



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Listed Entity : ASTRAZENECA PHARMA INDIA LIMITED

Quarter ending : June 30, 2019

**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	6	3
Ms.	KIMSUKA NARASIMHAN	02102783	Non-Executive/Independent	02/02/2017	5 years	3	1	0
Mr.	GAGANDEEP SINGH BEDI	07844333	Executive	01/07/2017		1	1	0
Mr.	WEIYING SARAH WANG	08369289	Non-Executive	13/03/2019		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		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
Audit Committee	1. Ms. REVATHY ASHOK	Chairperson/Non-Executive/Independent
	2. Mr. NARAYAN K SESHADRI	Non-Executive/Independent
	3. Ms. WEIYING SARAH WANG	Non-Executive
Nomination and Remuneration Committee	1. Ms. KIMSUKA NARASIMHAN	Chairperson/Non-Executive/Independent
	2. Mr. NARAYAN K SESHADRI	Non-Executive/Independent
	3. Ms. WEIYING SARAH WANG	Non-Executive
	4. Mr. IAN JOHN PARISH	Non-Executive
Stakeholders' Relationship Committee	1. Ms. REVATHY ASHOK	Chairperson/Non-Executive/Independent
	2. Mr. GAGANDEEP SINGH BEDI	Executive
	3. Mr. RAJESH MARWAHA	Executive
Risk Management Committee	1. Ms. KIMSUKA NARASIMHAN	Chairperson/Non-Executive/Independent
	2. Mr. GAGANDEEP SINGH BEDI	Executive
	3. Mr. RAJESH MARWAHA	Executive
	4. Ms. SMITA SAHA	Vice President Human Resources
	5. Ms. MINA PATEL	Site Lead, India Operations



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	Maximum gap between any two consecutive meetings (in number of days)
6 February 2019	15 April 2019	67
	24 May 2019	38

IV. Meeting of Committees			
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date (s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>			
24 May 2019	Yes	6 February 2019	106
<b>Nomination &amp; Remuneration Committee</b>			
15 April 2019	Yes	6 February 2019	67
24 May 2019	Yes		38

V. Related Party Transactions	
Subject	Compliance status (Yes / No / NA) refer note below
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 June 30, 2019

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

Type of Transaction	Amount (INR)
Imports	534,199,619
Payable of Expenses	8,194,742
Reimbursement of Expenses	3,908,468
<b>Total</b>	<b>546,302,829</b>

## 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
  - d) Risk Management 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

