

Hester Biosciences Limited Plant Address Head Office Pushpak, 1st Floor Panchvati Circle Motilal Hirabhai Road Ahmedabad 380006 Gujarat, India Phone +9179 26445106

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CIN L99999GJ1987PLC022333

5 August 2019

To, **BSE Limited**

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001

Scrip Code: 524669

National Stock Exchange of India Limited

Exchange Plaza, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051

Symbol: HESTERBIO

Respected Sir/Madam:

Subject: Revised Voting Results of 32nd Annual General Meeting held on 31 July 2019

This is in reference to our letter dated 1 August 2019, the Voting Result of 32nd Annual General Meeting (AGM) was held on Wednesday, 31 July 2019 at 11.00 am. at Ahmedabad Textile Mills Association Hall (ATMA Hall), Ashram Road, Navrangpura, Ahmedabad 380 009. We attached herewith Revised Voting Results along with Scrutiniser Report of the 32nd Annual General Meeting as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take note on your record.

Sincerely, **For Hester Biosciences Limited**

Rajiv Gandhi

CEO & Managing Director

DIN: 00438037

Enclosure: As above

DETAILS OF VOTING RESULTS UNDER REGULATION 44 (3) 32ND ANNUAL GENERAL MEETING HELD ON 31 JULY 2019

	b) Public	
Not Arranged	a) Promoter and Promoters Group	
	Number of Shareholders attended meeting through Video Conferencing	4
49	b) Public	
19	a) Promoter and Promoters Group	
	Number of Shareholders present in the meeting either in person or through proxy	ω
8,686	Total No. of Shareholders on Record Date	2
31 JULY 2019	Date of Annual General Meeting	1

DETAILS OF AGENDA

Resolution- 1:

_	Sr. No.
To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended on 31 March 2019 and the reports of the Board of Directors' and Auditors' thereon; and	Resolution
Ordinary Resolution	Resolution Type
No	Whether promoters / Promoters group are interested in the agenda / resolution

Details of result of the said Resolution:

Total 8,506,865 46,26,585 97,872 47,24,457	Public-Others 37,01,290 15,917 97,872 1,13,789	Public - Institutional holders 2,04,153 9,246 0 9,246	Promoter and Promoter Group 46,01,422 46,01,422 0 46,01,422	E-voting Poll Total	(1) (2)	neid
55.54	3.07	4.53	100.00		(3)= [(2)/(1)]* 100	shares
46,26,585	15,917	9,246	46,01,422	E-voting		
97,872	97,872	0	0	Poll	(4)	
47,24,457	1,13,789	9,246	46,01,422	Total		
0	0	0	0	E-voting		
0	0	0	0	Poll	(5)	
0	0	0	0	Total		
100.00	100.00	100.00	100.00		(6)= [(4)/(2)] *100	polled
0.00	0.00	0.00	0.00		(7)= [(5)/(2)] *100	on votes polled



Resolution - 2:

Sr. No.	Resolution To take note of the payment of interim dividend on equity shares and to declare a final dividend on equity shares for the financial year 2018-19	Resolution Type Ordinary Resolution	Whether promoters / Promoters g interested in the agenda / reso
Sr. No.	Resolution	Resolution Type	Whether promoters / Promoters group are interested in the agenda / resolution
2	To take note of the payment of interim dividend on equity shares and to declare a final dividend on	Ordinary	
	equity shares for the financial year 2018-19	Resolution	No

Details of result of the said Resolution:

Category	No. of shares held	No.	No. of votes polled	lled	% of Votes Polled on outstanding shares	No. of	Votes in favour	avour	No. of \	No. of Votes against	inst
	(1)		(2)		(3)= [(2)/(1)]* 100		(4)			(5)	
		E-voting	Poll	Total		E-voting	Poll	Total	E-voting	Poll	Total
Promoter and Promoter Group	46,01,422	46,01,422	0	46,01,422	100.00	46,01,422	0	46,01,422	0	0	0
Public - Institutional holders	2 04 153	976 6	0	9 246	4.53	9.246	0	9.246	0	0	0
Public-Others	37,01,290	15,917	97,872	1,13,789	3.07	15,917	97,872	1,13,789	0	0	0
Total	8,506,865	46,26,585	97,872	47,24,457	55.54	46,26,585	97,872	47,24,457	0	0	0



