

Edgar Filing: ASTRAZENECA PLC - Form 6-K

ASTRAZENECA PLC  
Form 6-K  
November 05, 2002

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Report of Foreign Issuer

Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934

For October 2002

AstraZeneca PLC

15 Stanhope Gate, London W1K 1LN, England

Indicate by check mark whether the registrant files or will file annual reports  
under cover of Form 20-F or Form 40-F.

Form 20-F    
---

Form 40-F    
---

Indicate by check mark whether the registrant by furnishing the information  
contained in this Form is also thereby furnishing the information to the  
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of  
1934.

Yes    
---

No    
---

If "Yes" is marked, indicate below the file number assigned to the Registrant  
in connection with Rule 12g3-2(b): 82-\_\_\_\_\_

AstraZeneca PLC

INDEX TO EXHIBITS

Item  
----

1. Press release entitled 'Prilosec Patents ruled valid in US trial'  
dated 14 October 2002.
2. Press release entitled 'AstraZeneca loses UK appeal on omeprazole  
formulation patents' dated 22 October 2002.

Edgar Filing: ASTRAZENECA PLC - Form 6-K

- 3. Press release entitled 'Third Quarter and Nine Months Results 2002' Part I dated 24 October 2002.
- 4. Press release entitled 'Third Quarter and Nine Months Results 2002' Part II dated 24 October 2002.
- 5. Press release entitled 'AstraZeneca's New Oral Direct Thrombin Inhibitor Exanta(TM) superior in reducing risk of Venous Thromboembolism (VTE) following total hip or knee replacement surgery' dated 28 October 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AstraZeneca PLC

Date: 1 November 2002

By: /s/ G H R Musker

-----  
 Name: G H R Musker  
 Title: Company Secretary & Solicitor

Item 1

PRILOSEC PATENTS RULED VALID IN US TRIAL

AstraZeneca announced today that following a trial in the Southern District Court of New York, Judge Barbara Jones ruled that two patents ('230 and '505) relating to the formulation of omeprazole, the active ingredient in Prilosec, are valid until 2007.

On the matter of infringement in the consolidated proceedings, the judge made the following ruling:

Company	Patent '230	Patent '505
Andrx	infringed	infringed
Genpharm	infringed	infringed
Chemisor	infringed	infringed
Kudco	Not infringed	Not infringed

The Judge did not render a decision on the '281 patent relating to a process involved in the manufacture of omeprazole. AstraZeneca brought suit under this patent against Andrx only.

The trial, which started on December 6, 2001, concluded in June of this year.

Sir Tom McKillop, Chief Executive Officer of AstraZeneca, said: "We are pleased

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

by today's judgment upholding the validity of our formulation patents and the decision that Andrx, Genpharm and Cheminor have infringed the patents. We are reviewing the Judge's ruling with respect to Kudco and are considering the appropriate course of action."

Prilosec, a treatment for acid-related stomach disorders, is AstraZeneca's US brand name for omeprazole. In 2001, Prilosec had sales of \$3.7bn in the US.

- Ends -

Date: 14 October 2002

### Media Enquiries:

Rachel Bloom, Tel: + 1 302 886 7858  
Steve Brown, Tel: +44 (0) 207 304 5033  
Emily Denney, Tel: +44 (0) 207 304 5034  
Chris Major, Tel: +44 (0) 207 304 5028  
Staffan Ternby, Tel: +46 (0) 70 557 4300

### Investor Relations:

Jonathan Hunt, Tel: +44 (0) 207 304 5087  
Mina Blair-Robinson, Tel: +44 (0) 207 304 5084  
Ed Seage, Tel: +1 302 886 4065  
Jorgen Winroth, Tel: +1 212 581 8720

### NOTE TO NEWS EDITORS:

The consolidated case in the South District Court of New York involving the four generic manufacturers involved several patents, including those ('505 and' '230) which were the subject of Judge Jones' decision today. Patent '281 involved Andrx alone.

The proceedings also involved these further patents:

Patent '499 (sulphenamide salt of omeprazole) was declared not infringed in summary dismissal and may be appealed by AstraZeneca.

Patents '794 (omeprazole in combination with clarithromycin in the treatment of H.pylori); '305 (combination therapy for H.pylori related disease); and '342 (H.pylori treatment) have all previously been declared invalid in summary proceedings. AstraZeneca may also appeal these decisions as part of the overall appeal process in the case.

Patent '431 relates to the substance of omeprazole, which expired in October, 2001, following six months' additional market exclusivity after AstraZeneca complied with the FDA's formal request for information on the use of prescription Prilosec in children. This was originally part of the case but, as the patent has already expired, was not part of the judgment.

In 2001, the worldwide sales of AstraZeneca omeprazole brands totalled \$5.7bn.

In a separate case, it was announced on June 25, that United States District Court Judge Jed Rakoff, of the Southern District of New York, had dismissed with prejudice two federal class action antitrust lawsuits brought by consumers and third-party payors against AstraZeneca. In dismissing the cases, Judge Rakoff concluded that the plaintiffs failed to demonstrate that the Prilosec patent infringement litigation brought by AstraZeneca against 10 generic manufacturers was a "sham" or an unlawful attempt to prevent generic competitors from entering the market. The manufacturers included the four companies involved in the consolidated trial relating to the infringement of the patents. The third and only other consumer anti-trust case was voluntarily

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

dismissed by plaintiffs following Judge Rakoff's decision.

Item 2

### ASTRAZENECA LOSES UK APPEAL ON OMEPRAZOLE FORMULATION PATENTS

AstraZeneca today announced that the Court of Appeal in London has denied its request for a re-trial following an earlier decision of the United Kingdom's Patents Court in a dispute with the generic pharmaceutical companies, Arrow Generics Limited (acting through Cairnstores Limited) and Generics UK Limited, about formulation patents for omeprazole - the active substance used in Losec, a treatment for acid-related disorders, such as peptic ulcers.

