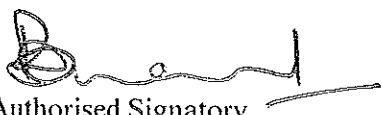


## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : ASTRAZENECA PHARMA INDIA LIMITED  
 Scrip Code : BgSE: ASTRAZEN / BSE: 506820 / NSE: ASTRAZEN  
 Quarter ending on : December 31, 2011

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	49 (I)		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	Will be disclosed in the Annual Report 2011-12
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	Will be disclosed in the Annual Report 2011-12
<b>II. Audit Committee</b>	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
<b>III. Subsidiary Companies</b>	49 (III)	NA	There is no subsidiary
<b>IV. Disclosures</b>	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Will be placed before the Audit Committee meeting to be held on February 02, 2012.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	NA	No proceeds from public issues, rights issue, preferential issues etc.
(E) Remuneration of Directors	49 (IV E)	Yes	Will be disclosed in the Annual Report 2011-12
(F) Management	49 (IV F)	Yes	Will be disclosed in the Annual Report 2011-12
(G) Shareholders	49 (IV G)	Yes	Will be disclosed in the Annual Report 2011-12
<b>V. CEO/CFO Certification</b>	49 (V)	Yes	Will be placed before the Board at the Meeting to be held on February 02, 2012.
<b>VI. Report on Corporate Governance</b>	49 (VI)	Yes	Will be covered in Annual Report for the year 2011-12.
<b>VII. Compliance</b>	49 (VII)	Yes	Will be covered in Annual Report for the year 2011-12.

For AstraZeneca Pharma India Limited

  
 Authorised Signatory

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