



Ref: Syn/CS/SE/AGM/2023-24/Jul/12

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July 26, 2023

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: Proceedings of 30th Annual General Meeting

With reference to the above-mentioned subject, we hereby enclose the proceedings of the 30th Annual General Meeting (“AGM”) held on Wednesday, July 26, 2023 at 03:30 p.m. through video conferencing.

Kindly take this intimation on record.

Thanking You,

Yours faithfully,
For **SYNGENE INTERNATIONAL LIMITED**

Priyadarshini Mahapatra
Company Secretary and Compliance Officer

Enclosed: Summary of Proceedings of 30th AGM



PROCEEDINGS OF THE THIRTIETH ANNUAL GENERAL MEETING (“AGM”) OF SYNGENE INTERNATIONAL LIMITED HELD ON WEDNESDAY, JULY 26, 2023 AT 3:30 PM (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)

MEMBERS PRESENT

93 Members were present at the meeting.

DIRECTORS PRESENT:

Ms. Kiran Mazumdar Shaw	Chairperson (Non-Executive)
Mr. Jonathan Hunt	Managing Director and CEO
Ms. Vinita Bali	Lead Independent Director (Chairperson-Nomination and Remuneration Committee)
Mr. Paul Blackburn	Independent Director (Chairman-Audit Committee and Chairman-Risk Management Committee)
Prof. Catherine Rosenberg	Non-Executive Director (Chairperson- Corporate Social Responsibility Committee)
Dr. Kush M Parmar	Independent Director
Ms. Sharmila Abhay Karve	Independent Director (Chairperson-Stakeholders Relationship and ESG Committee)
Dr. Vijay Kuchroo	Independent Director (Chairman-Science & Technology Committee)

All the Directors were present except Dr. Carl Decicco, Non-Executive Director.

KEY MANAGERIAL PERSONNEL:

Mr. Sibaji Biswas	Chief Financial Officer
Ms. Priyadarshini Mahapatra	Company Secretary and Compliance Officer

BY INVITATION:

Mr. Prakash G, Mr. Vijeet Sarawgi & Mr. Sampad Guha Thakurta	Statutory Auditors, M/s B S R & Co. LLP, Chartered Accountants,
Ms. Devika Sathyanarayana	Secretarial Auditors, M/s V Sreedharan & Associates

The meeting commenced at 3:30 PM (IST) and concluded at 4:28 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 through video conference.

The Chairperson welcomed all the members, Directors and other invitees present at 30th 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.

With the consent of the members present, the notice convening the 30th AGM was taken as read.

The Chairperson informed the members that three ordinary resolutions were proposed for approval at the meeting. She further 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. 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.

The Company Secretary informed that in compliance with the provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate affairs and SEBI Regulations, facility to join the meeting through video conference or audio/visual means was made available to the members on first come first served basis. 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 email.

The following items of ordinary businesses were proposed to be transacted:

1. To consider and adopt the Audited Financial Statements:
 - a) To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.
 - b) To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the report of the Auditors thereon.
2. To declare a final dividend of Rs. 1.25 per equity share (Re.0.50 regular dividend and Re. 0.75 additional special dividend to mark the 30th anniversary of the founding of the Company in November 1993) for the Financial Year ended March 31, 2023.
3. To appoint a Director in place of Professor Catherine Rosenberg (DIN: 06422834), Non-Executive Chairperson, who retires by rotation and being eligible, offers herself for re-appointment.

The Company Secretary informed that the Company had arranged for remote voting facility for all the members holding shares in the Company as of the cut-off date of July 19, 2023, to cast their vote on all resolutions as set forth in the AGM notice from July 21, 2023 (9:00 am) (IST) to July 25, 2023 (5:00 pm) (IST). Mr. V Sreedharan, Practicing Company Secretary, Senior Partner of M/s V Sreedharan & Associates, Company Secretaries, Bengaluru (FCS 2347; CP No. 833) and in his absence Mr. Pradeep B Kulkarni, Practicing Company Secretary, Bengaluru (FCS 7260; CP No. 7835) or Ms. Devika Sathyanarayana, Practicing Company Secretary, Bengaluru (FCS 11323; CP No. 17024), Partners of the same firm was appointed as Scrutinizer for the e-voting process. The members were informed that the Scrutinizer's Report along with the consolidated report of voting will be submitted to the Stock Exchanges within two (2) working days of the conclusion of the meeting and will also be available on the websites of the Company and Kfin Technologies Limited, Company's Registrar and Share Transfer Agent in the format prescribed under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The members were informed that the Statutory Auditors, M/s BSR & Co LLP and Secretarial Auditors, M/s V Sreedharan & Associates have expressed unqualified opinions on their respective reports for FY 2022-23. The Auditors' Reports on the Financial Statements of the Company for the year ended March 31, 2023 does not contain any qualification, observations or adverse remarks on financial statements or matters which have any material bearing on the functioning of the Company. With the consent of the members present, the Auditors' Reports (Standalone and Consolidated) for the financial year ended March 31, 2023 were taken as read.

Thereafter, the Chairperson addressed the members inter-alia on the performance of Syngene during the FY 2022-23. 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, 2023.

Thereafter, the floor was open for queries from the members. The Chairperson along with management team addressed the queries raised by the members.

After the question and answer session, 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.