

# AstraZeneca PLC: FAQs for Shareholders

**Recommended proposals to implement  
the Harmonised Listing Structure**

**29 September 2025**



# Recommended proposals to implement the Harmonised Listing Structure

This document is intended to be read alongside the circular published by AstraZeneca PLC ("**AstraZeneca**" or the "**Company**") in relation to the proposed Harmonised Listing Structure (the "**Circular**"). Terms capitalised but not defined in this document have the meanings given in the Circular.

The purpose of this document is to provide brief responses to certain questions that Shareholders may have regarding the proposed Harmonised Listing Structure as set out in the Circular. It does not summarise, supplement or replace the information contained in the Circular, and Shareholders should read the whole of the Circular before taking any action.

**If you have any questions about the General Meeting or the completion and return or submission of proxy appointments or voting instructions (as applicable) and you:**

- **hold AstraZeneca Shares which are traded on the London Stock Exchange through CREST (including AstraZeneca Shares held through the CSN Facility),** please call the Equiniti shareholder helpline on +44 (0) 800 389 1580. The shareholder helpline is open 8:30 a.m. to 5:30 p.m. (UK time), Monday to Friday (excluding English and Welsh public holidays). Calls to the helpline from outside the UK will be charged at applicable international rates.
- **hold registered AstraZeneca ADSs which are traded on Nasdaq,** please call JPMorgan Chase Bank, N.A on +1-888-697-8018. The helpline is open 7:00 a.m. to 7:00 p.m. (ET) Monday to Friday (excluding US public holidays). Calls to the helpline from outside Sweden will be charged at applicable international rates. All other holders of AstraZeneca ADSs should contact their bank or broker for further assistance.
- **hold AstraZeneca Shares within CREST (via Euroclear Sweden AB) which are traded on Nasdaq Stockholm,** please call +46 (0) 8 553 210 80. The shareholder helpline is open 9:00 a.m. to 4:00 p.m. (CET), Monday to Friday (excluding Swedish public holidays). Calls to the helpline from outside Sweden will be charged at applicable international rates.

# Recommended proposals to implement the Harmonised Listing Structure

**If you have any questions regarding the Harmonised Listing Structure and its implementation please refer to Part II of the Circular.**

Shareholders that require general guidance on the form of AstraZeneca Shares expected to be distributed (as set out in further detail in Section I to Section III), may call Computershare Investor Services PLC ("**Computershare UK**") for assistance on 0370 707 1682 (or +44 (0)370 707 1682 from outside the UK) between 8:30am to 5:30pm (UK time), Monday to Friday (excluding English and Welsh public holidays).

Please note that Computershare UK will not be able to answer questions regarding your current shareholding until after the UK Register Transfer is complete (please see question 8 for further information).

Calls may be recorded and monitored for security and training purposes. Please note that, for legal reasons, helpline operators cannot provide advice on the merits of the Harmonised Listing Structure or give any legal, tax or financial advice.



# Section I: General

## Applicable to all Shareholders

### 1) What is the proposed Harmonised Listing Structure?

The proposed Harmonised Listing Structure relates to the direct listing of AstraZeneca Shares in the United States on the NYSE. In order to achieve this, it will be necessary to terminate the ADR Programme and the listing of AstraZeneca ADSs on Nasdaq.

Implementing the Harmonised Listing Structure requires some technical changes to the way in which AstraZeneca Shares are held and settled. These changes will be implemented through changes to the Existing Articles.

The listing of the AstraZeneca US Bonds will also be moved from Nasdaq to the NYSE at the same time.

### 2) Is the Company moving to the US?

No – the proposals will not result in the Company moving to the US. The Company will continue to be UK incorporated, headquartered and tax resident.

### 3) Why is the Board recommending this proposal?

The Board believes that implementation of the Harmonised Listing Structure is in the best interests of Shareholders as a whole. Please refer to Part I (Letter from the Chair of AstraZeneca PLC) of the Circular which summarises the background to and reasons for the proposal.

