

Syngene International Limited

Biocon Park SEZ, Bommasandra IV Phase,
Jigani Link Road, Bangalore 560 099,
India.

T +91 80 2808 2808

F +91 80 4014 3150 / 2852 3423

CIN No. L85110KA1993PLC014937

www.syngeneintl.com

July 25, 2019

To, The Manager Listing Bombay Stock Exchange Limited Corporate Relationship Department Dalal Street, Mumbai – 400 001 Scrip Code: 539268	To, The Manager Listing National Stock Exchange of India Limited Corporate Communication Department Bandra (EAST), Mumbai – 400 051 Scrip Symbol: SYNGENE
---	---

Dear Sir/Madam,

Subject: Proceedings of 26th Annual General Meeting

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 26th Annual General Meeting of the Company was held on Wednesday, July 24, 2019 at 4:30 P.M. at Tyler Jacks Auditorium, Biocon Park, Biocon SEZ, Bommasandra Industrial Area, Jigani Link Road, Bengaluru-560 099, Karnataka.

In this regard, please find enclosed the summary of proceedings of 26th Annual General Meeting.

Report of Scrutinizer and Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be disseminated separately.

Kindly take this intimation on record.

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**



Priyadarshini Mahapatra

Company Secretary & Compliance Officer



Enclosed: Summary of Proceedings of 26th AGM

PROCEEDINGS OF THE TWENTY SIXTH ANNUAL GENERAL MEETING (AGM) OF SYNGENE INTERNATIONAL LIMITED HELD ON WEDNESDAY, JULY 24, 2019 AT 4:30 PM AT THE TYLER JACKS AUDITORIUM, BIOCON PARK, BIOCON SEZ, PLOT NO. 2 & 3, BOMMASANDRA INDUSTRIAL AREA, PHASE VI, JIGANI LINK ROAD, BENGALURU-560 099, KARNATAKA, INDIA.

MEMBERS PRESENT

83 Members were present at the meeting, including 1 Proxy.

DIRECTORS PRESENT:

Dr. Kiran Mazumdar Shaw	: Chairperson and Managing Director
Mr. Jonathan Hunt	: Whole-time Director and CEO
Mr. John Shaw	: Non-Executive Director
Prof. Catherine Rosenberg	: Non-Executive Director
Mr. Paul Blackburn	: Independent Director (Chairman-Audit Committee & Risk Management Committee)
Mr. Suresh Talwar	: Independent Director (Chairman-Stakeholders' Relationship Committee)
Mr. Vijay Kuchroo	: Independent Director
Mr. Russell Walls	: Independent Director
Mr. Bala S Manian	: Independent Director (Chairman-Nomination & Remuneration Committee and Corporate Social Responsibility Committee)
Ms. Vinita Bali	: Independent Director

KEY MANAGERIAL PERSONNEL:

Mr. M B Chinappa	: Chief Financial Officer
Ms. Priyadarshini Mahapatra	: Company Secretary

BY INVITATION:

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

The meeting commenced at 4:30 PM (IST) and concluded at 5:30 PM (IST).

At the commencement of the meeting members were briefed on safety procedure in case of any exigency.

Dr. Kiran Mazumdar Shaw welcomed all the members, Directors and other dignitaries present at 26th AGM of the Company. After ascertaining the presence of the requisite quorum, Chairperson called the meeting to order and commenced the proceedings of the meeting. She also informed the members that the requisite statutory registers and documents were open for inspection.

She informed the members that there were seven resolutions proposed for approval at the meeting. The poll on these resolutions were concluded at the end of the meeting.

The members were informed that Mr. V Sreedharan, Practicing Company Secretary, was appointed as the Scrutinizer for conducting the e-voting process and poll process in fair and transparent manner. 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 Karvy Fintech Private Limited in the format prescribed under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company Secretary informed the members that pursuant the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided remote e-voting facility to all the members as on the cut-off date of July 17, 2019, to cast their vote on all resolutions as set forth in the AGM notice from July 19, 2019 (9:00 am) to July 23, 2019 (5:00 pm). Further, members and proxyholders, who were attending the meeting in person and 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 Karvy Fintech Private Limited.

With the consent of the members present, the notice convening the 26th AGM, Directors' Report of the Company and Auditors' Report for the financial year ended March 31, 2019 were taken as read.

After the conclusion of the Chairperson's speech, the Management presented before the members operational and financial performance of the Company for the financial year ended March 31, 2019.

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. Consider and adopt the audited standalone and consolidated financial statements for the year ended March 31, 2019, the Board's Report and Auditor's Report thereon.
2. Declare Final Dividend of ₹0.50 per equity share for the year ended March 31, 2019.
3. Approve the appointment of Prof. Catherine Rosenberg, who retires by rotation and being eligible, offers herself for re-appointment.

Special Business:

4. Re-appoint Paul Blackburn (DIN: 06958360) as an Independent Director of the Company.
5. Approval of Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020 and grant of Restricted Stock Units to eligible employees of the Company.
6. Approval for the grant of Restricted Stock Units to the employees of present and future subsidiary company (ies) under Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020.
7. Approval of the provision of money by the Company for purchase of its own shares by the Syngene Employees Welfare Trust for the benefit of employees under Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020.

After all the agenda items were duly taken up, the meeting concluded with a vote of thanks to the Chair and the members.