



Ref: Syn/CS/SE/AGM/2021-22/July/12

Syngene International Limited

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Bommasandra Industrial Area, IV Phase,
Jigani Link Road, Bengaluru 560099,
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www.syngeneintl.com

July 23, 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: Subject: Voting results under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby submit the results of voting concluded at the 28th Annual General Meeting of Syngene International Limited held on July 21, 2021, on all the resolutions set forth in the AGM Notice dated June 22, 2021.

We would like to inform you that resolution nos. 1 to 4 have been approved with the requisite majority by the shareholders of the Company. The details of votes cast by shareholders are given in the attached **Annexure A**.

As required under Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated Scrutinizer's Report on the remote e-voting and voting through Insta-poll is also enclosed.

Further, results of e-voting along with Scrutinizer's Report are also available on the Company's website www.syngeneintl.com and on the website of Kfin Technologies Private Limited, our Register and Share Transfer Agents, at <https://evoting.kfintech.com>.

Thanking You,

Yours faithfully,
For **SYNGENE INTERNATIONAL LIMITED**

Priyadarshini Mahapatra
Company Secretary and Compliance Officer

Enclosed: Voting results and Scrutinizer's Report

ANNEXURE-A

Company Name	SYNGENE INTERNATIONAL LIMITED
Date of the AGM/EGM	21-07-2021
Total number of shareholders on record date	130851
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	45

- To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,22,90,341	28,09,74,772	99.5340	28,09,74,772	0	100.0000	0.0000	0	0
	Poll		44,456	0.0157	44,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,10,19,228	99.5497	28,10,19,228	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,57,63,603	6,34,25,817	83.7154	6,34,25,817	0	100.0000	0.0000	0	2,00,187
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,34,25,817	83.7154	6,34,25,817	0	100.0000	0.0000	0	200187



Public- Non Institutions	E-Voting	4,27,42,556	6,58,985	1.5418	6,58,099	886	99.8656	0.1344	0	176
	Poll		1,376	0.0032	1,346	30	97.8198	2.1802	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,60,361	1.5450	6,59,445	916	99.8613	0.1387	0	176
	Total	40,07,96,500	34,51,05,406	86.1049	34,51,04,490	916	99.9997	0.0003	0	200363

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.

Resolution No.	2
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Resolution required: (Ordinary/ Special) ORDINARY - 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.

	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,09,53,168	80.4518	6,00,46,752	9,06,416	98.5129	1.4871	0	2672836
Public- Non Institutions	E-Voting	4,27,42,556	6,52,790	1.5273	6,49,227	3,563	99.4542	0.5458	0	1,371
	Poll		1,376	0.0032	1,346	30	97.8198	2.1802	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,54,166	1.5305	6,50,573	3,593	99.4508	0.5492	0	1371
	Total	40,07,96,500	34,26,26,562	85.4864	34,17,16,553	9,10,009	99.7344	0.2656	0	2674207

3. To re-appoint M/s B S R Co. LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint M/s B S R Co. LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration.									
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,22,90,341	28,09,74,772	99.5340	28,09,74,772	0	100.0000	0.0000	0	0
	Poll		44,456	0.0157	44,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,10,19,228	99.5497	28,10,19,228	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,57,63,603	6,36,26,004	83.9796	6,36,26,004	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0

	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,36,26,004	83.9796	6,36,26,004	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	4,27,42,556	6,51,954	1.5253	6,49,592	2,362	99.6377	0.3622	0	2,221
	Poll		1,376	0.0032	1,346	30	97.8198	2.1802	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,53,330	1.52852	6,50,938	2,392	99.6339	0.3661	0	2221
	Total	40,07,96,500	34,52,98,562	86.1531	34,52,96,170	2,392	99.9993	0.0007	0	2221

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

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To approve the appointment of Dr Kush Parmar (DIN 09212020) as an Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/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 favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	28,22,90,341	28,09,74,772	99.5340	28,09,74,772	0	100.0000	0.0000	0	0
	Poll		44,456	0.0157	44,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		28,10,19,228	99.5497	28,10,19,228	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	7,57,63,603	6,09,53,168	80.4518	6,01,34,059	8,19,109	98.6561	1.3438	0	26,72,836
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0



