ASTRAZENECA PLC
Form 6-K
November 08, 2005

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 2005

Commission File Number: 001-11960

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 _X_ Form 40-F ___

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): _____

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): _____

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 _X_

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

1. Press release entitled, "Repurchase of Shares in AstraZeneca PLC", dated 3 October 2005.

2. Press release entitled, "Nexium ANDA", dated 18 October 2005.

3. Press release entitled, "BOLDER II Study confirms therapeutic potential of Seroquel in Bipolar Depression", dated 21 October 2005.

4. Press release entitled, "AstraZeneca's third quarter and nine months results 2005", dated 26 October 2005.

5. Press release entitled, "AstraZeneca PLC Third Quarter and Nine Months Results 2005" (front half of document), dated 27 October 2005.

6. Press release entitled, "AstraZeneca PLC Third Quarter and Nine Months Results 2005 Consolidated Statement" (back half of document), dated 27 October 2005.

7. Press release entitled, "Companies Act 1985 Section 198 Disclosure of Interest in Voting Shares in Public Companies", dated 28 October 2005.

8. Press release entitled, "Repurchase of Shares in AstraZeneca PLC", dated 31 October 2005.

9. Press release entitled, "FDA grants ZD6474 (ZACTIMA™) Orphan Drug designation for the investigation of rare forms of thyroid cancer", dated 31 October 2005.

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: 8 November 2005

By: /s/ A C N Kemp

Name: A C N Kemp
Title: Assistant Secretary

Item 1

REPURCHASE OF SHARES IN ASTRAZENECA PLC

AstraZeneca PLC announced that on 30 September 2005, it purchased for cancellation 500,000 ordinary shares of AstraZeneca PLC at a price of 2643 pence per share. Upon the cancellation of these shares, the number of shares in issue will be 1,597,276,472.

G H R Musker
Company Secretary
3 October 2005

Item 2

NEXIUM ANDA

AstraZeneca has received a notice from Ranbaxy Pharmaceuticals Inc. that Ranbaxy Laboratories Limited has submitted an Abbreviated New Drug Application (ANDA) for esomeprazole magnesium delayed-release capsules, 20mg and 40mg, containing Paragraph IV Certifications of invalidity and/or non-infringement with respect to certain AstraZeneca US patents listed in the Orange Book in reference to Nexium, the latter of which expires in 2018.

AstraZeneca has 45 days within which to commence a patent infringement lawsuit against Ranbaxy that would automatically stay, or bar, the FDA from approving Ranbaxy's ANDA for 30 months or until an adverse court decision, whichever may occur earlier.

Ranbaxy has also certified with respect to certain other AstraZeneca US patents listed in the Orange Book in reference to Nexium that Ranbaxy will not launch its product prior to the expiry of those patents, the latter of which expires in October 2007.

AstraZeneca is evaluating Ranbaxy's notice and continues to have full confidence in its intellectual property protecting Nexium.

18 October 2005

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Item 3

BOLDER II STUDY CONFIRMS THERAPEUTIC POTENTIAL OF SEROQUEL IN BIPOLAR DEPRESSION

Newly released top-line results from the BOLDER II (BipOLar DEpRession) study have underlined the potential for SEROQUEL (quetiapine fumarate) in the treatment of patients with major depressive episodes associated with bipolar disorder. Based on prior discussions with the US Food and Drug Administration (FDA) and the results of BOLDER II, AstraZeneca plans to file for a US licence extension for SEROQUEL in the treatment of depressive episodes associated with bipolar disorder around the end of this year (2005).

BOLDER II - an eight week, multi-centre, placebo-controlled study - found that SEROQUEL 300mg and 600mg doses achieved a statistically significant reduction in levels of bipolar depression compared with placebo (p-value less than or equal to 0.001), as measured by the change from baseline in Montgomery-Åsberg Depression Rating Scale (MADRS) total score.

The significant reduction in MADRS total score was seen both in patients with bipolar I and bipolar II disorder, in patients with or without a rapid cycling course of illness, and as early as week one after randomisation. Significant improvements were also seen compared with placebo in the various secondary study endpoints among SEROQUEL-treated patients, including reduction of anxiety symptoms. In addition, more than half (53 per cent) of patients receiving SEROQUEL achieved remission from their bipolar depression symptoms.