### 4) How will the proposed Harmonised Listing Structure impact Shareholders?

Shareholders will retain the right to receive shareholder communications, to vote at shareholder meetings and to receive their share of any dividends that AstraZeneca chooses to pay to its Shareholders<sup>1</sup>. There will be no change to Shareholders' economic rights in respect of the AstraZeneca Shares in which they are interested as a result of these proposals, save for holders of AstraZeneca ADSs who may have fractional entitlements (see question 25).

<sup>1</sup> Note: Subject to certain temporary limitations which apply in relation to certificated shareholders resident in a Non-Permitted Jurisdiction and Registered ADS Holders during the Holding Period – see question 21, which applies equally to Registered ADS Holders.

Implementation of the Harmonised Listing Structure will result in technical changes to the underlying settlement mechanics of trading interests in AstraZeneca Shares. The practical trading experience for the majority of Shareholders will not change, other than for Shareholders who hold AstraZeneca Shares in certificated form and registered holders of interests in AstraZeneca ADSs (“Registered ADS Holders”). Such persons are strongly encouraged to read paragraph 2(c) or (e) (as applicable) of Part III (Settlement and Dealings in AstraZeneca Shares following the Settlement System Migration) of the Circular and the relevant questions below.

For a quick reference to the expected result of the Harmonised Listing Structure on the form in which you will initially hold your interests in AstraZeneca Shares, please see the table below.

<b>Form in which your AstraZeneca Shares are held before the Harmonised Listing Structure is effective</b>	<b>Form in which your AstraZeneca Shares are held after the Harmonised Listing Structure is effective</b>	<b>Action to be taken</b>
Certificated form – resident, in a Permitted Jurisdiction (see question 14 for list of jurisdictions)	CSN Facility	No action required. Once effective, you will receive a communication from Computershare UK
Certificated form – resident, in a Non-Permitted Jurisdiction (see question 14 for list of jurisdictions)	Temporary Election Facility	Once effective, you will receive a communication from Computershare US with instructions on how to make an election to receive or sell your interests in AstraZeneca Shares
Interest in AstraZeneca Shares are held through the CSN Facility	CSN Facility	No action required. Once effective, you will receive a communication from Computershare UK
CREST participant accounts (or via broker operating in CREST)	Depository Interests	No action required. CREST account will be credited automatically
Euroclear Sweden participant accounts (or via broker operating in CREST)	Euroclear Sweden	No action required. Euroclear Sweden account will be credited automatically
ADRs: DTC participant accounts (or via broker operating in CREST)	Through DTC	No action required. DTC account will be credited automatically
ADRs: In registered form (without certificates)	Temporary Election Facility	Once effective, you will receive a communication from Computershare US with instructions on how to make an election to receive or sell your interests in AstraZeneca Shares
ADRs: In registered form (with certificates)	Temporary Election Facility	Once effective, you will receive a communication from Computershare US with instructions on how to make an election to receive or sell your interests in AstraZeneca Shares, and return your outstanding ADR certificates

For more information, if you:

- **hold AstraZeneca Shares through CREST which are traded on the London Stock Exchange ("London Listed Shares"),** please see questions 9 to 11 and, if you are an **existing CSN Participant**, please also see question 12;
- **hold share certificates for London Listed Shares,** please see questions 13 to 21;
- **hold AstraZeneca ADSs,** please see questions 22 to 25; and
- **hold AstraZeneca Shares within CREST via Euroclear Sweden AB which are traded on Nasdaq Stockholm ("Swedish Listed Shares"),** please see question 26.

This document does not address the arrangements which apply to holders of Affiliate Shares, all of whom are directors of the Company.

#### **5) When is the Harmonised Listing Structure expected to be implemented?**

It is anticipated that the AstraZeneca Shares will be listed and admitted to trading on the NYSE on 2 February 2026.

A full timetable of expected events in connection with the implementation of the Harmonised Listing Structure can be found on page 2 of the Circular.