The Court of Appeal refused to allow a re-trial due to the bias shown by the Patents Court judge in the original hearing, and the decision in March (2002) of the Patents Court of the High Court Chancery Division, which declared the formulation patents (EP 247 983 and EP 496 437) invalid due to obviousness, was affirmed.

The UK represented 4.3 percent of Losec's worldwide sales in 2001.

22 October 2002

#### Media Enquiries:

Steve Brown, Tel: +44 (0) 207 304 5033

Emily Denney, Tel: +44 (0) 207 304 5034

#### Investor Relations:

Mina Blair-Robinson, Tel: +44 (0) 207 304 5084

Jonathan Hunt, Tel: +44 (0) 207 304 5087

- Ends -

Item 3

AstraZeneca PLC

Third Quarter and Nine Months Results 2002

"EPS up 10 percent for nine months. Earnings targets increased for the year.  
Third quarter impacted by phasing of R&D spend and lower disposal gains."

Financial Highlights (before Exceptional Items)

Group	3rd Quarter	3rd Quarter	Constant	Nine Months
-----	2002	2001*	Currency	2002
(Continuing operations*)	\$m	\$m	%	\$m
	--	--	-	--

Edgar Filing: ASTRAZENECA PLC - Form 6-K

Sales	4,350	3,950	+6	13,153
Operating Profit	921	1,015	-9	3,282
Profit before Tax	923	1,038	-11	3,306
Earnings per Share				
Group	\$0.39	\$0.42	-7	\$1.39
Group (Statutory FRS3)	\$0.39	\$0.40		\$1.39

\* Restated to be on a consistent basis under FRS19. See note 1 on page 12 for further information.

All narrative in this section refers to growth rates at constant exchange rates (CER)

- o Earnings targets increased; company anticipates earnings per share for the year around 4 to 5 percent above the \$1.73 reported last year.
- o Sales for the nine months increased by 9 percent. Sales in the quarter were impacted by US wholesaler stocking trends for Seroquel(TM) and Toprol-XL(TM) as well as by the expiration of tamoxifen distribution agreement with Barr Laboratories.
- o Operating profits were up 8 percent in the nine months. In the third quarter operating profits were down 9 percent, chiefly due to lower other operating income, which in the third quarter 2001 included disposal of the multi-vitamins products and royalty income from agreements which have now expired.
- o Nexium(TM) sales reached \$493 million in the third quarter and over \$1.3 billion for the nine months. Nexium(TM) new prescriptions in the US are now exceeding those for Prilosec(TM).
- o On 11 October the Prilosec(TM) formulation patents were ruled valid in the Southern District Court in New York. Three of the four defendants were found to infringe these patents. AstraZeneca is reviewing the Judge's ruling finding non-infringement by Kudco.
- o Iressa(TM) was fully launched for the treatment of non-small cell lung cancer in Japan on 30 August. Sales reached \$26 million in the third quarter.
- o On 24 September the Oncology Drugs Advisory Committee to the US FDA voted in favour of accelerated approval for Iressa(TM) for advanced non-small cell lung cancer.

Tom McKillop, Chief Executive, said: "Prescriptions for our key growth products continue to grow strongly. I am encouraged by the excellent start for Iressa(TM) in Japan and the Advisory Committee recommendation for approval in the US. The court ruling upholding the validity of our formulation patents for Prilosec(TM) is excellent news, allowing us to upgrade our earnings expectations for the full year."

London, 24 October 2002

AstraZeneca press office and investor relations contact details are on page 3.

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

Business Highlights All narrative in this section refers to growth rates at constant exchange rates (CER) unless otherwise indicated.

For the nine months sales increased by 9 percent and operating profits by 8 percent. Exchange rate movements against the US dollar had no effect on reported sales growth, but reduced reported operating profit growth rate by 1 percent. Earnings per share (before exceptional items) rose by 10 percent to \$1.39. There have been no exceptional items in the current year.

Sales in the third quarter increased by 6 percent at constant exchange rates. The weakening of the US dollar against all major currencies had a beneficial effect on sales, lifting reported sales growth to 10 percent. The weakening of the US dollar against Sterling and Krona has resulted in an adverse effect on operating costs, which offset the benefit on sales. As a result, the currency effect on operating profits was neutral. Operating profits declined by 9 percent on both an "as reported" and CER basis, chiefly attributed to lower other operating income versus the third quarter 2001, which included a gain on the disposal of the multi-vitamin product line and income from royalty agreements that expired last year. Earnings per share (before exceptional items) in the third quarter were 7 percent lower, to \$0.39.

Sales for the nine months grew by 8 percent in the US and by 9 percent in the rest of the world, including continued strong growth in Japan (up 19 percent). In the third quarter, sales outside the US grew by 10 percent, and by 4 percent in the US. Wholesaler purchasing patterns affected the reported ex-factory sales in the US. Prescription trends in the US remain consistently strong for Toprol-XL(TM) and Seroquel(TM), but reported ex-factory sales growth was well below prescription growth. In addition, Nolvadex(TM) sales were significantly lower in the third quarter as orders for generic tamoxifen were sharply curtailed ahead of the August expiration of the company's distribution agreement with Barr Laboratories.

The strong performance of Nexium(TM), where sales reached \$1.3 billion for the nine months, fuelled the 7 percent increase in GI product sales. In the US, Nexium(TM) share of new prescriptions for PPI products was 22 percent in the week ending 11 October, and Nexium(TM) now accounts for more than 50 percent of new prescriptions for AstraZeneca PPI products.

On 11 October, following a trial in the Southern District Court of New York, Judge Barbara Jones ruled that two patents ('230 and '505) relating to the formulation of omeprazole, the active ingredient in Prilosec(TM), are valid until 2007. In addition, the Judge ruled that Andrx, Genpharm, and Cheminor have infringed these patents. The court ruled that Kudco did not infringe. The company is reviewing the ruling with respect to Kudco and continues to evaluate its options for further action.

