

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE****ANNEXURE I****Format to be submitted by listed entity on quarterly basis**1. Name of Listed Entity: **HESTER BIOSCINCES LIMITED**2. Quarter ending on: **30.06.2020**

<b>I. Composition of Board of Directors</b>															
<b>Title (Mr./ Ms./ Mrs.)</b>	<b>Name of the Director</b>	<b>PAN</b>	<b>DIN</b>	<b>Category (Chairperson /Executive / Non-Executive/ Independent/ Nominee)</b>	<b>Initial Date of Appointment</b>	<b>Date of Re-appointment</b>	<b>Date of Cessation</b>	<b>Tenure</b>	<b>Date of Birth</b>	<b>No. of directorship in listed entities including this listed entity (in reference to Regulation 17A(1))</b>	<b>Whether Special Resolution Passed? (in reference to Regulation 17A(1))</b>	<b>Date of Passing Special Resolution</b>	<b>No of Independent Directorship in listed entities including this listed entity (in reference to proviso to regulation 17A(1))</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Dr.	Bhupendra Gandhi		00437907	Chairman/ Non-Executive	21/04/2005	-	-	-	16/10/1942	1	Yes	31/07/2019	-	-	-
Mr.	Rajiv Gandhi		00438037	Executive/ CEO & Managing Director	29/04/1987	01/04/2020	-	-	11/07/1962	1	NA	-	-	1	-
Mr.	Sanjiv Gandhi		00024548	Non-Executive Director	29/04/1987	-	-	-	15/03/1965	1	NA	-	-	-	-
Mr.	Ravin Gandhi		00438361	Non-Executive Director	22/04/1999	-	-	-	06/07/1973	1	NA	-	-	-	-
Mr.	Naman Patel		05143261	Non-Executive/ Independent Director	30/06/2015	01/04/2020	-	60 Months	15/10/1988	2	NA	-	2	2	1

Mr.	Amit Shukla		00709322	Non-Executive/Independent Director	11/08/2015	01/04/2020	-	59 Months	21/07/1965	1	NA	-	1	1	1
Ms.	Sandhya Patel		02215022	Non-Executive/Independent Director	01/04/2020	-	-	3 Months	10/06/1982	1	NA	-	1	2	-
Mr.	Ashok Bhadakal		00981201	Non-Executive/Independent Director	01/04/2020	-	-	3 Months	10/09/1951	1	NA	-	1	1	-
Ms.	Nina Gandhi*		00024657	Non-Executive/Alternate Director	07/05/2016	-	-	-	17/03/1963	1	NA	-	-	-	-

\* Ms. Nina Gandhi is an Alternate Director of the Mr. Ravin Gandhi, who is Non-Executive/Non-Independent Director of the Company.

**Whether Regular chairperson appointed?**

Yes

**Whether Chairperson is related to Managing Director or CEO?**

Yes

## II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent /Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Naman Patel	Chairperson/ Non- Executive/Independent Director	01/04/2020	-
		Mr. Amit Shukla	Member/Non-Executive/ Independent Director	11/08/2015	-
		Ms. Sandhya Patel	Member/Non-Executive/ Independent Director	01/04/2020	-
		Mr. Ashok Bhadakal	Member/Non-Executive/ Independent Director	01/04/2020	-
2. Nomination & Remuneration Committee	Yes	Mr. Naman Patel	Chairperson/ Non- Executive/Independent Director	01/04/2020	-
		Mr. Amit Shukla	Member/Non-Executive/ Independent Director	11/08/2015	-
		Mr. Ashok Bhadakal	Member/Non-Executive/ Independent Director	01/04/2020	-
3. Stakeholder's Grievance and Relationship Committee	Yes	Mr. Amit Shukla	Chairperson/ Non-Executive/Independent Director	01/04/2020	-
		Mr. Naman Patel	Member/Non-Executive/ Independent Director	11/08/2015	-
		Ms. Sandhya Patel	Member/Non-Executive/ Independent Director	01/04/2020	-
4. Risk Management Committee			Not Applicable		

<b>III. Meeting of Board of Directors</b>					
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent directors present</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
07.02.2020	-	-	-	-	-
04.03.2020	29.04.2020	Yes	8	4	55
-	26.06.2020	Yes	8	4	57
<b>IV. Meeting of Committees</b>					
<b>Date(s) of meeting of the Audit Committee in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent directors present</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
-	-	-	-	07.02.2020	-
29.04.2020	Yes	4	4	04.03.2020	55
26.06.2020	Yes	4	4	-	57
<b>Date(s) of meeting of the Stakeholder's Grievance and Relationship Committee in the relevant quarter</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent directors present</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
26.06.2020	Yes	4	4	07.02.2020	139
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
<b>V. Related Party Transactions</b>					
<b>Subject</b>				<b>Compliance status</b>	
Whether prior approval of audit committee obtained				Yes	
Whether shareholder approval obtained for material RPT				NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee				Yes	
<b>Note</b>					
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.					
2. If status is "No" details of non-compliance may be given here.					

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & Remuneration committee - **Yes**
  - c. Stakeholder's Grievance and Relationship Committee - **Yes**
  - d. Risk management committee (applicable to the top 500 listed entities) - **Not Applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **Yes, Report Submitted in the previous quarter has been placed before Board of Directors and there are no comments or observations received from Board of Directors.**