

**CORPORATE GOVERNANCE REPORT
FOR THE QUARTER ENDED JUNE 30, 2022**

General information about company	
Scrip code	539268
NSE Symbol	SYNGENE
MSEI Symbol	NOTLISTED
ISIN	INE398R01022
Name of the entity	Syngene International Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	30-06-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

CORPORATE GOVERNANCE REPORT
ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Syngene International Limited**
2. Quarter ending - **30-Jun-2022**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Appointment	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company
Mrs.	KIRAN MAZUMDAR SHAW	00347229	C & NED		01-Apr-2020				23-Mar-1953	NA		5	2	1	1	
Mr.	JONATHAN HUNT	07774619	ED	CEO-MD	01-Apr-2020				05-Feb-1969	NA		1	0	1	0	SC,RC
Mrs.	CATHERINE ROSENBERG	06422834	NED		08-Aug-2000				23-May-1961	NA		1	0	1	0	SC,NRC
Mr.	CARL DECCICO	08576667	NED		01-Mar-2022				07-Oct-1960	NA		1	0	0	0	RMC
Mr.	PAUL BLACKBURN	06958360	ID		11-Sep-2014	24-Jul-2019		94	03-Oct-1954	NA		1	1	2	1	AC,SC,RC
Mr.	VIJAY KUCHROO	07071727	ID		01-Mar-2017	01-Mar-2017		64	05-Jun-1955	NA		2	2	0	0	NRC
Mrs.	VINITA BALI	00032940	ID		31-Jul-2017	31-Jul-2017		60	11-Nov-1955	NA		2	2	2	0	AC,NRC
Mrs.	SHARMILA ABHAY KARVE	05018751	ID		01-Aug-2019	01-Aug-2019		35	08-Apr-1965	NA		4	4	8	4	AC,SC,NRC

Ms.	KUSH M PARMAR	09212020	ID		22-Jun-2021	22-Jun-2021		13	19-Sep-1980	NA		1	1	0	0	RMC
-----	---------------	----------	----	--	-------------	-------------	--	----	-------------	----	--	---	---	---	---	-----

Company Remarks	1. Mr. Carl Deccico is a Foreign National and does not have a PAN Card. 2. Dr. Kush Parmar is a Foreign National and does not have a PAN Card. 3. Mr. Carl Deccico was appointed as an Independent Director w.e.f. 1st October, 2019 and he ceased to be an Independent Director w.e.f. 28th February, 2022. Mr. Carl was appointed as a Non-Executive Non-Independent Director w.e.f. 1st March, 2022.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PAUL BLACKBURN	ID	Chairperson	23-Jul-2014	
2	SHARMILA ABHAY KARVE	ID	Member	01-Aug-2019	
3	VINITA BALI	ID	Member	24-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SHARMILA ABHAY KARVE	ID	Chairperson	01-Aug-2019	
2	PAUL BLACKBURN	ID	Member	23-Jul-2014	
3	JONATHAN HUNT	ED	Member	23-Jul-2014	
4	CATHERINE ROSENBERG	NED	Member	01-Mar-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PAUL BLACKBURN	ID	Chairperson	22-Jan-2019	
2	CARL DECCICO	NED	Member	20-Jul-2021	
3	JONATHAN HUNT	ED	Member	24-Jul-2019	

Syngene International Limited

4	KUSH M PARMAR	ID	Member	20-Jul-2021	
---	---------------	----	--------	-------------	--

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	VINITA BALI	ID	Chairperson	16-Jul-2020	
2	VIJAY KUCHROO	ID	Member	01-Mar-2017	
3	CATHERINE ROSENBERG	NED	Member	09-Oct-2015	
4	SHARMILA ABHAY KARVE	ID	Member	20-Jul-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
19-Jan-2022	27-Apr-2022	Yes	9	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	97

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	18-Jan-2022		Yes	3	3
Audit Committee	17-Feb-2022		Yes	3	3
Audit Committee		26-Apr-2022	Yes	3	3
Nomination & Remuneration Committee	19-Jan-2022		Yes	4	3
Nomination & Remuneration Committee		26-Apr-2022	Yes	4	3
Nomination & Remuneration Committee		07-May-2022	Yes	3	2

Syngene International Limited

Nomination & Remuneration Committee		24-May-2022	Yes	3	2
Stakeholders Relationship Committee	17-Jan-2022		Yes	3	2
Stakeholders Relationship Committee		25-Apr-2022	Yes	4	2
Risk Management Committee	10-Jan-2022		Yes	5	3
Risk Management Committee		19-Apr-2022	Yes	4	2
Science And Technology Committee	18-Jan-2022		Yes	5	3
Science And Technology Committee		26-Apr-2022	Yes	5	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	67

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

vi. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**

Syngene International Limited

5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Priyadarshini Mahapatra
Designation : Company Secretary & Compliance Officer
Place : Bengaluru
Date : July 11, 2022