BOLDER II reinforces the findings of the landmark BOLDER I study published in *American Journal of Psychiatry* in July 2005, which first indicated a significant effect for SEROQUEL in treating major depressive episodes associated with bipolar disorder. Importantly, SEROQUEL was shown to be well tolerated in BOLDER II with a similar safety profile seen to that in BOLDER I. The rate of serious adverse events was low, and comparable in all treated groups. The most common adverse events reported in the trial were dry mouth, sedation, somnolence, dizziness and constipation. There was a low incidence of treatment-emergent mania in the

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SEROQUEL-treated groups. As in BOLDER I, there was a low incidence of EPS (extrapyramidal symptoms) and minimal weight change reported in the study.

Patients with bipolar depression are underserved and understudied. The findings from the BOLDER II study are very encouraging and support the findings of BOLDER I, in showing the potential of SEROQUEL, as monotherapy, for the acute treatment of bipolar depression. Each of these two studies represent the largest placebo-controlled short-term studies ever conducted in bipolar depression. The beneficial risk:benefit profile of Seroquel seen in both studies could offer an important therapeutic value for both patients and physicians as there is currently only one FDA approved therapy to treat depressive episodes associated with bipolar disorder.

Bipolar disorder is a serious mental illness that affects approximately 3-4 per cent of the adult population and is the sixth leading cause of disability in the world. Patients with bipolar disorder are symptomatic almost half of their lives, and approximately two-thirds of that time is spent in the depressed phase of the illness.

SEROQUEL has been licensed for the treatment of schizophrenia since 1997 and is available in 85 countries for the treatment of this condition. It is currently licensed for the treatment of mania associated with bipolar disorder in 73 countries. In the first half of 2005, SEROQUEL sales reached $1,300 million.

21st October 2005

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Item 4

AstraZeneca s third quarter and nine months results 2005

Tomorrow, Thursday, 27 October 2005 AstraZeneca will be announce third quarter and nine months results for 2005 at 11:00 (BST), 12:00(CEST), 06:00(EDT).

There will be an analysts teleconference at 13:00(BST), 14:00(CEST) 08:00 (EDT), for which the numbers are in the UK: 0800 559 3282, for International: +44 (0)20 7365 1829 and for the US: 1 866 239 0750. These numbers, as well as details of the replay facility available through Monday, 7 November 2005, are available on the Investors section of the AstraZeneca website at www.astrazeneca.com

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Item 5

AstraZeneca PLC
Third Quarter and Nine Months Results 2005

A strong third quarter with sales up 9 percent and Earnings per Share up 52 percent: year end targets increased.

Financial Highlights

Group	3 rd Quarter 2005 $m	3 rd Quarter 2004 $m	Actual %	CER %	9 Months 2005 $m	9 Months 2004 $m	Actual %	CER %
Sales	5,789	5,265	+10	+9	17,664	15,627	+13	+10
Operating Profit	1,695	1,172	+45	+45	4,866	3,276	+49	+44
Profit before Tax	1,743	1,419*	+23	+23	4,978	3,549*	+40	+36
Earnings per Share: Before non-recurring items	$0.76	$0.51	+49	+52	$2.14	$1.46	+46	+42
Statutory	$0.76	$0.68*	+12	+13	$2.14	$1.63*	+31	+27

* There were two non-recurring items in Q3 2004, which benefited profit before tax by $219 million and earnings per share by $0.17. Excluding these benefits, earnings per share increased 52 percent at CER in the third quarter and 42 percent for the nine months compared with 2004.

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

- Third quarter sales increased by 9 percent to $5,789 million and operating profit increased by 45 percent to $1,695 million.
- Sales increase was driven by the strong performance of 5 key growth products (NexiumTM, CrestorTM, SymbicortTM, ArimidexTM and SeroquelTM) whose combined sales increased by 25 percent.
- Sales for the nine months increased by 10 percent and operating profit by 44 percent. Operating margin for the nine months was 27.5 percent of sales.
- Free cash flow of $4,294 million for the nine months. Share repurchases totalled $2,182 million year to date.
- NexiumTM sales in the third quarter were $1,127 million, up 18 percent.

- CrestorTM sales in the third quarter were $325 million, up 23 percent. In the week ending 14 October, CrestorTM share of new prescriptions in the US statin market was 6.8 percent.
- SymbicortTM sales in the third quarter were $240 million, up 28 percent. US regulatory application for the pMDI formulation for the treatment of asthma was submitted on 23 September.
- ArimidexTM sales in the third quarter were $303 million, up 36 percent. Share of total prescriptions in the US market is up 6.3 percentage points since December.
- SeroquelTM sales in the third quarter were $706 million, up 32 percent.
- The Company now anticipates earnings per share between $2.85 and $2.95 for the full year.

