

Syngene International Limited	Familiarisation Program for Independent Directors	Version. No.: 2.0 Rev. Due on: Need basis Prepared by: Company Secretary
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FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

PREAMBLE

The Schedule IV of the Companies Act, 2013 and Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandate the Company to familiarise the Independent Directors with the Company.

PURPOSE

The program aims to provide insights into the Company to enable an Independent Directors to understand Company's business, contribute to the strategy development and overseeing of the Company.

The Company should familiarise the Independent Directors in the following areas:

- Familiarisation with the Company;
- Roles, Rights and Responsibilities;
- Nature of Industry in which Company operates;
- Business model of the Company, etc.

The Company undertakes an initial and ongoing familiarisation program as detailed below -

A. INITIAL FAMILIARISATION:

At the time of appointing an Independent Director, a detailed Appointment Letter incorporating their roles, responsibilities and duties along with accompanying liabilities, fees and remuneration payable, reimbursement of expenses, insurance cover, Code of Conduct, Obligations on disclosures and performance evaluation process, etc. is issued to the Independent Directors.

At the outset, all the Independent Directors are provided with an overview of the regulatory framework and more specifically –

- Criteria of independence applicable to Independent Directors as per Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 of the Companies Act, 2013;
- Code of Conduct for Directors and Insider Trading Regulations;
- Performance Appraisal & Evaluation process;
- Disclosures and Business Interests;
- Term including Remuneration;
- Policies inclusive of Vigil Mechanism Policy;
- Risk Management Systems & Policies.

B. ONGOING FAMILIARISATION:

1. The Company shall through its Executive Directors / Senior Managerial Personnel conduct programs / presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.
2. Such programs provide an opportunity to the Independent Directors to interact with the senior leadership team of the Company and help them to understand the Company's strategy, business model, operations, and product offerings. It also provides insights on the geographical spread, organization structure, finance, human resources, risk management and such other areas as may arise from time to time;
3. Independent Directors have the freedom to interact with the Company's management and the senior leadership team of the Company. Presentations are made to them on regularly basis to enable them to understand the Company and the industry in which it operates
4. The programs / presentations shall also familiarise the Independent Directors with their roles, rights and responsibilities;
5. The Company also shall circulate news and articles related to the industry on a regular basis and will provide specific regulatory updates from time to time, as relevant to the Directors.
6. The Company may conduct an introductory familiarisation program / presentation, when a new Independent Director comes on the Board of the Company.
7. The familiarisation program also give an opportunity to the Director to visit Company's plants, R&D divisions, etc. where location heads appraise them and enable them to have full understanding on the activities of the Company and initiatives taken on safety, quality and research initiatives.
8. Quarterly results / press release of the Company are sent to the Directors to provide them with an update on the overall affairs of the Company.

C. FAMILIRIALISATION OF REGULATORY FRAMEWORK

The Independent Directors are apprised from time to time, of the compliances required from them under the Companies Act, 2013, Listing Regulations and under other relevant regulations applicable to the Company.

DISCLOSURE OF THE POLICY

This Policy shall be uploaded on the Company's website for public information and a web link for the same shall also be provided in the Annual Report of the Company.

REVIEW OF THE POLICY

The Board will review this Program and make revisions as may be required.

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2022-23

The Company through its Executive Directors/ Key Managerial Personnel/ Senior Management conducts programs/presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.

Presentations on Business Operations are made to the directors from time to time as part of board discussions. Further, updates on various statutory and regulatory changes are included as part of board discussions.

The Company at the time of induction of directors, shares with them the induction kit containing informative documents like Annual Report, Memorandum & Articles of Association, Code of Ethics & Business Conduct, Duties as per Schedule IV of Companies Act, Insider Trading Code and Directors & Officers Insurance policy. The Company also arranges the induction meeting for the new appointee with the senior management team of the Company.

The Board of Directors has complete access to the information within the Company. Independent Directors have freedom to interact with the Company Management. Apart from this, they also have independent interaction with the Statutory Auditors and Internal Auditors.

Details of Programs organized for the Independent Directors during the FY 2022-23.

S. No.	Date of Program	Details of Program
1.	July 19, 2022	Board Development session on Cyber Security by subject matter expert.
2.	November 30, 2022	Customer Interaction & Panel discussion in Boston, USA.
3.	December 1, 2022	Board Session on Strategy in Boston, USA.
4.	January 24, 2023	Visit CSR projects in and around Bangalore.

S. No.	Name	Number of Programs attended	Number of Programs attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Mr. Paul Blackburn	4	34	30	74.75
2.	Dr. Vijay Kuchroo	4	26	30	64.50
3.	Ms. Vinita Bali	4	27	30	68.25
4.	Ms. Sharmila A Karve	4	16	30	59.50
5.	Dr. Kush Parmar	3	6	21	27.00

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2021-22

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Details of Programs organized for the Independent Directors during the FY 2021-22.

