

CORPORATE GOVERNANCE REPORT
FOR THE QUARTER ENDED JUNE 30, 2026

General information about the 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-Apr-2026
Date of end of financial year	31-Mar-2027
Reporting Quarter	Quarterly
Date of Report	30-Jun-2026
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No, There were no acquisitions of shares or voting rights in unlisted companies during the quarter.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to	Yes

Ongoing Tax Litigations or Disputes is Applicable to the entity?	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	Yes
Risk management committee	Yes
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	s01812
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

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-June-2026

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 cessation	Tenure	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	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	Remarks
Ms.	KIRAN MAZUMDAR SHAW	00347229	C & ED		01-Apr-2026				23-Mar-1953	No	Active	NA		4	1	0	0	
Mr.	PETER JAMES JONATHAN BAINS	00430937	CEO & MD		01-Apr-2025				26-Jul-1957	No	Active	NA		1	0	0	0	
Ms.	CATHERINE ROSENBERG	06422834	NED		08-Aug-2000				23-May-1961	No	Active	NA		1	0	1	0	
Ms.	VINITA BALI	00032940	NED		22-Jul-2025				11-Nov-1955	No	Active	NA		2	1	2	0	
Ms.	SHARMILA ABHAY KARVE	05018751	ID		01-Aug-2019	20-Jul-2022		83	08-Apr-1965	No	Active	NA		5	5	7	5	

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 cessation	Tenure	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	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	Remarks
Mr.	KUSH M PARMAR	09212020	ID		22-Jun-2021	24-Jul-2024		60.09	19-Sep-1980	No	Active	NA		1	1	0	0	Dr. Kush Parmar is a Foreign National and does not have a PAN Card.
Mr	NILANJAN ROY	02703775	ID		01-Apr-2024	01-Apr-2024		27	08-Sept-1966	No	Active	NA		1	1	2	1	
Ms	MANJA BOERMAN	10655368	ID		04-Jun-2024	04-Jun-2024		24.27	21-Jan-1966	No	Active	NA		1	1	1	0	Ms. Manja Boerman is a Foreign National and does not have a PAN Card.
Mr	SANJAYA SINGH	11122562	ID		01-Jul-2025	01-Jul-2025		12	30-Jun-1963	No	Active	NA		1	1	0	0	
Mr	SURESH NARAYANAN	07246738	ID		01-Aug-2025	01-Aug-2025		11	19-Mar-1960	No	Active	NA		1	1	2	0	

Company Remarks	
Whether Permanent 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	Sharmila Abhay Karve	ID	Chairperson	01-Aug-2019	
2	Vinita Bali	NED	Member	22-Jul-2025	
3	Nilanjan Roy	ID	Member	11-Apr-2024	
4	Suresh Narayanan	ID	Member	01-Aug-2025	

Company Remarks	Ms. Sharmila Abhay Karve was appointed as Chairperson of the Audit Committee w.e.f. July 24, 2024.
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Nilanjan Roy	ID	Chairperson	11-Apr-2024	
2	Catherine Rosenberg	NED	Member	01-Mar-2022	
3	Manja Boerman	ID	Member	24-Jul-2024	
4	Suresh Narayanan	ID	Member	01-Aug-2025	

Company Remarks	Mr. Nilanjan Roy was appointed as Chairperson of the Stakeholders Relationship Committee w.e.f. July 22, 2025
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Nilanjan Roy	ID	Chairperson	11-Apr-2024	
2	Kush M Parmar	ID	Member	20-Jul-2021	
3	Manja Boerman	ID	Member	24-Jul-2024	

Company Remarks	Mr. Nilanjan Roy was appointed as Chairperson of the Risk Management Committee w.e.f. July 24, 2024.
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Suresh Narayanan	ID	Member	01-Aug-2025	
2	Vinita Bali	NED	Member	22-Jul-2025	
3	Catherine Rosenberg	NED	Member	09-Oct-2015	
4	Sharmila Abhay Karve	ID	Member	20-Jul-2021	
5	Manja Boerman	ID	Member	22-Jul-2025	
6	Sanjaya Singh	ID	Member	22-Jul-2025	

