

**VIJAYAKRISHNA K T**

BBM, LLB, FCS, AICWA

Company Secretary

# 496/4, II Floor, 10th Cross,  
Near Bashyam Circle, Sadashivanagar,  
Bangalore - 560 080  
Tel : +91 80 23610847,  
Telefax : +91 80 41231106  
e-mail : vijaykt@vjkt.in  
ktvijaykrishna@gmail.com

**REPORT OF SCRUTINIZER**

1<sup>st</sup> October, 2014

To  
Mr. D. E. Udwadia  
Chairman  
AstraZeneca Pharma India Limited  
Bangalore

Dear Sir,

I, Vijayakrishna KT, appointed as Scrutinizer for the purpose of e-voting and poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of AstraZeneca Pharma India Limited, held on 30<sup>th</sup> September, 2014 at Vivanta by Taj Hotel, MG Road, Bangalore – 560 001 at 3.00 p.m. hereby submit my Report.

Report dated 26<sup>th</sup> September, 2014 on e-voting was already handed over to you.

The polling process was undertaken as per the Companies (Management and Administration) Rules, 2014. The Poll Box was opened in the presence of two persons as witnesses after the voting process was completed. I have received the necessary support from the Company and Integrated Enterprises (India) Ltd, who is the Registrar and Share Transfer Agent (RTA).

On verification of the 34 polling papers received up to, and on 30<sup>th</sup> September, 2014 and voting through e-voting up to 25<sup>th</sup> September, 2014 from the Shareholders of AstraZeneca Pharma India Limited holding Equity Shares, both in physical and electronic mode, and based on the information made available to me, I hereby submit my consolidated report as under:

<b>Authorised Capital of the Company</b>	25000000 Equity Shares of Rs. 2/- each – Rs. 50,000,000/-
<b>Issued and Paid up Equity Capital of the Company</b>	25000000 Equity Shares of Rs. 2/- each – Rs. 50,000,000/-

**DETAILS OF E-VOTING:**

Resolution number	Resolution	Total number of Shares	Voted in favour	Voted against	Percentage (In favour)
<b>ORDINARY BUSINESS:</b>					
1.	Adoption of accounts for the year ended 31 <sup>st</sup> March, 2014.	18831879	18830960	919	99.99
2.	Appointment of Mr. Justin Ooi, who retires by rotation.	18831879	18757426	74453	99.60
3.	Appointment of Auditors of the Company.	18831879	18830986	893	99.99
<b>SPECIAL BUSINESS:</b>					
4.	Ratification of Cost Auditors' Remuneration.	18831879	18830950	929	99.99
5.	Appointment of Mr. D. E. Udwadia as an Independent Director.	18831789	18757916	73873	99.61
6.	Appointment of Mr. K. S. Shah as an Independent Director.	18831879	18828290	3589	99.98
7.	Appointment of Mr. Narayan K Seshadri as an Independent Director.	18831879	18816198	15681	99.92

## DETAILS OF POLLING

### A. DETAILS OF INVALID POLLING PAPERS:

Sl. No.	Particulars	No. of Polling Papers	No. of Shares involved
a.	Mismatch of signature with specimen signature	5	25
b.	Signature not affixed	1	2
c.	Folio no. not found	2	-
	<b>Total</b>	<b>8</b>	<b>27</b>

### B. DETAILS OF VALID VOTING THROUGH POLLING PAPERS:

Resolution number	Resolution	Total number of Shares	Voted in favour	Voted against	Percentage (In favour)
<b>ORDINARY BUSINESS:</b>					
1.	Adoption of accounts for the year ended 31 <sup>st</sup> March, 2014.	72531	72381	150	99.79
2.	Appointment of Mr. Justin Ooi, who retires by rotation.	72531	72381	150	99.79
3.	Appointment of Auditors of the Company.	72531	72381	150	99.79
<b>SPECIAL BUSINESS:</b>					
4.	Ratification of Cost Auditors' Remuneration.	72531	72381	150	99.79
5.	Appointment of Mr. D. E. Udwardia as an Independent Director.	72531	72356	175	99.76



6.	Appointment of Mr. K. S. Shah as an Independent Director.	72531	72356	175	99.76
7.	Appointment of Mr. Narayan K Seshadri as an Independent Director.	72531	72431	100	99.86

**C. FINAL ANALYSIS COMBINING BOTH E-VOTING AND POLLING PAPERS IS AS FOLLOWS:**

Resolution number	Resolution	Total number of Shares	Voted in favour	Voted against	Percentage (In favour)	Result
<b>ORDINARY BUSINESS:</b>						
1.	Adoption of accounts for the year ended 31 <sup>st</sup> March, 2014.	18904410	18903341	1069	99.99	Passed
2.	Appointment of Mr. Justin Ooi, who retires by rotation.	18904410	18829807	74603	99.60	Passed
3.	Appointment of Auditors of the Company.	18904410	18903367	1043	99.99	Passed
<b>SPECIAL BUSINESS:</b>						
4.	Ratification of Cost Auditors' Remuneration.	18904410	18903331	1079	99.99	Passed
5.	Appointment of Mr. D. E. Udawadia as an Independent Director.	18904320	18830272	74048	99.61	Passed
6.	Appointment of Mr. K. S. Shah as an Independent Director.	18904410	18900646	3764	99.98	Passed

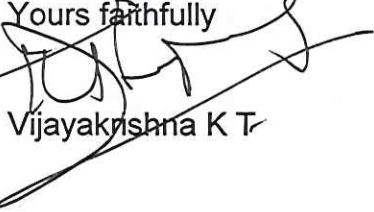
7.	Appointment of Mr. Narayan K Seshadri as an Independent Director.	18904410	18888629	15781	99.92	Passed
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\*Pursuant to proviso to Section 188 of the Companies Act, 2013, the interested party cannot vote for the resolutions on contracts or arrangement which tantamount to 'Related Party Transaction'. However, there are no such resolutions.

Based on the above information, you may kindly declare the results and take steps accordingly.

I hereby enclose the polling papers received as per details above. E-voting statement has already been furnished to you earlier.

Thanking you  
Yours faithfully



Vijayakrishna K T

Enc: As above