



QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Listed Entity : ASTRAZENECA PHARMA INDIA LIMITED
Quarter ending : September 30, 2019

ANNEXURE 1

I. Composition of Board Directors												
Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial date of appointment	Date of Re-appointment	Date of cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (in reference to provision to regulation 17A(1))	No. of Memberships in Audit/Stakeholder Committee(s) including this listed entity(Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity(Refer Regulation 26(1) of Listing Regulations)
Mr.	NARAYAN KEELVEEDHI SESHADRI	00053563	Non-Executive/Independent	06-Jun-12	30-Sep-19	-	5 years	13-Apr-57	6	6	7	3
Ms.	REVATHY ASHOK	00057539	Non-Executive/Independent	02-Dec-16	-	-	5 years	16-Jan-59	4	4	6	3
Ms.	KIMSUKA NARASIMHAN	02102783	Non-Executive/Independent	02-Feb-17	-	-	5 years	03-May-64	2	2	0	0
Mr.	GAGANDEEP SINGH BEDI	07844333	Executive	01-Jul-17	-	-	3 years	26-Dec-71	1	-	1	0
Mr.	WEIYING SARAH WANG	08369289	Non-Executive	13-Mar-19	-	-	-	17-Dec-75	1	-	1	0
Mr.	IAN JOHN PARISH	00391534	Non-Executive	08-Aug-17	-	-	-	01-Jun-72	1	-	0	0
Mr.	RAJESH MARWAHA	01458768	Executive	02-Dec-16	-	-	3 years	26-Mar-63	1	-	1	0

Whether Regular chairperson appointed : Yes
Whether Chairperson is related to managing director or CEO : No



II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive /Non-Executive/Independent /Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	1. Ms. REVATHY ASHOK	Chairperson/Non-Executive/Independent	02-Dec-2016	-
		2. Mr. NARAYAN K SESHADRI	Non-Executive/Independent	02-Dec-2016	-
		3. Ms. WEIYING SARAH WANG	Non-Executive	13-Mar-2019	-
Nomination and Remuneration Committee	Yes	1. Ms. KIMSUKA NARASIMHAN	Chairperson/Non-Executive/Independent	02-Feb-2017	-
		2. Mr. NARAYAN K SESHADRI	Non-Executive/Independent	06-Feb-2013	-
		3. Ms. WEIYING SARAH WANG	Non-Executive	13-Mar-2019	-
		4. Mr. IAN JOHN PARISH	Non-Executive	08-Aug-2017	-
Stakeholders' Relationship Committee	Yes	1. Ms. REVATHY ASHOK	Chairperson/Non-Executive/Independent	02-Feb-2017	-
		2. Mr. GAGANDEEP SINGH BEDI	Executive	01-Jul-2017	-
		3. Mr. RAJESH MARWAHA	Executive	02-Feb-2017	-
Risk Management Committee	Yes	1. Ms. KIMSUKA NARASIMHAN	Chairperson/Non-Executive/Independent	06-Feb-2019	-
		2. Mr. GAGANDEEP SINGH BEDI	Executive	06-Feb-2019	-
		3. Mr. RAJESH MARWAHA	Executive	06-Feb-2019	-
		4. Ms. SMITA SAHA	Vice President Human Resources	06-Feb-2019	-
		5. Ms. MINA PATEL	Site Lead, India Operations	01-Apr-2019	-



III. Meeting of Board of Directors					
Date(s) of Meeting (If any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
15-Apr-19					38
24-May-19	7-Aug-19	Yes	6	2	74

III. Meetings of Committees					
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee					
7-Aug-19	Yes	3	2	24-May-19	74
Nomination & Remuneration Committee					
-				15-Apr-19	67
-				24-May-19	38

V. Related Party Transactions	
Subject	Compliance status (Yes / No / NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee	Yes

Details of material transactions with Related Party for the quarter ended September 30 , 2019

Name of the Related Party: **AstraZeneca UK Limited**

Type of Transaction	Amount (INR)
Imports	685,885,537



Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
2. The Composition of the following committees is in terms of SEBI (listing Obligations and Disclosure requirements) Regulations, 2015
 - a) Audit Committee
 - b) Nomination & Remuneration Committee
 - c) Stakeholders Relationship Committee
 - d) Risk Management Committee
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements Regulations, 2015
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
5. This report and /or the report submitted in the previous quarter has been placed before Board of Directors.

Any comments/observations/advice of Board of Directors may be mentioned here: NIL

For AstraZeneca Pharma India Limited



Pratap Rudra
Company Secretary & Legal Counsel



ANNEXURE III

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No(*)
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

(**) Pursuant to clause 19(3), presence of Chairman of the Nomination and Remuneration Committee in the Annual General Meeting is not a mandatory requirement.

For AstraZeneca Pharma India Limited



Pratap Rudra
Company Secretary & Legal Counsel