	Total		6,09,53,168	80.4518	6,01,34,059	8,19,109	98.6562	1.3438	0	2672836
Public- Non Institutions	E-Voting	4,27,42,556	6,52,768	1.5272	6,50,740	2,028	99.6893	0.3106	0	1,393
	Poll		1,376	0.0032	1,346	30	97.8198	2.1802	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		6,54,144	1.53042	6,52,086	2,058	99.6854	0.3146	0	1393
	Total	40,07,96,500	34,26,26,540	85.4864	34,18,05,373	8,21,167	99.7603	0.2397	0	2674229

Yours faithfully,
For **SYNGENE INTERNATIONAL LIMITED**

Priyadarshini Mahapatra
Company Secretary and Compliance Officer

V SREEDHARAN AND ASSOCIATES

Company Secretaries

No. 291, 1st Floor, 10th Main Road, 3rd Block,
Jayanagar, Bengaluru - 560 011

+ 91 80 49594533 compliance@sreedharancs.com



Form No. MGT-13

FORM OF RESOLUTION

[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To

The Chairperson of the Twenty-Eighth Annual General Meeting (AGM) of the Equity
Shareholders of "Surgene International Limited" held on Wednesday July 21,



The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and Circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Twenty-Eighth Annual General Meeting of the Equity Shareholders dated June 22, 2021. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies Private Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instapoll").

We submit our report as under:

1. The remote E-Voting period remained open from Friday, July 16, 2021 (9:00 A.M. IST) up to Tuesday, July 20, 2021 (5:00 P.M. IST) both days inclusive.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2021 read with General Circular Nos. 14/2020, 17/2020, 20/2020 issued by Ministry of Corporate Affairs and Circular dated 15th January, 2021 read with Circular dated 12th May, 2020 issued by the Securities and Exchange Board of India (collectively referred to as "Circulars").



3. The voting rights were reckoned as on Wednesday, July 14, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on July 21, 2021 at 05.30 P.M. IST in the presence of two witnesses.
5. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC, voted through e-voting facility provided by KFin Technologies Private Limited.
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Private Limited had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by KFin Technologies Private Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



a) **RESOLUTION 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:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	527	6	533
Number of votes cast by them	34,50,58,688	45,802	34,51,04,490
% of Total Number of valid votes cast	100	99.93	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	5	1	6
Number of votes cast by them	886	30	916
% of Total Number of valid votes cast	0.00	0.07	0.00

(iii) Invalid Votes - NIL



b) RESOLUTION 2:

To approve the appointment of Professor Catherine Rosenberg (DIN: 06422834) as director liable to retire by rotation:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	512	6	518
Number of votes cast by them	34,16,70,751	45,802	34,17,16,553
% of Total Number of valid votes cast	99.73	99.93	99.73

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	18	1	19
Number of votes cast by them	9,09,979	30	9,10,009
% of Total Number of valid votes cast	0.27	0.07	0.27

(iii) Invalid Votes - NIL



c) **RESOLUTION 3:**

To re-appoint M/s B S R & Co. LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	524	6	530
Number of votes cast by them	34,52,50,368	45,802	34,52,96,170
% of Total Number of valid votes cast	100	99.93	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	11	1	12
Number of votes cast by them	2,362	30	2,392
% of Total Number of valid votes cast	0.00	0.07	0.00

(iii) Invalid Votes - NIL



d) **RESOLUTION 4:**

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

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	505	6	511
Number of votes cast by them	34,17,59,571	45,802	34,18,05,373
% of Total Number of valid votes cast	99.76	99.93	99.76

(ii) Voted against the resolution

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	23	1	24
Number of votes cast by them	8,21,137	30	8,21,167
% of Total Number of valid votes cast	0.24	0.07	0.24

(iii) Invalid Votes - NIL



8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V Sreedharan & Associates



(V. Sreedharan)
Partner
FCS 2347; CP No. 833



Bengaluru
July 23, 2021

UDIN: F002347C000676482