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Catherine Rosenberg	NED	Chairperson	23-Oct-2013	
2	Vinita Bail	NED	Member	22-Jul-2025	
3	Sanjaya Singh	ID	Member	22-Jul-2025	
4	Sharmila Abhay Karve	ID	Member	22-Jul-2025	

Company Remarks	Prof. Catherine Rosenberg was appointed as Chairperson of the Corporate Social Responsibility Committee w.e.f. July 16, 2020.
Whether Permanent chairperson appointed	Yes

f. Science & Technology Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Cessation Date
1	Manja Boerman	ID	Chairperson	
2	Catherine Rosenberg	NED	Member	
3	Kush Parmar	ID	Member	
4	Sanjaya Singh	ID	Member	

Company Remarks	Ms. Manja Boerman was appointed as Chairperson of the Science and Technology Committee w.e.f. July 22, 2025
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
22-Jan-2026	Yes	10	10	6
27-Mar-2026	Yes	10	8	6
01-Apr-2026	Yes	10	10	6
29-Apr-2026	Yes	10	9	5
18-May-2026	Yes	10	6	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	63

iv.Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	21-Jan-2026	Yes	4	4	3	0
Audit Committee	12-Mar-2026	Yes	4	4	3	0
Audit Committee	28-Apr-2026	Yes	4	4	3	0
Nomination & Remuneration Committee	20-Jan-2026	Yes	6	6	4	0
Nomination & Remuneration Committee	26-Mar-2026	Yes	6	4	3	0
Nomination & Remuneration Committee	28-Apr-2026	Yes	6	6	4	0
Nomination & Remuneration Committee	18-May-2026	Yes	6	5	3	0
Stakeholders Relationship Committee	21-Jan-2026	Yes	4	4	3	0
Stakeholders Relationship	27-Apr-2026	Yes	4	4	3	0

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Committee						
Risk Management Committee	21-Jan-2026	Yes	3	3	3	0
Risk Management Committee	27-Apr-2026	Yes	3	3	3	0
Corporate Social Responsibility Committee	20-Jan-2026	Yes	4	4	2	0
Corporate Social Responsibility Committee	28-Apr-2026	Yes	4	4	2	0
Science And Technology Committee	21-Jan-2026	Yes	4	4	3	0
Science And Technology Committee	27-Apr-2026	Yes	4	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	49

v. 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 1000 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**
5.

This report and/or the report submitted in the previous quarter has been placed before Board of Directors. – **Yes**

Name

: Chethan Yogesh

Designation

: Company Secretary & Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Chethan Yogesh
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	22-07-2026

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:					
Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Employees' Provident Fund Organisation	Late payment of PF contribution to exited employees	10-07-2026	Late payment of PF contribution to exited employees.	April To June 2026 - INR 21,725 related to PF interest and damages paid
2	Development Commissioner CSEZ	Penalty levied for excess supply from Baxter and Amending the Bill of Entry as per revised documents	08-05-2026	Excess Supply of goods by the Client	INR 10,000/

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:				
Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Joint Commissioner of Income Tax, Special Range – 6, Bangalore / Deputy Commissioner of Income Tax, Circle 6(1)(1), Bangalore	27-04-2026	For Assessment Year 2016-17, the income tax return filed by the Company was selected for assessment. The Joint Commissioner of Income Tax, Special Range – 6, Bangalore has passed order under section 143(3) making disallowance of various deductions/expenses claimed by the Company and raised demand of Rs.72.34 Crores. Aggrieved with the order, the Company has filed an appeal before the Commissioner of Income Tax (Appeals). The Commissioner of Income Tax (Appeals) has partly allowed the appeal. Further, the Assessing Officer has passed an Order dated 06.02.2026 giving effect to the order of the Commissioner of Income Tax (Appeals) and granted refund of Rs.43 crores. Aggrieved with the order of the Commissioner of Income Tax (Appeals), the Company has filed an appeal before the Income Tax Appellate Tribunal. Further, the Company has filed an appeal before the Commissioner of Income Tax (Appeals) / National Faceless Appeal Centre for short grant of relief in the order dated 06.02.2026.	Pending before the Income Tax Appellate Tribunal and the National Faceless Appeal Centre
2	Joint Commissioner of Income Tax, Special Range – 6, Bangalore	27-04-2026	For Assessment Year 2017-18, the income tax return filed by the Company was selected for assessment. The Joint Commissioner of Income Tax, Special Range – 6, Bangalore has passed order under section 143(3) making disallowance of various deductions/expenses claimed by the Company and raised demand of Rs.69.37 Crores. Aggrieved with the order, the Company has filed an appeal before the Commissioner of Income Tax (Appeals). The Commissioner of Income Tax (Appeals) has partly allowed the appeal. Aggrieved with the order, the Company has filed an appeal before the	Pending before the Income Tax Appellate Tribunal

