



Ref: Syn/CS/SE/PB/2021-22/Feb/07

Syngene International Limited

Biocon SEZ, Biocon Park, Plot No. 2
& 3, Bommasandra Industrial Area,
IV Phase, Jigani Link Road, Bengaluru
560 099, Karnataka, India

T +91 80 6891 8000

F +91 80 6891 8808

CIN: L85110KA1993PLC014937

www.syngeneintl.com

February 28, 2022

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

Subject: Voting results and Scrutinizer Report on Postal Ballot

Dear Sir/Madam,

This is with reference to our Postal Ballot Notice dated January 28, 2022, seeking approval of the shareholders by way of Postal Ballot (through voting by electronic means) on the following resolution:

1. To approve increase in the limit of managerial remuneration payable to Mr. Jonathan Hunt in excess of prescribed limit from 5% to 14% of the net profits of the company and consequent increase in the overall managerial remuneration payable to all directors from 11% to 15%.

The voting on Postal Ballot concluded at 17:00 PM on February, 27, 2022 and the Scrutinizer has submitted his report on the Postal Ballot (through voting by electronic means) on February 28, 2022.

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that said resolution has been passed with the requisite majority. The details of vote cast by shareholders is enclosed as **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, the Scrutinizer's Report on the Postal Ballot is enclosed as **Annexure B**.

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 Registrar and Share Transfer Agents, at <https://evoting.karvy.com/>.

Request to kindly take this intimation on record.

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/Postal Ballot	28/02/2022							
Total number of shareholders on record date	138180							
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:	NA							
Public:	NA							
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:	NA							
Public:	NA							
Resolution required: (Ordinary/ Special)	SPECIAL – TO APPROVE INCREASE IN THE LIMIT OF MANAGERIAL REMUNERATION PAYABLE TO MR. JONATHAN HUNT IN EXCESS OF PRESCRIBED LIMIT FROM 5% TO 14% OF THE NET PROFITS OF THE COMPANY AND CONSEQUENT INCREASE IN THE OVERALL MANAGERIAL REMUNERATION PAYABLE TO ALL DIRECTORS FROM 11% TO 15%.							
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
Promoter and Promoter Group	E-Voting	338079798	328721281	97.2319	326865626	1855655	99.4355	0.5645
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	16606480	14903160	89.7430	9758509	5144651	65.4795	34.5205
	Poll		0	0.0000	00	0	0.0000	0.0000

Annexure-A

	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting		684024	1.4835	561671	122353	82.1128	17.8872
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	46110222	0	0.0000	00	0	0.0000	0.0000
	Total	400796500	344308465	85.9061	337185806	7122659	97.9313	2.0687

Yours faithfully,
 For **SYNGENE INTERNATIONAL LIMITED**

Priyadarshini Mahapatra
 Company Secretary and Compliance Officer



SCRUTINIZER'S REPORT

February 28, 2022

The Chairperson

Syngene International Limited

Regd. Office: Biocon Park, Biocon SEZ,

Plot No. 2 & 3, Bommasandra Industrial Area,

IV Phase, Jigani Link Road, Bengaluru - 560099

Madam,

1. The Board of Directors of the Company at its meeting held on January 19, 2022 appointed me as a Scrutinizer for scrutinizing the postal ballot voting including e voting process.
2. I submit my report as under:

As per General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 08, 2021 in relation to "Clarification on passing of ordinary and special resolutions by Companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars") and due to difficulty in dispatch of Postal Ballot notice, Postal Ballot form / self-addressed envelope etc., by post or courier, on account of threat posed by COVID-19 pandemic situation, the Company has sent the Postal Ballot Notice dated January 19, 2022 on 28.01.2022 by email only to the members whose email ids were available with the Company / RTA.



The notice of postal ballot was sent to the members whose name(s) appeared on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on cut-off date i.e. Friday, January 21, 2022.


- 2.1 Particulars of votes cast through electronic means only have been entered in the register separately maintained for the purpose.
- 2.2 Since there was no voting by physical postal ballot form, the question of keeping them under my safe custody before commencing the scrutiny does not arise.
- 2.3 The votes cast through electronic means were unblocked on February 27, 2022 at 5.05 P.M.
- 2.4 Votes cast through electronic means were scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company / list of beneficiaries as on Friday, January 21, 2022.
- 2.5 Votes cast through electronic means up to 5.00 PM of February 27, 2022 being the last time and date fixed by the Company for voting through electronic means were considered for my scrutiny.
- 2.6 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- 2.7 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.



2.8 Since the voting on Postal Ballot process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise.

3. A summary of votes cast through electronic means is given in Annexure I.
4. I have emailed all the e-registers and records relating to e-voting for the safe custody to the Company Secretary.
5. You may accordingly declare the result of e-voting done by the members of the Company on the resolution mentioned in the Postal Ballot Notice dated January 19, 2022.

For V SREEDHARAN & ASSOCIATES


(Devika Sathyanarayana)

Partner

FCS: 11323; CP No.17024

Place: Bengaluru

Date: February 28, 2022

UDIN: F011323C002734923



Annexure I

Syngene International Limited

Regd. Office: Biocon Park, Biocon SEZ, Plot No. 2 & 3, Bommasandra Industrial Area, IV Phase,
Jigani Link Road, Bengaluru - 560099

Summary of votes cast through electronic means
for the resolutions mentioned in the Postal Ballot Notice dated January 19, 2022

1. TO APPROVE INCREASE IN THE LIMIT OF MANAGERIAL REMUNERATION PAYABLE TO MR. JONATHAN HUNT IN EXCESS OF PRESCRIBED LIMIT FROM 5% TO 14% OF THE NET PROFITS OF THE COMPANY AND CONSEQUENT INCREASE IN THE OVERALL MANAGERIAL REMUNERATION PAYABLE TO ALL DIRECTORS FROM 11% TO 15%. - Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. 21/01/2022) (40,07,96,500 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast (Equity Shares of Re. 10/- each)	
(a) Total e-votes received	780	34,49,41,825	86.06
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	17	6,33,360	0.16
(c) Net valid e-votes (as per register)	*763	34,43,08,465	85.90
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	460	33,71,85,806	97.93
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	304	71,22,659	2.07

*The total of members as appearing in rows (d) and (e) under the column bearing heading :- "No. of members voted through e-voting system" is not matching to the number as appearing in row (c) under the above said column because 1 member has cast his vote both in favour and against for the resolution above.

