

HESTER

Hester Biosciences Limited
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Pushpak, 1st Floor
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Motilal Hirabhai Road
Ahmedabad 380006
Gujarat, India
Phone +9179 26445106

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Taluka Kadi
District Mehsana
Gujarat 382721, India
Phone +9179 26445105

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Toll Free 1 800 233 7937
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CIN L99999GJ1987PLC022333

21 May 2019

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra - Kurla Complex,
Bandra (E), Mumbai 400 051

Scrp Code: 524669

Symbol: HESTERBIO

Respected Sir / Madam:

Subject: Annual Secretarial Compliance Report of the Company for the year ended 31 March 2019

With reference to the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8 February 2019, we hereby submit Annual Secretarial Compliance Report duly signed by the Practicing Company Secretary for the year ended 31 March 2019.

We request you to take note of the above.

Sincerely
For Hester Biosciences Limited



Rajiv Gandhi
CEO & Managing Director
DIN: 00438037

**SECRETARIAL COMPLIANCE REPORT OF HESTER BIOSCIENCES LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2019**

To,
Board of Directors of
Hester Biosciences Limited
CIN : L99999GJ1987PLC022333
'Pushpak', 1st Floor,
Panchvati Cross Road,
C.G. Road, Ahmedabad- 380006

I, Mr. Tapan Shah, Practicing Company Secretary have examined:

- all the documents and records made available to us and explanation provided by **Hester Biosciences Limited**,
- the filings/ submissions made by the Company to the stock exchanges,
- website of the Company,
- other documents/ filing, as may be relevant, which has been relied upon to make this certification;

for the year ended 31 March, 2019 in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

Apart from above, the specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018:- N.A.



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- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018:- N.A.
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014:- N.A.
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008:- N.A.
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013:- N.A.
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time;
- i) SEBI (Delisting of Equity Shares) (Amendment) Regulations, 2016:- N.A.
- j) Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008:- N.A.
- k) SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003:- N.A.
- l) SEBI (Issue of Sweat Equity) Regulations, 2002:- N.A.;

and based on the above information, I hereby report that, during the Period under Review:

- (a) The Company has generally complied with all the material provisions of the above applicable Regulations and circulars/ guidelines issued thereunder.
- (b) The Company has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under in so far as it appears from my examination of those records.



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- (c) As per the undertaking and declaration given by the Management and concern person, no actions has been taken against the Company/its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges, under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- (d) No Observations has been issued on the Company, as this is a first report of the Company.

Place: Ahmedabad

Name of Company Secretary : **TAPAN SHAH**

Date: 20th May, 2019

Membership No. : **FCS4476**

C P No. : **2839**

