

August 10, 2022

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 43rd Annual General Meeting of the Company held on August 8, 2022

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we furnish below the details regarding voting results of 43rd Annual General Meeting of the Company held on Monday, August 8, 2022 at 3.00 pm through Video Conferencing/ Other Audio Visual Means along with the scrutinizer’s report:

Date of AGM	August 8, 2022
Total No of Share Holders as on Record Date (cut-off date-01.08.2022)	52,646
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 39

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, 2022 and the Reports of the Auditor's and Directors 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	951180	826437	86.8854	826437	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		951180	826437	86.8854	826437	0	100
Public- Non Institutions	E-Voting	5298820	29254	0.5521	29190	64	99.7812	0.2188
	Poll		46869	0.8845	46869	0	100	0
	Postal Ballot (if applicable)							
	Total		5298820	76123	1.4366	76059	64	99.9159
Total		25000000	19652560	78.6102	19652496	64	99.9997	0.0003
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			Confirmation of the payment of interim dividend of Rs. 2/- per equity share for the financial year 2021-22 and to declare Final Dividend of Rs. 8/- per share on equity shares for the financial year 2021-22.					
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	951180	837168	88.0136	837168	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		951180	837168	88.0136	837168	0	100
Public- Non Institutions	E-Voting	5298820	29252	0.552	29186	66	99.7744	0.2256
	Poll		46869	0.8845	46869	0	100	0
	Postal Ballot (if applicable)							
	Total		5298820	76121	1.4366	76055	66	99.9133
Total		25000000	19663289	78.6532	19663223	66	99.9997	0.0003
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 appointment of Mr. Rajesh Marwaha (DIN: 01458768) who retires by rotation, and being eligible, offers himself for reappointment.				
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	951180	837168	88.0136	830088	7080	99.1543	0.8457
	Poll							
	Postal Ballot (if applicable)							
	Total		951180	837168	88.0136	830088	7080	99.1543
Public- Non Institutions	E-Voting	5298820	29250	0.552	29134	116	99.6034	0.3966
	Poll		46869	0.8845	46869	0	100	0
	Postal Ballot (if applicable)							
	Total		5298820	76119	1.4365	76003	116	99.8476
Total		25000000	19663287	78.6531	19656091	7196	99.9634	0.0366
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Consent of members for appointment of Ms. Shilpa Shridhar Divekar (DIN: 06619353) as an Independent Director for a term of 5 years w.e.f. December 29, 2021 to December 28, 2026.				
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	951180	837168	88.0136	830088	7080	99.1543	0.8457
	Poll							
	Postal Ballot (if applicable)							
	Total		951180	837168	88.0136	830088	7080	99.1543
Public- Non Institutions	E-Voting	5298820	29250	0.552	29159	91	99.6889	0.3111
	Poll		46869	0.8845	46859	10	99.9787	0.0213
	Postal Ballot (if applicable)							
	Total		5298820	76119	1.4365	76018	101	99.8673
Total		25000000	19663287	78.6531	19656106	7181	99.9635	0.0365
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 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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	951180	837168	88.0136	837168	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	951180	837168	88.0136	837168	0	100	0
Public- Non Institutions	E-Voting	5298820	29254	0.5521	29140	114	99.6103	0.3897
	Poll		46869	0.8845	46869	0	100	0
	Postal Ballot (if applicable)							
	Total	5298820	76123	1.4366	76009	114	99.8502	0.1498
Total		6250000	913291	14.6127	913177	114	99.9875	0.0125
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?				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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	951180	837168	88.0136	837168	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	951180	837168	88.0136	837168	0	100	0
Public- Non Institutions	E-Voting	5298820	29254	0.5521	29133	121	99.5864	0.4136
	Poll		46869	0.8845	46869	0	100	0
	Postal Ballot (if applicable)							
	Total	5298820	76123	1.4366	76002	121	99.841	0.159
Total		6250000	913291	14.6127	913170	121	99.9868	0.0132
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution.								