S. No.	Date of Program	Details of Program
1.	April 27, 2021	Overview on Syngene IT Strategy
2.	June 30, 2021	Roles and Responsibilities of Non-Executive/ Independent Directors by external experts
3.	October 19, 2021	Board Strategy Session
4.	January 18, 2022	Board Development Session on ESG by external experts

S. No.	Name	Number of Programs attended	Number of Programs attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Mr. Paul Blackburn	4	30	6.50	44.75
2.	Dr. Vijay Kuchroo	4	22	6.50	34.50
3.	Ms. Vinita Bali	4	23	6.50	38.25
4.	Ms. Sharmila A Karve	4	12	6.50	29.50
5.	Dr. Carl Decicco**	4	10	6.50	19.50
6.	Dr. Kush Parmar*	3	3	6.00	6.00

Note: *Director since June 22, 2021.

**Independent Director upto February 28, 2022.

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2020-21

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Details of Programs organized for the Independent Directors during the FY 2020-21.

S. No.	Date of Program	Details of Program
1.	July 22, 2020	Update on business matters with specific focus on Development services Transformation.
2.	October 21, 2020	Business Overview Session- SQDECC
3.	October 23, 2020	Board Strategy Session
4.	January 19, 2021	Board Development Session on Cyber Security

S. No.	Name	Number of Programs attended	Number of Programs attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Dr. Bala S Manian*	0	19	0	25.75
2.	Mr. Paul Blackburn	4	26	9.50	38.25
3.	Dr. Vijay Kuchroo	4	18	9.50	28.00
4.	Ms. Vinita Bali	4	19	9.50	31.75
5.	Ms. Sharmila A Karve	4	8	9.50	23.00
6.	Dr. Carl Decicco	3	6	5.50	13.00

Note: *Resigned from Directorship effective from July 15, 2020.

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2019-20

The Company through its Executive Directors/ Key Managerial Personnel/ Senior Management conducts programs/presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.

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The Company at the time of induction of directors, shares with them the induction kit containing informative documents like Annual Report, Memorandum & Articles of Association, Code of Ethics & Business Conduct, Duties as per Schedule IV of Companies Act, Insider Trading Code and Directors & Officers Insurance policy. The Company also arranges the induction meeting for the new appointee with the senior management team of the Company.

The Board of Directors has complete access to the information within the Company. Independent Directors have freedom to interact with the Company Management. Apart from this, they also have independent interaction with the Statutory Auditors and Internal Auditors.

Details of Programs organized for the Independent Directors during the FY 2019-20.

S. No.	Date of Program	Details of Program
1.	April 24, 2019	Overview – EHSS (Environment, Health, Safety and Sustainability)
2.	April 24, 2019	Update on revisions to the Syngene Insider Trading Code and Prevention of Insider Trading Regulations.
3.	July 24, 2019	Business Overview Session – Integrated Drug Discovery (IDD)
4.	August 28, 2019	Ms. Sharmila Abhay Karve's induction Program and interaction with Finance team
5.	October 21, 2019	Induction Program & Facility tour for Dr. Carl Decicco and Ms. Sharmila Abhay Karve
6.	October 22, 2019	Business Overview Session
7.	January 22, 2020	Overview – Quality function at Syngene

S. No.	Name	Number of Programs attended	Number of Programs attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Dr. Bala S Manian	4	19	4.50	25.75
2.	Mr. Paul Blackburn	4	22	4.50	28.75
3.	Mr. Russell Walls*	2	20	2.50	26.75
4.	Mr. Suresh Talwar*	2	20	2.50	26.75
5.	Dr. Vijay Kuchroo	3	14	3.50	18.50
6.	Ms. Vinita Bali	4	15	3.50	22.25
7.	Ms. Sharmila A Karve **	4	4	13.50	13.50
8.	Dr. Carl Decicco***	3	3	7.50	7.50

Note: *Resigned from Directorship effective from July 24, 2019.

** Appointed as a Director effective from August 1, 2019.

*** Appointed as a Director effective from October 1, 2019.

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2018-19

The Company through its Executive Directors/ Key Managerial Personnel/ Senior Management conducts programs/presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.

Presentations on Business Operations are made to the directors from time to time as part of board discussions. Further, updates on various statutory and regulatory changes are included as part of board discussions.

The Company at the time of induction of any director share with them the induction kit containing informative documents like Annual Report, Memorandum & Articles of Association, Code of Ethics & Business Conduct, Duties as per Schedule IV of Companies Act, Insider Trading Code and Directors & Officers Insurance policy. The Company also arranges the induction meeting for the new appointee with the senior management team of the Company.

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Details of Programs organized for the Independent Directors during the FY 2018-19.

S. No.	Date of Program	Details of Program
1.	April 25, 2018	Board Strategy Session
2.	July 25, 2018	Business Overview Session - Formulation
3.	October 24, 2018	Business Overview Session - Discovery Chemistry
4.	October 24, 2018	Economic Overview
5.	January 21, 2019	Board Strategy Session
6.	January 22, 2019	Overview - Commercial Organization
7.	January 22, 2019	Update on amendments in SEBI (LODR) Regulations

S. No.	Name	Number of Program attended	Number of Program attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Dr. Bala S Manian	5	15	10.50	21.25
2.	Mr. Paul Blackburn	7	18	12.00	24.25
3.	Mr. Russell Walls	7	18	12.00	24.25
4.	Mr. Suresh Talwar	7	18	12.00	24.25
5.	Dr. Vijay Kuchroo	7	11	12.00	15.00
6.	Ms. Vinita Bali	7	11	12.00	18.75

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2017-18

The Company through its Executive Directors/ Key Managerial Personnel/ Senior Management conducts programs/presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.