Resolution - 3:

ω	Sr. No.
To appoint a Director in place of Dr. Bhupendra Gandhi (DIN: 00437907), who retires by rotation and being eligible, has offer himself for re-appointment;	Resolution
Ordinary Resolution	Resolution Type
No	Whether promoters / Promoters group are interested in the agenda / resolution

Details of result of the said Resolution:

Category	No. of shares held	No. o	No. of votes polled	lled	% of Votes Polled on outstanding shares	No. of	Votes in favour	avour	No. of V	No. of Votes against	inst	% of Votes in favour on votes polled
	(1)		(2)		(3)= [(2)/(1)]* 100		(4)			(5)		(6)= [(4)/(2)] *100
		E-voting	Poll	Total		E-voting	Poll	Total	E-voting	Poll	Total	
Promoter and Promoter Group	46,01,422	42,02,340	0	42,02,340	91.33	42,02,340	0	42,02,340	0	0	0	100.00
Public - Institutional holders	2,09,074	9,246	0	9,246	4.53	9,246	0	9,246	0	0	0	100.00
Public-Others	36,96,369	15,917	97,872	1,13,789	3.07	15,917	97,872	1,13,789	0	0	0	100.00
Total	8,506,865	42,27,503	97,872	43,25,375	50.85	42,27,503	97,872	43,25,375	0	0	0	100.00



Resolution - 4:

	•		
No	Ordinary Resolution	Re-appointment of Statutory Auditor;	4
Whether promoters / Promoters group are interested in the agenda / resolution	Resolution Type	Resolution	Sr. No.

Details of result of the said Resolution:

Others 37,01,290 15,917 97,872 1,13,789		Public - Institutional 9,246 0 9,246 4.	Promoter and Promoter Group 46,01,422 46,01,422 0 46,01,422 100	E-voting Poll Total	(1) (2) (3) (1) (2) (2)/	No. of Shares No. of votes polled outstands whele
55.54	3.07	4.53	100.00		(3)= [(2)/(1)]* 100	% of Votes Polled on outstanding shares
46 26 585	15,917	9,246	46,01,422	E-voting		No. of V
97,872	97,872	0	0	Poll	(4)	· Votes in favour
47,24,457	1,13,789	9,246	46,01,422	Total		avour
0	0	0	0	E-voting		No. of \
0	0	0	0	Poll	(5)	No. of Votes against
0	0	0	0	Total		iinst
100.00	100.00	100.00	100.00		(6)= [(4)/(2)] *100	% of Votes in favour on votes polled
0.00	0.00	0.00	0.00		(7)= [(5)/(2)] *100	% of Votes against on votes polled



Resolution - 5:

5 Ra	Sr. No.
lification of remuneration to Cost Auditor	Resolution
Ordinary Resolution	Resolution Type
No	Whether promoters / Promoters group are interested in the agenda / resolution

Details of result of the said Resolution:

0.00	100.00	0	0	0	47,24,457	97,872	46,26,585	55.54	47,24,457	97,872	46,26,585	8,506,865	Total
0.00	100.00	0	0	0	1,13,789	97,872	15,917	3.07	1,13,789	97,872	15,917	37,01,290	Public-Others
0.00	100.00	0	0	0	9,246	0	9,246	4.53	9,246	0	9,246	2,04,153	Public - Institutional holders
0.00	100.00	0	0	0	46,01,422	0	46,01,422	100.00	46,01,422	0	46,01,422	46,01,422	Promoter and Promoter Group
		Total	Poll	E-voting	Total	Poll	E-voting		Total	Poll	E-voting		
(7)= [(5)/(2)] *100	(6)= [(4)/(2)] *100		(5)			(4)		(3)= [(2)/(1)]* 100		(2)		(1)	
% of Votes against on votes polled	% of Votes in favour on votes polled	ainst	No. of Votes against	No. of 1	avour	f Votes in favour	No. of v	% of Votes Polled on outstanding shares		No. of votes polled	No.	No. of shares held	Category