Sales outside the GI franchise grew by 10 percent for the nine months. Respiratory product sales grew by 14 percent, on the launch roll-out of Symbicort(TM) and the performance of Pulmicort(TM) Respules(TM) and Rhinocort(TM) Aqua in the US. The continued strong growth in demand for Seroquel(TM) fuelled the 42 percent increase in CNS product sales.

Oncology sales growth was 13 percent for the nine months. In the third quarter, Iressa(TM) was approved in Japan for the treatment of inoperable or recurrent non-small cell lung cancer (NSCLC). The product was fully launched following NHI Price listing on 30 August. The uptake has been encouraging, with sales reaching \$26 million in the quarter. On 24 September the Oncology Drugs Advisory Committee to the US Food and Drug Administration voted in favour of

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

accelerated approval for Iressa(TM) for advanced NSCLC.

As reported in August, following a constructive meeting with the US Food and Drug Administration to discuss the company's response to the approvable letter for Crestor(TM), the company has undertaken to provide further information from its ongoing study programme for Crestor(TM) to supplement that already submitted to the agency. This response to the approvable letter will support the use of Crestor(TM) over the dose range of 10-40mg in the general population of patients with lipid disorders and is scheduled for submission during the first quarter of 2003.

Results from the EXPRESS study of Exanta(TM), which supported the regulatory submission in Europe for prevention of venous thromboembolism in orthopaedic surgery, will be presented next week at the International Congress on Thrombosis. Further information on Exanta(TM) and other products in the company's R&D portfolio will be featured at the Annual Business Review analyst meeting on 7 November in Alderley Park, UK.

2

Future Prospects All narrative in this section refers to growth rates at constant exchange rates (CER) unless otherwise indicated.

Following the rulings in the Prilosec(TM) patent case, the company does not expect a generic omeprazole product in the US market in 2002. On this basis and taking other factors into account, the company has increased its outlook for full year earnings, and now anticipates growth in earnings per share of around 4 to 5 percent above the \$1.73 reported last year (restated under FRS 19).

The company will address the 2003 outlook in conjunction with the presentation of its 2002 annual results on 30 January.

Disclosure Notice: The preceding forward looking statements relating to expectations for earnings and business prospects for AstraZeneca PLC are subject to risks and uncertainties, which may cause results to differ materially from those set forth in the forward looking statements. These include, but are not limited to: the timing of the launch of generic omeprazole in the USA, the successful registration and launch of new products (in particular Crestor(TM), Iressa(TM), and Exanta(TM)), continued growth of currently marketed products, the growth in costs and expenses, interest rate movements, exchange rate fluctuations, and further improvements in the tax rate. For further details on these and other risks and uncertainties, see AstraZeneca PLC's Securities and Exchange Commission filings, including the 2001 annual report on Form 20-F.

Media Enquiries:	Steve Brown/Emily Denney (London)	(020) 7304 5033/5034
	Staffan Ternby (Sodertalje)	(8) 553 26107
	Rachel Bloom (Wilmington)	(302) 886 7858

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

Analyst/Investor Enquiries:	Mina Blair-Robinson (London)	(020) 7304 5084
	Jonathan Hunt (London)	(020) 7304 5087
	Staffan Ternby (Sodertalje)	(8) 553 26107
	Ed Seage (Wilmington)	(302) 886 4065
	Jorgen Winroth (New York)	(212) 581 8720

3

### Sales

-----

Except where stated, all narrative in this section refers to the third quarter. Growth rates are at constant exchange rates (CER).

#### Gastrointestinal

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001
Losec (TM) /Prilosec (TM)	1,223	1,421	-16	3,578	4,287
Nexium (TM)	493	168	n/m	1,323	295
Total	1,731	1,598	+6	4,946	4,612

- o Nexium(TM) sales in the US were over \$1 billion for the nine months, and were \$378 million in the third quarter. Nexium(TM) share of new prescriptions in the US PPI market increased to 20.7 percent in September. In recent weeks, more than half of all new prescriptions for AstraZeneca's PPI products are for Nexium(TM).
- o Nexium(TM) sales outside the US were \$292 million in the nine months, with \$115 million in the third quarter. As for recent launches, market share is over 7 percent after six months in France, and more than 8 percent in five months since launch in Italy.
- o Losec(TM)/Prilosec(TM) sales were down 16 percent in the quarter, chiefly on the 18 percent decline in the US (which was broadly in line with the trend in prescriptions) and generic competition in the UK.
- o Total GI franchise sales, however, grew both in the US (up 6 percent in the quarter and 7 percent YTD) and in the rest of the world (up 4 percent in the quarter and by 8 percent YTD).

#### Cardiovascular

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001



Edgar Filing: ASTRAZENECA PLC - Form 6-K

Zestril(TM)	189	188	-3	748	832
Atacand(TM)	132	93	+33	413	289
Seloken(TM)/Toprol-XL(TM)	206	204	-2	652	554
Plendil(TM)	149	120	+20	355	332
-----					
Total	850	786	+3	2,713	2,621
-----					

- o As expected, prescriptions for Zestril(TM) in the US experienced a sharp decline in the third quarter following the launch of generics in July, but reported sales in the US in the third quarter actually rose 2 percent against the weak third quarter of 2001. A rapid fall-off in reported sales in the fourth quarter is anticipated.
- o Good growth in sales of Atacand(TM) products was reported in Europe (up 32 percent) and in the US (up 31 percent) in the third quarter. Total prescriptions for Atacand(TM) and Atacand(TM) HCT in the US are up by 32 percent through September.
- o Prescription growth for Toprol-XL(TM) in the US remains strong (up 39 percent through September). Reported sales in the US in the third quarter were down 1 percent on wholesaler destocking combined with a strong third quarter last year.

