



Ref: Syn/CS/SE/AGM/2024-25/Jul/11

**Syngene International Limited**

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July 24, 2024

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
<b>Scrip Code: 539268</b>	<b>Scrip Symbol: SYNGENE</b>

Dear Sir/Madam,

**Subject: Proceedings of the 31<sup>st</sup> Annual General Meeting**

With reference to the above-mentioned subject, we hereby enclose the proceedings of the 31<sup>st</sup> Annual General Meeting (“AGM”) held on Wednesday, July 24, 2024 at 03:30 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

Kindly take this intimation on record.

Thanking You,

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**

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Priyadarshini Mahapatra

**Head Legal, Company Secretary & Compliance Officer**

**Enclosed: Summary of Proceedings of the 31<sup>st</sup> AGM**



**PROCEEDINGS OF THE THIRTY-FIRST ANNUAL GENERAL MEETING (“AGM”) OF SYNGENE INTERNATIONAL LIMITED HELD ON WEDNESDAY, JULY 24, 2024 AT 3:30 PM (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)**

**MEMBERS PRESENT**

51 Members were present at the meeting.

**DIRECTORS & KEY MANAGERIAL PERSONNEL 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)
Ms. Vinita Bali	Lead Independent Director (Chairperson-Nomination and Remuneration Committee)
Dr. Kush M Parmar	Independent Director
Ms. Sharmila Abhay Karve	Independent Director (Chairperson - Audit Committee and Chairperson - Stakeholders Relationship and ESG Committee)
Dr. Vijay Kuchroo	Independent Director (Chairman -Science & Technology Committee)
Mr. Nilanjan Roy	Independent Director (Chairman- Risk Management Committee)
Ms. Manja Boerman	Independent Director
Mr. Sibaji Biswas	Executive Director & Chief Financial Officer
Ms. Priyadarshini Mahapatra	Company Secretary and Compliance Officer

**BY INVITATION:**

Mr. G Prakash	Partner, B S R & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. V Sreedharan	Senior Partner, V Sreedharan & Associates, Company Secretaries, Secretarial Auditors
Ms. Pradeep Kulkarni	Scrutinizer for e-voting, Practicing Company Secretary

The meeting commenced at 3:30 PM (IST) and concluded at 4:46 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 location through video conference.

Ms. Kiran Mazumdar Shaw welcomed all the members, Directors and other invitees present at 31<sup>st</sup> AGM of the Company. After ascertaining the presence of the requisite quorum through video conferencing, the Chairperson called the meeting to order and commenced the proceedings of the meeting.

She informed the members that there were five resolutions proposed for approval at the meeting.

The members were informed that the Scrutinizer's Report along with the consolidated report of voting will be submitted to the Stock Exchanges within two working days of the conclusion of the meeting and will also be available on the websites of the Company and Kfin Technologies Limited in the format prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations).

The Company Secretary informed the members that in compliance with the provisions of the Companies Act, 2013 and the SEBI Listing Regulations, the Company had provided remote e-voting facility to all the members as on the cut-off date of July 17, 2024, to cast their vote on all resolutions as set forth in the AGM notice from July 19, 2024 (9:00 am) (IST) to July 23, 2024 (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 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 31<sup>st</sup> AGM and Auditors' Report for the financial year ended March 31, 2024 were taken as read.

After the conclusion of the Chairperson's speech, the Managing Director & CEO briefed the members on the operational and financial performance of the Company for the financial year ended March 31, 2024.

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 Financial Statements:
  - a) To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
  - b) To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the report of the Auditors thereon.
2. To declare a final dividend of Rs. 1.25 per equity share for the financial year ended March 31, 2024.
3. To approve the appointment of Ms. Kiran Mazumdar Shaw (DIN: 00347229) as director liable to retire by rotation.

#### **SPECIAL BUSINESS:**

4. To approve the re-appointment of Dr. Kush Parmar (DIN: 09212020) as an Independent Director of the Company.
5. To approve the appointment of Ms. Manja Boerman (DIN: 10655368) as an Independent Director of the Company.

After all the agenda items were duly taken up, the Chairperson informed the members that the e-voting facility was available for 15 minutes from the conclusion of the AGM. The Chairperson concluded the meeting with a vote of thanks to the members and Directors.