

August 17, 2023

The Manager- Listing
BSE Limited
 Corporate Relationship Dept., 5th Floor, New Trading Ring
 Rotunda Building, P J Towers, Dalal Street, Fort,
 Mumbai - 400001

The Manager- Listing
National Stock Exchange of India Limited
 Exchange Plaza, 5th Floor, Plot No. C/1, G Block
 Bandra –Kurla Complex, Bandra (E),
 Mumbai - 400051

Dear Sirs,

Sub: Voting Results and Scrutinizer’s Report of 44th Annual General Meeting of the Company held on August 14, 2023

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we furnish below the details regarding voting results of 44th Annual General Meeting of the Company held on Monday, August 14, 2023 at 3.00 pm through Video Conferencing/ Other Audio Visual Means along with the scrutinizer’s report:

Date of AGM	August 14, 2023
Total No of Share Holders as on Record Date (cut-off date-07.08.2023)	36,244
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	N.A. The meeting was convened through Video Conferencing / Other Audio-Visual Means
No. of Shareholders attended the meeting through Video Conferencing: <ul style="list-style-type: none"> • Promoters and Promoter Group • Public 	1 42

Below is the resolution-wise combined result of e-voting:

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Accounts for the year ended March 31, 2023 and the Reports of the Auditor's and Director's thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18750000	18750000	100	18750000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18750000	18750000	100	18750000	0	100
Public- Institutions	E-Voting	1201177	1079056	89.8332	1079056	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1201177	1079056	89.8332	1079056	0	100
Public- Non Institutions	E-Voting	5048823	6662	0.132	6552	110	98.3488	1.6512
	Poll		36	0.0007	36	0	100	0
	Postal Ballot (if applicable)							
	Total		5048823	6698	0.1327	6588	110	98.3577
Total		25000000	19835754	79.343	19835644	110	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend of Rs. 16/- per share on equity shares for the financial year 2022-23				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18750000	18750000	100	18750000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18750000	18750000	100	18750000	0	100
Public-Institutions	E-Voting	1201177	1083243	90.1818	1083243	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1201177	1083243	90.1818	1083243	0	100
Public- Non Institutions	E-Voting	5048823	6662	0.132	6550	112	98.3188	1.6812
	Poll		36	0.0007	36	0	100	0
	Postal Ballot (if applicable)							
	Total		5048823	6698	0.1327	6586	112	98.3279
Total		25000000	19839941	79.3598	19839829	112	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consent of members for the appointment of Ms. Weijing Sarah Wang (DIN: 08369289) who retires by rotation, and being eligible, offers herself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18750000	18750000	100	18750000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18750000	18750000	100	18750000	0	100
Public- Institutions	E-Voting	1201177	1083243	90.1818	677735	405508	62.5654	37.4346
	Poll							
	Postal Ballot (if applicable)							
	Total		1201177	1083243	90.1818	677735	405508	62.5654
Public- Non Institutions	E-Voting	5048823	6662	0.132	6458	204	96.9379	3.0621
	Poll		36	0.0007	36	0	100	0
	Postal Ballot (if applicable)							
	Total		5048823	6698	0.1327	6494	204	96.9543
Total		25000000	19839941	79.3598	19434229	405712	97.9551	2.0449
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			Approval of Material Related Party Transactions to be entered into by the Company with AstraZeneca UK Limited.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18750000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18750000	0	0	0	0	0
Public-Institutions	E-Voting	1201177	1083243	90.1818	1083243	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1201177	1083243	90.1818	1083243	0	100
Public- Non Institutions	E-Voting	5048823	6662	0.132	5867	795	88.0666	11.9334
	Poll		36	0.0007	36	0	100	0
	Postal Ballot (if applicable)							
	Total		5048823	6698	0.1327	5903	795	88.1308
Total		25000000	1089941	4.3598	1089146	795	99.9271	0.0729
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions to be entered into by the Company with AstraZeneca AB, Sweden.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18750000	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18750000	0	0	0	0	0
Public-Institutions	E-Voting	1201177	1083243	90.1818	1083243	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1201177	1083243	90.1818	1083243	0	100
Public- Non Institutions	E-Voting	5048823	6662	0.132	5867	795	88.0666	11.9334
	Poll		36	0.0007	36	0	100	0
	Postal Ballot (if applicable)							
	Total		5048823	6698	0.1327	5903	795	88.1308
Total		25000000	1089941	4.3598	1089146	795	99.9271	0.0729
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Cost Auditor's remuneration				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	18750000	18750000	100	18750000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		18750000	18750000	100	18750000	0	100
Public- Institutions	E-Voting	1201177	1083243	90.1818	1083243	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1201177	1083243	90.1818	1083243	0	100
Public- Non Institutions	E-Voting	5048823	6662	0.132	6533	129	98.0636	1.9364
	Poll		36	0.0007	36	0	100	0
	Postal Ballot (if applicable)							
	Total		5048823	6698	0.1327	6569	129	98.0741
Total		25000000	19839941	79.3598	19839812	129	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

To
Mr. Narayan K Seshadri
Chairman
AstraZeneca Pharma India Limited
Block N1, 12th Floor, Manyata Embassy Business Park
Rachenahalli, Outer Ring Road
Bengaluru- 560 045

Dear Sir,

I, Vijayakrishna KT, Company Secretary in Whole-Time Practice (FCS No. 1788, CP No. 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by AstraZeneca Pharma India Limited ("the Company") for the purpose of scrutinizing the e-voting prior to the Annual General Meeting (AGM) ('remote e-voting') and electronic voting ('e-voting') at the 44th Annual General Meeting held on Monday, August 14, 2023 at 3.00 pm IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), hereby furnish my Report to you.

