

## **BASF INDIA LIMITED**

Registered Office: VIBGYOR Towers, 3<sup>rd</sup> Floor, Plot No. C-62, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 098 CIN: L33112MH1943FLC003972, Website: www.india.basf.com, Tel: +91 22 66618000

				<i>.</i>
Form	No. N	IGT –	11	

## **PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

	Registered A	Member(s) : ddress :
-		*Folio No./DP ID and Client ID :
* Fo	or details with	respect to your Folio No./DP ID, Client ID and number of shares, please refer to the Attendance Slip enclosed along with the Annual Report.
I/W	le, being the	member(s) of shares of the above named Company, hereby appoint
1.	Name:	E-mail ID:
	Address:	
	Signature:	, or failing him/her
2.	Name:	E-mail ID:
	Address:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 71<sup>st</sup> Annual General Meeting of the Company, to be held on Thursday, the 20<sup>th</sup> day of August, 2015 at 3.00 p.m. at Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannath Bhosale Marg, Nariman Point, Mumbai – 400 021 and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

Resolution	Resolutions		Optional*	
No.			Against	
Ordinary	/ Business			
1.	Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the financial year ended 31st March, 2015.			
2.	Declaration of dividend for financial year 2014-2015.			
3.	Re-appointment of Mr. Gops Pillay (DIN: 06599533) as Director, who retires by rotation.			
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 <sup>st</sup> March, 2016.			
Special	Business			
5.	Appointment of Dr. Andrea Frenzel (DIN: 07070693) as a Director.			
6.	Ratification of remuneration payable to Cost Auditor, M/s. R. Nanabhoy & Co. (Registration No. 000010), for the financial year ending 31st March, 2016.			
7.	Special Resolution for appointment of Mr. Narendranath J. Baliga (DIN: 07005484) as Wholetime Director and fixation of his remuneration and payment of minimum remuneration to him due to inadequacy of profits.			
8.	Special Resolution for adoption of new set of Articles of Association of the Company.			
9.	Special Resolution for approving the limits for transactions with material related parties for each financial year.			

Signed this	day of	2015.	
Signature of Member		Signature of Proxy holder(s)	

Affix Revenue Stamp

Notes:

1. A Proxy need not be a member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other member.

2. \*It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 71st Annual General Meeting of the Company.

4. This form of Proxy, to be effective, should be duly completed and deposited at the Registered Office of the Company at VIBGYOR Towers, 3<sup>rd</sup> Floor, Plot No. C-62, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai–400 098, not later than 48 hours before the commencement of the aforesaid meeting.