Sir Tom McKillop, Chief Executive, said: "A continued strong sales performance, especially for the five key growth products, together with benefits arising from productivity initiatives across the entire Company has produced an outstanding result for the nine months, and is reflected in an increase in our financial targets for the full year."

London, 27 October 2005

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Photos of Jonathan Symonds, Chief Financial Officer are available on www.newscast.co.uk. Broadcast footage of AstraZeneca products and activities is available on www.thenewsmarket.com/astrazeneca

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AstraZeneca PLC

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

Third Quarter

Sales in the third quarter increased by 9 percent at CER, or 10 percent on an as reported basis (including an exchange benefit of 1 percent), with good sales growth in all regions (US up 9 percent; Europe up 8 percent; Japan up 6 percent; Rest of World up 13 percent).

Combined expenditures in R&D and SG&A were up 2 percent at CER and as reported, with currency having no impact. Operating profit in the third quarter was up 45 percent. Earnings per share were $0.76 versus $0.68 in 2004, which included $0.17 in non-recurring benefits from a disposal gain and a tax credit. Excluding these items from last year, third quarter earnings per share increased 52 percent.

Sales growth was driven by the strong performance of 5 key growth products (NexiumTM, CrestorTM, SymbicortTM, ArimidexTM and SeroquelTM) whose combined sales increased 25 percent to $2,701 million.

NexiumTM sales were up 18 percent to $1,127 million on good growth in the US (up 17 percent) and in other markets (up 19 percent).

CrestorTM sales in the quarter increased 23 percent to $325 million, including $189 million in the US. CrestorTM share of new prescriptions in the US statin market was 6.8 percent in the week ending 14 October, up from 5.9 percent for the month of June.

SymbicortTM sales were $240 million, up 28 percent. The US regulatory application for the pMDI formulation of SymbicortTM for the treatment of asthma was submitted on 23 September.

Quarterly sales for ArimidexTM exceeded $300 million for the first time (up 36 percent to $303 million), building upon its market leading position among aromatase inhibitors for the treatment of breast cancer.

SeroquelTM sales were $706 million, on strong growth in the US (up 30 percent) and in other markets (up 41 percent).

Since September, the Company has received notifications containing paragraph IV certifications alleging invalidity and non-infringement in respect of certain of AstraZeneca's patents relating to PulmicortTM RespulesTM, SeroquelTM, and NexiumTM. The Company continues to have full confidence in its intellectual property protecting these products.

Nine Months

For the nine months, sales increased 10 percent at CER, or 13 percent on an as reported basis (including an exchange benefit of 3 percent). Sales increased 13 percent in the US and were up 8 percent in other markets. Sales growth for the nine months was fuelled by NexiumTM (up 20 percent), CrestorTM (up 51 percent), SymbicortTM (up 22 percent), ArimidexTM (up 45 percent) and SeroquelTM (up 35 percent). Combined sales for these five products were $7,905 million, up 29 percent.

The sustained focus on productivity throughout the organization continues to yield benefits ahead of initial expectations. The 44 percent increase in operating profit derives from strong sales growth and the impact of ongoing productivity gains. Activity-related costs, particularly in R&D, are lower year to date, but will increase as larger scale clinical trials commence in support of an emerging late stage product pipeline, including ZactimaTM and AZD2171. Earnings per share were $2.14 compared with $1.63 last year. Excluding the $0.17 in non-recurring gains in 2004, earnings per share increased by 42 percent for the nine months.

Future Prospects

The Company continues to anticipate sales growth around the double digits mark for the full year in constant currency terms. This sales growth, combined with excellent progress in improving productivity, should result in earnings per share for the full year between $2.85 and $2.95.

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 rate of growth in sales of generic omeprazole in the US, continued growth in currently marketed products (in particular CrestorTM, NexiumTM, SeroquelTM, SymbicortTM, ArimidexTM and CasodexTM), the growth in costs and expenses, interest rate movements, exchange rate fluctuations and the tax rate. For further details on these and other risks and uncertainties, see AstraZeneca PLC's Securities and Exchange Commission filings, including the 2004 Annual Report on Form 20-F.

AstraZeneca PLC

Sales

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

Gastrointestinal

Third Quarter		CER %	Nine Months		CER %
2005	2004		2005	2004	

Losec / Prilosec	376	430	-15	1,241	1,501	-20
Nexium	1,127	951	+18	3,386	2,777	+20
Total	1,518	1,407	+7	4,678	4,342	+6

- Third quarter sales for NexiumTM in the US were up 17 percent versus the third quarter 2004, which was affected by some wholesaler destocking. Dispensed tablet growth of 13 percent was partially offset by lower realised prices. NexiumTM share of total prescriptions in the US PPI market was 29.1 percent in September, up 2.2 percentage points since December.