The notice dated May 30, 2023, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA General read with Circular No. 2/2022 dated May 5, 2022, Circular No.14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 5, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022.

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the

resolutions proposed in the Notice of 44th Annual General Meeting. My responsibility as Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" the resolutions proposed in the Notice convening the 44th Annual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by National Securities Depository Limited (NSDL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for four days from 10th August, 2023 (9.00 A.M. IST) till 13th August, 2023 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After declaration of voting by the Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by NSDL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e., 7th August, 2023 were entitled to vote on the Resolutions proposed in the Notice calling the 44th Annual General Meeting.

At the end of the voting period on 13th August, 2023 (5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 14th August, 2023, as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the Members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of NSDL i.e. www.evoting.nsdl.com and based on such reports:

- a. 163 (folio wise) Members have cast their votes through remote e-voting.
- b. 5 (folio wise) Members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:

ORDINARY BUSINESS:

Item No.1: Adoption of Financial Statements for the year ended March 31, 2023 and the Reports of the Board of Directors and Auditors thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	
Assent	157	19835608	5	36	162	19835644	99.999
Dissent	2	110	0	0	2	110	0.001
Total	159	19835718	5	36	164	19835754	100.000
Abstained / Invalid	0	0	0	0	0	0	NA

Item No. 2: Declaration of dividend of Rs.16/- per share on equity shares for the financial year 2022-23:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	
Assent	157	19839793	5	36	162	19839829	99.999
Dissent	3	112	0	0	3	112	0.001
Total	160	19839905	5	36	165	19839941	100.000
Abstained / Invalid	0	0	0	0	0	0	NA

Item No. 3: Appointment of Ms. Weiyong Sarah Wang (DIN: 08369289) who retires by rotation, and being eligible, offers herself for re-appointment:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	
Assent	113	19434193	5	36	118	19434229	97.96
Dissent	50	405712	0	0	50	405712	2.04
Total	163	19839905	5	36	168	19839941	100.000
Abstained / Invalid	0	0	0	0	0	0	NA

SPECIAL BUSINESS:

Item No. 4: Approval of Material Related Party Transactions to be entered into by the Company with AstraZeneca UK Limited:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	No of Members voted	No. of Votes cast (shares)	
Assent	149	1089110	5	36	154	1089146	99.927
Dissent	10	795	0	0	10	795	0.073
Total	159	1089905	5	36	164	1089941	100.000
Abstained / Invalid	1	18750000	0	0	1	18750000	NA

Item No. 5: Approval of Material Related Party Transactions to be entered into by the Company with AstraZeneca AB, Sweden:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	149	1089110	5	36	154	1089146	99.927
Dissent	10	795	0	0	10	795	0.073
Total	159	1089905	5	36	164	1089941	100.000
Abstained / Invalid	1	18750000	0	0	1	18750000	NA

Item No. 6: Ratification of Cost Auditor's remuneration:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		e-voting at the AGM		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	155	19839776	5	36	160	19839812	99.999
Dissent	5	129	0	0	5	129	0.001
Total	160	19839905	5	36	165	19839941	100.000
Abstained / Invalid	0	0	0	0	0	0	NA

Note: Percentages are rounded off to nearest decimals. Some of the shareholders who have voted for part of their shareholdings were considered to the extent of their voting. The Promoters who have voted for the Related Party Transactions were taken as invalid and not taken for counting.

Based on the foregoing, the Resolutions Nos. from 1 to 6 in the Notice of 44th Annual General Meeting may be deemed to have been **passed by requisite majority**.

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You
Yours Sincerely

KONILA
THIRUMALE
SWARA
VIJAYAKRIS
HNA

Digitally signed by KONILA
THIRUMALESWARA
VIJAYAKRISHNA
DN: cn=KONILA
THIRUMALESWARA
VIJAYAKRISHNA, c=IN,
st=KARNATAKA, o=PERSONAL,
serialNumber=c78d74b1815686b
96232315a922a08816303634b6
3827d5b6f5845590c7c3a0
Date: 2023.08.16 14:46:48
+05'30'

Vijayakrishna K T
Company Secretary
Membership No.: FCS No.: 1788
CP No.: 980
UDIN: F001788E000807461
Date: 16.08.2023
Place: Bangalore