Resolution(7)								
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	951180	837168	88.0136	837168	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		951180	837168	88.0136	837168	0	100
Public- Non Institutions	E-Voting	5298820	29252	0.552	29052	200	99.3163	0.6837
	Poll		46869	0.8845	46869	0	100	0
	Postal Ballot (if applicable)							
	Total		5298820	76121	1.4366	75921	200	99.7373
Total		25000000	19663289	78.6532	19663089	200	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

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Near Bashyam Circle, Sadashivanagar,
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Tel : +91 80 23610847
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

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 AGM ('remote e-voting') and electronic voting ('e-voting') at the 43rd Annual General Meeting held on Monday, August 8, 2022 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 26, 2022, 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 Circular No. 2/2022 dated May 5, 2022 read with 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

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Res : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA

Tel : +91 80 23221564

resolutions proposed in the Notice of 43rd Annual General Meeting. My responsibility as a 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 casts in "favour" or "against" the resolutions proposed in the Notice convening the 43rd 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 4th August, 2022 (9.00 A.M. IST) till 7th August, 2022 (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., 1st August, 2022 were entitled to vote on the Resolutions proposed in the Notice calling the 43rd Annual General Meeting.

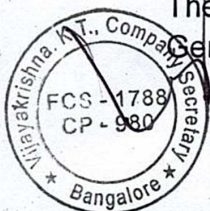
At the end of the voting period on 7th August, 2022 (5.00 P.M. IST), the voting portal of NSDL was blocked forthwith.

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 8th August, 2022, in the presence of Mr. Parameshwar G Bhat and Mr. Sharan Kumar S who acted as witnesses 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. 255 (folio wise) Members have cast their votes through remote e-voting.
- b. 7 (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 financial year ended March 31, 2022 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	248	19605627	7	46869	255	19652496	99.999
Dissent	7	64	0	0	7	64	0.001
Total	255	19605691	7	46869	262	19652560	100.000
Abstained / Invalid	1	10731	0	0	1	10731	NA

Item No. 2: Confirmation of the payment of interim dividend of Rs. 2/- per Equity Share for the financial year 2021-22 and declaration of Final Dividend of Rs. 8/- per share Equity Shares for the financial year 2021-22. :

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	247	19616354	7	46869	254	19663223	99.999
Dissent	8	66	0	0	8	66	0.001
Total	255	19616420	7	46869	262	19663289	100.000
Abstained / Invalid	1	2	0	0	1	2	NA

Item No. 3: Appointment of Mr. Rajesh Marwaha (DIN: 01458768) who retires by rotation, and being eligible, offers himself 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	238	19609222	7	46869	245	19656091	99.963
Dissent	17	7196	0	0	17	7196	0.037
Total	255	19616418	7	46869	262	19663287	100.000
Abstained / Invalid	1	4	0	0	1	4	NA

SPECIAL BUSINESS:

Item No. 4: Appointment of Ms. Shilpa Shridhar Divekar (DIN: 06619353) as Director and also as an Independent Director of the Company:

Special 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	242	19609247	6	46859	248	19656106	99.963
Dissent	13	7171	1	10	14	7181	0.037
Total	255	19616418	7	46869	262	19663287	100.000
Abstained / Invalid	1	4	0	0	1	4	NA

Item No. 5: 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	244	866308	7	46869	251	913177	99.988
Dissent	11	114	0	0	11	114	0.012
Total	255	866422	7	46869	262	913291	100.000
Abstained / Invalid	1	18750000	0	0	1	18750000	NA

Item No. 6: 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	242	866301	7	46869	249	913170	99.987
Dissent	13	121	0	0	13	121	0.013
Total	255	866422	7	46869	262	913291	100.000
Abstained / Invalid	1	18750000	0	0	1	18750000	NA

Item No. 7: Ratification of payment of remuneration to Messrs Rao, Murthy & Associates, Cost Accountants, Bengaluru:

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	No of members voted	No. of Votes cast (shares)	



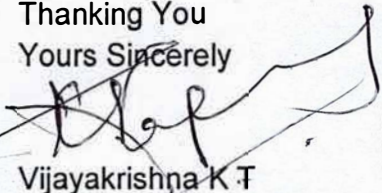
				(shares)			
Assent	242	19616220	7	46869	249	19663089	99.999
Dissent	13	200	0	0	13	200	0.001
Total	255	19616420	7	46869	262	19663289	100.000
Abstained / Invalid	1	2	0	0	1	2	NA

Note: Percentages rounded off to nearest decimals.

Based on the foregoing, the Resolutions Nos. from 1 to 7 in the Notice of 43rd 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


Vijayakrishna K.T
Company Secretary

Membership No.: FCS No.: 1788

CP No.: 980

UDIN: F001788D000765683

Date: 09.08.2022

Place: Bangalore



Witnesses:

Names

1. Parameshwar G Bhat
2. Sharan Kumar S

Signatures



