



Ref: Syn/CS/SE/PB/2025-26/Jun/21

Syngene International Limited

Biocon SEZ, Biocon Park, Plot No. 2 & 3,
Bommasandra Industrial Area, IV Phase,
Jigani Link Road, Bengaluru 560099,
Karnataka, India.

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CIN: L85110KA1993PLC014937

www.syngeneintl.com

June 30, 2025

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: Voting Results and Scrutinizer Report on Postal Ballot

This is with reference to our Postal Ballot Notice dated April 23, 2025, seeking approval of the shareholders by way of Postal Ballot (through voting by electronic means) on the following resolutions:

1. To approve the appointment of Mr. Peter Bains (DIN: 00430937) as Managing Director and Chief Executive Officer of the Company and payment of Managerial Remuneration to an amount not exceeding 7% of the net profits of the Company. (Special resolution).
2. To approve the appointment of Dr. Sanjaya Singh (DIN: 11122562) as an Independent Director of the Company (Special resolution).
3. To approve the appointment of Mr. Suresh Narayanan (DIN: 07246738) as an Independent Director of the Company (Special resolution).
4. To approve amendments including increasing the share pool of Performance Share Units under Syngene Long Term Incentive Performance Share Plan 2023 (Special resolution).
5. To approve extending the benefits of the 'Syngene Long Term Incentive Performance Share Plan 2023', as amended, to the employees of holding company, subsidiary(ies) including future subsidiary(ies) (Special resolution).

Pursuant to regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that said resolutions have been passed with the requisite majority. The details of the shareholder's votes are enclosed as **Annexure A**.

As required under Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report on the Postal Ballot is enclosed as **Annexure B**.

Syngene

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 Limited, our Register and Share Transfer Agents, at <https://evoting.kfintech.com>

Request to kindly take this intimation on record.

Thanking You,

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**

Chethan Yogesh

Head - Company Secretarial

Encl.: Voting results and Scrutinizer's Report

ANNEXURE-A

Company Name	SYNGENE INTERNATIONAL LIMITED
Type of Meeting	Postal Ballot
Last day of receipt of postal Ballot forms	28-06-2025
Record date	23-05-2025
Total number of shareholders on record date	144462
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	Special							
Description of the resolution considered	To approve the appointment of Mr. Peter Bains (DIN: 00430937) as Managing Director and Chief Executive Officer of the Company and payment of Managerial Remuneration to an amount not exceeding 7% of the net profits 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
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	162847509	151804038	93.2185	142226655	9577383	93.6909	6.309
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		162847509	151804038	93.2185	142226655	9577383	93.6909	6.309
Public- Non Institutions	E-Voting	27808214	685534	2.4652	667417	18117	97.3572	2.6427
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		27808214	685534	2.4652	667417	18117	97.3572	2.6427
Total		402939420	363675180	90.2555	354079680	9595500	97.3615	2.6385

Resolution No.	2							
Resolution required: (Ordinary/ Special)	Special							
Description of the resolution considered	To approve the appointment of Dr. Sanjaya Singh (DIN: 11122562) 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
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	162847509	151804038	93.2185	151804038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		162847509	151804038	93.2185	151804038	0	100.0000	0.0000
Public- Non Institutions	E-Voting	27808214	688911	2.4774	671732	17179	97.5064	2.4936
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		27808214	688911	2.4774	671732	17179	97.5064	2.4936
Total		402939420	363678557	90.2564	363661378	17179	99.9953	0.0047

Resolution No.	3							
Resolution required: (Ordinary/ Special)	Special							
Description of the resolution considered	To approve the appointment of Mr. Suresh Narayanan (DIN: 07246738) 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
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	162847509	151804038	93.2185	151804038	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		162847509	151804038	93.2185	151804038	0	100.0000	0.0000
Public- Non Institutions	E-Voting	27808214	688918	2.4774	671888	17030	97.528	2.472
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		27808214	688918	2.4774	671888	17030	97.528	2.472
Total		402939420	363678564	90.2564	363661534	17030	99.9953	0.0047

Resolution No.	4							
Resolution required: (Ordinary/ Special)	Special							
Description of the resolution considered	To approve amendments including increasing the share pool of Performance Share Units under Syngene Long Term Incentive Performance Share Plan 2023.							
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	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	162847509	151804038	93.2185	81570089	70233949	53.7338	46.2662
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		162847509	151804038	93.2185	81570089	70233949	53.7338	46.2662
Public- Non Institutions	E-Voting	27808214	688550	2.4761	662362	26188	96.1966	3.8034
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		27808214	688550	2.4761	662362	26188	96.1966	3.8034
Total		402939420	363678196	90.2563	293418059	70260137	80.6807	19.3193

Resolution No.	5							
Resolution required: (Ordinary/ Special)	Special							
Description of the resolution considered	To approve extending the benefits of the 'Syngene Long Term Incentive Performance Share Plan 2023', as amended, to the employees of holding company, subsidiary(ies) including future subsidiary(ies).							
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	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	162847509	151804038	93.2185	81560928	70243110	53.7278	46.2722
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		162847509	151804038	93.2185	81560928	70243110	53.7278	46.2722
Public- Non Institutions	E-Voting	27808214	687375	2.4718	660732	26643	96.1239	3.8761
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
Total		27808214	687375	2.4718	660732	26643	96.1239	3.8761
Total		402939420	363677021	90.256	293407268	70269753	80.678	19.322



SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Syngene International Limited
Biocon SEZ, Biocon Park, Plot.No.2 & 3,
Bommasandra Indst. Area IV Phase, Jigani Link Road,
Bengaluru- 560099, Karnataka.

