AstraZeneca

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Listed Entity : ASTRAZENECA PHARMA INDIA LIMITED
Quarter ending : June 30, 2016

ANNEXURE 1

I. Composition of Board Directors								
Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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.	DARIUS ERACHSHAW UDWADIA	00009755	Chairperon/Non-Executive/Independent	30/09/2014	5 years	6	5	1
Mr.	SANJAY PRABHAKAR MURDESHWAR	01481811	Executive	02/05/2013		1	1	0
Mr.	NARAYAN KEELVEEDHI SESHADRI	00053563	Non-Executive/Independent	30/09/2014	5 years	6	1	3
Mr.	KIRTIKUMAR SHANTILAL SHAH	00136952	Non-Executive/Independent	30/09/2014	5 years	1	0	2
Mr.	IAN MARTIN DAVID BRIMICOMBE	00764601	Non-Executive	08/09/2006		1	0	0
Ms.	CLAIRE-MARIE O'GRADY	07330960	Non-Executive	06/11/2015		1	1	0

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II. Composition of Committees		
Name of Committee	*Name of Committee members*	*Category(Chairperson/Executive/Non-Executive/Independent/Nominee)*
Audit Committee	1. Mr. KIRTIKUMAR SHANTILAL SHAH	Chairperson/Non-Executive/Independent
	2. Mr. DARIUS ERACHSHAW UDWADIA	Non-Executive/Independent
	3. Ms. CLAIRE-MARIE O'GRADY	Non-Executive
Nomination and Remuneration Committee	1. Mr. NARAYAN K SESHADRI	Chairperson/Non-Executive/Independent
	2. Mr. DARIUS ERACHSHAW UDWADIA	Non-Executive/Independent
	3. Mr. KIRTIKUMAR SHANTILAL SHAH	Non-Executive/Independent
	4. Mr. IAN MARTIN DAVID BRIMICOMBE	Non-Executive
Stakeholders' Relationship Committee	1. Mr. KIRTIKUMAR SHANTILAL SHAH	Chairperson/Non-Executive/Independent
	2. Mr. SANJAY MURUDESHWAR	Executive
Corporate Social Responsibility Committee	1. Mr. IAN MARTIN DAVID BRIMICOMBE	Chairperson/ Non-Executive
	2. Mr. DARIUS ERACHSHAW UDWADIA	Non- Executive/Independent
	3. Mr. SANJAY MURUDESHWAR	Executive

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*	*Maximum gap between any two consecutive (in number of days)*
6 February 2016	25 May 2016	108

IV. Meeting of Committees			
Date(s) of meeting of the Committee in the relevant quarter	*Whether requirement of Quorum met (details)*	*Date (s) of meeting of the committee in the previous quarter*	*Maximum gap between any two consecutive meetings in number of days**
Audit Committee			
24 May 2016	Yes	5 February 2016	108 days

CORPORATE & REGD. OFFICE
AstraZeneca Pharma India Ltd.
P. B. No. 4525, Block N1, 12th Floor
Manyata Embassy Business Park
Rachenahalli, Outer Ring Road
Bangalore - 560045, INDIA

TEL : +91 80 67748000
FAX : +91 80 67748857
CIN : L24231KA1979PLC003563
WEB : www.astrazeneca.com/india

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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

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Details of material transactions with Related Party for the quarter ended June 30, 2016

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

Type of Transaction	*Amount (INR)*
Imports	391,864,847
Reimbursement of Expenses	4,274,134
Total	**396,138,981**

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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

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**

Anantha Murthy N
Legal Counsel & Company Secretary

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