			Income Tax Appellate Tribunal.	
3	National Faceless Assessment Centre	27-04-2026	For Assessment Year 2018-19, the income tax return filed by the Company was selected for assessment. The National Faceless Assessment Centre has passed order under section 143(3) rws 144B making disallowance of various deductions / expenses claimed by the Company and raised demand of Rs.96.39 Crores. Aggrieved with the order, the Company has filed an appeal before the National Faceless Appeal Centre. The Commissioner of Income Tax (Appeals) / National Faceless Appeal Centre has partly allowed the appeal. Aggrieved with the order, the Company has filed an appeal before the Income Tax Appellate Tribunal.	Pending before the Income Tax Appellate Tribunal
4	National Faceless Assessment Centre	28-04-2026	For Assessment Year 2021-22, the income tax return filed by the Company was selected for assessment. The National Faceless Assessment Centre has passed order under section 143(3) rws 144B making disallowance of various deductions / expenses claimed by the Company and raised demand of Rs.97.91 Crores. Aggrieved with the order, the Company has filed an appeal before the National Faceless Appeal Centre. Subsequently, the Assessing Officer has passed order rectifying mistakes apparent from record and granted refund of Rs.15.97 Crores. The Commissioner of Income Tax (Appeals) / National Faceless Appeal Centre has partly allowed the appeal. Aggrieved with the order, the Company has filed an appeal before the Income Tax Appellate Tribunal.	Pending before the Income Tax Appellate Tribunal
5	Assistant Commissioner of Central Taxes, Bangalore	13-05-2026	NA	Show cause notice dated 13-05-2026 proposed to reject the refund claim filed for Rs.3.83 Cr has been dropped and refund has been sanctioned in full vide order dated 15-06-2026
6	Assistant Commissioner of Central Taxes, Bangalore	09-06-2026	Appellate order dated 06-12-2025 issued by the Joint Commissioner (Appeals) dismissing the appeal and confirming the demand for the year 2017-18.	Appeal filed before GSTAT on 09-06-2026 against the order of the Joint Commissioner (Appeals)

7	Assistant Commissioner of State Taxes, Hyderabad	21-05-2026	Appellate Order issued on 30-12-2024 by the Jt.Commissioner (Appeals) dismissing the appeal filed against rejection of refund claims by the original authority	Appeal filed before the GSTAT on 21-05-2026 against the order of the Joint Commissioner (Appeals)
8	Assistant Commissioner of State Taxes, Hyderabad	17-04-2026	NA	Pursuant to the Appellate order dated 04-12-2025, refund of tax has been sanctioned by the original authority vide order dated 21-02-2026, without sanctioning interest on delayed refund. Appeal filed against the said order on 17-04-2026 seeking sanction of interest on the delayed refund.
9	Assistant Commissioner of State Taxes, Hyderabad	17-04-2026	Order dated 04-02-2026 was issued rejecting refund of Rs.0.70 Cr (out of Rs.4.10 Cr of refund claimed) and sanctioning the refund of Rs.3.40 Cr	Appeal filed on 17-04-2026 before the Joint Commissioner (Appeals) against the original order rejecting the refund partially .

Note:	The status against other litigations reported during previous quarter remains unchanged.
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