#### **6) Do I need to resubmit communication preferences / dividend elections and instructions after completion?**

To the extent possible, and save as set out in question 21 in respect of certificated Shareholders resident in Non-Permitted Jurisdictions (which applies equally to Registered ADS Holders), existing preferences, mandates, elections and instructions will be preserved following the Effective Time.

#### **7) Will it be possible to trade my AstraZeneca Shares interchangeably on the London Stock Exchange, the NYSE and Nasdaq Sweden from the Effective Time?**

After the Effective Time, it will be possible to reposition your holding to enable you to trade AstraZeneca Shares on a different exchange, although there will be certain procedural steps to complete if you wish to do so. Shareholders who hold through a broker or custodian (including holders of Swedish Listed Shares) should contact their broker or custodian for further details or assistance. Otherwise, holders of:

- London Listed Shares who require further details or assistance in lodging a cross-border instruction should, following the Effective Time, contact Computershare UK on 0370 707 1682 (from inside the UK) or +44 (0)370 707 1682 (from outside the UK) between 8.30 a.m. and 5.30 p.m. (UK time), Monday to Friday (excluding public holidays in England and Wales), or by email at [uk.globaltransactions@computershare.com](mailto:uk.globaltransactions@computershare.com).
- AstraZeneca Shares traded on the NYSE following the Effective Time ("**US Listed Shares**") who require further details or assistance in lodging a cross-border instruction should, following the Effective Time, contact Computershare Trust Company N.A. ("**Computershare US**") at [us.globaltransactions@computershare.com](mailto:us.globaltransactions@computershare.com).



## Section II: London Listed Shares

### Part A: General

#### 8) Who is the Company's UK registrar for the General Meeting and what is changing?

The Company's UK registrar for the General Meeting is Equiniti. If you have any questions about the General Meeting, the completion and return of the Form of Proxy, or general matters relating to the administration of your shareholding, please call the shareholder helpline on +44 (0) 800 389 1580.

After the General Meeting and in preparation for the implementation of the Harmonised Listing Structure, the Company proposes to transfer the management of its share register from Equiniti to Computershare UK (the "**UK Register Transfer**"). Computershare UK will contact Shareholders to confirm once this transfer is complete. If you have any questions following the confirmation of completion of the UK Register Transfer, please call Computershare UK on 0370 707 1682 (from inside the UK) or +44 (0)370 707 1682 (from outside the UK).

### Part B: London Listed Shares held through CREST

#### 9) I currently hold my interest in AstraZeneca Shares through CREST (directly or through a broker / nominee / the CSN Facility). How will I receive and hold my entitlement following the Effective Time?

At the Effective Time, your AstraZeneca Shares will be automatically transferred through DTC, the system (equivalent to CREST) for holding and transferring uncertificated securities in the US, and into CREST in the form of a depositary interest. The description of the securities held in your or your broker / nominee's CREST account will switch from "Shares" to "Depositary Interests" but the number of securities and the International Securities Identification Number (ISIN) will remain the same.

Please refer to paragraph 2(a) of Part III of the Circular for further information.

**10) What is a depositary interest and how does this affect my rights?**

A depositary interest is a legal wrapper that will enable you to trade AstraZeneca Shares and hold interests or settle transactions in respect of AstraZeneca Shares within the CREST system following the Effective Time in the same way that you are currently able to transact directly in your AstraZeneca Shares.

As a holder of AstraZeneca DIs, you will not be a registered Shareholder, but you will retain the right to receive shareholder communications, to vote at shareholder meetings and to receive your share of any dividends that AstraZeneca chooses to pay to its Shareholders.

**11) What are my options if I want to cancel my AstraZeneca DIs and hold the underlying AstraZeneca Shares they represent directly?**

At any time after the Effective Time, you may request the cancellation of your AstraZeneca DIs and request that your underlying AstraZeneca Shares are transferred to a specified participant account within DTC (e.g. a brokerage account, in which case your AstraZeneca Shares will be tradeable on the NYSE, or the DTC account of Euroclear Bank, if you wish to trade on Nasdaq Stockholm). Following the cancellation of your AstraZeneca DIs, you will not be able to immediately settle trades on the London Stock Exchange unless you take steps to reposition your interests (see question 7).