- US sales for NexiumTM for the nine months were up 18 percent.

- Sales of NexiumTM in other markets were up 19 percent in the quarter and 25 percent year to date, with particularly strong growth achieved in France and Germany.

- PrilosecTM sales in the US for the nine months were down 33 percent. In other markets, LosecTM sales declined 18 percent, although sales increased by 27 percent in Japan and by 22 percent in China.

Cardiovascular

	Third Quarter		CER %	Nine Months		CER %
	2005	2004		2005	2004	
Seloken / Toprol-XL	437	353	+23	1,280	1,006	+26
Atacand	238	214	+9	727	639	+10
Plendil	82	102	-22	287	361	-22
Zestril	83	105	-22	248	327	-27
Crestor	325	260	+23	915	596	+51
Total	1,327	1,208	+9	3,954	3,456	+11

- Sales of Toprol-XLTM in the US were up 31 percent for the quarter and 33 percent for the nine months, still running ahead of estimated underlying growth of 24 percent year to date as a result of destocking which occurred during 2004.

- Sales of SelokenTM in other markets were up 3 percent in the third quarter and 7 percent for the nine months.

- AtacandTM sales in the US were down 11 percent in the third quarter and down 5 percent for the nine months. Increased promotion following the launch of the heart failure indication has stabilised AtacandTM prescription market share in the US over the last several months.

- In other markets, AtacandTM sales increased 18 percent in the third quarter and increased 16 percent year to date.

- In the US, CrestorTM sales increased 17 percent in the third quarter to $189 million. CrestorTM share of new prescriptions in the US statin market was 6.8 percent in the week ending 14 October. Market share in the dynamic segment (new and switch patients) was 9.9 percent in the latest week. US sales for the nine

months were up 52 percent.

- In other markets, CrestorTM sales increased 34 percent in the third quarter and were up 48 percent year to date, with France and Italy contributing to a strong performance in Europe (up 51 percent year to date). Volume share of the statin market for CrestorTM is now 12.4 percent in Canada; 10.4 percent in the Netherlands; 11.7 percent in Italy; and 5.7 percent in France.

- PlendilTM sales are down 22 percent in the quarter and year to date as a result of generic competition in the US market, where sales for the nine months are down 44 percent.

Respiratory

	Third Quarter		CER %	Nine Months		CER %
	2005	2004		2005	2004	
Symbicort	240	185	+28	742	578	+22
Pulmicort	234	211	+10	824	737	+10
Rhinocort	91	87	+4	295	268	+9
Accolate	14	31	-55	55	84	-36
Oxis	23	25	-12	69	76	-14
Total	636	574	+10	2,100	1,861	+10

- Sales of SymbicortTM increased 28 percent to $240 million in the third quarter. Sales for the nine months were up 22 percent. The regulatory file for the pMDI formulation of SymbicortTM for the treatment of asthma in the US was submitted on 23 September. A European Union mutual recognition variation procedure for a new asthma treatment concept, SymbicortTM Maintenance and Reliever Therapy, was initiated on 26 October.

- Worldwide sales of PulmicortTM continue to be driven by the growth of PulmicortTM RespulesTM in the US, where sales were up 43 percent in the quarter and 34 percent for the nine months as a result of good underlying growth and some wholesaler stock movements between the two periods.

- RhinocortTM sales year to date are up 9 percent, chiefly on sales of RhinocortTM Aqua in the US market (up 11 percent), which has been favourably impacted by price changes and managed care rebate adjustments. RhinocortTM Aqua prescriptions in the US are down 8 percent through nine months.

Oncology

	Third Quarter		CER %	Nine Months		CER %
	2005	2004		2005	2004	

Casodex □	276	258	+ 7	840	736	+ 11
Zoladex □	258	236	+ 7	752	675	+ 7
Arimidex □	303	221	+ 36	856	578	+ 45
Iressa □	61	113	-46	201	309	-36
Faslodex □	37	24	+ 50	101	73	+ 35
Nolvadex □	26	30	-13	86	99	-15
Total	963	885	+ 8	2,844	2,481	+ 12

- CasodexTM sales in the US were down 2 percent in the third quarter, broadly in line with the prescription trend. Sales for the nine months were up 6 percent on inventory movements and pricing.

- CasodexTM sales in other markets were up 10 percent in the quarter and up 14 percent for the nine months. For the nine months, CasodexTM sales were up 10 percent in Europe and increased 18 percent in Japan.

