

Syngene International Limited

Registered Office: Biocon Park, Biocon SEZ, Plot No. 2 & 3,
Bommasandra Industrial Area, IV Phase, Jigani Link Road, Bengaluru – 560 099,
Tel: 080-6775 5000, CIN: L85110KA1993PLC014937
Website: www.syngeneintl.com; E-mail: Investor@syngeneintl.com

POSTAL BALLOT FORM

1	Name (s) & Address of Member(s) (including joint holders, if any) (in block letters)	
2	Name(s) of the Joint-Holder(s), if any	
3	DP ID No./Client ID No./Registered Folio No.	
4	Number of Equity Shares held	

I / We hereby exercise my/our vote in respect of the following resolutions to be passed through Postal Ballot / e-voting stated in the Postal Ballot Notice of the Company dated January 22, 2019, by conveying my / our assent or dissent to the said Resolution by placing the tick (✓) mark at the appropriate box below:

S. No.	Resolution Summary	No. of Shares	Voting	
			I / We assent to the resolution (FOR)	I / We dissent to the resolution (AGAINST)
1	Special Resolution: To approve the continuation of directorship of Mr. Russell Walls (DIN: 03528496) as a Non-Executive Independent Director of the Company, who will attain the age of 75 years before March 31, 2019, till the conclusion of 26 th Annual General Meeting to be held in 2019.			
2	Special Resolution: To approve the continuation of directorship of Mr. Suresh Talwar (DIN: 00001456) as a Non-Executive Independent Director of the Company, who has attained the age of 75 years, till the conclusion of 26 th Annual General Meeting to be held in 2019.			
3	Ordinary Resolution: To approve the Payment of Remuneration to Non-Executive Directors by way of Commission.			

Place:

Date:

(Signature of the Member)

Note: Please read carefully the instructions printed overleaf before exercising the vote.

ELECTRONIC VOTING PARTICULARS

The voting facility is available at the link: <https://www.evoting.karvy.com>. The electronic voting Particulars are as follows.

EVEN (E VOTING EVENT NUMBER)	User ID	Password/PIN

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of E-voting
Monday, February 4, 2019 (9:00 A.M. IST)	Tuesday, March 5, 2019 (17:00 P.M. IST)

NOTES:

- Please read the instructions carefully before filling this Form and for e-voting, please refer to the instructions for "Instructions and other information relating to e-voting" provided in the Postal Ballot Notice sent herewith.
- The last date for receipt of Postal Ballot Forms by the Scrutinizer is March 5, 2019 (17:00 P.M. IST).

INSTRUCTIONS:

1. A member desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. Postal Ballot Form(s) deposited in person or sent by post or courier at the expense of the Member will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. This Postal Ballot Form should be completed and signed by the Member, as per the specimen signature registered with the Company/Depository Participant by the first named member and in his/her absence by the next-named Member. Unsigned/Blank Postal Ballot Form will be rejected.
4. The voting must be accorded by recording the assent in the Column 'FOR' and dissent in the column 'AGAINST' by placing a tick mark (✓) in the appropriate column of the Postal Ballot Form. Postal Ballot Form bearing a tick mark (✓) in both the column will render the Form invalid. The assent or dissent received in any other form shall not be considered valid. Please note that Postal Ballot Form shall not be signed by proxy.
5. In the case of Companies, Trusts, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of the Board Resolution/Authorization to the person voting on the postal ballot form. In case the Power of Attorney signs the Postal Ballot Form, reference of Power of Attorney registration by the Company should be mentioned in the Postal Ballot Form.
6. Duly completed Postal Ballot Form should be sent to **The Scrutinizer c/o Karvy Fintech Private Limited (Unit: Syngene International Limited), Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financials District, Nanakramguda, Hyderabad – 500 032, Telangana**, so as to reach him not later than 17:00 P.M. on March 5, 2019. Postal Ballot Forms received after this date will be strictly treated as if the reply from the member has not been received.
7. A member may request for a duplicate postal ballot form, if so required. However, the duly filled in duplicate postal ballot form should reach the Scrutinizer not later than the date specified in item No. 6 above.
8. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the members as on the cut-off date i.e. January 25, 2019. Any person who acquires shares of the Company and becomes member of the Applicant Company after the cut-off date for postal ballot and e-voting i.e. January 25, 2019 shall not be eligible to vote either through postal ballot or through remote e-voting.
9. Members are requested not to send any other papers along with the Postal Ballot Form in the enclosed self-addressed business reply envelope and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company will not be able to act on the same.
10. The votes of a Member shall be considered invalid if:
 - (a) A Postal Ballot Form other than one issued by the company has been used;
 - (b) Postal Ballot Form has not been signed by or on behalf of the Member;
 - (c) Members Signature do not match with the specimen signature;
 - (d) It is not possible to determine without any doubt the assent or dissent of the Member;
 - (e) Neither assent nor dissent is mentioned;
 - (f) Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - (g) The envelope containing the postal ballot form is received after the last date prescribed;
 - (h) The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - (i) The Postal Ballot Form is received defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - (j) Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
11. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.