

**Syngene International Limited**

CIN: L85110KA1993PLC014937

Regd. Office: Biocon SEZ, Biocon Park, Plot No. 2 & 3, Bommasandra Industrial Area,  
Phase IV, Jigani Link Road, Bengaluru 560 099, Karnataka, Email- investor@syngeneintl.com  
Website: www.syngeneintl.com; Phone: 080 – 6775 5000

**Form No. MGT-11****Proxy Form****26th Annual General Meeting**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of Companies (Management and Administration) Rules, 2014]

Venue of the meeting : Tyler Jacks Auditorium, Biocon Research Centre,  
Biocon SEZ, Biocon Park, Plot No. 2 & 3, Bommasandra Industrial Area,  
Phase IV, Jigani Link Road, Bengaluru 560 099, Karnataka

Date & Time : July 24, 2019 at 4:30 p.m.

Name	
Address	
DP Id	
Client Id	
Folio No.	
No. of Shares held	

I/We \_\_\_\_\_ of \_\_\_\_\_ being a shareholder/shareholders of Syngene International Limited hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the 26th Annual General Meeting of the Company to be held on July 24, 2019 at 4:30 pm and at any adjournment thereof) in respect of such resolutions as are indicated below;

Name: \_\_\_\_\_ Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him.

Name: \_\_\_\_\_ Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him.

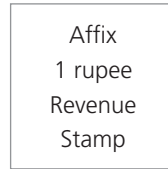
Name: \_\_\_\_\_ Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_ or failing him.

Sl. No	Resolutions	Vote See note 5	
		For	Against
<b>Ordinary Business</b>			
1	Adoption of Standalone and Consolidated Financial Statements		
2	Declaration of Dividend		
3	Appointment of Catherine Rosenberg as director liable to retire by rotation		
<b>Special Business</b>			
4	To re-appoint Paul Blackburn (DIN: 06958360) as an Independent Director of the Company.		
5	To approve Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020 and grant of Restricted Stock Units to eligible employees of the Company.		
6	To approve grant of Restricted Stock Units to the employees of present and future subsidiary company (ies) under Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020.		
7	To approve the provision of money by the Company for purchase of its own shares by the trust for the benefit of employees under Syngene Restricted Stock Unit Long Term Incentive Plan FY 2020.		

Signature (s) of Shareholder(s)

1. \_\_\_\_\_
2. \_\_\_\_\_
3. \_\_\_\_\_



Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

\_\_\_\_\_  
Signature of Proxy holder(s)

**Note:**

1. The Proxy to be effective should be deposited at the Registered office of the company not less than FORTY EIGHT HOURS before the commencement of the Meeting. (i.e. on or before July 22, 2019 at 4.30 PM.)
2. A Proxy need not be a shareholder of the Company.
3. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Shareholders.
4. The form of Proxy confers authority to demand or join in demanding a poll.
5. This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a shareholder leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a shareholder wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.
6. The submission by a shareholder of this form of proxy will not preclude such shareholder from attending in person and voting at the meeting.
7. In case a shareholder wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.