

**AstraZeneca Pharma India Limited**

(CIN: L24231KA1979PLC003563)

Regd. Office: Block N1, 12th Floor, Manyata Embassy Business Park
Rachenahalli, Outer Ring Road, Bangalore - 560 045
Email: comp.secy@astrazeneca.com, Web: www.astrazeneca.com/india
Tel: +91 80 6774 8000, Fax: +91 80 6774 8557

NOTICE TO MEMBERS

Notice is hereby given that pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read together with the Companies (Management and Administration) Rules, 2014 (the 'Rules'), Secretarial Standard on General Meetings (SS-2) and SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020 (the "MCA Circulars") read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 and any other applicable laws and regulations, the Company is seeking approval of its Members by way of Postal Ballot voting (only through remote e-voting) for the businesses as set out in the Postal Ballot Notice dated February 8, 2022 together with the Explanatory Statement relating there to:

Ordinary Resolution: Approval of Material Related Party Transactions to be entered into by the Company with AstraZeneca UK Limited.

The Company is pleased to offer its Members the facility to cast their vote by electronic means through e-voting facility provided by National Securities Depository Limited ('NSDL') in compliance with Section 108 and 110 of the Act read with the Rules framed thereunder and Regulation 44 of the Listing Regulations.

The Company has on Wednesday, February 23, 2022 sent the Postal Ballot Notice by e-mail only to those Members, who have registered their e-mail addresses with the Company's Registrar and Share Transfer Agent or their respective Depository Participants as on Friday, February 18, 2022 (cut off date). In compliance with the requirements of the MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelope will not be sent to the members for this Postal Ballot and the members are required to communicate their assent or dissent through the remote e-voting system only.

Details of the process and manner of remote e-voting along with the User ID and password are provided over e-mail to all Members who have registered their e-mail addresses.

Members whose e-mail addresses are not registered, but Mobile numbers are available, SMS are being sent to Members by Integrated Registry Management Services Private Limited containing the weblink for downloading the Notice. Please treat this Notice as our attempt to reach all our Members who have missed or not received other communication on this subject matter and intend to participate in proposed remote e-voting.

Members who have not registered their e-mail address and in consequence could not receive the Notice may get their email address registered with the RTA, by clicking the link: <https://www.integratedindia.in/emailupdtation.aspx> and following the registration process as guided thereafter. Post successful registration of the e-mail address, the Member will receive soft copy of the Notice and the procedure for remote e-voting along with the User ID and the Password to enable remote e-voting for this Notice. In case of any queries, Member may write to giri@integratedindia.in

Members are also requested to register their e-mail address, in respect of electronic holdings with the Depositories / Depository Participant and in respect of physical holdings with the RTA.

With regard to the process of registration of e-mail address with the RTA, Members may get their e-mail address registered with the RTA, by clicking the link: <https://www.integratedindia.in/emailupdtation.aspx> and following the registration process as guided thereafter. Otherwise, Members are requested to send a request / communication between 9.00 am and 5.00 pm on all working days (except Saturday and Sunday) till 48 hours prior to the closure of the voting period to the following e-mail address of the Company or RTA, by quoting the Folio No. / Demat account No. The e-mail address of the Company and the contact details are comp.secy@astrazeneca.com / 080 67748000 and RTA's e-mail address and the contact details are giri@integratedindia.in / 080 23460815-18.

The e-voting period commences on Monday, February 28, 2022 (9:00 am IST) and ends on Tuesday, March 29, 2022 (05:00 pm IST). During this period, Members of the Company, holding shares either in physical form or demat form, as on Friday, February 18, 2022 (the 'cut-off date') may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter and the voting shall not be allowed beyond the said date and time. Once the vote on the Resolution is exercised and confirmed by the Members, he or she shall not be allowed to modify it subsequently. Any recipient of the Postal Ballot Notice who was not a Member of the Company as on the cut-off date should treat the Postal Ballot Notice for information purpose only. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.

The Postal Ballot Notice and manner of e-voting process can be downloaded from the website: www.evoting.nsd.com or www.astrazeneca.com/india

The Board of Directors of the Company has appointed Mr. Vijaykrishna K.T, Practicing Company Secretary, Bangalore, C.P No. 980, Membership No. FCS: 1788, as the Scrutinizer for conducting the Postal Ballot process, in a fair and transparent manner.

The result of voting conducted through Postal Ballot (through remote e-voting process) will be announced on or before March 31, 2022 at the Registered office of the Company by placing the results of the remote e-voting and the Scrutinizer's report on the Company's website at www.astrazeneca.com/india and will be communicated to the National Stock Exchange of India Limited and BSE Limited, where the Equity Shares of the Company are listed.

The last date specified by the Company for remote e-voting shall be the date on which the Resolutions shall be deemed to have been passed, if approved by the requisite majority.

In case of any queries relating to voting by electronic means, you may refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads sections of www.evoting.nsd.com or contact NSDL at Toll Free No.: 1800 1020 990 / 1800 224 430. In case of any grievances connected with the facility for voting by electronic means, may be addressed to Mr. Soni Singh, Assistant Manager or Ms. Sarita Mote, Assistant Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai-400 013 at 1800 1020 990 / 1800 224 430 / evoting@nsdl.co.in or write to the Company at comp.secy@astrazeneca.com.

**For AstraZeneca Pharma India Limited
Sd/-**

Place: **Bangalore**
Date: **February 23, 2022**

Pratap Rudra
Company Secretary & Legal Counsel

