

Ref: Syn/CS/SE/AGM/2024-25/Jul/14

Syngene International Limited

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CIN: L85110KA1993PLC014937

www.syngeneintl.com

July 25, 2024

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

Dear Sir/Madam,

Subject: Voting Results and Scrutinizer's Report

We hereby submit the results of voting concluded at the 31st Annual General Meeting of Syngene International Limited held on July 24, 2024, on all the resolutions set forth in the AGM Notice dated June 08, 2024.

We would like to inform you that resolution nos. 1 to 5 have been approved with the requisite majority by the shareholders of the Company. The details of votes cast by shareholders are given in the attached **Annexure A.**

As required under Section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated Scrutinizer's Report on the remote e-voting and voting through Insta-poll is also enclosed.

Further, results of e-voting along with Scrutinizer's Report are also available on the Company's website www.syngeneintl.com and on the website of Kfin Technologies Limited, our Registrar and Share Transfer Agent, at https://evoting.kfintech.com.

Thanking You,

Yours faithfully,
For SYNGENE INTERNATIONAL LIMITED

Priyadarshini Mahapatra

Head Legal, Company Secretary & Compliance Officer

Enclosed: Voting results and Scrutinizer's Report



Company Name	SYNGENE INTERNATIONAL LIMITED
Date of the AGM/EGM	24-07-2024
Record date	17-07-2024
Total number of shareholders on record date	1,20,678
No. of shareholders present in the meeting either	
in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting	
through Video Conferencing	
Promoters and Promoter Group:	2
Public:	49

Resolution No.	1									
Resolution required:	Ordinary	Ordinary								
(Ordinary/ Special)										
Description of the								the Company for th		
resolution considered	March 31, 2024,	, and the reports	of the Board of D	irectors and Au	ditors thereon. b)	To consider a	nd adopt the Audite	d Consolidated Final	ncial State	ments of the
	Company for the	e financial year en	ded March 31, 20	24, and the rep	ort of the Auditor	s thereon.				
Whether promoter/	No									
promoter group are										
interested in the										
agenda/resolution?										
Category	Mode of	No. of shares	No. of votes	% of Votes	No. of Votes –	No. of Votes	% of Votes in	% of Votes	Votes	Votes
	Voting	held (1)	polled (2)	Polled on outstanding shares (3)=[(2)/(1)]* 100	in favour (4)	– against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100	Invalid	Abstained
Promoter and	E-Voting		21,91,85,608	99.9797	21,91,85,608	0	100.0000	0.0000	0	0
Promoter Group	Poll	24 02 20 064	21,964	0.0100	21,964	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	21,92,30,064	0	0.0000	0	0	0.0000	0.0000	0	0
Total		21,92,30,064	21,92,07,572	99.9897	21,92,07,572	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		13,18,82,717	92.1500	13,18,82,717	0	100.0000	0.0000	0	0
	Poll	442447454	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	14,31,17,451	0	0.0000	0	0	0.0000	0.0000	0	0
Total		14,31,17,451	13,18,82,717	92.15	13,18,82,717	0	100.0000	0.0000	0	0
Public- Non	E-Voting		15,23,037	3.7896	15,22,472	565	99.9629	0.0370	0	456
Institutions	Poll	1 01 80 166	1,47,660	0.3674	1,47,660	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	4,01,89,466	0	0.0000	0	0	0.0000	0.0000	0	0
Total		4,01,89,466	16,70,697	4.157	16,70,132	565	99.9662	0.0338	0	456
Total		40,25,36,981	35,27,60,986	87.6344	35,27,60,421	565	99.9998	0.0002	0	456

Resolution No.	2									
Resolution required: (Ordinary/ Special)	Ordinary									
Description of the resolution considered	Declaration of Div	Declaration of Dividend: To declare a final dividend of Rs. 1.25/- per equity share for the financial year ended March 31, 2024.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and	E-Voting		21,91,85,608	99.9797	21,91,85,608	0	100.0000	0.0000	0	0
Promoter Group	Poll	1	21,964	0.0100	21,964	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	21,92,30,064	0	0.0000	0	0	0.0000	0.0000	0	0
Total	1	21,92,30,064	21,92,07,572	99.9897	21,92,07,572	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		13,18,82,717	92.1500	13,18,82,717	0	100.0000	0.0000	0	0
	Poll	14 24 47 454	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	14,31,17,451	0	0.0000	0	0	0.0000	0.0000	0	0
Total		14,31,17,451	13,18,82,717	92.15	13,18,82,717	0	100.0000	0.0000	0	0
Public- Non	E-Voting		15,23,458	3.7907	15,22,983	475	99.9688	0.0311	0	6
Institutions	Poll	4 01 80 466	1,47,660	0.3674	1,47,660	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	4,01,89,466	0	0.0000	0	0	0.0000	0.0000	0	0
Total		4,01,89,466	16,71,118	4.1581	16,70,643	475	99.9716	0.0284	0	6
Total		40,25,36,981	35,27,61,407	87.6345	35,27,60,932	475	99.9999	0.0001	0	6

