

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE



Name of the Listed Entity : ASTRAZENECA PHARMA INDIA LIMITED
Quarter ending : March 31, 2024

ANNEXURE 1

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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 proviso 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	5	6	6	2
Ms.	REVATHY ASHOK	00057539	Non-Executive/Independent	02-Dec-16	02-Dec-21	-	5 years	16-Jan-59	4	6	7	1
Ms.	SHILPA SHRIDHAR DIVEKAR	06619353	Non-Executive/Independent	29-Dec-21	-	-	5 years	30-Nov-73	1	1	1	1
Mr.	SANJEEV KUMAR PANCHAL	09823879	Executive	01-Jan-23	-	-	3 years	11-Aug-77	1	-	1	0
Ms.	WEIYING SARAH WANG	08369289	Non-Executive	13-Mar-19	-	08-Feb-24	-	17-Dec-75	1	-	0	0
Mr.	ANKUSH NANDRA	08737981	Non-Executive	18-May-20	-	-	-	06-Dec-71	1	-	0	0
Ms.	HOOI BIEN CHUAH	10381891	Non-Executive	9-Nov-23	-	-	-	17-Jan-75	1	-	1	0
Ms.	SYLVIA LORENA VARELA RAMON	10410837	Non-Executive	21-Dec-23	-	-	-	20-Mar-66	1	-	1	1
Ms.	BHAVANA AGRAWAL	10485441	Executive	08-Feb-24	-	-	3 years	04-Nov-78	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/Non-ominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	1. Ms. SHILPA SHRIDHAR DIVEKAR	Chairperson /Independent	08-Feb-2022	-
		2. Mr. NARAYAN K SESHADRI	Independent	02-Dec-2016	-
		3. Ms. WEIYING SARAH WANG	Non-Executive	13-Mar-2019	08-Feb-2024
		4. Ms. HOOI BIEN CHUAH	Non-Executive	08-Feb-2024	-
Nomination and Remuneration Committee	Yes	1. Ms. REVATHY ASHOK	Chairperson/Independent	08-02-2022	-
		2. Mr. NARAYAN K SESHADRI	Independent	06-Feb-2013	-
		3. Mr. ANKUSH NANDRA	Non-Executive	18-May-2020	-
Stakeholders' Relationship Committee	Yes	1. Ms. WEIYING SARAH WANG	Chairperson/ Non-Executive	11-Nov-2019	08-Feb-2024
		2. Ms. SYLVIA LORENA VARELA RAMON	Chairperson/ Non-Executive	08-Feb-2024	-
		3. Ms. REVATHY ASHOK	Independent	02-Feb-2017	-
		4. Mr. SANJEEV KUMAR PANCHAL	Executive	01-Jan-2023	-
		5. Ms. BHAVANA AGRAWAL	Executive	08-Feb-2024	-
Risk Management Committee	Yes	1. Ms. SHILPA SHRIDHAR DIVEKAR	Chairperson /Independent	08-Feb-2022	-
		2. Mr. SANJEEV KUMAR PANCHAL	Executive	01-Jan-2023	-
		3. Ms. BHAVANA AGRAWAL	Executive	08-Feb-2024	-
		4. Ms. MINA PATEL	Site Lead, India Operations	01-Apr-2019	-
		5. Ms. AMARPREET KAUR AHUJA	Country HR Director	03-Aug-2020	-
Corporate Social Responsibility Committee	Yes	1. Ms. WEIYING SARAH WANG	Chairperson/ Non-Executive	18-May-2020	08-Feb-2024
		2. Ms. HOOI BIEN CHUAH	Chairperson/ Non-Executive	08-Feb-2024	-
		3. Ms. REVATHY ASHOK	Independent	02-Feb-2017	-
		4. Mr. SANJEEV KUMAR PANCHAL	Executive	01-Jan-2023	-

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (If any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met</i>	<i>Number of Directors present</i>	<i>Number of independent Directors present</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
18-Oct-2023	-	Yes	6	3	-
31-Oct-2023	-	Yes	6	3	1
09-Nov-2023	-	Yes	7	3	2
-	08-Feb-2024	Yes	9	3	8
-	01-Mar-2024	Yes	8	3	9
					0
					2
					1

III. Meetings of Committees					
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether requirement of Quorum met</i>	<i>Number of Directors present</i>	<i>Number of independent directors present</i>	<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
Audit Committee					
10-Feb-2024	Yes	3	2	9-Nov-2023	9
01-Mar-2024	Yes	2	2		0
					2
					1
Stakeholders' Relationship Committee					
-	Yes	3	1	9-Nov-2023	-
Risk Management Committee					
01-Mar-2024	Yes	3	1	-	-
Nomination & Remuneration Committee					
10-Feb-2024	Yes	3	3	9-Nov-2023	90
01-Mar-2024	Yes	3	2		21

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 March 31, 2024

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

Type of Transaction	Amount (INR)
Imports	1,236,926,785
Reimbursement of Expenses	61,824,733
Total	1,298,751,519

Name of the Related Party: **AstraZeneca AZ AB Sweden**

Type of Transaction	Amount (INR)
Imports	123,346,308
Reimbursement of Expenses	226,136,217
Total	349,482,525

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**

Sd/-
Manasa. R
Company Secretary