

# SCIENCE AND TECHNOLOGY COMMITTEE CHARTER OF SYNGENE INTERNATIONAL LIMITED

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## SCOPE OF THE COMMITTEE

The Science and Technology Committee was formed by the Board at their meeting held on July 20, 2021. The scope of the Committee is as follows:

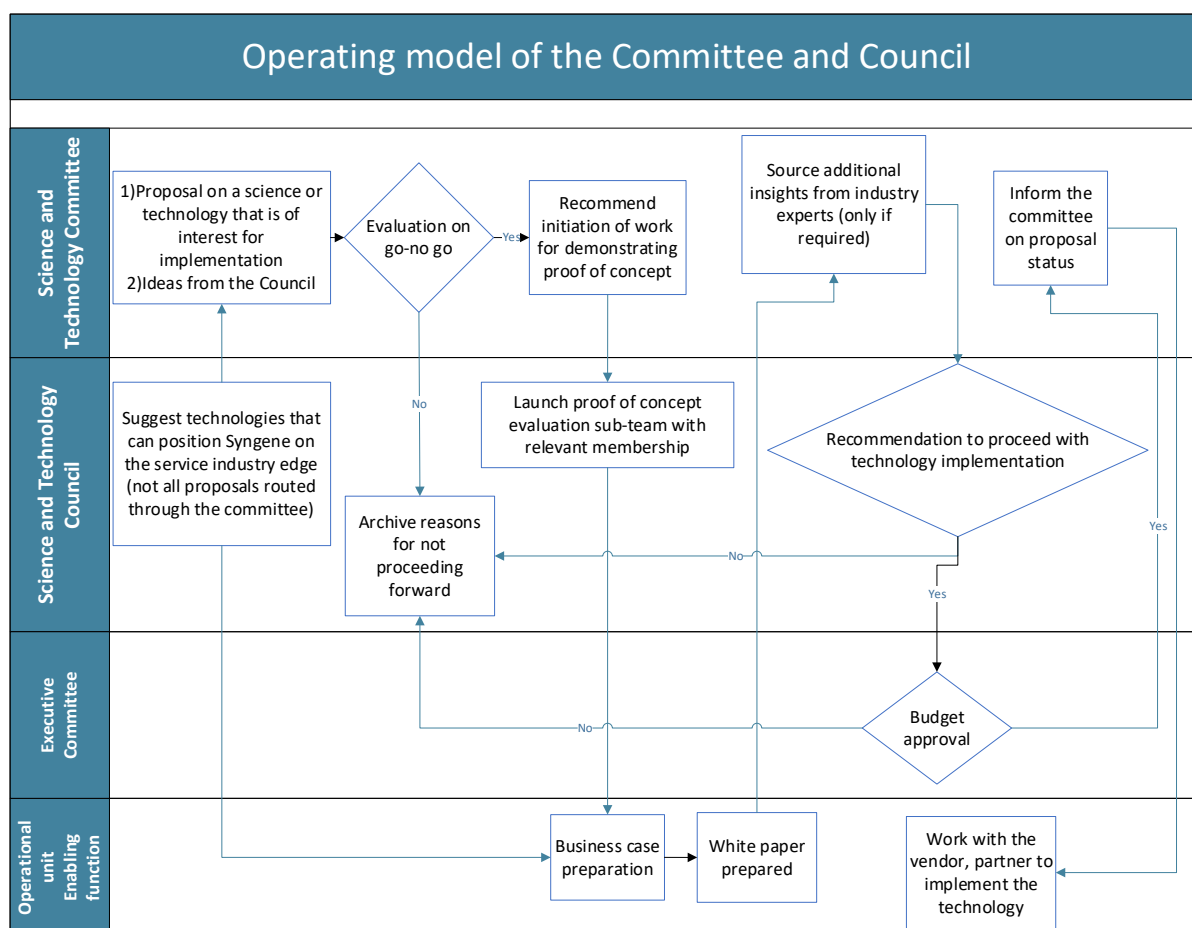
- Provide strategic direction to the company on the identification and evaluation of science and technology in line with client requirements and industry trends
- Position Syngene on the leading edge of the service industry on science and technology to meet the emerging needs of clients
- Provide assurance to the Board about the quality, competitiveness and integrity of the Company's scientific activities
- Provide guidance and direction on scientific areas and technological improvements that are relevant in improving Syngene's offerings in line with market requirements