Cancellation will be subject to a charge and details of the process and fees are available by contacting Computershare UK

by phone on 0370 707 1682 (from inside the UK) or +44 (0)370 707 1682 (from outside the UK) between 8.30 a.m. and 5.30 p.m. (UK time), Monday to Friday (excluding public holidays in England and Wales), or by email at [uk.globaltransactions@computershare.com](mailto:uk.globaltransactions@computershare.com).

Shareholders who hold through a broker or custodian, and who wish to make an instruction in relation to their AstraZeneca DIs, should contact their broker or custodian for assistance (rather than Computershare UK).

**12) I hold my interest in AstraZeneca Shares through the CSN Facility. How will I continue to hold my entitlement to AstraZeneca Shares immediately following the Effective Time?**

Subject to the limited exception set out below, existing CSN Participants will continue to hold their interest in AstraZeneca Shares through the CSN Facility (as set out in the response to question 9) and the responses to questions 15 to 17 will apply to existing CSN Participants in the same way as they apply to CSN Eligible Certificated Shareholders.

Existing CSN Participants who, at the Effective Time, are resident in a Non-Permitted Jurisdiction will not be eligible to participate in the CSN Facility from the Effective Time and instead the arrangements detailed in the responses to questions 18 to 21 will apply to such persons.



## Section III: Holders of AstraZeneca shares in certified form

**13) I am a Shareholder holding share certificates for London Listed Shares. How will I hold my shares immediately following the Effective Time?**

The way in which your AstraZeneca Shares are held will change but you will retain the right (subject to certain temporary limitations which apply to certificated shareholders resident in a Non-Permitted Jurisdiction during the Holding Period– see question 21) to receive shareholder communications, to vote at shareholder meetings and to receive your share of any dividends that AstraZeneca chooses to pay to its Shareholders. At the Effective Time your AstraZeneca Shares will automatically transfer to the CSN Facility if you are resident in a Permitted Jurisdiction and your existing share certificates will become void and will be automatically cancelled. Following the Effective Time you will be able to hold, and settle trades placed in respect of, AstraZeneca Shares within CREST in the form of AstraZeneca DIs.

Alternative arrangements have been made for residents of Non-Permitted Jurisdictions (see questions 18 to 21).

Please refer to paragraph 2(c) of Part III of the Circular for further information.

**14) What are the CSN Permitted Jurisdictions?**

The following jurisdictions are 'Permitted Jurisdictions' for the purposes of the CSN Facility: Argentina, Botswana, Brazil, Chile, Gibraltar, Guernsey, Guinea, Hong Kong, Indonesia, Isle of Man, Jersey, Mexico, Namibia, Paraguay, Peru, South Africa, South Korea, Switzerland, Taiwan, United Kingdom and countries within the European Economic Area.

All other jurisdictions are 'Non-Permitted Jurisdictions'.

**15) How does the CSN Facility work and how will I receive my entitlement to AstraZeneca Shares?**

The CSN Facility is a Company sponsored service to Shareholders that allows your interest in AstraZeneca Shares to be held, recorded and tracked electronically without having a physical share certificate issued. This service is being extended to you so that you will not be subject to additional administrative steps when you wish to trade your AstraZeneca Shares.

Computershare UK will operate the CSN Facility following the UK Register Transfer. From the Effective Time, AstraZeneca DIs representing your interest in AstraZeneca Shares will be held in the CSN Facility on your behalf in accordance with the CSN Terms and Conditions appended to the Circular. You will receive a statement of entitlement showing your holding and you can deal by providing dealing instructions to Computershare UK.