4

Respiratory

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001
Pulmicort(TM)	150	161	-12	580	570
Accolate(TM)	28	20	+40	95	115
Rhinocort(TM)	80	64	+22	226	194
Oxis(TM)	30	29	-7	91	94
Symbicort(TM)	72	20	n/m	194	34
-----					
Total	394	329	+13	1,292	1,123
-----					

- o Symbicort(TM) sales reached \$72 million in the quarter. Encouraging results were presented last month at the European Respiratory Society congress, showing that Symbicort(TM) significantly reduces the number of exacerbations and improves lung function in patients with COPD. AstraZeneca has submitted a regulatory package in the EU seeking approval for Symbicort(TM) in COPD treatment.
- o Pulmicort(TM) sales in the third quarter were down by 10 percent in the US, and by 13 percent in the rest of the world. The strong underlying prescription performance for Pulmicort(TM) Respules(TM) in the US continues (total prescriptions up 75 percent through September), but fluctuations in wholesaler purchase patterns led to a 4 percent decline in

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

reported US sales in the quarter.

- o Steady growth in prescriptions for Rhinocort(TM) Aqua in the US (up 43 percent through September) is the chief contributor to sales growth for the Rhinocort(TM) franchise globally.

### Oncology

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001
Casodex(TM)	191	149	+22	465	393
Arimidex(TM)	96	47	+98	242	139
Nolvadex(TM)	86	160	-47	348	446
Zoladex(TM)	208	175	+14	595	519
Faslodex(TM)	11	-	n/m	19	-
Iressa(TM)	26	-	n/m	26	-
<b>Total</b>	<b>622</b>	<b>538</b>	<b>+12</b>	<b>1,710</b>	<b>1,519</b>

- o Good growth in Europe (up 42 percent) and in Japan (up 40 percent) led to the 22 percent increase in Casodex(TM) sales in the third quarter.
- o Sales of Casodex(TM) in the US (\$73 million in the third quarter) rebounded sharply from the low levels seen in the first six months (\$65 million in the first half 2002), and were up 3 percent versus the strong third quarter 2001.
- o Arimidex(TM) sales continue to reflect positive reception to the ATAC trial results showing benefit in the adjuvant treatment of early breast cancer. The US FDA approval for this new indication was announced on 6 September. Sales outside the US were up 50 percent for the nine months, and by 119 percent in the US. The US performance is based on strong prescription demand (up 71 percent through September) and some building of wholesaler inventories.
- o Nolvadex(TM) sales in the US in the third quarter were \$74 million lower than last year, as orders for generic tamoxifen were sharply curtailed ahead of the expiration of our distribution agreement with Barr Laboratories at the end of August.
- o The encouraging initial uptake continues in the US for Faslodex(TM), the new medicine for the treatment of advanced breast cancer. Sales were \$11 million in the third quarter, bringing year to date sales to \$19 million.
- o Full launch of Iressa(TM) in Japan occurred on 30 August following NHI price listing. The uptake has been encouraging, with sales in the quarter reaching \$26 million.

Edgar Filing: ASTRAZENECA PLC - Form 6-K

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001
Seroquel (TM)	200	169	+16	804	526
Zomig (TM)	69	55	+18	237	209
<b>Total</b>	<b>277</b>	<b>237</b>	<b>+14</b>	<b>1,064</b>	<b>751</b>

- o At the half year, reported sales for Seroquel(TM) in the US were running ahead of prescription growth, an indicator of rising trade inventories. Wholesaler destocking in the third quarter has resulted in reported growth of 5 percent. Prescription demand remains firmly on trend, up 47 percent through September.
- o Seroquel(TM) sales outside the US grew by 62 percent in the third quarter.
- o Sales for Zomig(TM) outside the US increased by 18 percent in the nine months, with strong growth reported in France (up 35 percent). The 67 percent increase in the US in the third quarter is a function of destocking in the third quarter of last year. Prescriptions for Zomig(TM) in the US are up 12 percent through September as a result of continued growth of the Zomig(TM)-ZMT formulation.

Pain, Infection and Other Pharma

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001
Merrem (TM)	76	56	+34	218	162
Diprivan (TM)	105	114	-10	331	329
Xylocaine (TM)	43	52	-17	128	155
Marcaine (TM)	19	20	-10	54	61
<b>Total</b>	<b>352</b>	<b>361</b>	<b>-4</b>	<b>1,065</b>	<b>1,103</b>

- o Merrem(TM) sales continued to grow in all major markets. Sales in the US were up 43 percent and sales increased by 32 percent outside the US in the nine months.

Geographic Sales

	Third Quarter		CER %	Nine Months	
	2002	2001		2002	2001
USA	2,244	2,166	+4	6,963	6,425

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

Europe	1,390	1,170	+6	4,195	3,819
Japan	251	202	+23	663	591
RoW	465	412	+15	1,332	1,205

---

- o Sales growth of 8 percent in the US for the nine months was fuelled by the continued strong performances of Nexium(TM), Seroquel(TM), and Toprol-XL(TM), although uneven wholesaler purchasing patterns in the latter two affected the third quarter growth rate.
  
- o In Europe, sales increased by 7 percent for the nine months. France and Italy are driving this growth. As for products, growth in Europe is due to the performance of Nexium(TM), Symbicort(TM), the oncology product range, and Seroquel(TM).
  
- o The oncology products, including an encouraging start to Iressa(TM), were responsible for much of the strong growth reported in Japan, with additional contribution from Losec(TM) and Seroquel(TM).

6

### Operating Review

---

#### Nine Months

In constant currency terms, sales increased by 9 percent to \$13,153 million and operating profit before exceptional items increased by 8 percent to \$3,282 million. Operating margin of 25.0 percent of sales was 0.5 points below prior year. Currency accounted for 0.3 points of the margin reduction. The other 0.2 points reduction comprised lower other operating income partially offset by lower cost of sales. SG&A and R&D were at similar percentages to sales as 2001.

