



Ref: Syn/CS/SE/AGM/2025-26/Jul/14

**Syngene International Limited**

Biocon SEZ, Biocon Park, Plot No. 2 & 3,  
Bommasandra Industrial Area, IV Phase,  
Jigani Link Road, Bengaluru 560099,  
Karnataka, India.

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CIN: L85110KA1993PLC014937

[www.syngeneintl.com](http://www.syngeneintl.com)

July 24, 2025

To, The Manager, BSE Limited Corporate Relationship Department Dalal Street, Mumbai – 400 001	To, The Manager, 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: Voting Results and Scrutinizer's Report**

We hereby submit the results of voting concluded at the 32<sup>nd</sup> Annual General Meeting of Syngene International Limited held on July 23, 2025, on all the resolutions set forth in the AGM Notice dated June 06, 2025.

We would like to inform you that resolution nos. 1 to 6 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](http://www.syngeneintl.com) and on the website of Kfin Technologies Limited, our Register and Share Transfer Agents, at <https://evoting.kfintech.com>.

Thanking you,

Yours faithfully,

For **SYNGENE INTERNATIONAL LIMITED**

\_\_\_\_\_  
Chethan Yogesh  
**Company Secretary and Compliance Officer**

**Enclosed: Voting results and Scrutinizer's Report**

ANNEXURE-A

Voting results	
Record date	16-07-2025
Total number of shareholders on record date	145511
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	1
b) Public	50
<b>No. of resolution passed in the meeting</b>	<b>6</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	163668221	151975982	92.8561	151975982	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	163668221	151975982	92.8561	151975982	0	100.0000	0.0000
Public- Non Institutions	E-Voting	26987502	291272	1.0793	290715	557	99.8088	0.1912
	Poll		54536	0.2021	54536		100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	26987502	345808	1.2814	345251	557	99.8389	0.1611
Total		402939420	363507398	90.2139	363506841	557	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend of Rs. 1.25/- per equity share for the financial year ended March 31, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	163668221	151975982	92.8561	151975982	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	163668221	151975982	92.8561	151975982	0	100.0000	0.0000
Public- Non Institutions	E-Voting	26987502	291280	1.0793	286751	4529	98.4451	1.5549
	Poll		54536	0.2021	54536		100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	26987502	345816	1.2814	341287	4529	98.6903	1.3097
Total		402939420	363507406	90.2139	363502877	4529	99.9988	0.0012
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the appointment of Professor Catherine Rosenberg (DIN: 06422834) as Director liable to retire by rotation				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	163668221	151975982	92.8561	149327231	2648751	98.2571	1.7429
	Poll							
	Postal Ballot (if applicable)							
	Total	163668221	151975982	92.8561	149327231	2648751	98.2571	1.7429
Public- Non Institutions	E-Voting	26987502	287194	1.0642	281678	5516	98.0793	1.9207
	Poll		54536	0.2021	54536		100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	26987502	341730	1.2663	336214	5516	98.3859	1.6141
Total		402939420	363503320	90.2129	360849053	2654267	99.2698	0.7302
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s V Sreedharan & Associates, Company Secretaries, as secretarial auditors of the Company and to fix their remuneration				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	163668221	151972186	92.8538	151972186	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	163668221	151972186	92.8538	151972186	0	100.0000	0.0000
Public- Non Institutions	E-Voting	26987502	287052	1.0636	285670	1382	99.5186	0.4814
	Poll		54536	0.2021	54536		100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	26987502	341588	1.2657	340206	1382	99.5954	0.4046
Total		402939420	363499382	90.2119	363498000	1382	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve and recommend the appointment of Ms. Vinita Bali (Din: 00032940), as a Non-Executive Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public-Institutions	E-Voting	163668221	151975982	92.8561	148883845	3092137	97.9654	2.0346
	Poll							
	Postal Ballot (if applicable)							
	Total	163668221	151975982	92.8561	148883845	3092137	97.9654	2.0346
Public- Non Institutions	E-Voting	26987502	287044	1.0636	285267	1777	99.3809	0.6191
	Poll		54536	0.2021	54536		100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	26987502	341580	1.2657	339803	1777	99.4798	0.5202
Total		402939420	363503170	90.2129	360409256	3093914	99.1489	0.8511
Whether resolution is Pass or Not.							Yes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the termination of Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	212283697	211185608	99.4827	211185608	0	100.0000	0.0000
Public- Institutions	E-Voting	163668221	151975982	92.8561	151975982	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	163668221	151975982	92.8561	151975982	0	100.0000	0.0000
Public- Non Institutions	E-Voting	26987502	291023	1.0784	290335	688	99.7636	0.2364
	Poll		54536	0.2021	54536		100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	26987502	345559	1.2804	344871	688	99.8009	0.1991
Total		402939420	363507149	90.2138	363506461	688	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	



