

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L99999GJ1987PLC022333

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACH2863B

(ii) (a) Name of the company

HESTER BIOSCIENCES LIMITED

(b) Registered office address

1ST FLOOR, 'PUSHPAK',
PANCHVATI CROSS ROAD, C.G. ROAD,
AHMEDABAD
Gujarat
380006

(c) *e-mail ID of the company

mail@hester.in

(d) *Telephone number with STD code

07926445106

(e) Website

www.hester.in

(iii) Date of Incorporation

29/04/1987

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	The BSE Limited	1
2	The National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 23/08/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Texas Lifesciences Private Limi	U24304GJ2017PTC097758	Subsidiary	54.81
2	Hester Biosciences Nepal Priva		Subsidiary	65

3	Hester Biosciences Africa Limit		Subsidiary	100
4	Hester Biosciences Kenya Limit		Subsidiary	100
5	Thrishool Exim Limited		Joint Venture	50

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	11,200,000	8,506,865	8,506,865	8,506,865
Total amount of equity shares (in Rupees)	112,000,000	85,068,650	85,068,650	85,068,650

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	11,200,000	8,506,865	8,506,865	8,506,865
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	112,000,000	85,068,650	85,068,650	85,068,650

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	337,572	8,169,293	8506865	85,068,650	85,068,650	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Demated during the year						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
Demated during the year						
At the end of the year	337,572	8,169,293	8506865	85,068,650	85,068,650	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE782E01017

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="17/08/2021"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total	<input type="text"/>		<input type="text"/>		<input type="text"/>

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,193,510,000

(ii) Net worth of the Company

2,684,340,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,430,151	40.32	0	
	(ii) Non-resident Indian (NRI)	803,955	9.45	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	336,838	3.96	0	
10.	Others	0	0	0	
	Total	4,570,944	53.73	0	0

Total number of shareholders (promoters)

22

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	2,716,251	31.93	0	
	(ii) Non-resident Indian (NRI)	513,856	6.04	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	100	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	78,025	0.92	0	
7.	Mutual funds	2,965	0.03	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	328,111	3.86	0	
10.	Others Clearing Members & Other	296,613	3.49	0	
	Total	3,935,921	46.27	0	0

Total number of shareholders (other than promoters)

15,270

**Total number of shareholders (Promoters+Public/
Other than promoters)**

15,292

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
JASMINE INDIA FUND	KOTAK MAHINDRA BANK LIMITED			22,685	0.27
ARK GLOBAL EMERGIN	DEUTSCHE BANK AG, DB HOUSE H			12,889	0.15
THE EMERGING MARK	CITIBANK N.A. CUSTODY SERVICES			11,114	0.13
DESERET MUTUAL EM	DEUTSCHE BANK AG, DB HOUSE H			9,500	0.11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS (CITIBANK N.A. CUSTODY SERVICES				0.09
SPDR S&P EMERGING I	HSBC SECURITIES SERVICES 11TH F				0.05
DIMENSIONAL WORL	CITIBANK N.A. CUSTODY SERVICES				0.02
BNS ASIA LIMITED	HSBC SECURITIES SERVICES 11TH F				0.02
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES				0.02
EMERGING MARKETS (DEUTSCHE BANK AG, DB HOUSE H				0.02
WORLD EX U.S. CORE I	CITIBANK N.A. CUSTODY SERVICES				0.01
DFA INTERNATIONAL	STANDARD CHARTERED BANK SEC				0.01
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES				0.01
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES				0.01
ALASKA PERMANENT	DEUTSCHE BANK AG DB HOUSE, H				0
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE H				0
EMERGING MARKETS I	CITIBANK N.A. CUSTODY SERVICES				0
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H				0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES				0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	22	22
Members (other than promoters)	10,721	15,270
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	1	3	2	3	10.47	17.63
B. Non-Promoter	0	4	0	5	0	0.08
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	4	0	5	0	0.08
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	7	2	8	10.47	17.71

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

13

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Dr. Bhupendra Gandhi	00437907	Director	399,100	
Mr. Rajiv Gandhi	00438037	Managing Director	890,397	
Mr. Sanjiv Gandhi	00024548	Director	697,820	
Mr. Ravin Gandhi	00438361	Director	403,320	
Ms. Nina Gandhi	00024657	Alternate director	696,340	
Ms. Priya Gandhi	06998979	Whole-time director	0	
Mr. Naman Patel	05143261	Director	1,500	
Mr. Amit Shukla	00709322	Director	5,250	
Ms. Sandhya Patel	02215022	Director	0	
Mr. Ashok Bhadalkal	00981201	Director	0	
Mr. Ameet Desai	00007116	Director	0	
Mr. Nikhil Jhanwar	AFPPJ7703M	CFO	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Vinod Mali	BKAPM8076M	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mr. Chetas Patel A	ATHPP6846M	CFO	08/06/2021	Cessation
Mr. Nikhil Jhanwar	AFPPJ7703M	CFO	09/06/2021	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	17/08/2021	16,611	54	52.65

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/05/2021	8	5	62.5
2	08/06/2021	8	8	100
3	12/08/2021	8	7	87.5
4	28/10/2021	8	8	100
5	13/11/2021	10	8	80
6	31/01/2022	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

34

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	29/05/2021	4	3	75
2	Audit Committee	08/06/2021	4	4	100
3	Audit Committee	12/08/2021	4	3	75
4	Audit Committee	28/10/2021	4	4	100
5	Audit Committee	13/11/2021	4	4	100
6	Audit Committee	31/01/2022	4	4	100
7	Stakeholders	08/06/2021	3	3	100
8	Stakeholders	12/08/2021	3	2	66.67
9	Stakeholders	28/10/2021	3	3	100
10	Stakeholders	31/01/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	23/08/2022
								(Y/N/NA)
1	Dr. Bhupendra	6	4	66.67	0	0	0	Yes
2	Mr. Rajiv Gan	6	6	100	21	21	100	Yes
3	Mr. Sanjiv Gar	6	4	66.67	19	16	84.21	Yes
4	Mr. Ravin Gar	6	0	0	0	0	0	No
5	Ms. Nina Gan	6	6	100	0	0	0	Not Applicable
6	Ms. Priya Gan	2	2	100	2	2	100	Yes
7	Mr. Naman Pa	6	6	100	13	13	100	Yes
8	Mr. Amit Shuk	6	6	100	32	32	100	Yes
9	Ms. Sandhya I	6	5	83.33	13	10	76.92	Yes
10	Mr. Ashok Bha	6	5	83.33	9	8	88.89	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Rajiv Gandhi	CEO & Managin	20,480,000	28,000,000	0	0	48,480,000
2	Ms. Priya Gandhi	Executive Direct	3,980,000	0	0	0	3,980,000
	Total		24,460,000	28,000,000	0	0	52,460,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Chetas Patel	CFO	660,000	0	0	0	660,000
2	Mr. Nikhil Jhanwar	CFO	5,120,000	0	0	0	5,120,000
3	Mr. Vinod Mali	Company Secre	760,000	0	0	0	760,000
	Total		6,540,000	0	0	0	6,540,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total		0	0			0

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

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(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director



DIN of the director

To be digitally signed by



Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

List of Shareholder 31032022.pdf
MGT-8 FY21-22.pdf
Field IX Meetings.pdf
Share Transfer FY21-22.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company