

**Quarterly Compliance Report on Corporate Governance**

Name of the Company: Syngene International Limited

Quarter ending on: September 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No/ NA	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	An Annual disclosure will be made in the Annual Report of the Company for FY 2015-16.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 III(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	NA	
<b>VI. Risk Management</b>	49 (VI)	NA	
<b>VII. Related Party Transaction</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	An Annual disclosure will be made in the Annual Report of the Company for FY 2015-16.
(C) Remuneration of Directors	49 (VIIIC)	Yes	
(D) Management	49 (VIIID)	Yes	
(E) Shareholders	49 (VIIIE)	Yes	
(F) Proceeds from Public issues, rights issue, preferential issues, etc.	49 (VIIIF)	NA	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	An Annual disclosure will be made in the Annual Report of the Company for FY 2015-16.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	

NA – Not Applicable

For Syngene International Limited

Sd/-

Mayank Verma  
Company Secretary

Date: October 07, 2015  
Place: Bengaluru