- In the US, sales of ArimidexTM were up 40 percent in the quarter and up 59 percent for the nine months. Growth in total prescriptions was 42 percent year to date. ArimidexTM share of total prescriptions for hormonal treatments for breast cancer in the US increased to 33.2 percent in September, up another 1.6 percentage points in the quarter and 6.3 percentage points higher since the beginning of the year.

- ArimidexTM sales in other markets were up 34 percent in the third quarter and up 37 percent for the nine months, on strong year to date sales in Europe (up 36 percent) and Japan (up 31 percent).

- Sales of IressaTM in the third quarter were $61 million, including $46 million of sales in Asia Pacific (up 7 percent in the quarter). For the nine months, sales in Asia Pacific were up 9 percent, as sales in China and other markets more than offset the 14 percent sales decline in Japan.

- In the US, sales of IressaTM were $12 million in the third quarter, consistent with labelling which restricts usage to patients who have previously taken the product and are benefiting from its use.

- Sales for FaslodexTM for the nine months reached $101 million (up 35 percent), chiefly on growth in Europe since marketing approval in March of last year. Sales in the US for the nine months were up 8 percent to $67 million.

Neuroscience

	Third Quarter		CER %	Nine Months		CER %
	2005	2004		2005	2004	
Seroquel □	706	529	+32	2,006	1,465	+35

Zomig □	86	81	+5	258	267	-6
Total	1,001	880	+13	2,975	2,558	+14

- In the US, SeroquelTM sales were up 30 percent in the third quarter and up 33 percent for the nine months, broadly in line with underlying sales growth. In September, SeroquelTM new prescription market share in the US increased to 29.7 percent, the only brand among the top three products to grow share this year.
- In other markets, SeroquelTM sales were up 41 percent in the third quarter and 43 percent for the nine months, on a strong year to date performance in Europe (up 53 percent) and Canada (up 32 percent).
- ZomigTM sales in the US were down 7 percent in the third quarter. Total prescriptions declined by 5 percent in the quarter. Year to date, sales were down 27 percent as a result of the low first quarter sales ahead of the transfer of distribution rights from Medpointe back to AstraZeneca on 1 April.
- Sales of ZomigTM in other markets were up 11 percent in the third quarter and 9 percent year to date.

Geographic Sales

	Third Quarter		CER %	Nine Months		CER %
	2005	2004		2005	2004	
US	2,621	2,407	+9	7,864	6,974	+13
Europe	2,012	1,858	+8	6,374	5,661	+8
Japan	367	352	+6	1,103	1,018	+8
RoW	789	648	+13	2,323	1,974	+11

- Sales in the US in the third quarter represent strong performances for the key growth products and Toprol-XLTM, which more than offset declines in sales of patent expired products and IressaTM.
- The third quarter sales performance in Europe was led by the 5 key growers (up 27 percent), which more than offset an 18 percent decline in LosecTM.
- Third quarter sales in Japan reflect continued strong growth for LosecTM (up 35 percent), CasodexTM (up 15 percent), ZoladexTM (up 11 percent) and ArimidexTM (up 24 percent).
- Sales in China increased 25 percent to $61 million in the third quarter on good growth in LosecTM and the launch of IressaTM.

AstraZeneca PLC

Operating Review

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

Third Quarter

Reported sales increased by 10 percent and operating profit by 45 percent. At constant exchange rates, sales increased by 9 percent and operating profit by 45 percent. Following the successful introduction of Distribution Service Agreements in the US, reported Group and US sales reflect underlying demand. Wholesaler buying patterns in the prior year, however, continue to affect some individual product performances.

Currency had a 1 percent benefit to sales and was neutral to operating profit. In comparison to quarter three last year the dollar was slightly weaker against the euro, benefiting sales, and stronger against the Swedish krona (2 percent) and sterling (2 percent), decreasing costs. Overall, currency depressed EPS by 1 cent as the beneficial

exchange rate profile was offset by hedging benefits from 2004 not being repeated during the quarter.

Reported operating margin increased by 7.0 percentage points from 22.3 percent to 29.3 percent. Currency reduced margin by 0.3 percentage points and other income increased margin by 0.2 percentage points resulting in an underlying margin improvement of 7.1 percentage points for the quarter.

Gross margin increased by 2.9 percentage points to 78.5 percent of sales. Currency depressed gross margin by 0.7 percentage points and payments to Merck were level with prior year at 4.8 percent of sales. Included in the third quarter last year are ExantaTM inventory and asset provisions of $80 million which depressed gross margin and, when excluded, implies a 1.9 percentage point underlying improvement for the quarter, due mostly to improved product mix and operational efficiencies.