Presentations on Business Operations are made to the directors from time to time as part of board discussions. Further, updates on various statutory and regulatory changes are included as part of board discussions.

The Company at the time of induction of any director share with them the induction kit containing informative documents like Annual Report, Memorandum & Articles of Association, Code of Ethics & Business Conduct, Duties as per Schedule IV of Companies Act, Insider Trading Code and Directors & Officers Insurance policy. The Company also arranges the induction meeting for the new appointee with the senior management team of the Company.

The Board of Directors has complete access to the information within the Company. Independent Directors have freedom to interact with the Company Management. Apart from this, they also have independent interaction with the Statutory Auditors and Internal Auditors.

Details of Programs organized for the Independent Directors during the FY 2017-18.

S. No.	Date of Program	Details of Program
1.	April 26, 2017	Overview - Dedicated R&D Center model
2.	July 26, 2017	Overview - Discovery Biology
3.	October 24, 2017	Vinita Bali's Induction Program & Facility tour
4.	October 25, 2017	Overview - Biologics
5.	October 25, 2017	Overview - Kotak Committee's Recommendations on Corporate Governance
6.	January 23, 2018	Overview - Chemical Development

S. No.	Name	Number of Program attended	Number of Program attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Dr. Bala S Manian	5	10	4.25	10.75
2.	Mr. Paul Blackburn	5	11	4.25	12.25
3.	Mr. Russell Walls	5	11	4.25	12.25
4.	Mr. Suresh Talwar	5	11	4.25	12.25
5.	Dr. Vijay Kuchroo	4	4	3.00	3.00
6.	Ms. Vinita Bali *	4	4	6.75	6.75

Note: *Appointed as a Director effective from July 31, 2017.

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2016-17

The Company through its Executive Directors/ Key Managerial Personnel/ Senior Management conducts programs/presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.

Presentations on Business Operations are made to the directors from time to time as part of board discussions.

Updates on various statutory and regulatory changes are included as part of board discussions.

The Company at the time of induction of any director share with them the induction kit contain informative documents like latest Annual Report, Memorandum & Articles of Association, Code of Ethics & Business Conduct, Duties as per Schedule IV of Companies Act, Insider Trading Code and Directors & Officers Insurance policy.

The Board of Directors has complete access to the information within the Company. Independent Directors have freedom to interact with the Company Management. Apart from this, they also have independent interaction with the Statutory Auditors and Internal Auditors.

Details of Programs organized for the Independent Directors during the FY 2016-17.

S. No.	Date of program	Details of program
1.	April 25, 2016	Presentation on Ind-AS
2.	Oct 19, 2016	Overview- Clinical Development
3.	January 23, 2017	Overview- Bioinformatics
4.	January 25, 2017	Strategy Meeting

S. No.	Name	Number of program attended	Number of program attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Mr. Russell Walls	4	6	4.50	8.00
2.	Mr. Paul Blackburn	4	6	4.50	8.00
3.	Mr. Suresh Talwar	4	6	4.50	8.00
4.	Dr. Bala S Manian	4	5	4.50	6.50
5.	Mr. Daniel Bradbury*	-	1	-	2.00
6.	Dr. Vijay Kuchroo**	-	-	-	-

Note: *Resigned from Directorship effective from May 15, 2016.

**Appointed as a Director effective from March 1, 2017.

DETAILS OF FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS FY 2015-16

The Company through its Executive Directors/ Key Managerial Personnel/ Senior Management conducts programs/presentations periodically to familiarise the Independent Directors with the Company's strategy, operations and functions.

Presentations on Business Operations are made to the directors from time to time as part of board discussions.

Updates on various statutory and regulatory changes are included as part of board discussions.

The Company at the time of induction of any director share with them the induction kit contain informative documents like latest Annual Report, Memorandum & Articles of Association, document on Code of Conduct of the Company.

The Board of Directors has complete access to the information within the Company. Independent Directors have freedom to interact with the Company Management. Apart from this, they also have independent interaction with the Statutory Auditors and Internal Auditors.

Details of Programs organized for Independent Directors during the FY 2015-16.

S. No.	Date of program	Details of program
1.	January 20, 2016	Presentation from KPMG on Ind-AS
2.	January 22, 2016	Strategy Meeting of the Company

S. No.	Name	Number of program attended	Number of program attended (Cumulative)	Number of Hours spent	Number of Hours spent (Cumulative)
1.	Mr. Russell Walls	2	2	3.50	3.50
2.	Mr. Paul Blackburn	2	2	3.50	3.50
3.	Mr. Suresh Talwar	2	2	3.50	3.50
4.	Dr. Bala S Manian	1	1	2.00	2.00
5.	Mr. Daniel Bradbury	1	1	2.00	2.00