Currency was broadly neutral on sales and slightly adverse on costs, leading to an adverse currency variance of 1 percent on operating profit as compared to last year.

#### Third Quarter

Sales increased by 6 percent in constant currency to \$4,350 million and operating profit before exceptional items declined by 9 percent to \$921 million. Operating margin declined by 4.5 percentage points, to 21.2 percent of sales.

Currency increased sales growth in the third quarter by 4 percent, primarily attributable to the weaker dollar against the Euro. This benefit was offset by higher costs due to the weaker dollar versus Sterling and Swedish Krona, leading overall to a neutral effect on operating profit. Currency accounted for nearly half of the increase in SG&A, and around a third of the increase in R&D expense reported in the quarter.

Cost of sales at 27.1 percent was broadly similar to 2001, with higher payments to Merck offset by lower manufacturing costs. SG&A expenditure (33.7 percent of sales) grew in line with sales. R&D expenditure was 17.4 percent of sales in the quarter, 1.9 points higher than 2001. This was due to a lower comparator in 2001 (where the third quarter represented only 23 percent of 2001 full year R&D expenditure), currency, and underlying growth in clinical trials. Other operating income at 0.3 percent of sales was 2.1 percentage points behind 2001

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

due to the multi-vitamins disposal in 2001 as well as income from royalty agreements that expired last year.

### Interest

---

Interest income in the quarter of \$2 million was lower than the third quarter 2001 (\$23 million) because of a combination of lower interest rate return on cash investments and a higher charge arising from the annual revaluation of long-term employee healthcare liabilities.

### Taxation

---

Excluding exceptional items, the effective tax rate for the third quarter 2002 was 26.25 percent, compared with 28.4 percent for 2001. This brought the year-to-date tax rate to 26.8 percent (28.4 percent for 2001). The 2001 tax rate has been restated under FRS 19. See note 1 to the interim financial statements for more detail.

### Cash Flow

---

Cash generated from operating activities amounted to \$4.1 billion for the nine months. This was applied to capital expenditures of \$1.0 billion, taxation paid of \$0.7 billion, dividends of \$0.8 billion, and share repurchases of \$0.9 billion to give an increase in net cash funds of \$0.8 billion.

At 30 September 2002 the Group had net cash funds of \$ 3.6 billion.

7

### Share Repurchase Programme

---

During the quarter, 4.6 million shares (nominal value \$0.25 each) were repurchased for cancellation at a total cost of \$148 million, bringing the total for the year to 20.6 million at a cost of \$896 million.

The total number of shares repurchased for cancellation since the beginning of the programme now stands at 57.8 million at an aggregate cost of \$2,510 million. The total number of shares in issue as at 30 September 2002 is 1,725 million.

Under the extended share repurchase programme announced with the 2001 year end results, \$1,490 million remains, which it is anticipated will be completed by the end of 2003.

### Upcoming Milestones and Key Events

---

7 November	Annual Business Review meeting
30 January 2003	Announcement of 2002 Full Year Results

Tom McKillop  
Chief Executive

Edgar Filing: ASTRAZENECA PLC - Form 6-K

8

Item 4

Consolidated Profit & Loss Account For Continuing Operations

For the nine months ended 30 September	2002
	\$m
-----	-----
Sales	13,153
Cost of sales	(3,480)
Distribution costs	(102)
Research and development	(2,177)
Selling, general and administrative expenses	(4,337)
Other operating income	225
-----	-----
Operating profit before exceptional items	3,282
Exceptional items charged to operating profit	-
-----	-----
Operating profit	3,282
Share of joint ventures' and associates' operating profits	-
Profit on sale of fixed assets	-
Net interest and dividend income	24
-----	-----
Profit on ordinary activities before taxation	3,306
Taxation	(886)
-----	-----
Profit on ordinary activities after taxation	2,420
Attributable to minorities	(12)
-----	-----
Net profit for the period	2,408
Dividends to Shareholders	(398)
-----	-----
Profit retained for the period	2,010
-----	-----
Earnings per Ordinary Share before exceptional items	\$1.39
Earnings per Ordinary Share	\$1.39
Diluted earnings per Ordinary Share	\$1.39
-----	-----
Weighted average number of Ordinary Shares in issue (millions)	1,736
-----	-----
Diluted average number of Ordinary Shares in issue (millions)	1,739
-----	-----

9

Consolidated Profit & Loss Account For Continuing Operations

Edgar Filing: ASTRAZENECA PLC - Form 6-K

For the quarter ended 30 September

-----	
Sales	
Cost of sales	
Distribution costs	
Research and development	
Selling, general and administrative expenses	
Other operating income	
-----	
Operating profit before exceptional items	
Exceptional items charged to operating profit	
-----	
Operating profit	
Share of joint ventures' and associates' operating profits	
Profit on sale of fixed assets	
Net interest and dividend income	
-----	
Profit on ordinary activities before taxation	
Taxation	
-----	
Profit on ordinary activities after taxation	
Attributable to minorities	
-----	
Net profit for the period	
Dividends to Shareholders	
-----	
Profit retained for the period	
-----	
Earnings per Ordinary Share before exceptional items	
Earnings per Ordinary Share	
-----	
Diluted earnings per Ordinary Share	
-----	
Weighted average number of Ordinary Shares in issue (millions)	
-----	
Diluted average number of Ordinary Shares in issue (millions)	
-----	

Consolidated Balance Sheet

		2002
As at 30 September		\$m
-----		-----
Fixed assets		9,023
Current assets		11,557
-----		-----
Total Assets		20,580
Creditors due within one year		(6,916)
-----		-----