In aggregate, R&D and SG&A expenses of $2,837 million increased 2 percent over last year. In comparison to third quarter last year, R&D and SG&A combined added 3.5 percentage points to operating margin. The sustained focus on productivity, combined with the lower level of late stage clinical trials compared with 2004, resulted in R&D expenditures decreasing by 4 percent for the quarter. SG&A increased by 4 percent for the quarter primarily due to increased investment in the US on NexiumTM, CrestorTM and SeroquelTM over prior year.

The fair value adjustments relating to financial instruments amounted to an $18 million benefit in quarter three; $5 million benefit in cost of sales, $3 million benefit to interest and $10 million benefit to R&D.

Nine Months

Reported sales increased by 13 percent and operating profit by 49 percent. At constant exchange rates, sales increased by 10 percent and operating profit by 44 percent.

Currency benefited reported sales by 3 percent and operating profit by 5 percent. Cumulatively, exchange has benefited EPS by around 6 cents. We expect to see a 2 to 3 cents reduction in the year to date benefit during quarter four based on the current strengthening of the dollar and the hedging benefits realized in quarter four 2004 not being repeated.

Operating margin increased by 6.5 percent from 21.0 percent to 27.5 percent. Underlying margin improvement was 7.0 percentage points for the nine months as the currency benefit of 0.1 percentage points was offset by a reduction in margin of 0.6 percent from other income, due principally to the gain on the disposal of the Durascan business last year.

Gross margin increased by 1.1 percentage points to 77.5 percent of sales. Lower payments to Merck (4.8 percent of sales) and currency each benefited gross margin by 0.1 percentage points. Excluding prior year Exanta provisions and the costs associated with the termination of the Medpointe ZomigTM distribution agreement in the first quarter of this year, underlying margin improved by 0.4 percentage points.

Benefits from ongoing productivity initiatives, together with a low point in the R&D and SG&A investment cycle, have resulted in a 2 percent decline (up 1 percent as reported) in combined R&D and SG&A expense year to date. In comparison to the first nine months last year, R&D and SG&A combined added 6.0 percentage points to operating margin.

The fair value adjustments relating to financial instruments amounted to a $61 million charge for the nine months; $52 million charge in cost of sales, $4 million charge to interest and $5 million charge to R&D.

Interest and Dividend Income

Net interest and dividend income for the third quarter was $48 million (2004 $28 million) and for the nine months was $112 million (2004 $54 million). The increase over 2004 is primarily attributable to higher average investment balances and yields. The reported amount includes net income of $13 million in the first nine months and $3 million in the third quarter arising from employer benefit fund assets and liabilities as required by IAS 19.

Taxation

The effective tax rate for the third quarter was 29.4 percent (2004, rate excluding non-recurring items 28.9 percent) and for the nine months was 29.8 percent (2004, rate excluding non-recurring items 25.9 percent). The increase over 2004 is due to a different geographical mix of profits and no relief in respect of the LosecTM fine. Taxation in 2004 also benefited from a one-off reduction in the deferred tax liability in relation to rolled over gains following agreements with the relevant tax authorities. For the full year, the rate is anticipated to be in the 29 to 30 percent range.

Cash Flow

Cash generated from operating activities was $4,814 million; $2,015 million higher than in the first nine months of 2004. This is as a result of a $1,590 million increase in operating profits and a net $590 million cash improvement in working capital, primarily due to lower inventory levels and higher creditor levels.

Cash outflows from investing activities of $621 million in the first nine months compare with $694 million outflows in the equivalent period in 2004. Capital expenditure fell by $247 million to $586 million. In the comparative period for 2004, $308 million disposal proceeds were received in respect of disposals of business operations.

Free cash flow (which represents net cash flows before financing activities, as adjusted for movements in short term deposits) for the period was $4,294 million. After accounting for net share repurchases of $2,106 million, the $1,717 million dividend payment to shareholders and foreign exchange effects, there is a $362 million increase in cash and cash equivalents.

Net funds at 30 September 2005 of $4,398 million were $433 million higher than 31 December 2004.

Share Repurchase Programme

During the third quarter, 21.3 million shares were repurchased for cancellation at a total cost of $1 billion bringing the total repurchase for the first nine months of the year to 49.8 million shares at a total cost of $2,182 million. For the full year share repurchases are expected to exceed $3 billion.

The total number of shares in issue at 30 September 2005 is 1,597 million.