**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-Second Annual General Meeting ('AGM') of the Equity shareholders of **"Syngene International Limited"** held on Wednesday, July 23, 2025, at 3.30 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-Second Annual General Meeting of the Equity Shareholders dated June 06, 2025. 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 18, 2025 up to 5.00 p.m. Tuesday, July 22, 2025.
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, 09/2023 dated September 09, 2023 and 09/2024 dated September 19, 2024 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, SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India (Collectively referred to as "Circulars")

3. The voting rights were reckoned as on Wednesday, July 16, 2025, being the Cut-off date for the purpose of deciding the entitlements of Members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through e-voting facility were unblocked on Wednesday, July 23, 2025, at 4:43 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 Limited i.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:

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a) **RESOLUTION NO. 1:**

To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025 - **Ordinary Resolution**

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	638	16	654
Number of votes cast by them	36,34,52,305	54,536	36,35,06,841
% of total number of valid votes cast	100	100	100

(ii) Voted **against** the Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	6	Nil	6
Number of votes cast by them	557	Nil	557
% of total number of valid votes cast	0	0	0

(iii) **Invalid Votes - NIL**

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**b) RESOLUTION NO. 2:**

To declare a final dividend of Rs. 1.25/- per equity share for the financial year ended March 31, 2025 - **Ordinary Resolution**

**(i) Voted in favour of Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	637	16	653
Number of votes cast by them	36,34,48,341	54,536	36,35,02,877
% of total number of valid votes cast	100	100	100

**(ii) Voted against the Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	7	Nil	7
Number of votes cast by them	4,529	Nil	4,529
% of total number of valid votes cast	0	0	0

**(iii) Invalid Votes - NIL**

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**c) RESOLUTION NO.3:**

To consider and approve the appointment of Professor Catherine Rosenberg (DIN: 06422834) 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	607	16	623
Number of votes cast by them	36,07,94,517	54,536	36,08,49,053
% of total number of valid votes cast	99.27	100	99.27

**(ii) Voted against the Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	40	Nil	40
Number of votes cast by them	26,54,267	Nil	26,54,267
% of total number of valid votes cast	0.73	0	0.73

**(iii) Invalid Votes - NIL**

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**d) RESOLUTION NO. 4:**

To approve appointment of M/s V Sreedharan & Associates, Company Secretaries, as secretarial auditors of the Company and to fix their remuneration - **Ordinary Resolution**

**(i) Voted in favour of Resolution**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	634	16	650
Number of votes cast by them	36,34,43,464	54,536	36,34,98,000
% of total number of valid votes cast	100	100	100

**(ii) Voted against the Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	8	Nil	8
Number of votes cast by them	1,382	Nil	1,382
% of total number of valid votes cast	0	0	0

**(iii) Invalid Votes - NIL**

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**e) RESOLUTION NO. 5:**

To approve and recommend the appointment of Ms. Vinita Bali (DIN: 00032940), as a Non - Executive Director of the Company - **Ordinary Resolution**

**(i) Voted in favour of Resolution**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	599	16	615
Number of votes cast by them	36,03,54,720	54,536	36,04,09,256
% of total number of valid votes cast	99.15	100	99.15

**(ii) Voted against the Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	46	Nil	46
Number of votes cast by them	30,93,914	Nil	30,93,914
% of total number of valid votes cast	0.85	0	0.85

**(iii) Invalid Votes - NIL**

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**f) RESOLUTION NO. 6:**

To approve the termination of Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020 - **Special Resolution**

**(i) Voted in favour of Resolution**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voted	632	16	648
Number of votes cast by them	36,34,51,925	54,536	36,35,06,461
% of total number of valid votes cast	100	100	100

**(ii) Voted against the Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	10	Nil	10
Number of votes cast by them	688	Nil	688
% of total number of valid votes cast	0	0	0

**(iii) Invalid Votes - NIL**

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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**

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**(Pradeep B Kulkarni)**  
**Partner**  
**FCS. 7260; CP No.7835**

**Date: July 24, 2025**  
**Place: Bengaluru**  
**UDIN: F007260G000855778**  
**Peer Review Certificate no.: 5543/ 2024**