

SYNGENE INTERNATIONAL LIMITED

CIN: L85110KA1993PLC014937

Regd. Office: Biocon SEZ, Biocon Park, Plot No. 2 & 3, Bommasandra Industrial Area, IV Phase, Jigani Link Road, Bangalore – 560 099

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Phone: 080 – 2808 2023 Fax: 080 – 2808 3189

Form No. MGT-11

PROXY FORM

[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,
Plot No. 3, Biocon Special Economic Zone,
Bommasandra, Jigani Link Road, Bengaluru 560 099

Date & Time : June 30, 2016 at 2:00 PM

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

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

I/We _____ of _____ being a member/members 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 23rd Annual General Meeting of the Company to be held on June 30, 2016 at 2.00 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: _____

Sl. No	Resolutions	Vote	
		Optional	See note 3
		For	Against
Ordinary Business			
1	Consider and adoption of audited financial statements for the year ended March 31, 2016, the Board's Report and Auditors thereon.		
2	Confirm and approve payment of Interim Dividend as final dividend for the year ended March 31, 2016.		
3	Appointment of Mr. John Shaw, who retires by rotation, being eligible, offers himself for re-appointment.		
4	Appointment of BSR & Co. LLP, Chartered Accountants, as Auditors of the Company for a period of five years and fix their remuneration.		
Special Business			
5	Appointment of Dr. Bala S Manian as an Independent Director.		
6	Appointment of Mr. Suresh N Talwar as an Independent Director .		
7	Appointment of Ms. Kiran Mazumdar-Shaw, as Managing Director for a term of 5 years.		
8	Payment of additional bonus to Mr. Peter Bains for FY2015-16.		

This is optional. Please put a tick mark (✓) in the appropriate column against the resolutions indicated in the box. If a member 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 member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature (s) of Member(s)

1. _____
2. _____
3. _____

Affix 1 rupee Revenue Stamp

Signed this _____ day of _____ 2016

 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.
2. A Proxy need not be a member 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 Members.
4. The form of Proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
6. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.