



Ref: Syn/CS/SE/AGM/2021-22/July/11

Syngene International Limited

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July 22, 2021

To, The Manager, BSE Limited Corporate Relationship Department Dalal Street, Mumbai – 400 001	To, The Manager, National Stock Exchange of India Limited Corporate Communication Department Bandra (EAST), Mumbai – 400 051
Scrip Code: 539268	Scrip Symbol: SYNGENE

Dear Sir/Madam,

Subject: Proceedings of 28th Annual General Meeting

With reference to the above-mentioned subject, we hereby enclose the proceedings of the 28th Annual General Meeting held on Wednesday, July 21, 2021 at 03:30 p.m. through video conferencing.

Kindly take this intimation on record.

Thanking You,

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**

Priyadarshini Mahapatra

Company Secretary and Compliance Officer

Enclosed: Summary of Proceedings of 28th AGM



PROCEEDINGS OF THE TWENTY EIGHTH ANNUAL GENERAL MEETING (“AGM”) OF SYNGENE INTERNATIONAL LIMITED HELD ON WEDNESDAY, JULY 21, 2021 AT 3:30 PM (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)

MEMBERS PRESENT

49 Members were present at the meeting.

DIRECTORS PRESENT:

Ms. Kiran Mazumdar Shaw	Chairperson (Non-Executive)
Mr. Jonathan Hunt	Managing Director and CEO
Prof. Catherine Rosenberg	Non-Executive Director (Chairperson- Corporate Social Responsibility Committee)
Mr. John Shaw	Non-Executive Director
Ms. Vinita Bali	Lead Independent Director (Chairperson-Nomination and Remuneration Committee)
Dr. Carl Decicco	Independent Director
Dr. Kush M Parmar	Independent Director
Mr. Paul Blackburn	Independent Director (Chairman-Audit Committee and Chairman-Risk Management Committee)
Ms. Sharmila Abhay Karve	Independent Director (Chairperson -Stakeholders Relationship Committee)
Dr. Vijay Kuchroo	Independent Director

KEY MANAGERIAL PERSONNEL:

Mr. Sibaji Biswas	Chief Financial Officer
Ms. Priyadarshini Mahapatra	Company Secretary and Compliance Officer

BY INVITATION:

Mr. S Sethuraman	Partner, B S R & Co. LLP, Chartered Accountants, Statutory Auditors
Ms. Devika Satyanarayana	Partner, V Sreedharan & Associates, Company Secretaries, Secretarial Auditors
Mr. V Sreedharan	Scrutinizer for e- voting, Practicing Company Secretary

The meeting commenced at 3:30 PM (IST) and concluded at 5:26 PM (IST).

At the commencement of the meeting, members were briefed about holding the meeting through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and the attendance of Directors from their respective locations through video conference due to the ongoing COVID-19 pandemic.

Ms. Kiran Mazumdar Shaw welcomed all the members, Directors and other invitees present at 28th AGM of the Company. After ascertaining the presence of the requisite quorum through video conferencing, Chairperson called the meeting to order and commenced the proceedings of the meeting.

She informed the members that there were four resolutions proposed for approval at the meeting. The poll on these resolutions were concluded at the end of the meeting.

The members were informed that Mr. V Sreedharan, Practicing Company Secretary, was appointed as the Scrutinizer for conducting the remote e-voting and Instapoll process in fair and transparent manner. The consolidated report of voting will be submitted to the Stock Exchanges within 48 hours of conclusion of the meeting and will also be available on the websites of the Company and Kfin Technologies Private Limited in the format prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company Secretary informed the members that in compliance with the provisions of the Companies Act, 2013 and the SEBI Regulations, the Company had provided remote e-voting facility to all the members as on the cut-off date of July 14, 2021, to cast their vote on all resolutions as set forth in the AGM notice from July 16, 2021 (9:00 am) (IST) to July 20, 2021 (5:00 pm) (IST). Further, members, who had not participated in remote e-voting process could still cast their vote on all resolutions as set forth in the AGM notice through Instapoll facility of Kfin Technologies Private Limited as made available during the meeting. She also informed the members that the requisite statutory registers and documents shall be made available to the shareholders for inspection upon their request through mail.

With the consent of the members present, the notice convening the 28th AGM and Auditors' Report for the financial year ended March 31, 2021 were taken as read.

After the conclusion of the Chairperson's speech, the Managing Director & CEO presented before the members the operational and financial performance of the Company for the financial year ended March 31, 2021. It was informed that Mr. John Shaw, Non-Executive Director would step down from the Board w.e.f. the conclusion of this meeting. The lead Independent Director, on behalf of the Board placed on record the appreciation for the contribution made by Mr. John Shaw during his association with the Company.

Thereafter, all the agenda items as specified in the AGM notice were taken up and the floor was open for queries from the members. The Chairperson along with management team addressed the queries raised by the members.

The following items of businesses were proposed to be transacted:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Professor Catherine Rosenberg (DIN: 06422834), a Non-Executive Director, who retires by rotation and being eligible, offers herself for re-appointment.
3. To re-appoint M/s B S R & Co. LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

SPECIAL BUSINESS:

4. To approve the appointment of Dr Kush Parmar (DIN: 09212020) as an Independent Director of the Company.

After all the agenda items were duly taken up, the meeting concluded with a vote of thanks to the Chair and the members.