

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 - **31-Dec-2020**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chair person /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	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
Mrs.	KIRAN MAZUMDAR SHAW	00347229	ACMPM8240N	C & NED		01-Apr-2020				23-Mar-1953	NA		5	2	1	1
Mr.	JOHN SHAW	00347250	AMCPS7766H	NED		24-Mar-2000				12-Apr-1949	NA		2	0	0	0
Mr.	JONATHAN HUNT	07774619	AITPH8492C	ED	CEO-MD	01-Apr-2020				05-Feb-1969	NA		1	0	1	0
Mrs.	CATHERINE ROSENBERG	06422834	AHXPC7247F	NED		08-Aug-2000				23-May-1961	NA		1	0	0	0
Mr.	PAUL BLACKBURN	06958360	CEBPB6539Q	ID		11-Sep-2014	24-Jul-2019		75	03-Oct-1954	NA		1	1	2	1
Mr.	VIJAY KUCHROO	07071727	AYDPK2094B	ID		01-Mar-2017	01-Mar-2017		46	05-Jun-1955	NA		2	2	0	0
Ms.	VINITA BALI	00032940	AFDPB1852R	ID		31-Jul-2017	31-Jul-2017		41	11-Nov-1955	NA		2	2	2	0
Mrs.	SHARMILA ABHAY KARVE	05018751	AETPK7563H	ID		01-Aug-2019	01-Aug-2019		17	08-Apr-1965	NA		3	3	6	3
Mr.	CARL DECCICO	08576667	ZZZZZ9999Z	ID		01-Oct-2019	01-Oct-2019		15	07-Oct-1960	NA		1	1	0	0

Syngene International Limited

Company Remarks	
Whether Regular 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	PAUL BLACKBURN	ID	Chairperson	23-Jul-2014	
2	SHARMILA ABHAY KARVE	ID	Member	01-Aug-2019	
3	VINITA BALI	ID	Member	24-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	SHARMILA ABHAY KARVE	ID	Chairperson	01-Aug-2019	
2	PAUL BLACKBURN	ID	Member	23-Jul-2014	
3	JONATHAN HUNT	ED	Member	23-Jul-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	PAUL BLACKBURN	ID	Chairperson	22-Jan-2019	
2	VINITA BALI	ID	Member	22-Jan-2019	
3	CATHERINE ROSENBERG	NED	Member	22-Jan-2019	
4	JONATHAN HUNT	ED	Member	24-Jul-2019	
5	SHARMILA ABHAY KARVE	ID	Member	01-Aug-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	VIJAY KUCHROO	ID	Member	01-Mar-2017	

Syngene International Limited

2	VINITA BALI	ID	Chairperson	16-Jul-2020	
3	CATHERINE ROSENBERG	NED	Member	09-Oct-2015	
4	CARL DECCICO	ID	Member	01-Oct-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
21-Jul-2020	21-Oct-2020	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	21-Jul-2020		Yes	3	3
Audit Committee	18-Sep-2020		Yes	3	3
Audit Committee		21-Oct-2020	Yes	3	3
Nomination & Remuneration Committee	21-Jul-2020		Yes	4	3
Nomination & Remuneration Committee		21-Oct-2020	Yes	3	2
Stakeholders Relationship Committee	21-Jul-2020		Yes	3	2
Stakeholders Relationship Committee		21-Oct-2020	Yes	3	2
Risk Management Committee	21-Jul-2020		Yes	5	3
Risk Management Committee		21-Oct-2020	Yes	5	3

Syngene International Limited

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	32

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
------------------------------------------------------------------------------------------------------------------	--

VI. 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 100 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.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here: NA

--

Name : Priyadarshini Mahapatra
Designation : Company Secretary & Compliance Officer
Place : Bengaluru
Date : January 11, 2021