

To

The Chairperson appointed for the NCLT convened meeting of the Equity Shareholders of
BASF INDIA LIMITED

Sub: Consolidated Scrutinizer's Report on the results of voting by the Equity Shareholders of BASF India Limited through remote e-voting process (prior to the meeting) and at the meeting held on Wednesday, 24th June, 2026 at 3:30 p.m. (IST) ("Meeting"), through video conferencing / other audio visual means ("Meeting"), convened pursuant to the directions of the Hon'ble National Company Law Tribunal, Mumbai Bench ("Hon'ble Tribunal" or "NCLT") vide its Orders dated 20th March, 2026 and 8th April, 2026 (collectively "Order") in connection with the Scheme of Arrangement amongst BASF India Limited ("Demerged Company") and BASF Agricultural Solutions India Limited ("Resultant Company") and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") ("Scheme")

Dear Sir,

I, Hemant Shetye, have been appointed by the Hon'ble Tribunal, by its Order, as the Scrutinizer for the purpose of scrutinizing the remote e-voting process prior to Meeting and e-voting process at the Meeting of the equity shareholders of BASF India Limited, convened and held on Wednesday, 24th June, 2026 at 3:30 p.m. IST ("**Meeting**") through video conferencing ("**VC**") / other audio visual means ("**OAVM**"), in compliance with the applicable provisions of the Companies Act, 2013 ("**Act**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), in a fair and transparent manner, on the below mentioned resolution seeking approval of the equity shareholders to the proposed Scheme.

I do hereby submit my report as under:

1. As confirmed by the Company, the Notice dated 21st May, 2026 along with copy of the Scheme, statement under Sections 230 and 232 read with Section 102 and other applicable provisions of the Act and Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 ("**CAA Rules**") along with all annexures to such Statement are annexed thereto ("**Notice**") as confirmed by the Company was sent electronically to the equity shareholders of the Company on 22nd May, 2026, in respect of the below mentioned resolution proposed at the Meeting.

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2. Pursuant to the directions of Hon'ble NCLT vide the Order, the Company has also published notice of the Meeting of the Equity Shareholders of the Company in (i) "**Business Standard**" (English Language – All Edition); and (ii) "**Loksatta**" (Marathi Language) on 23rd May, 2026.
3. The Company had provided its equity shareholders the facility to exercise their right to vote on the resolution proposed to be considered at the Meeting through electronic means by using the electronic voting system provided by M/s National Securities Depository Limited (NSDL) (remote e-voting) viz. <https://www.evoting.nsdl.com/>.
4. The Company had also provided e-voting facility to those equity shareholders present at the Meeting, who had not cast their votes through remote e-voting prior to the Meeting.
5. The voting period for the remote e-voting prior to the Meeting commenced on Friday, 19th June, 2026 at 9.00 a.m. (IST) and ended on Tuesday, 23rd June, 2026 at 5.00 p.m. (IST).
6. The cut-off date was Wednesday, 17th June, 2026 for the purpose of determining the equity shareholders entitled to vote through remote e-voting and e-voting conducted at the Meeting on the resolution seeking their approval.
7. After the closure of the e-voting at the Meeting, the report on the e-voting done at the Meeting and the votes cast under remote e-voting facility prior to the Meeting were unblocked and counted.
8. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system. The downloaded data was reconciled with the records of the Company / Registrar and Share Transfer Agent / Depository participant(s) / Depositories ("**RTA**") and the authorisations lodged with the Company / Company's RTA.
9. The Chairperson is responsible to ensure the compliance with the requirements of the Act and Rules thereunder and the SEBI Listing Regulations relating to voting through remote e-voting and e-voting at the Meeting on the resolution contained in the Notice.
10. My responsibility as the Scrutinizer for the remote e-voting process and e-voting at the Meeting is restricted to scrutinize remote e-voting process prior to Meeting and e-voting process at the Meeting in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast "**in favour**" or "**against**" the Resolution and "**invalid**" votes, based on the reports generated from the remote e-voting system and e-voting at the Meeting provided by NSDL.
11. The resolution placed before the equity shareholders and the consolidated result of the voting on the same through remote e-voting prior to Meeting and e-voting process during the Meeting seeking approval of the equity shareholders of the Company are given below.



"RESOLVED THAT pursuant to the provisions of Sections 230 and 232 of the Companies Act, 2013 ("Act"), the rules, regulations, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) and circulars issued thereof, for the time being in force), master circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 issued by the Securities and Exchange Board of India ("SEBI") (as amended from time to time) or any other circulars / guidelines issued by SEBI applicable to schemes of arrangement from time to time, as applicable, observation letters issued by BSE Limited and National Stock Exchange of India Limited on January 30, 2026 and February 2, 2026, respectively, and relevant provisions of other applicable laws and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Mumbai Bench ("Tribunal") and subject to such other

approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be deemed appropriate by the parties to the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the Tribunal or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to mean and include one or more Committee(s) constituted / to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the Scheme of Arrangement amongst BASF India Limited ("Demerged Company" or "Company") and BASF Agricultural Solutions India Limited ("Resulting Company") and their respective shareholders ("Scheme"), as enclosed with this notice, be and is hereby approved;

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and / or conditions, if any, which may be required and / or imposed by the Tribunal or its appellate authority(ies) while sanctioning the arrangement embodied in the Scheme or by any regulatory or statutory authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and / or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, or to approve withdrawal (and where applicable re-filing) of the Scheme at any stage for any reason including in case any changes and/ or

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modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by the Mumbai Bench of the Tribunal, and/or any other authority, which are in its view not acceptable to the Company, and/or if the Scheme cannot be implemented otherwise, as the Board may deem fit and proper, without being required to seek any further approval of the equity shareholders and the equity shareholders shall be deemed to have given their approval thereto expressly by authority under this Resolution.

"RESOLVED FURTHER THAT the Board may delegate all or any of its powers herein conferred to any Director(s) and/or officer(s) of the Company to give effect to these Resolutions, if required, as it may in its absolute discretion deem fit, necessary or desirable, without any further approval from shareholders of the Company"

12. The details of the Consolidated Results of the voting by Equity Shareholders of the Company [by remote e-voting prior to the Meeting and e-voting at the meeting] are as under:

A] Voting in terms of Companies Act, 2013 and NCLT Order :-

Consolidated results

Votes in favor of the Resolution		Votes against the Resolution		Invalid votes Nos. (vi)
Nos. (ii)	As a % of total number of valid votes (Favor and Against)(iii=ii / (ii+iv) *100)	Nos. (iv)	As a % of total number of valid votes (Favor and Against) (v =iv/ (ii+iv)* 100)	
3,56,61,029	99.99	456	0.01	--

Note: Decimals up to 2 digits have been considered.

Since Resolution is put to Vote through only E-voting process, voting by poll is not applicable.

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13. 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 Chairperson considers, approves, and signs the minutes of the NCLT convened meeting.

14. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges i.e., BSE Limited & National Stock Exchange of India Limited (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 into whose hands it may come without my prior consent in writing.

Thanking you,
Yours truly,

**For HSPN & Associates LLP,
Company Secretaries,**

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Mr. Hemant Shetye
Designated Partner
FCS. -2827
CP No. - 1483
ICSI UDIN:F002827H000680603

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A. Parab

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