Resolution No.	3							_		
Resolution required: (Ordinary/ Special)	Ordinary	Ordinary								
Description of the resolution considered	To approve the ap	To approve the appointment of Ms. Kiran Mazumdar Shaw (DIN: 00347229) as director liable to retire by rotation								
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		21,91,85,608	99.9797	21,91,85,608	0	100.0000	0.0000	0	0
Promoter and	Poll	21,92,30,064	21,964	0.0100	21,964	0	100.0000	0.0000	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total		21,92,30,064	21,92,07,572	99.9897	21,92,07,572	0	100.0000	0.0000	0	0
	E-Voting		13,18,82,717	92.1500	12,70,23,133	48,59,584	96.3152	3.6848	0	0
Public- Institutions	Poll	14,31,17,451	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Histitutions	Postal Ballot (if applicable)	14,31,17,431	0	0.0000	0	0	0.0000	0.0000	0	0
Total		14,31,17,451	13,18,82,717	92.15	12,70,23,133	48,59,584	96.3152	3.6848	0	0
	E-Voting		15,23,320	3.7903	15,22,426	894	99.9413	0.0586	0	129
Public- Non	Poll	4,01,89,466	1,47,660	0.3674	1,47,660	0	100.0000	0.0000	0	0
Institutions	Postal Ballot (if applicable)	4,01,03,400	0	0.0000	0	0	0.0000	0.0000	0	0
Total		4,01,89,466	16,70,980	4.1577	16,70,086	894	99.9465	0.0535	0	129
Total		40,25,36,981	35,27,61,269	87.6345	34,79,00,791	48,60,478	98.6222	1.3778	0	129

Resolution No.	4									
Resolution required: (Ordinary/ Special)	Special	Special								
Description of the resolution considered	To approve the re	To approve the re-appointment of Dr. Kush Parmar (DIN: 09212020) as an Independent Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		21,91,85,608	99.9797	21,91,85,608	0	100.0000	0.0000	0	0
Promoter and	Poll	21,92,30,064	21,964	0.0100	21,964	0	100.0000	0.0000	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total		21,92,30,064	21,92,07,572	99.9897	21,92,07,572	0	100.0000	0.0000	0	0
	E-Voting		13,18,82,717	92.1500	13,13,06,038	5,76,679	99.5627	0.4373	0	0
Public- Institutions	Poll	14,31,17,451	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Histitutions	Postal Ballot (if applicable)	14,31,17,431	0	0.0000	0	0	0.0000	0.0000	0	0
Total		14,31,17,451	13,18,82,717	92.15	13,13,06,038	5,76,679	99.5627	0.4373	0	0
	E-Voting		15,23,307	3.7903	15,22,161	1,146	99.9247	0.0752	0	131
Public- Non	Poll	4,01,89,466	1,47,660	0.3674	1,47,660	0	100.0000	0.0000	0	0
Institutions	Postal Ballot (if applicable)	4,01,03,400	0	0.0000	0	0	0.0000	0.0000	0	0
Total		4,01,89,466	16,70,967	4.1577	16,69,821	1,146	99.9314	0.0686	0	131
Total		40,25,36,981	35,27,61,256	87.6345	35,21,83,431	5,77,825	99.8362	0.1638	0	131

Resolution No.	5									
Resolution required: (Ordinary/ Special)	Special									
Description of the resolution considered	To approve the ap	To approve the appointment of Ms. Manja Boerman (DIN: 10655368) as an Independent Director of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		21,91,85,608	99.9797	21,91,85,608	0	100.0000	0.0000	0	0
Promoter and	Poll	21,92,30,064	21,964	0.0100	21,964	0	100.0000	0.0000	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total	1	21,92,30,064	21,92,07,572	99.9897	21,92,07,572	0	100.0000	0.0000	0	0
	E-Voting		13,18,82,717	92.1500	13,18,82,717	0	100.0000	0.0000	0	0
Dublic Institutions	Poll	14 24 17 451	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)	- 14,31,17,451	0	0.0000	0	0	0.0000	0.0000	0	0
Total		14,31,17,451	13,18,82,717	92.15	13,18,82,717	0	100.0000	0.0000	0	0
	E-Voting		15,23,431	3.7906	15,22,721	710	99.9533	0.0466	0	11
Public- Non	Poll	4 01 80 466	1,47,660	0.3674	1,47,660	0	100.0000	0.0000	0	0
Institutions	Postal Ballot (if applicable)	4,01,89,466	0	0.0000	0	0	0.0000	0.0000	0	0
Total		4,01,89,466	16,71,091	4.158	16,70,381	710	99.9575	0.0425	0	11
Total		40,25,36,981	35,27,61,380	87.6345	35,27,60,670	710	99.9998	0.0002	0	11

V SREEDHARAN AND ASSOCIATES

Company Secretaries



Form No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson of the Thirty-first Annual General Meeting ('AGM') of the Equity Shareholders of "Syngene International Limited" held on Wednesday, July 24, 2024 at 03.30 p.m. (IST) through Video Conferencing (VC).

