

August 9, 2024

The Manager- Listing  
**BSE Limited**

Corporate Relationship Dept., 5<sup>th</sup> 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, 5<sup>th</sup> Floor, Plot No. C/1, G Block  
Bandra –Kurla Complex, Bandra (E),  
Mumbai - 400051

Dear Sirs,

**Sub: Voting Results and Scrutinizer’s Report of 45<sup>th</sup> Annual General Meeting of the Company held on August 8, 2024**

Pursuant to Clause 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we furnish below the details regarding voting results of 44<sup>th</sup> Annual General Meeting of the Company held on Thursday, August 8, 2024 at 3.00 pm through Video Conferencing/ Other Audio Visual Means along with the scrutinizer’s report:

Date of AGM	August 8, 2024
Total No of Share Holders as on Record Date (cut-off date - 01.08.2024)	27,451
No. of shareholders present in the meeting either in person or through proxy:  <ul style="list-style-type: none"> <li>• Promoters and Promoter Group</li> <li>• Public</li> </ul>	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"> <li>• Promoters and Promoter Group</li> <li>• Public</li> </ul>	1 46

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, 2024 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	1978163	1881507	95.1139	1881507	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1978163	1881507	95.1139	1881507	0	100
Public- Non Institutions	E-Voting	4271837	656416	15.3661	656415	1	99.9998	0.0002
	Poll							
	Postal Ballot (if applicable)							
	Total		4271837	656416	15.3661	656415	1	99.9998
Total		25000000	21287923	85.1517	21287922	1	100	0
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. 24/- per share on equity shares for the financial year 2023-24				
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	1978163	1882494	95.1637	1882494	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1978163	1882494	95.1637	1882494	0	100
Public- Non Institutions	E-Voting	4271837	656416	15.3661	656416	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		4271837	656416	15.3661	656416	0	100
Total		25000000	21288910	85.1556	21288910	0	100	0
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 Dr. Sanjeev Kumar Panchal (DIN: 09823879) who retires by rotation, and being eligible, offers himself 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	1978163	1882494	95.1637	1875087	7407	99.6065	0.3935
	Poll							
	Postal Ballot (if applicable)							
	Total		1978163	1882494	95.1637	1875087	7407	99.6065
Public- Non Institutions	E-Voting	4271837	656412	15.366	656389	23	99.9965	0.0035
	Poll							
	Postal Ballot (if applicable)							
	Total		4271837	656412	15.366	656389	23	99.9965
Total		25000000	21288906	85.1556	21281476	7430	99.9651	0.0349
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?				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	1978163	1882494	95.1637	1882494	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1978163	1882494	95.1637	1882494	0	100
Public- Non Institutions	E-Voting	4271837	656416	15.3661	656405	11	99.9983	0.0017
	Poll							
	Postal Ballot (if applicable)							
	Total		4271837	656416	15.3661	656405	11	99.9983
Total		25000000	21288910	85.1556	21288899	11	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

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

## SCRUTINIZER'S REPORT

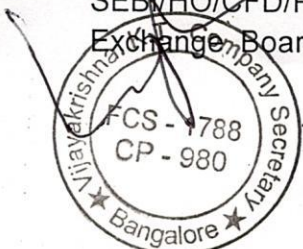
[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies  
(Management & Administration) Rules, 2014]

To  
Mr. Narayan K Seshadri  
Chairman  
AstraZeneca Pharma India Limited  
Block N1, 12<sup>th</sup> 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, 2<sup>nd</sup> Floor, 10<sup>th</sup> 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 45<sup>th</sup> Annual General Meeting held on Thursday, August 8, 2024 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 27, 2024, 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 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India (collectively referred to as 'SEBI Circulars') permitted the





holding of the Annual General Meeting ('AGM') through VC/OAVM, without the physical presence of the Members.

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 45<sup>th</sup> 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 45<sup>th</sup> 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 4<sup>th</sup> August, 2024 (9.00 A.M. IST) till 7<sup>th</sup> August, 2024 (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.

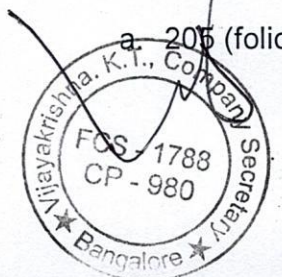
The Members holding Equity Shares as on the "cut-off date" i.e., 1<sup>st</sup> August, 2024 were entitled to vote on the Resolutions proposed in the Notice calling the 45<sup>th</sup> Annual General Meeting.

At the end of the voting period on 7<sup>th</sup> August, 2024 (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 8<sup>th</sup> August, 2024, 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](http://www.evoting.nsdl.com) and based on such reports:

a. 205 (folio wise) Members have cast their votes through remote e-voting.





- b. 0 (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, 2024 and the Reports of the Board of Directors and Auditors thereon:**

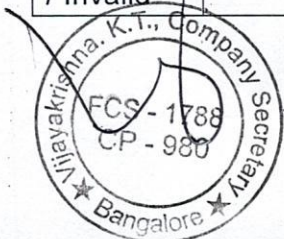
**Ordinary Resolution:**

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	200	21287922	0	0	200	21287922	100.00%
Dissent	1	1	0	0	1	1	0
Total	201	21287923	0	0	201	21287923	100.00%
Abstained / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	NA

**Item No. 2: Declaration of dividend of Rs.24/- per share on equity shares for the financial year 2023-24:**

**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	202	21288910	0	0	202	21288910	100.00%
Dissent	0	0	0	0	0	0	0
Total	202	21288910	0	0	202	21288910	100.00%
Abstained / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	NA





**Item No. 3: Appointment of Dr. Sanjeev Kumar Panchal (DIN: 09823879) 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	194	21281476	0	0	194	21281476	99.97%
Dissent	11	7430	0	0	11	7430	0.03%
Total	205	21288906	0	0	205	21288906	100.00%
Abstained / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	NA

**SPECIAL BUSINESS:**

**Item No. 4: 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	198	21288899	0	0	198	21288899	100.00%
Dissent	4	11	0	0	4	11	0
Total	202	21288910	0	0	202	21288910	100.00%
Abstained / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	NA

Note: Percentages are rounded off to nearest decimals. Also, there are some shareholders who have participated partially for some of the resolutions. Accordingly, the partial voting was taken into consideration.





Based on the foregoing, the Resolutions Nos. from 1 to 4 in the Notice of 45<sup>th</sup> 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: F001788F000938955  
Peer Review Certificate No. 1883/2022  
Date: 09.08.2024  
Place: Bangalore