**16) Can I withdraw from the CSN Facility?**

Yes - CSN Participants can withdraw from the CSN Facility at any time by submitting a form to Computershare UK. There will be a grace period of 30 days following the Effective Time during which CSN Participants may withdraw for free, otherwise a charge will be payable. It may take Computershare UK up to 48 hours to process a withdrawal from the CSN Facility.

If you move from the CSN Facility to a certificated holding, any subsequent transfers into the DTC system (which would be required if you later wished to trade your AstraZeneca Shares on the London Stock Exchange, the NYSE or Nasdaq Stockholm) will generally be subject to stamp duty or stamp duty reserve tax at a rate of 1.5%.

**17) Does being a CSN Participant mean I have the same rights as a registered holder of ordinary shares?**

As a CSN Participant you are the beneficial owner of AstraZeneca DIs and you will retain the right to receive shareholder communications, to vote at shareholder meetings and to receive your share of any dividends that AstraZeneca chooses to pay to its Shareholders.

**18) I am a Shareholder resident in a Non-Permitted Jurisdiction holding share certificates. How will I continue to hold my entitlement to AstraZeneca Shares immediately following the Effective Time?**

For regulatory or jurisdictional reasons, you will not be entitled to participate in the CSN Facility.

Instead, your interests in AstraZeneca Shares will be housed in a temporary facility operated by Computershare US for a limited time following their transfer into DTC. This temporary facility (the "Temporary Election Facility") is expected to be in place for 180 calendar days following the Effective Time (the "Holding Period"), during which time you will be invited to choose whether your interest in AstraZeneca Shares should be:

- (i) transferred from the Temporary Election Facility to a specified DTC participant (e.g. bank, broker/deal, firm, financial institution and/or other person that is a participant in DTC) of your choosing;
- (ii) sold (at your expense) in the market for the best price reasonably obtainable on your behalf; or
- (iii) withdrawn from the Temporary Election Facility and registered in your name on the Register, with a paper share certificate issued.

You should note that if you elect to hold your interest in AstraZeneca Shares in certificated form (option (iii) above) following the end of the Holding Period, any subsequent transfers into the DTC clearing system (which would be required if you later wished to trade your AstraZeneca Shares on the London Stock .

Exchange, the NYSE or Nasdaq Stockholm) would generally be subject to stamp duty or stamp duty reserve tax at a rate of 1.5%. Please refer to paragraph 2(c)(ii) of Part III of the Circular for further information.

**19) Can I transfer my interest in AstraZeneca Shares during the Holding Period?**

No – you will not be able to transfer and settle your interest in AstraZeneca Shares during the Holding Period whilst you remain in the Temporary Election Facility operated by Computershare US.

**20) What will happen if I do not make a valid election during the Holding Period?**

Following the expiry of the Holding Period, you will be issued a paper share certificate in respect of your AstraZeneca Shares and will be registered as the holder of those AstraZeneca Shares directly on the Register. As mentioned in the response to question 18, subsequent transfers into the DTC clearing system, including in connection with the settlement of trades on the London Stock Exchange, the NYSE or Nasdaq Stockholm, would generally be subject to stamp duty or stamp duty reserve tax at a rate of 1.5%.

**21) During the Holding Period, will I have the same rights as any other Shareholder?**

While you remain in the Temporary Election Facility operated by Computershare US: (i) any dividends or distributions that become payable in respect of your AstraZeneca Shares will accrue but may not be paid to you; and (ii) you will not be able to exercise any voting rights in respect of your underlying AstraZeneca Shares.

It is also expected that if you elect to hold your shares in certificated form or fail to make an election within the Holding Period, you will be required to submit revised payment preferences in respect of future mandates, preferences, elections and instructions as to the payment currency of dividends.



## Section IV: Holders of AstraZeneca ADSs

**22) I am a holder of AstraZeneca ADSs currently traded on Nasdaq pursuant to the ADR Programme. What will happen to my AstraZeneca ADSs at the Effective Time?**

The ADR Programme and your existing AstraZeneca ADSs will be terminated at the Effective Time in exchange for the right to receive (or direct receipt of) the underlying AstraZeneca Shares on the basis of one AstraZeneca Share for every two AstraZeneca ADSs. If you hold an entitlement to an odd number of AstraZeneca ADSs, the number of AstraZeneca Shares you will receive will be rounded down to the nearest whole number (see the response to question 25 below for further information on the treatment of fractional entitlements).