Madam,

- I, Pradeep B Kulkarni, Partner of V. Sreedharan and Associates, Company Secretaries, Bengaluru was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in compliance with the General circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') for the purpose of:
 - (i) Scrutinizing the remote e-voting process; and
 - (ii) Scrutinizing the voting done through the electronic voting system ("Instapoll") at the AGM.



Both the above-mentioned voting is done under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the notice of the Thirty-First Annual General Meeting of the Equity Shareholders dated June 08, 2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the Notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instapoll").

I submit my report as under:

- 1. The remote E-Voting period remained open from 9.00 a.m. Friday, July 19, 2024 up to 5.00 p.m. Tuesday, July 23, 2024.
- 2. The Annual Report, the notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those shareholders whose email addresses were registered with the Company / Depository Participant(s) / Depositories pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated September 09, 2023 and Securities and Exchange Board of India ("SEBI") circular nos. SEBI/HO/CFD /CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 issued by the Securities and Exchange Board of India (Collectively referred to as "Circulars")

- 3. The voting rights were reckoned as on Wednesday, July 17, 2024, being the Cutoff date for the purpose of deciding the entitlements of Members at the remove e-voting.
- 4. After the conclusion of the Annual General Meeting, the votes cast through e-voting facility were unblocked on July 24, 2024, at 04: 46 p.m (IST).
- 5. After declaration of voting by the Chairperson, the Shareholders present at the AGM through VC voted through e-voting facility provided by KFin Technologies Limitedi.e. Instapoll.
- 6. As per the information given by the Company/RTA, the names of the Shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Limited had been blocked and only those Members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting during the AGM.
- 7. Based on the data provided by KFin Technologies Limited, on remote e-voting and e-voting at the AGM, the total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

a) RESOLUTION NO. 1:

- a. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon.
- b. To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and the report of the Auditors thereon.

(i) Voted in favour of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	568	11	579
Number of votes cast by them	352590797	169624	352760421
% of total number of valid votes cast	99.9998	100	99.9998

(ii) Voted against the Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	6	0	6
Number of votes cast by them	565	0	565
% of total number of valid votes cast	0.0002	100	0.0002

b) RESOLUTION NO. 2:

To declare a final dividend of Re. 1.25 per equity share for the financial year ended March 31, 2024.

(i) Voted in favour of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	571	11	582
Number of votes cast by them	352591308	169624	352760932
% of total number of valid votes cast	99.9998	100	99.9999

(ii) Voted against the Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	6	0	6
Number of votes cast by them	475	0	475
% of total number of valid votes cast	0.0002	100	0.0001

c) RESOLUTION NO.3:

To approve the appointment of Ms. Kiran Mazumdar Shaw (DIN: 00347229) as director liable to retire by rotation. - **Ordinary Resolution**

(i) Voted in favour of Resolution

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	511	11	522
Number of votes cast by them	347731167	169624	347900791
% of total number of valid votes cast	98.6215	100	98.6222

(ii) Voted against the Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	70	0	70
Number of votes cast by them	4860478	0	4860478
% of total number of valid votes cast	1.3785	100	1.3778



d) RESOLUTION NO. 4:

To approve the re-appointment of Dr. Kush Parmar (DIN: 09212020) as an Independent Director of the Company. - **Special Resolution**

(i) Voted in favour of Resolution

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	556	11	567
Number of votes cast by them	352013807	169624	352183431
% of total number of valid votes cast	99.8361	100	99.8362

(ii) Voted against the Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	21	0	21
Number of votes cast by them	577825	0	577825
% of total number of valid votes cast	0.1639	100	0.1638



e) RESOLUTION NO. 5:

To approve the appointment of Ms. Manja Boerman (DIN:10655368) as an Independent Director of the Company. - **Special Resolution**

(i) Voted in favour of Resolution

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	566	11	577
Number of votes cast by them	352591046	169624	352760670
% of total number of valid votes cast	99.9998	100	99.9998

(ii) Voted against the Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	9	0	9
Number of votes cast by them	710	0	710
% of total number of valid votes cast	0.0002	100	0.0002

8. A list of Equity Shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves, and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates

PRADEEP Digitally signed by PRADEEP BHEEMSEN KULKARNI Date: 2024.07.25 17:43:43 +05'30'

(Pradeep B Kulkarni)

Partner

FCS. 7260; CP No. 7835

Date: July 25, 2024

Place: Bengaluru

UDIN: F007260F000824373

Peer Review Certificate no.: 5543/ 2024