

**ESTER****INDUSTRIES LTD.**

CIN : L24111UR1985PLC015063

Date: 30<sup>th</sup> June, 2020

<b>BSE Limited</b> Department of Corporate services Phirojee Jeejeebhoy Towers Dalal Street, Mumbai – 400023	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051
<b>Scrip Code: 500136</b>	<b>Symbol: ESTER</b>

Dear Sir

**Subject : Annual Secretarial Compliance Report**

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular Ref. No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019, please find enclosed Annual Secretarial Compliance Report of the Company for the financial year ended on 31<sup>st</sup> March, 2020.

Please take the same on your records.

Thanking You

Yours Faithfully

For **Ester Industries Limited****Diwakar Dinesh****Head-Legal & Company Secretary****Encls: As above****Ester Industries Limited**

Corporate Office : Block-A, Plot No. 11, Infocity-I, Sector-34, Gurgaon - 122001 Haryana, India  
Phone : +91-124-2656100, 4572100 Fax : +91-124-4572199, 2656199 E-Mail : info@ester.in Website : www.esterindustries.com

Regd. Office & Works : Sohan Nagar, P. O. Charubeta, Khatima - 262308 Distt. Udham Singh Nagar, Uttarakhand  
Phone : EPABX No. (05943) 250153-57 Fax No.: (05943) 250158

**Annual Secretarial Compliance report of Ester Industries Limited  
for the Financial year ended 31st March 2020**

To,  
Ester Industries Limited  
Registered Office: Sohan Nagar,  
P.O.Charubeta,  
Khatima,  
Distt.Udham Singh Nagar,  
Uttarakhand- 262308

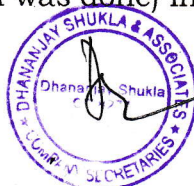
We have examined (Due to Covid-19 pandemic impact, the required documents were obtained in electronic mode and accordingly verification was done):-

- (a) all the documents and records made available to us and explanation provided by M/s Ester Industries Limited (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March 2020 (“Review Period”) 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 thereunder; 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”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined (Due to Covid-19 pandemic impact, the required documents were obtained in electronic mode and accordingly verification was done) include:

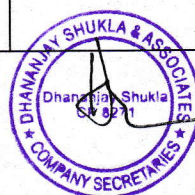


- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the company during the Audit period).**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;**(Not applicable to the company during the Audit period).**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;**(Not applicable to the company during the Audit period).**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the Audit period).**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013; **(Not applicable to the company during the Audit period).**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations,1993 regarding the Act and dealing with client.

and circulars/guidelines issued thereunder and based on the above examination, We hereby report that, during the Review Period:

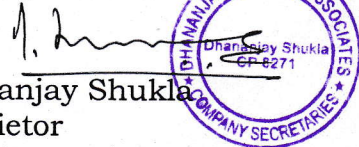
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
Nil	Not Applicable	Not applicable	Not Applicable



- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- (c) There are no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.
- (d) During the Previous financial Year 2018-19, there was no observation in the report. Therefore no comment is required on action taken report on the observations.

For Dhananjay Shukla & Associates  
Company Secretaries



Dhananjay Shukla  
Proprietor  
FCS-5886, CP No. 8271  
UDIN:F005886B000401479

Place: Gurugram

Date: 30<sup>th</sup> June 2020