R&D Update

Development of AZD2171, a Vascular Endothelial Growth Factor (VEGF) signalling inhibitor for the treatment of solid tumours, is being accelerated into a Phase II/III clinical programme.

In addition to the submission of a US NDA for SymbicortTM pMDI for the treatment of asthma, an EU mutual recognition variation procedure for a new asthma concept, SymbicortTM Maintenance and Reliever Therapy was initiated on 26 October.

A US regulatory submission to support the use of SeroquelTM in bipolar depression will be made around the end of 2005 based on the results of two successful pivotal studies (BOLDER I and II) in this indication.

Regulatory submissions for Cerovive□, a novel free-radical trapping neuroprotective agent for the acute treatment of ischaemic stroke, are now scheduled for H1 2007 subject to the outcome of the CHANT and SAINT II studies. The CHANT study evaluating Cerovive□ in patients with haemorrhagic stroke is now fully recruited and results will be

available in Q1 2006.

AstraZeneca PLC

The development of the oral extended release formulation of AZD7009 for maintenance of sinus rhythm after conversion of atrial fibrillation has been terminated. The intravenous programme targeted at conversion of patients from atrial fibrillation to sinus rhythm remains in Phase II.

The Phase II project evaluating AZD7371 for the treatment of overactive bladder has also been terminated.

A complete update of the AstraZeneca development pipeline will be provided as a part of the 2005 Annual Results presentation.

Calendar

2 February 2006	Announcement of fourth quarter and full year 2005 results
27 April 2006	Announcement of first quarter 2006 results
27 April 2006	Annual General Meeting 2006
27 July 2006	Announcement of second quarter and half year 2006 results
26 October 2006	Announcement of third quarter and nine months 2006 results

Sir Tom McKillop
Chief Executive

Item 6

Consolidated Income Statement

For the **nine months** ended 30 September	2005 $m	As restated 2004 $m
Sales	17,664	15,627
Cost of sales		

	Stable value fund	201,177,664	201,732,359
Total investments	554,902,551	505,344,819
Net receivables (payables)	(337,133)	570,766

Net assets of HBI Investment Trust at fair value	554,565,418	505,915,585
Adjustment from fair value to contract value for interest in fully benefit-responsive investment contracts	(11,332,806)	(11,176,660)
Net assets of HBI Investment Trust	$ 543,232,612	$494,738,925

The aggregate net investment income allocated to the Savings Plans from the HBI Investment Trust for the years ended December 31, 2012 and 2011 is as follows:

	2012	2011
Interest and dividend income	$13,081,154	$13,450,007
Net appreciation (depreciation) in fair value of investments		
Hanesbrands common stock	11,244,852	(2,478,185)
Investment in registered investment companies	31,998,437	(7,268,063)
Net investment income	$56,324,443	$3,703,759

NOTE D - PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, affected participants will become entitled to be fully vested in their accounts.

NOTE E - FAIR VALUE MEASUREMENTS

Fair value is an exit price, representing the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The HBI Investment Trust utilizes market data or assumptions that market participants would use in pricing the asset or liability. A three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value, is utilized for disclosing the fair value of the assets and liabilities of the HBI Investment Trust. These tiers include: Level 1, defined as observable inputs such as quoted prices in active markets; Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable; and Level 3, defined as unobservable inputs about which little or no market data exists, therefore requiring an entity to develop its own assumptions.

Assets and liabilities measured at fair value are based on one or more of the following three valuation techniques:

- Market approach - prices and other relevant information generated by market transactions involving identical or comparable assets or liabilities.

- Cost approach - amount that would be required to replace the service capacity of an asset or replacement cost.

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Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico
Notes to Financial Statements - Continued
December 31, 2012 and 2011

- Income approach - techniques to convert future amounts to a single present amount based on market expectations, including present value techniques, option-pricing and other models.

The HBI Investment Trust primarily applies the market approach for its investment assets and attempts to utilize valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs.

As of December 31, 2012 and 2011, the HBI Investment Trust held certain financial assets that are required to be measured at fair value on a recurring basis. These consisted of Hanesbrands common stock, a collective trust, registered investment companies and a stable value fund. The fair values of the Hanesbrands common stock and the registered investment companies are determined based on quoted prices in public markets and are categorized as Level 1.

The underlying investment portfolio of the stable value fund is comprised of high quality, fixed income securities that are held in various collective trusts and separate accounts valued at net asset values which approximate fair value and are categorized as Level 2. The inputs used in valuing the underlying investments in the collective trusts and separate accounts include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities and inputs that are derived principally from or corroborated by observable market data. Participant transactions (issuances and redemptions) may occur daily.

