item No. 4 is passed with requisite Majority.



Item No. of the Notice (i)		Votes in favour of the resolution		s against the esolution	Invalid votes Nos.
	Nos. (ii)	As a % of total number of valid votes (Favour and Against) (iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favour and Against) (v =iv/ (ii+iv) * 100)	(vi)
Item No. 5- Special Resolution: Revision in the existing limits of maximum remuneration payable to Mr. Narayan Krishnamohan, Managing Director (DIN: 08350849) for consecutive period of 3 years, effective from 1st April, 2021 to 31 <sup>st</sup> March, 2024	34792202	99.9974	888	0.0026	1080

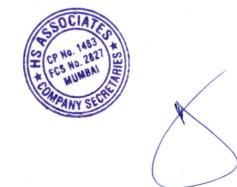
Note: Decimals up to 4 digits have been considered.

# since Resolutions are put to Vote through only E-voting process Postal Ballot and voting by poll is not applicable.

# Invalid Votes are not included in calculation of Votes "for" and "against.

# Mr. Narayan Krishnamohan, Managing Director (DIN: 08350849) being interested is abstained from voting.

Thus, based on the Results, the **Special Resolution** as contained in Item No. 5 is passed with requisite Majority.



J. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

#### K. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of National Securities Depository Limited (NSDL).. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or in to whose hands it may come without my prior consent in writing.

For HS Associates, Company Secretaries,

Mr. Hemant Shetye

Partner

FCS. -2827 CP No. - 1483 CS No. 21

Date: 07.08.2021

**Place: Mumbai** 

ICSI UDIN: F002827C000752917

Name: Mrs. Sushma Mane Witness 1 Address: 206, 2<sup>nd</sup> Floor, Tantia & Jogani Industrial Estate, J. R. Boricha Marg, Lower Parel (E), Mumba- 400 011.

Name: Mr. Abhishek Wagh Witness 2 Address: 206, 2<sup>nd</sup> Floor, Tantia & Jogani Industrial Estate, J. R. Boricha Marg, Lower Parel (E), Mumba- 400 011.