



**HESTER**

**Hester Biosciences Limited**

**Registered Office**

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Panchvati Circle  
Motilal Hirabhai Road  
Ahmedabad 380006  
Gujarat, India

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**Factory**

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Taluka Kadi  
District Mehsana  
Gujarat 382721, India

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**CIN** L99999GJ1987PLC022333

**8 February 2025**

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

Scrip Code: 524669

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

Symbol: HESTERBIO

**Respected Sir / Madam:**

**Subject: Integrated Filing (Governance) for the quarter ended 31 December 2024**

Pursuant to SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31 December 2024 and Stock exchanges circulars, Integrated Filing (Governance) for the quarter ended 31 December 2024 in PDF format is enclosed herewith.

We request you to take note of the above.

**Sincerely,**  
**For Hester Biosciences Limited**

**Vinod Mali**  
**Company Secretary & Compliance Officer**

Enclosure: As above

<b>General information about company</b>		
Scrip code	524669	
NSE Symbol	HESTERBIO	
MSEI Symbol	NOTLISTED	
ISIN	INE782E01017	
Name of the entity	HESTER BIOSCIENCES LIMITED	
Date of start of financial year	01-04-2024	
Date of end of financial year	31-03-2025	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2024	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	Not Applicable
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	H00063	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory								Textual Information(1)
Whether the listed entity has a Regular Chairperson								Yes
Whether Chairperson is related to MD or CEO								Yes
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Bhupendra Gandhi		00437907	Non-Executive - Non Independent Director	Chairperson related to Promoter		16-10-1942
2	Mr	Rajiv Gandhi		00438037	Executive Director	Not Applicable	CEO-MD	11-07-1962
3	Mr	Sanjiv Gandhi		00024548	Non-Executive - Non Independent Director	Not Applicable		15-03-1965
4	Mr	Ravin Gandhi		00438361	Non-Executive - Non Independent Director	Not Applicable		06-07-1973
5	Ms	Nina Gandhi		00024657	Alternate Director	Not Applicable	Not Applicable	17-03-1963
6	Ms	Priya Gandhi		06998979	Executive Director	Not Applicable		04-08-1992
7	Ms	Sandhya Patel		02215022	Non-Executive - Independent Director	Not Applicable	Shareholder Director	10-06-1982
8	Mr	Ashok Bhadakal		00981201	Non-Executive - Independent Director	Not Applicable	Shareholder Director	10-09-1951
9	Mr	Ameet Desai		00007116	Non-Executive - Independent Director	Not Applicable	Shareholder Director	04-10-1963
10	Mr	Jatin Trivedi		01618245	Non-Executive - Independent Director	Not Applicable	Shareholder Director	03-10-1976
11	Mr	Anil Jain		00805735	Non-Executive - Independent Director	Not Applicable	Shareholder Director	03-01-1966

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Yes	19-12-2018	21-04-2005				1	0	0	0			
2	NA		29-04-1987	01-04-2023			2	1	1	0			
3	NA		29-04-1987				1	0	0	0			
4	NA		22-04-1999				1	0	0	0			
5	NA		07-05-2016				1	0	0	0			
6	NA		28-10-2021				1	0	2	0			
7	NA		01-04-2020	01-04-2023		57	1	1	1	1			
8	Yes	01-05-2023	01-04-2020	01-04-2023		57	1	1	0	1			
9	NA		28-10-2021	28-10-2021		38	2	2	3	0			
10	NA		26-06-2023	26-06-2023		18	2	2	1	0			
11	NA		26-06-2023	26-06-2023		18	2	2	1	1			

**Text Block**

Textual Information(1)

Ms. Nina Gandhi is Alternate Director of Mr. Ravin Gandhi.

<b>Audit Committee Details</b>							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00981201	Ashok Bhadakal	Non-Executive - Independent Director	Chairperson	01-04-2023		
2	02215022	Sandhya Patel	Non-Executive - Independent Director	Member	01-04-2020		
3	06998979	Priya Gandhi	Executive Director	Member	01-04-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00981201	Ashok Bhadalkal	Non-Executive - Independent Director	Chairperson	01-04-2023		
2	02215022	Sandhya Patel	Non-Executive - Independent Director	Member	01-04-2023		
3	00024548	Sanjiv Gandhi	Non-Executive - Non Independent Director	Member	01-04-2023		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02215022	Sandhya Patel	Non-Executive - Independent Director	Chairperson	01-04-2023		
2	00438037	Rajiv Gandhi	Executive Director	Member	01-04-2023		
3	06998979	Priya Gandhi	Executive Director	Member	01-04-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00438037	Rajiv Gandhi	Executive Director	Chairperson	29-05-2021		
2	02215022	Sandhya Patel	Non-Executive - Independent Director	Member	29-05-2021		
3	06998979	Priya Gandhi	Executive Director	Member	29-05-2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00438037	Rajiv Gandhi	Executive Director	Chairperson	30-05-2014		
2	00024548	Sanjiv Gandhi	Non-Executive - Non Independent Director	Member	01-04-2020		
3	02215022	Sandhya Patel	Non-Executive - Independent Director	Member	01-04-2023		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	02-08-2024				Yes	10	10	5
2		28-10-2024	86		Yes	10	7	2

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
Sr	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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	01-08-2024				Yes	3	3	2	0
2	Audit Committee	28-10-2024	87			Yes	3	3	2	0
3	Stakeholders Relationship Committee	01-08-2024				Yes	3	3	1	0
4	Stakeholders Relationship Committee	28-10-2024	87			Yes	3	2	0	0
5	Risk Management Committee	23-11-2024	25			Yes	3	3	1	0

**Annexure 1****V. Affirmations**

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Vinod Mali
2	Designation	Company Secretary and Compliance Officer



**Text Block**

Textual Information(1)

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.

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	Vinod Mali
Designation of person	Company Secretary and Compliance Officer
Place	Ahmedabad
Date	17-01-2025

<b>Investor Grievance Details</b>	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0