

HESTER

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

Plant Address
Village Merda-Ardraj
Taluka Kadi
District Mehsana
Gujarat 382721, India
Phone +9179 26445105

Email mail@hester.in
Toll Free 1 800 233 7937
www.hester.in
CIN L99999GJ1987PLC022333

24.06.2020

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

Scrip Code: 524669

Symbol: HESTERBIO

Respected Sir / Madam:

Subject: Annual Secretarial Compliance Report of the Company for the year ended 31.03.2020

With reference to the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 08.02.2019, we hereby submit Annual Secretarial Compliance Report duly signed by Mr. Tapan Shah, Practicing Company Secretary, Ahmedabad for the year ended on 31.03.2020.

You are requested to take note of the above.

Sincerely
For Hester Biosciences Limited



Vinod Mali
Company Secretary &
Compliance Officer



Enclosure: As above

**SECRETARIAL COMPLIANCE REPORT OF HESTER BIOSCIENCES LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2020**

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:

- a) all the documents and records made available to me through electronically by way of scan copy or soft copy through mail or otherwise and explanation provided by **Hester Biosciences Limited**,
- b) the filings/ submissions made by the Company to the stock exchanges,
- c) website of the Company,
- d) other documents/ filing, as may be relevant, which has been relied upon to make this certification;

For the year ended 31 March, 2020 in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- b) 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:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;
- b) 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 (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003-N.A
- j) SEBI (Delisting of Equity Shares) (Amendment) Regulations, 2016:- N.A.
- k) Securities and Exchange Board of India (Issue and Listing of Securitised Debt Instruments and Security Receipts) Regulations, 2008:- N.A.
- l) SEBI (Registrars to an issue and Share Transfer Agents) Regulations, 1993, as amended from time to time;
- m) SEBI (Depositories and Participants) Regulations, 2018, as amended from time to time;
- n) SEBI (Investor Protection and Education Fund) Regulation, 2009;
- o) SEBI (Issue of Sweat Equity) Regulations, 2002:- N.A.;

and based on the above information and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, I hereby report that, during the Period under review:



: 3 :

- (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.
- (c) The Company has prima facie complied with and included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the Company.
- (d) 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.
- (e) No Observations has been issued on the Company in the previous report and so compliance on the observation will not apply to the Company.

Signature: TAPAN RAJANIKANT SHAH
T SHAH

Digitally signed by
TAPAN RAJANIKANT
SHAH
Date: 2020.06.22
13:15:50 +05'30'

Place: Ahmedabad

Name of Company Secretary : **TAPAN SHAH**

Date : June 22, 2020

Membership No. : **FCS4476**

C P No. : **2839**

UDIN : **F004476B000363252**

Note :

Due to restricted movement amid COVID-19 pandemic, I have conducted the Secretarial audit by examining the secretarial records including Minutes, Documents, Registers and other records, etc., some of them received by way of electronic mode from the Company and could not be verified from the original records. The management has confirmed that the records submitted to me are the true and correct.

