

COMPLIANCE REPORT ON CORPORATE GOVERNANCE**ANNEXURE I**1. Name of Listed Entity: **HESTER BIOSCINCES LIMITED**2. Quarter ending on: **30 JUNE 2022**

I. Composition of Board of Directors															
Title	Name of the Director	PAN	DIN	Category	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	No. of directorship in listed entities including this listed entity (in reference to Regulation 17A(1))	Whether Special Resolution Passed? (in reference to Regulation 17A(1))	Date of Passing Special Resolution	No. of Independent Directorship in listed entities including this listed entity (in reference to proviso to regulation 17A(1))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Dr.	Bhupendra Gandhi		00437907	Chairman/ Non-Executive	21/04/2005					1	Yes	31/07/2019			
Mr.	Rajiv Gandhi		00438037	Executive/ CEO & Managing Director	29/04/1987	01/04/2020				1	NA			1	
Mr.	Sanjiv Gandhi		00024548	Non-Executive Director	29/04/1987					1	NA				
Mr.	Ravin Gandhi		00438361	Non-Executive Director	22/04/1999					1	NA				
Ms.	Nina Gandhi*		00024657	Non-Executive/ Alternate Director	07/05/2016					1	NA				
Ms.	Priya Gandhi		06998979	Executive Director	28/10/2021					1	NA				

Mr.	Naman Patel		05143 261	Non-Executive/ Independent Director	30/06/2015	01/04/2020		84 Months		2	NA		2	1	1
Mr.	Amit Shukla		00709 322	Non-Executive/ Independent Director	11/08/2015	01/04/2020		83 Months		1	NA		1	1	1
Ms.	Sandhya Patel		02215 022	Non-Executive/ Independent Director	01/04/2020			27 Months		1	NA		1	2	
Mr.	Ashok Bhadakal		00981 201	Non-Executive/ Independent Director	01/04/2020			27 Months		1	NA		1	1	
Mr.	Ameet Desai		0000 7116	Non-Executive/ Independent Director	28/10/2021			8		1	NA		1		

* 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	Yes	Mr. Rajiv Gandhi	Chairperson/ Executive/Non-Independent Director	29/05/2021	-
		Ms. Sandhya Patel	Member/Non-Executive/ Independent Director	29/05/2021	-
		Mr. Priya Gandhi	Member/Executive/Non-Independent Director	29/05/2021	-
		Ms. Kajal Patel	Member/Deputy Director - Plant Operations	29/05/2021	-
5. Corporate Social Responsibility Committee	Yes	Mr. Rajiv Gandhi	Chairperson/ Executive/Non-Independent Director	30/05/2014	-
		Mr. Sanjiv Gandhi	Member/Non-Executive/ Non-Independent Director	01/04/2020	-
		Mr. Amit Shukla	Member/Non-Executive/Independent Director	01/04/2020	-

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)
31/01/2022	-	Yes	10	5	-
-	07/04/2022	Yes	7	3	65
-	20/05/2022	Yes	9	4	42

IV. Meeting of Committees

Name of Committee	Date(s) of meeting (Enter dates of previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
Audit Committee	31/01/2022		Yes	4	4
Audit Committee	20/05/2022	108	Yes	3	3
Stakeholder's Grievance and Relationship Committee	31/01/2022		Yes	3	3
Stakeholder's Grievance and Relationship Committee	20/05/2022	108	Yes	2	2
Corporate Social Responsibility Committee	04/02/2022		Yes	3	1
Corporate Social Responsibility Committee	17/05/2022		Yes	3	1

V. Related Party Transactions

Subject	Compliance status
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

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 1000 listed entities) - **Yes**
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.**

For Hester Biosciences Limited

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Vinod Mali

Company Secretary &

Compliance Officer