The HBI Investment Trust did not hold any investments whose value was determined based on unobservable inputs and categorized as Level 3 at December 31, 2012 and 2011. There were no transfers in or out of any level during the years ended December 31, 2012 and 2011. There were no changes during the years ended December 31, 2012 and 2011 to the valuation techniques used to measure asset fair values on a recurring basis. Changes in economic conditions or valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The following table sets forth by level within the fair value hierarchy the HBI Investment Trust's investment assets accounted for at fair value on a recurring basis at December 31, 2012 and 2011, respectively. As required by the accounting rules, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels.

	Investment Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Hanesbrands common stock	$26,056,256	$—	$—	$26,056,256
Short-term investment fund collective trust	—	9,625,705	—	9,625,705
Registered investment companies:				
U.S. bond index funds	23,920,410	—	—	23,920,410
U.S. equity index funds	181,094,797	—	—	181,094,797
Foreign equity index funds	25,282,337	—	—	25,282,337
Target retirement date funds	87,745,382	—	—	87,745,382
Total registered investment companies	318,042,926	—	—	318,042,926
Stable value fund:				
Collective trusts	—	155,278,588	—	155,278,588
Separate accounts	—	45,899,076	—	45,899,076
Total stable value fund	—	201,177,664	—	201,177,664
Total investment assets at fair value	$344,099,182	$210,803,369	$—	$554,902,551

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Hanesbrands Inc. Hourly Retirement Savings Plan of Puerto Rico
Notes to Financial Statements - Continued
December 31, 2012 and 2011

	Investment Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Hanesbrands common stock	$19,198,414	$—	$—	$19,198,414
Short-term investment fund collective trust	—	7,016,318	—	7,016,318
Registered investment company:				
U.S. bond index funds	22,372,375	—	—	22,372,375
U.S. equity index funds	161,461,098	—	—	161,461,098
Foreign equity index funds	22,050,739	—	—	22,050,739
Target retirement date funds	71,513,516	—	—	71,513,516
Total registered investment company	277,397,728	—	—	277,397,728
Stable value fund - collective trusts	—	201,732,359	—	201,732,359
Total investment assets at fair value	$296,596,142	$208,748,677	$—	$505,344,819

NOTE F - TAX STATUS
By letter dated December 2, 2008, the Internal Revenue Service determined that the Plan and trust meet the qualification requirements set forth in Sections 401(a) and 501(a) of the IRC. The Plan has been subsequently amended since the determination, but the Plan's management believes the Plan remains in compliance with the applicable requirements of the IRC.

GAAP requires the Plan's management to evaluate tax positions taken by the Plan and to recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan's management has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions and is currently undergoing a random audit by the Internal Revenue Service for the 2008 tax period. The Plan's management believes the Plan is no longer subject to income tax examinations for years prior to 2008.

NOTE G - PARTY-IN-INTEREST TRANSACTIONS
As of December 31, 2012 and 2011, certain assets of the HBI Investment Trust and the Plan, respectively, were invested in investments managed by State Street or ING, the trustee and recordkeeper of the Plan, respectively; therefore, these transactions qualify as party-in-interest transactions.

Approximately 4.7% and 3.9% of the HBI Investment Trust's assets as of December 31, 2012 and 2011, respectively, were invested in Hanesbrands common stock, in each case through participant-directed account balances. At December 31, 2012 and 2011, the HBI Investment Trust held 727,422 and 878,244 shares, respectively, of Hanesbrands common stock that had a fair value of $26,056,256 and $19,198,414, respectively.

The "Other contributions" line item in the Statement of Changes in Net Assets Available for Benefits represents contributions made by the recordkeeper into the Plan.

NOTE H - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500
The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011 to the Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$1,457,723	$1,289,024
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	27,190	26,541
Net assets available for benefits per the Form 5500	$1,484,913	$1,315,565

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December 31, 2012 and 2011

The following is a reconciliation of investment income according to the financial statements for the year ended December 31, 2012 to the Form 5500:

Investment income per the financial statements	$82,944
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	649
Investment income per the Form 5500	$83,593

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SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 12, 2013

HANESBRANDS INC. HOURLY
RETIREMENT SAVINGS PLAN OF PUERTO RICO

By: /s/ M. Scott Lewis
M. Scott Lewis
Authorized Member of the Hanesbrands Inc.
Employee Benefits Administrative Committee

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INDEX TO EXHIBITS

Exhibit Number	Description
23.1	Consent of Grant Thornton LLP