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

Net current assets	4,641
-----	
Total assets less current liabilities	13,664
-----	
Creditors due after more than one year	(491)
Provisions for liabilities and charges	(1,596)
-----	
Net assets	11,577
-----	
Capital and reserves	
Shareholders' funds and minority interests	11,577
-----	

### Consolidated Cash Flow Statement

	2002
For the nine months ended 30 September	\$m
-----	
Cash flow from operating activities	
Operating profit before exceptional items	3,282
Depreciation and amortisation	700
Decrease/(increase) in working capital and other non-cash movements	153
-----	
Net cash inflow from operating activities before exceptional items	4,135
Outflow related to exceptional items	(74)
-----	
Net cash inflow from operating activities	4,061
Returns on investments and servicing of finance	42
Tax paid	(678)
Capital expenditure and financial investment	(1,034)
Acquisitions and disposals	-
Equity dividends paid to Shareholders	(820)
-----	
Net cash inflow before management of liquid resources and financing	1,571
Net (purchase)/issues of shares	(871)
Exchange and other movements	56
-----	
Increase/(decrease) in net cash funds in the period	756
Net cash funds at beginning of period	2,867
-----	
Net cash funds at end of period	3,623
-----	

11

### Notes to the Interim Financial Statements

#### 1 BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited financial statements for the nine months ended 30 September 2002 have been prepared in accordance with UK generally accepted accounting principles. The accounting policies applied are those set out in AstraZeneca PLC's 2001 Annual Report and Form 20-F except that, in the current period, AstraZeneca adopted Financial Reporting Standard No. 19



## Edgar Filing: ASTRAZENECA PLC - Form 6-K

"Deferred Tax". Prior periods have been restated and the effects of this restatement were to reduce profits for the nine months ended 30 September 2001 by \$28m and reduce net assets at that date by \$164m. On adoption net assets at 1 January 2002 were reduced by \$193m. The table below illustrates the effect on EPS before exceptional items of this restatement.

The statements do not constitute statutory accounts of the group within the meaning of Section 240 of the Companies Act 1985. Statutory accounts for the year ended 31 December 2001 have been filed with the Registrar of Companies. The auditor's report on those accounts was unqualified and did not contain any statement under Section 237 of the Companies Act 1985.

### 2001 TAXATION AND EARNINGS PER SHARE BEFORE EXCEPTIONAL ITEMS

	Q1 2001	Q2 2001	Q3 2001	Q4
Tax charge before adoption of FRS 19 (\$m)	(316)	(269)	(286)	(
Tax charge after adoption of FRS 19 (\$m)	(315)	(289)	(295)	(
Published EPS before adoption of FRS 19 (\$)	0.45	0.42	0.43	0
Adjusted EPS after adoption of FRS 19 (\$)	0.45	0.41	0.42	0

### 2 JOINT VENTURES AND ASSOCIATES

The group's share of joint ventures' sales for the nine months to 30 September 2002 amounted to \$184m and \$171m for the comparative period. Share of joint ventures' operating profits for the nine months to 30 September 2002, and for the comparative period, were \$nil.

### 3 NET CASH FUNDS

The table below provides an analysis of net cash funds and a reconciliation of net cash flow to movement in net cash funds.

	At 1 Jan 2002 \$m	Cash flow \$m	Other non-cash \$m
Loans due after 1 year	(635)	14	284
Current instalments of loans	(107)	41	(284)
Total loans	(742)	55	-
Short-term investments	3,118	596	-
Cash	705	(11) *	-
Overdrafts	(195)	48*	-
Short-term borrowings, excluding overdrafts	(19)	12	-
	3,609	645	-
Net cash funds	2,867	700	-
Issue of AstraZeneca PLC Ordinary Shares		(25)	
Repurchase of AstraZeneca PLC			

Edgar Filing: ASTRAZENECA PLC - Form 6-K

Ordinary Shares	896
-----	
Net cash inflow before management of liquid resources and financing	1,571
-----	

\* Movement of \$37m on cash and overdrafts corresponds to increase in cash during period as defined under UK GAAP.

12

4 LEGAL PROCEEDINGS

Further to note 36 to the Financial Statements found on page 94 in the AstraZeneca 2001 Annual Report and Form 20-F wherein reference is made to various investigations into drug marketing and pricing practices in the US, the US Department of Justice has been conducting an investigation into the sales and marketing of Zoladex (goserelin acetate implant). The Company has been informed that the investigation was prompted by the filing of a qui tam complaint by a private party and involves allegations of improper submission of claims to the Medicare program. The Company is cooperating with the investigation, which is ongoing. While it is not possible to predict the outcome of the investigation, management is of the opinion that the ultimate disposition should not have a material adverse effect on AstraZeneca's financial position or results.

5 NINE MONTHS TERRITORIAL SALES ANALYSIS

	Nine Months 2002 \$m	Nine Months 2001 \$m	----- Actual ----- %
USA	6,963	6,425	8
Canada	423	383	10
-----			
North America	7,386	6,808	8
-----			
France	826	701	18
UK	486	551	(12)
Germany	512	511	-
Italy	551	457	21
Sweden	210	199	6
Europe others	1,610	1,400	15
-----			
Total Europe	4,195	3,819	10
-----			
Japan	663	591	12
Rest of World	909	822	11
-----			
Total	13,153	12,040	9
-----			

Edgar Filing: ASTRAZENECA PLC - Form 6-K

6 THIRD QUARTER TERRITORIAL SALES ANALYSIS

	3rd Quarter 2002 \$m	3rd Quarter 2001 \$m	Actual %
USA	2,244	2,166	4
Canada	150	129	16
----- North America	----- 2,394	----- 2,295	----- 4
----- France	----- 289	----- 219	----- 32
UK	156	181	(14)
Germany	177	163	9
Italy	172	120	43
Sweden	72	57	26
Europe others	524	430	22
----- Total Europe	----- 1,390	----- 1,170	----- 19
----- Japan	----- 251	----- 202	----- 24
Rest of World	315	283	11
----- Total	----- 4,350	----- 3,950	----- 10

