



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Listed Entity : ASTRAZENECA PHARMA INDIA LIMITED

Quarter ending : September 30, 2018

ANNEXURE 1

I. Composition of Board Directors								
Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of Memberships in Audit/Stakeholder Committee(s) including this listed entity(Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity(Refer Regulation 26(1) of Listing Regulations)
Mr.	NARAYAN KEELVEEDHI SESHADRI	00053563	Non-Executive/Independent	30/09/2014	5 years	6	6	3
Ms.	REVATHY ASHOK	00057539	Non-Executive/Independent	02/12/2016	5 years	4	7	3
Ms.	KIMSUKA NARASIMHAN	02102783	Non-Executive/Independent	02/02/2017	5 years	2	1	0
Mr.	GAGAN SINGH BEDI	07844333	Executive	01/07/2017		1	1	0
Mr.	GREGORY DAVID EMIL MUELLER	07667074	Non-Executive	02/12/2016		1	1	0
Mr.	IAN JOHN PARISH	00391534	Non-Executive	08/08/2017		1	0	0
Mr.	RAJESH MARWAHA	01458768	Executive	02/12/2016		1	1	0



II. Composition of Committees		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category(Chairperson/Executive/Non-Executive/Independent/Nominee)</i>
Audit Committee	1. Ms. REVATHY ASHOK	Chairperson/Non-Executive/Independent
	2. Mr. NARAYAN K SESHADRI	Non-Executive/Independent
	3. Mr. GREGORY DAVID EMIL MUELLER	Non-Executive
Nomination and Remuneration Committee	1. Ms. KIMSUKA NARASIMHAN	Chairperson/Non-Executive/Independent
	2. Mr. NARAYAN K SESHADRI	Non-Executive/Independent
	3. Mr. GREGORY DAVID EMIL MUELLER	Non-Executive
	4. Mr. IAN JOHN PARISH	Non-Executive
Stakeholders' Relationship Committee	1. Ms. REVATHY ASHOK	Chairperson/Non-Executive/Independent
	2. Mr. GAGAN SINGH BEDI	Executive
	3. Mr. RAJESH MARWAHA	Executive

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
21 May 2018	13 August 2018	83

IV. Meeting of Committees			
<i>Date(s) of meeting of the Committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date (s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee			
13 August 2018	Yes	21 May 2018	83
Nomination and Remuneration Committee			
	Yes	21 May 2018	-



V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes / No / NA) refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee	Yes

Details of material transactions with Related Party for the quarter ended September 30, 2018

Name of the Related Party: ***AstraZeneca UK Limited***

<i>Type of Transaction</i>	<i>Amount (INR)</i>
Imports	268,573,082
Payable of Expenses	1,502,986
Reimbursement of Expenses	10,015,103
Total	280,091,171



Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
2. The Composition of the following committees is in terms of SEBI (listing Obligations and Disclosure requirements) Regulations, 2015
 - a) Audit Committee
 - b) Nomination & Remuneration Committee
 - c) Stakeholders Relationship Committee
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
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
5. This report and /or the report submitted in the previous quarter has been placed before Board of Directors.

Any comments/observations/advice of Board of Directors may be mentioned here:
NIL

For AstraZeneca Pharma India Limited


Pratap Rudra
Company Secretary & Legal Counsel



Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes(*)
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No(**)
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

(*) In relation to the disclosure/ display of the Business Responsibility Report, the Company does not fall in the list of top 500 companies by market capitalization as March 31, 2018 in terms of regulation 34(2)(f).

(**) Pursuant to clause 19(3), presence of Chairman of the Nomination and Remuneration Committee in the Annual General Meeting is not a mandatory requirement.

For AstraZeneca Pharma India Limited



Pratap Rudra
Company Secretary & Legal Counsel



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