

CORPORATE GOVERNANCE REPORT
FOR THE QUARTER ENDED SEPTEMBER 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	Half Yearly
Date of Report	30-Sept-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?	Yes
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-Sept-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.	SIDDARTH MITTAL	03230757	CEO & MD		01-Jul-2026				25-Jun-1978	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		86	08-Apr-1965	No	Active	NA		5	5	7	5	
Mr.	KUSH M PARMAR	09212020	ID		22-Jun-2021	24-Jul-2024	29-Jul-2026	63.09	19-Sep-1980	No	Active	NA		1	1	0	0	Dr. Kush Parmar is a Foreign National and does not have a PAN Card.

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 Directorships 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	NILANJAN ROY	02703775	ID		01-Apr-2024	01-Apr-2024		30	08-Sept-1966	No	Active	NA		1	1	2	1	
Ms	MANJA BOERMAN	10655368	ID		04-Jun-2024	04-Jun-2024		27.27	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		15	30-Jun-1963	No	Active	NA		1	1	0	0	
Mr	SURESH NARAYANAN	07246738	ID		01-Aug-2025	01-Aug-2025		14	19-Mar-1960	No	Active	NA		1	1	2	0	
Mr	ARUN CHANDAVARKAR	01596180	ID		29-Jul-2026	29-Jul-2026		2.02	11-Nov-1961	No	Active	NA		2	2	2	1	
Mr	VIJAYA CHANDRU	00914988	ID		29-Jul-2026	29-Jul-2026		2.02	07-Jun-1953	No	Active	NA		1	1	0	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	29-Jul-2026
3	Manja Boerman	ID	Member	24-Jul-2024	
4	Vijaya Chandru	ID	Member	29-Jul-2026	

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	
7	Arun Chandavarkar	ID	Member	29-Jul-2026	

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	Sanjaya Singh	ID	Member	
4	Arun Chandavarkar	ID	Member	
5	Vijaya Chandru	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
01-Apr-2026	Yes	10	10	6
29-Apr-2026	Yes	10	9	5
18-May-2026	Yes	10	6	3
29-Jul-2026	Yes	10	10	6
17-Aug-2026	Yes	11	9	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	71

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	28-Apr-2026	Yes	4	4	3	0
Audit Committee	28-Jul-2026	Yes	4	4	3	0
Audit Committee	23-Sept-2026	Yes	4	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
Nomination & Remuneration Committee	28-Jul-2026	Yes	6	6	4	0
Nomination & Remuneration Committee	17-Aug-2026	Yes	7	5	4	0
Stakeholders Relationship Committee	27-Apr-2026	Yes	4	4	3	0
Stakeholders Relationship	28-Jul-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	27-Apr-2026	Yes	3	3	3	0
Risk Management Committee	27-Jul-2026	Yes	3	3	3	0
Corporate Social Responsibility Committee	28-Apr-2026	Yes	4	4	2	0
Corporate Social Responsibility Committee	27-Jul-2026	Yes	4	4	2	0
Science And Technology Committee	27-Apr-2026	Yes	4	3	2	0
Science And Technology Committee	28-Jul-2026	Yes	4	4	3	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

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

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)			
Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			Textual Information(1)
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	Deepak Jain		
Designation	CFO		
Place	Bengaluru		
Date	15-10-2026		

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	15-10-2026

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 Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:					
Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Ampin C&I Power Twelve Private Limited	24-08-2026	0	12.44	12.44

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	04-08-2026	Late payment of PF contribution to exited employees.	July To September PF interest and damages paid – INR. 1574

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	Assistant Commissioner of State Taxes, Bangalore	29-09-2026	Not Applicable	SCN issued proposing to demand tax liability of Rs. 7,75,584/- along with applicable interest and penalty
2	Assistant Commissioner of State Taxes, Bangalore	10-09-2026	Not Applicable	SCN issued proposing to partially reject refund claim of unutilised ITC filed for the period Oct to Dec 2025
3	Assistant Commissioner of State Taxes, Hyderabad	15-07-2025	Order dated 05-08-2025 issued partially rejecting the refund application filed in respect of exports made without payment of taxes	Appeal filed against the order dated 05-08-2025 of the jurisdictional authority before the First Appellate Authority has been dismissed vide order dated 27-07-2026. Company propose to file appeal before the GST Tribunal against the said order of the Appellate Authority

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