13

7 NINE MONTHS PRODUCT SALES ANALYSIS

	World			
	Nine Months 2002 \$m	Nine Months 2001 \$m	Actual Growth %	Constant Currency Growth %
----- Gastrointestinal:	-----	-----	-----	-----
Losec	3,578	4,287	(17)	(17)
Nexium	1,323	295	n/m	n/m
Others	45	30	50	50
----- Total Gastrointestinal	----- 4,946	----- 4,612	----- 7	----- 7
----- Cardiovascular:	-----	-----	-----	-----
Zestril	748	832	(10)	(10)
Seloken	652	554	18	17
Atacand	413	289	43	41
Plendil	355	332	7	6

Edgar Filing: ASTRAZENECA PLC - Form 6-K

Tenormin	275	300	(8)	(6)
Others	270	314	(14)	(15)
-----				
Total Cardiovascular	2,713	2,621	4	4
-----				
Respiratory:				
Pulmicort	580	570	2	1
Rhinocort	226	194	16	15
Symbicort	194	34	n/m	n/m
Accolate	95	115	(17)	(16)
Oxis	91	94	(3)	(5)
Others	106	116	(9)	(10)
-----				
Total Respiratory	1,292	1,123	15	14
-----				
Oncology:				
Zoladex	595	519	15	16
Casodex	465	393	18	18
Nolvadex	348	446	(22)	(21)
Arimidex	242	139	74	73
Iressa	26	-	n/m	n/m
Faslodex	19	-	n/m	n/m
Others	15	22	(32)	(32)
-----				
Total Oncology	1,710	1,519	13	13
-----				
CNS:				
Seroquel	804	526	53	53
Zomig	237	209	13	12
Others	23	16	44	44
-----				
Total CNS	1,064	751	42	42
-----				
Pain, Infection and Other Pharma:				
Diprivan	331	329	1	2
Merrem	218	162	35	35
Local anaesthetics	311	332	(6)	(5)
Other Pharma Products	205	280	(27)	(27)
-----				
Total Pain, Infection and Other Pharma	1,065	1,103	(3)	(3)
-----				
Salick Health Care	170	144	18	18
Astra Tech	108	90	20	19
Marlow Foods	85	77	10	9
-----				
Total	13,153	12,040	9	9
-----				

n/m not meaningful

Edgar Filing: ASTRAZENECA PLC - Form 6-K

	3rd Quarter 2002 \$m	3rd Quarter 2001 \$m	Actual Growth %	Constant Currency Growth %
-----				
Gastrointestinal:				
Losec	1,223	1,421	(14)	(16)
Nexium	493	168	n/m	n/m
Others	15	9	67	67
-----				
Total Gastrointestinal	1,731	1,598	8	6
-----				
Cardiovascular:				
Zestril	189	188	1	(3)
Seloken	206	204	1	(2)
Atacand	132	93	42	33
Plendil	149	120	24	20
Tenormin	85	87	(2)	(5)
Others	89	94	(5)	(14)
-----				
Total Cardiovascular	850	786	8	3
-----				
Respiratory:				
Pulmicort	150	161	(7)	(12)
Rhinocort	80	64	25	22
Symbicort	72	20	n/m	n/m
Accolate	28	20	40	40
Oxis	30	29	3	(7)
Others	34	35	(3)	(12)
-----				
Total Respiratory	394	329	20	13
-----				
Oncology:				
Zoladex	208	175	19	14
Casodex	191	149	28	22
Nolvadex	86	160	(46)	(47)
Arimidex	96	47	104	98
Iressa	26	-	n/m	n/m
Faslodex	11	-	n/m	n/m
Others	4	7	(43)	(43)
-----				
Total Oncology	622	538	16	12
-----				
CNS:				
Seroquel	200	169	18	16
Zomig	69	55	25	18
Others	8	13	(38)	(38)
-----				
Total CNS	277	237	17	14
-----				
Pain, Infection and Other Pharma:				
Diprivan	105	114	(8)	(10)
Merrem	76	56	36	34
Local anaesthetics	155	136	14	12
Other Pharma Products	16	55	n/m	n/m
-----				
Total Pain, Infection and Other Pharma	352	361	(2)	(4)
-----				
Salick Health Care	57	49	16	16
Astra Tech	37	28	32	18

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

Marlow Foods	30	24	25	17
Total	4,350	3,950	10	6

n/m      not meaningful

15

### Shareholder Information

#### ANNOUNCEMENTS AND MEETINGS

---

Annual Business Review	7 November 2002
Announcement of fourth quarter and full year 2002 results	30 January 2003
Announcement of first quarter 2003 results	30 April 2003
Annual General Meeting 2003	30 April 2003
Announcement of second quarter and half year 2003 results	24 July 2003
Announcement of third quarter 2003 results	23 October 2003

#### DIVIDENDS

---

The record date for the first interim dividend paid on 7 October 2002 (in the UK, Sweden and the US) was 23 August 2002. Ordinary Shares traded ex-dividend on the London and Stockholm Stock Exchange from 21 August 2002. ADRs traded ex-dividend on the New York Stock Exchange from the same date.

The record date for the second interim dividend for 2002 payable on 7 April 2003 (in the UK, Sweden and the US) will be 21 February 2003. Ordinary Shares will trade ex-dividend on the London and Stockholm Stock Exchange from 19 February 2003. ADRs will trade ex-dividend on the New York Stock Exchange from the same date.

Future dividends will normally be paid as follows:

First interim	Announced in July and paid in October
Second interim	Announced in January and paid in April.