Sir/ Madam,

1. The Board of Directors of the Company vide resolution passed on April 23, 2025, appointed me as a Scrutinizer for scrutinizing the postal ballot through remote e-voting process.

2. I submit my report as under:

As per General Circular Nos. 14/2020 dated April 8, 2020, 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, 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 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"), 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"), the Company has sent the Postal Ballot Notice dated April 23, 2025 along with the explanatory statement on May 29, 2025 by electronic mode only to those members whose email addresses are available with the Company / Registrar and Share Transfer Agent (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, May 23, 2025.

- 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 Saturday, June 28, 2025, at 05.01.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, May 23, 2025.
- 2.5 Votes cast through electronic means up to 5.00 PM of June 28, 2025, 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 Chief Financial officer of the Company.
5. You may accordingly declare the result of e-voting done by the members of the Company on the resolutions mentioned in the Postal Ballot Notice dated April 23, 2025.

Thanking you,

For V SREEDHARAN & ASSOCIATES

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(Pradeep B Kulkarni)

Partner

FCS: 7260; CP No. 7865

**Address: Plot No. 293, #201, 2nd Floor, 10th Main Road
3rd Block, Jayanagar, Bengaluru-560011**

Place: Bengaluru

Date: June 30, 2025

UDIN: F007260G000681890

Peer Review Certificate No. 5543/2024

Annexure I

Syngene International Limited

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

Summary of votes cast through electronic means for the resolution mentioned in the Postal Ballot Notice dated April 23, 2025.

ITEM NO. 1 - To approve the appointment of Mr. Peter Bains (DIN: 00430937) as Managing Director and Chief Executive Officer of the Company and payment of Managerial Remuneration to an amount not exceeding 7% of the net profits of the Company.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. May 23, 2025, 40,29,39,420 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system	
(a) Total e-votes received.	925	36,47,79,753	90.529
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	20	11,04,573	0.274
(c) Net valid e-votes (as per register) *	905	36,36,75,180	90.255
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	826	35,40,79,680	97.361
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	79	95,95,500	2.639

ITEM NO. 2 - To approve the appointment of Dr. Sanjaya Singh (DIN:11122562) as an Independent Director of the company.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. May 23, 2025, 40,29,39,420 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system	
(a) Total e-votes received.	925	36,47,79,753	90.529
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	15	11,01,196	0.273
(c) Net valid e-votes (as per register) *	910	36,36,78,557	90.256
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	881	36,36,61,378	99.995
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	30	17,179	0.005

*The total of row (d) and (e) for the column, No. of members voted through e-voting system is not equal to the row (c) for said column, as 1 member have voted both in favour and against the resolution.

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ITEM NO. 3 - Approve the appointment of Mr. Suresh Narayanan (DIN: 07246738) as an Independent Director of the company.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. May 23, 2025, 40,29,39,420 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system	
(a) Total e-votes received.	925	36,47,79,753	90.529
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	14	11,01,189	0.273
(c) Net valid e-votes (as per register) *	911	36,36,78,564	90.256
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	884	36,36,61,534	99.995
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	28	17,030	0.005

*The total of row (d) and (e) for the column, No. of members voted through e-voting system is not equal to the row (c) for said column, as 1 member have voted both in favour and against the resolution.

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ITEM NO. 4 - To approve amendments including increasing the share pool of Performance Share Units under Syngene Long Term Incentive Performance Share Plan 2023.

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. May 23, 2025, 40,29,39,420 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system	
(a) Total e-votes received.	925	36,47,79,753	90.529
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	16	11,01,557	0.273
(c) Net valid e-votes (as per register) *	909	36,36,78,196	90.256
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	647	29,34,18,059	80.681
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	269	7,02,60,137	19.319

*The total of row (d) and (e) for the column, No. of members voted through e-voting system is not equal to the row (c) for said column, as 7 members have voted both in favour and against the resolution.

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ITEM NO. 5 - To approve extending the benefits of the 'Syngene Long Term Incentive Performance Share Plan 2023', as amended, to the employees of holding company, subsidiary(ies) including future subsidiary(ies).

Special Resolution

Particulars	E-Voting		% of total paid-up equity capital as on cut-off date (i.e. May 23, 2025, 40,29,39,420 Equity Shares)
	No. of members voted through e-voting system	No. of votes cast through e-voting system	
(a) Total e-votes received.	925	36,47,79,753	90.529
(b) Less: Invalid e-votes (as per register) (No. of Shares including cases where less votes cast and abstained from voting)	20	11,02,732	0.273
(c) Net valid e-votes (as per register) *	905	36,36,77,021	90.256
(d) e-votes with assent for the Resolution as a percentage of net valid e-votes	643	29,34,07,268	80.678
(e) e-votes with dissent for the Resolution as a percentage of net valid e-votes	270	7,02,69,753	19.322

*The total of row (d) and (e) for the column, No. of members voted through e-voting system is not equal to the row (c) for said column, as 7 members have voted both in favour and against the resolution.

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