## CONSTITUTION, MEMBERSHIP AND COMPOSITION

The Science and Technology Committee of Syngene is appointed by the Board of Directors. The Committee shall consist of a minimum of three Directors, including one Independent Director. The Chairperson of the Committee will be an Independent Director.

- **Chairperson** - In case the Chairperson is not available for a meeting, the members present may elect one among them to be the Chairperson of the meeting.
- **Permanent Invitee** - Chief operating officer of Syngene
- **Invitees** - In addition to the members of the Committee, any other director/person may be invited to the meeting for bringing special knowledge, etc. into the discussion

The Science and technology council consists of key scientific leaders at Syngene and is chaired by the Chief Operating Officer of Syngene. The Science and Technology Council will play the role of assessing and suggesting technologies in the context of Syngene's business model and determine feasibilities and priorities for implementation. The Science and Technology Council will work with the Science and Technology Committee



## ROLE AND RESPONSIBILITIES

The role and responsibilities of the Committee shall inter-alia include:

- Identifying emerging areas of science and technology to be assessed by Syngene. Identifying the growing trends in the industry and make suggestions/recommendations for their evaluation and implementation
- Ensure clarity of direction and a structured approach to assessing new areas of science and technology, to be on the leading edge of science and technology in the service industry to meet the emerging needs of clients
- Review, from time to time, important bioethical issues faced by the Company and assist in the formulation of appropriate policies in relation to such issues
- Consider, from time to time, future trends in medical science and technology, and review and assess any matters arising when the Company is considering entry into new areas of science or medicine
- To bring together multiple external perspectives (Self, Clients, Vendors, Academia) and assure that Syngene makes well informed choices in the investment of resources

across divisions in Discovery, Development, Manufacturing services and Dedicated centres

- To enable Syngene in adapting to new profitable, beneficial science and technology implementation decision in a timely manner
- Monitor and review progress of recommended technologies and speak on Syngene advances in these technologies during personal interactions
- Development of scientific manpower at the appropriate or required level within Syngene
- Building Scientific Network

## PROCEDURE AND PROCESS

- The Science and Technology Committee will identify, and suggest new areas of science and technology
- The Committee will evaluate the technologies suggested by the Council
- For the technologies that are routed to the Committee for evaluation a go-no-go recommendation will be provided by the Committee
- Recommendation for proof-of-concept work will be given by the Committee in case of a decision to proceed
- The business case and white paper evaluation will also be taken up by the Council through sub-team participation if required
- Syngene Executive Committee (EC) will approve the business case and release of budget for implementation
- The Science and Technology committee will review the progress and implementation
- The Operating unit/Enabling function will work towards implementation of the Science or Technology

## GOVERNANCE

- **Time and frequency of meetings** – The Committee shall meet at least twice in a year or as frequently when the need arises to discharge its roles and responsibilities. Members who are not physically present may attend through audio-video / teleconference.
- **Quorum for meetings** - Two members or one-third of the members present including those who attend via video conference shall constitute quorum.
- **Sitting fees** – The members of the Committee may be eligible for sitting fees, if any, approved by the Board from time to time.
- **Onward Reporting** – The Minutes of each meeting of the Committee shall be circulated within 15 days from the date of each meeting or as per prevailing applicable law or secretarial standards to all Committee members for their comments and be placed before the Board in the subsequent meeting.

## VERSION HISTORY

- Science and Technology Committee was constituted on July 20, 2021, by the Board of Directors.
- First charter was approved on January 18, 2022.