



Ref: Syn/CS/SE/AGM/2022-23/July/11

**Syngene International Limited**

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July 21, 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
<b>Scrip Code: 539268</b>	<b>Scrip Symbol: SYNGENE</b>

Dear Sir/Madam,

**Subject: Proceedings of 29<sup>th</sup> Annual General Meeting**

With reference to the above-mentioned subject, we hereby enclose the proceedings of the 29<sup>th</sup> Annual General Meeting (“AGM”) held on Wednesday, July 20, 2022 at 03:30 p.m. through video conferencing.

Kindly take this intimation on record.

Thanking You,

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**

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Priyadarshini Mahapatra

**Company Secretary and Compliance Officer**

**Enclosed: Summary of Proceedings of 29<sup>th</sup> AGM**



**PROCEEDINGS OF THE TWENTY NINTH ANNUAL GENERAL MEETING (“AGM”) OF SYNGENE INTERNATIONAL LIMITED HELD ON WEDNESDAY, JULY 20, 2022 AT 3:30 PM (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)**

**MEMBERS PRESENT**

42 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)
Ms. Vinita Bali	Lead Independent Director (Chairperson-Nomination and Remuneration Committee)
Dr. Carl Decicco	Non-Executive 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 and ESG Committee)
Dr. Vijay Kuchroo	Independent Director (Chairman -Science & Technology Committee)

**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
Mr. V Sreedharan	Senior Partner, V Sreedharan & Associates, Company Secretaries, Secretarial Auditors
Ms. Devika Satyanarayana	Scrutinizer for e- voting, Practicing Company Secretary

The meeting commenced at 3:30 PM (IST) and concluded at 4.44 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.

Ms. Kiran Mazumdar Shaw welcomed all the members, Directors and other invitees present at 29<sup>th</sup> 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 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 48 hours of 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.

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 13, 2022, to cast their vote on all resolutions as set forth in the AGM notice from July 15, 2022 (9:00 am) (IST) to July 19, 2022 (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 29<sup>th</sup> AGM and Auditors' Report for the financial year ended March 31, 2022 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, 2022.

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 31<sup>st</sup> March, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
2. To declare a final dividend of Re. 1.00 per equity share (Re.0.50 regular dividend and Re. 0.50 additional special dividend) for the Financial Year ended March 31, 2022.
3. To appoint a Director in place of Kiran Mazumdar Shaw (DIN: 00347229), Non-Executive Chairperson, who retires by rotation and being eligible, offers herself for re-appointment.

#### **SPECIAL BUSINESS:**

4. To re-appoint Sharmila Abhay Karve (DIN: 05018751) as an Independent Director of the Company for the second term of five years.
5. To approve amendments to the Syngene Restricted Stock Unit Long Term Incentive Plan FY2020.

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.