



Ref: Syn/CS/SE/AGM/July- 010

**Syngene International Limited**

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July 29, 2017

To, The Manager Listing Bombay Stock Exchange Limited Corporate Relationship Department Dalal Street, Mumbai – 400 001	To, The Manager Listing National Stock Exchange of India Limited Corporate Communication Department Bandra (EAST), Mumbai – 400 051
<b>Scrip Code: 539268</b>	<b>Scrip Symbol: SYNGENE</b>

Dear Sir/Madam,

**Subject: Proceedings of 24<sup>th</sup> Annual General Meeting**

Pursuant to the Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 24<sup>th</sup> Annual General Meeting of the Company held on Friday, July 28, 2017 at 2:00 P.M. at Tyler Jacks Auditorium, Biocon Park, Biocon SEZ, Plot No. 2 & 3, Bommasandra Industrial Area, Jigani Link Road, Bengaluru-560 099, Karnataka.

In this regard, please find enclosed the summary of proceedings of 24<sup>th</sup> Annual General Meeting.

Report of Scrutinizer and Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be disseminated separately.

Request to kindly take this intimation on record.

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**

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Mayank Verma

**Company Secretary**

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**Enclosed: Summary of Proceedings of 24<sup>th</sup> AGM**

**PROCEEDINGS OF THE TWENTY FORTH ANNUAL GENERAL MEETING OF SYNGENE INTERNATIONAL LIMITED HELD ON THURSDAY, JULY 28, 2017 AT 2:00 PM AT THE TYLER JACKS AUDITORIUM, BIOCON PARK, BIOCON SEZ, PLOT NO. 2 & 3, BOMMASANDRA INDUSTRIAL AREA, PHASE VI, JIGANI LINK ROAD, BENGALURU-560 099, KARNATAKA, INDIA.**

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## **MEMBERS' PRESENT**

77 Members were present at the meeting, including 1 Proxy.

## **DIRECTORS PRESENT:**

Dr. Kiran Mazumdar Shaw	: Chairperson and Managing Director
Mr. Jonathan Hunt	: Whole-time Director and CEO
Mr. Paul Blackburn	: Independent Director (Chairman-Audit & Risk Committee)
Mr. Suresh Talwar	: Independent Director (Chairman-Stakeholders' Relationship Committee)
Mr. Russell Walls	: Independent Director
Mr. John Shaw	: Non-Executive Director
Prof. Catherine Rosenberg	: Non-Executive Director

## **ALSO PRESENT:**

Mr. M B Chinappa	: Chief Financial Officer
Mr. Mayank Verma	: Company Secretary

## **BY INVITATION:**

Mr. Sampad T	: Partner, B S R & Co. LLP, Chartered Accountants Statutory Auditors
Mr. Pradeep B Kulkarni	: Partner, V Sreedharan & Associates, Company Secretaries Secretarial Auditors
Mr. V Sreedharan	: Practicing Company Secretary Scrutinizer for e- voting

The meeting commenced at 2:00 P.M. (IST) and concluded at 3.20 P.M. (IST).

Dr. Kiran Mazumdar Shaw welcome all the shareholders, Directors and other dignitaries present at the 24th Annual General Meeting of the Company. After ascertaining the presence of the requisite quorum, Chairman called the meeting to order and commenced the proceedings of the meeting. She also informed the shareholders that the requisite statutory documents are open for inspection.

She informed the members that there were seven resolutions proposed for approval at this meeting. The poll on these resolutions were concluded at the end of this meeting.

The members were informed that Mr. V Sreedharan, Practicing Company Secretary, was appointed as the Scrutinizer for conducting the e-voting process and poll process in fair and transparent manner. The consolidated report of voting will be submitted to the Stock Exchanges within 48 hours of conclusion of this meeting and will also be available on the website of the Company and Karvy Computershare Private Limited in the format prescribed under regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company Secretary informed the members that pursuant the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Company had provided remote e-voting facility to the members as on the cut-off date of July 21, 2017, to cast their vote on all resolutions as set forth in the AGM notice from July 25, 2017 (9:00 am) to July 27, 2017 (5:00 pm). Further, members and proxyholders, who were attending the meeting in person and had not participated in remote e-voting process can still cast their vote on all resolutions as set forth in the AGM notice through Instapoll facility of Karvy Computershare Private Limited.

With the consent of the members present, the notice convening the 24th Annual General Meeting, Directors' Report of the Company and Auditors' Report for the financial year ended March 31, 2017 were taken as read.

After the conclusion of the Chairperson's speech and management presentation on performance of the Company for the year ended March 31, 2017, all the agenda items as specified in the Notice were taken up and floor was open for discussion.

The Chairman along with management team addressed the queries raised by the members at the meeting.

The following items of businesses were transacted at the meeting:

## **Ordinary Business**

1. Consider and adopt the audited financial statements for the year ended March 31, 2017, the Board's Report and Auditors thereon.
2. Declare Final Dividend of ₹1 per share for the year ended March 31, 2017.
3. Approve the appointment of Prof. Catherine Rosenberg, who retires by rotation, being eligible, offers herself for re-appointment.
4. Ratification for appointment of M/s. B S R & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company.

## **Special Business**

5. Appointment of Dr. Vijay Kuchroo as an Independent Director for the period of three years
6. Re- appointment of Mr. Russell Walls as an Independent Director for the period of three years.
7. Appointment of Mr. Jonathan Hunt, as Whole-time Director for a period of five years.

After all the agendas were duly taken up, meeting concluded with a vote of thanks to the Chair and the shareholders.