AstraZeneca has entered into certain arrangements in order to enable holders of AstraZeneca ADSs to hold and trade the AstraZeneca Shares they receive following the Effective Time in a manner which is familiar to them. Please refer to paragraph 2(e) of Part III of the Circular and questions 23 to 25 below for further information.

**23) I am a holder of AstraZeneca ADSs currently held within DTC. How will I continue to hold my entitlement to AstraZeneca Shares from the Effective Time?**

Holders of AstraZeneca ADSs that are held within DTC immediately prior to the Effective Time will be issued with a corresponding number of AstraZeneca Shares (converted on a two-for-one basis). Immediately following the Effective Time, you will hold interests in AstraZeneca Shares directly within the DTC system through a bank, broker/dealer, firm, financial institution and/or other person that is a participant in DTC.

**24) I am a registered ADS Holder. How will I continue to hold my entitlement to AstraZeneca Shares from the Effective Time?**

Similar to Shareholders resident in Non-Permitted Jurisdictions who hold their AstraZeneca Shares in certificated form (see question 18), Registered ADS Holders immediately prior to the Effective Time will be requested to make an election during the Holding Period to have their interest in AstraZeneca Shares:

(i) transferred to a specified DTC participant (e.g. bank, broker/deal, firm, financial institution and/or other person that is a participant in DTC) of their choosing to hold their interests directly within DTC;

(ii) sold (at such Registered ADS Holder's expense) in the market for the best price reasonably obtainable by Computershare US (in its capacity as election agent); or

(iii) registered in the Registered ADS Holder's name directly on the Register and such Registered ADS Holder will be issued with share certificates representing such AstraZeneca Shares.

You should note that if you elect to hold your interest in AstraZeneca Shares in certificated form following the end of the Holding Period, any subsequent transfers into the DTC clearing system (which would be required if you later wished to trade your AstraZeneca Shares on the London Stock Exchange, the NYSE or Nasdaq Stockholm) would generally be subject to stamp duty or stamp duty reserve tax at the rate of 1.5%.

As a Registered ADS Holder, the responses to questions 19 to 21 apply to you in the same way as they apply to certificated Shareholders resident in Non-Permitted Jurisdictions, save for Registered ADS Holders with one or more certificates representing their AstraZeneca ADSs who will be required to also return such certificate(s) when making their election.

**25) What if the number of AstraZeneca ADSs that I hold does not convert into a whole number of AstraZeneca Shares (leaving me with an interest in a fraction of an AstraZeneca Share)?**

Holders of AstraZeneca ADSs will not be issued fractions of AstraZeneca Shares (e.g. if you hold one AstraZeneca ADS, you will not be issued half of one AstraZeneca Share) ("Fractional Holders"). Instead, the fractions from all Fractional Holders will be aggregated and sold as whole AstraZeneca Shares on the market by Computershare US. The net proceeds from such sale, after the deduction of any costs and expenses, will be distributed on a pro rata basis to the Fractional Holders.



## Section V: Holders of Sweden listed shares

**26) I currently hold Swedish Listed Shares within CREST (via Euroclear Sweden AB). How will I continue to hold my entitlement to AstraZeneca Shares immediately following the Effective Time?**

As a holder of Swedish Listed Shares, you will retain all economic and legal rights equivalent to those held immediately prior to the Effective Time and will continue to hold and settle trades within Euroclear Sweden in the same way as you currently do. Following the Effective Time, your AstraZeneca Shares currently held by Euroclear Sweden within CREST will be held directly within the DTC system through the DTC participant, Euroclear Bank, an affiliate of and custodian for Euroclear Sweden.

Please refer to paragraph 2(b) of Part III of the Circular for further information.



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