

June 28, 2021

The Manager –Listing

BSE Limited

Corporate Relationship Dept., 1st Floor, New Trading Ring
Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai 400001

National Stock Exchange of India Ltd.

Exchange plaza, 5th Floor, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (E), Mumbai 400051

Dear Sir,

Sub: Secretarial Compliance Report

Ref: Scrip Code – BSE: 506820, NSE: ASTRAZEN

In terms of SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we furnish herewith the Secretarial Compliance Report, for the year ended March 31, 2021.

Please take the same on record.

Thanking you,

Yours faithfully

For AstraZeneca Pharma India Limited

Pratap Rudra

Company Secretary & Legal Counsel

Encl: as above

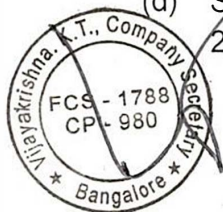
**SECRETARIAL COMPLIANCE REPORT OF ASTRAZENECA PHARMA INDIA LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2021**

I, Vijayakrishna K T, Practising Company Secretary have examined all the documents and records made available to us and explanation provided by **Astrazeneca Pharma India Limited** having its Registered Office at Block N1, 12th Floor, Manyata Embassy Business Park, Rachenahalli, Outer Ring Road, Bangalore- 560045 bearing CIN L24231KA1979PLC003563("the listed entity"), and the filings/submissions made by the listed entity to the stock exchanges, website of the listed entity and other document/filing and as may be relevant, which has been relied upon to make this certification for the Financial Year ended 31stMarch, 2021 ("1stApril, 2020 to 31st March, 2021") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the Circulars/Guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Circulars/Guidelines issued thereunder;

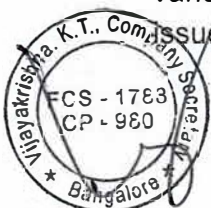
Based on the above examination, I hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued except in respect of matters specified below:

| Sl. No. | Compliance Requirement (Regulations/circulars/Guidelines including specific clause) | Deviations | Observations/Remarks of the Practicing Company Secretary |
|---------|---|------------|--|
| NIL* | | | |

*The proceedings of the Annual General Meeting was submitted to the stock exchanges immediately on the next working day, marginally after 24 hours, which in my opinion is non-material and inconsequential.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its Promoters/Directors/Material Subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and Circulars/Guidelines issued thereunder:



| Sl. No. | Action taken by | Details of violation | Details of action taken ex. Fines, warning letter, debarment etc.... | Observations/Remarks of the Practising Company Secretary, if any |
|---------|-----------------|----------------------|--|--|
| | | | NIL | |

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports -NA

Place: Bangalore
Date: 25.05.2021



[Handwritten Signature]
Vijayakrishna K T
Practising Company Secretary
FCS No.: 1788 C P No.: 980
UDIN: F001788C000366537