#### TRADEMARKS

---

The following brand names used in this interim report are trade marks of the AstraZeneca group of companies:

Accolate Arimidex Astra Tech Atacand Atacand HCT Casodex Crestor Diprivan  
 Exanta Faslodex Iressa Losec Merrem Nexium Nolvadex Oxis Plendil Prilosec  
 Pulmicort Pulmicort Respules Rhinocort Rhinocort Aqua Seloken Seroquel  
 Symbicort Tenormin Toprol-XL Zestril Zoladex Zomig Zomig ZMT

#### ADDRESSES FOR CORRESPONDENCE

---

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

Registrar and Transfer Office	Depository for ADRs	Registered Office	Swedish Security VPC AB
The AstraZeneca Registrar	JPMorgan Chase Bank	15 Stanhope Gate	PO Box 7822
Lloyds TSB Registrars	PO Box 43013	London	S-103 97 Stockholm
The Causeway	Providence,	W1K 1LN	Sweden
Worthing	RI 02940-3013	UK	
West Sussex	US		
BN99 6DA			
Tel: +44 (0)121 433 8000	Tel: +1 (781) 575 4328	Tel: +44 (0)20 7304 5000	Tel: +46 (0)8

### CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

-----

In order to utilise the 'Safe Harbor' provisions of the United States Private Securities Litigation Reform Act of 1995, AstraZeneca is providing the following cautionary statement. This Interim Report contains forward-looking statements with respect to the financial condition, results of operations and businesses of AstraZeneca. By their nature, forward-looking statements and forecasts involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future. There are a number of factors that could cause actual results and developments to differ materially from that expressed or implied by these forward-looking statements. These factors include, among other things, exchange rate fluctuations, the risk that research and development will not yield new products that achieve commercial success, the impact of competition, price controls and price reductions, the risk of loss or expiration of patents or trade marks, difficulties of obtaining and maintaining governmental approvals for products, the risk of substantial product liability claims and exposure to environmental liability.

16

#### Item 5

##### ASTRAZENECA'S NEW ORAL DIRECT THROMBIN INHIBITOR EXANTA(TM) SUPERIOR IN REDUCING RISK OF VENOUS THROMBOEMBOLISM (VTE) FOLLOWING TOTAL HIP OR KNEE REPLACEMENT SURGERY

AstraZeneca announced today, from the 17th International Congress on Thrombosis (ICT) in Bologna, results from the EXPRESS phase III clinical trial with Exanta(TM) (oral ximelagatran and its active form, melagatran) that showed the drug's superior efficacy in reducing risk of major venous thromboembolism (VTE) compared with a routinely used prophylactic treatment, enoxaparin, in major orthopaedic surgery.

Results showed a significant 63 per cent relative risk reduction (2.3% vs 6.3%: p=0.0000018) in major venous thromboembolism (VTE) (proximal deep vein thrombosis (DVT) and pulmonary embolism (PE)) when treated with 'Exanta', compared to standard prophylaxis with enoxaparin (40mg od). A relative risk reduction in major VTE of 67 per cent (1.8% vs 5.5%) was noted for total hip replacement and a 60 per cent relative risk reduction (3.3% vs 8.2%) for total knee replacement surgery. Additionally, there was a 24 per cent (20.3% vs 26.6%) reduction in the risk of total VTE (proximal and distal DVT and PE) following prophylactic treatment (thromboprophylaxis) with 'Exanta', compared to enoxaparin.

## Edgar Filing: ASTRAZENECA PLC - Form 6-K

The 'Exanta' treatment regimen in EXPRESS shows a good balance between efficacy and safety. A small increase in surgery-related bleeding was observed compared to enoxaparin, although importantly, there were no differences between treatments in clinically important bleeding events (defined as fatal, critical organ or requiring re-operation).

Between 45-57 per cent of patients undergoing total hip replacement without thromboprophylaxis develop DVT (deep vein thrombosis), a potentially fatal condition. Similarly, the rate of DVT for patients undergoing total knee replacement is 40-84 per cent. The market for anticoagulants is currently valued at \$3.1 billion.

'Exanta' is the first Oral DTI to be submitted for regulatory approval and works by inhibiting thrombin, a key enzyme involved in the blood clotting (coagulation) process. AstraZeneca submitted a filing for a European licence for 'Exanta' (ximelagatran / melagatran) for the prevention of VTE following major orthopaedic surgery in July 2002. This was the first regulatory submission for 'Exanta'. In the

2

United States, the parallel phase III clinical trial programme in orthopaedic surgery, EXULT, remains on track.

Fifteen additional abstracts presented at the ICT highlighted the potential of 'Exanta' to meet a clear unmet medical need in the prevention and treatment of thromboembolism and demonstrated its benefit in terms of efficacy, safety, predictable pharmacokinetic results and tolerability across a wide patient population.

Thrombosis is one of the largest causes of morbidity and mortality in the Western world. There are nearly four million events of thromboembolic disease (including stroke, deep vein thrombosis/pulmonary embolism and myocardial infarction) each year throughout the EU and Japan.

EXPRESS is a randomised, double-blind study of 2,800 patients that compares the efficacy and safety of 'Exanta', with that of commonly used prophylactic treatment with subcutaneous enoxaparin (40mg od), for the prevention of venous thromboembolism (VTE) following major hip and knee replacement surgery. Patients received 2 mg subcutaneous 'Exanta' immediately before surgery, followed by 3 mg subcutaneous 'Exanta' in the evening after surgery, and then 24 mg oral 'Exanta' as a fixed dose. EXPRESS was carried out in 12 European countries and South Africa.

'Exanta' is a trademark of the AstraZeneca group of companies.

28 October 2002

### Media Enquiries:

Emily Denney, Tel: +44 (0) 207 304 5034

Chris Major, Tel: +44 (0) 207 304 5028

### Investor Relations:

Mina Blair-Robinson, Tel: +44 (0) 207 304 5084

Jonathan Hunt, Tel: +44 (0) 207 304 5087