Resolution - 6:

6 T	Sr. No.
To give Milestone Bonus to Mr. Rajiv Gandhi, CEO & Managing Director for the year 2018- 19.	Resolution
Special Resolution	Resolution Type
No	Whether promoters / Promoters group are interested in the agenda / resolution

Details of result of the said Resolution:

Total	Public-Others	Public - Institutional holders	Promoter and Promoter Group			Category
8,506,865	36,96,369	2,09,074	46,01,422		(1)	No. of shares held
8,506,865 36,77,188	15,917	9,246	36,52,025	E-voting		No.
97,872	97,872	0	0	Poll	(2)	No. of votes polled
37,75,060	1,13,789	9,246	36,52,025	Total		
44.38	3.08	4.53	79.37		(3)= [(2)/(1)]* 100	% of Votes Polled on outstanding shares
36,77,188	15,917	9,246	36,52,025	E-voting		
97,872	97,872	0	0	Poll	(4)	No. of Votes in favour
97,872 37,75,060	1,13,789	9,246	36,52,025	Total		avour
0	0	0	0	E-voting		No. of
0	0	0	0	Poll	(5)	No. of Votes against
0	0	0	0	Total		inst
100.00	100.00	100.00	100.00		(6)= [(4)/(2)] *100	% of Votes in favour on votes polled
0.00	0.00	0.00	0.00		(7)= [(5)/(2)] *100	% of Votes against on votes polled

Note: 3 Poll Paper having 316 equity share recognised as invalid.

For Hester Biosciences Limited

Rajiv Gandhi CEO & Managing Director DIN: 00438037

Place: Ahmedabad Date: **5** August 2019



816-818, Anand Mangal-3, Opp. Core House, Nr. Doctor House, Ellisbridge, Ahmedabad-380006 Phone:(O) 26430810, 30081114 (R) 26650050 E-mail: info@tapanshah.in, tapanshah814@yahoo.com

Web: www.tapanshah.in

To,
The Chairman of the Meeting
HESTER BIOSCIENCES LIMITED
Ahmedabad

Dear Sir,

Subject: Declaration of Consolidated Results of Remote E-voting and Physical voting through Ballot process in respect of resolutions placed in the notice of 32nd Annual General Meeting of members of the Hester Biosciences Limited held on 31stJuly, 2019.

I, Mr. Tapan Shah, Practicing Company Secretary, has been appointed as a Scrutinizer of Hester Biosciences Limited ("the Company"), pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, for the purpose of scrutinizing the remote e-voting and physical voting through ballot process at the 32ndAnnual General Meeting("AGM") of the Company in a fair and transparent manner on the below mentioned resolution(s), as mentioned in the agenda of the Notice dated 07th May 2019of AGM of the Equity Shareholders of the Company, held on 31stday of July, 2019at 11.00 a.m. at ATMA Hall, Ahmedabad Textile Mills' Association, Ashram Road, Navrangpura, Ahmedabad - 380 009.

The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and physical voting through ballot process on the resolution contained in the aforesaid notice to the AGM of the members of the company. My responsibility as a scrutinizer is to ensure and scrutinize the voting done through remote e-voting and physical voting through ballot process in a fair and transparent manner and to make a consolidated scrutinizer's report of the votes cast "in favor" or "against" the resolution, based on the reports generated from the remote e-voting system of Central Depository Services (India) Limited (CDSL) and of physical voting through ballot process.

Following resolutions were carried out by the Company at the AGM;

i. Ordinary Resolution: To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial





- year ended on 31stMarch 2019 and the reports of the Board of Directors' and Auditors' thereon.
- ii. Ordinary Resolution: To take note of the payment of interim dividend on equity shares and to declare a final dividend on equity shares for the financial year 2018-19.
- iii. Ordinary Resolution: To appoint a Director in place of Dr. Bhupendra Gandhi (DIN: 00437907), who retires by rotation and being eligible, has offered himself for reappointment.
- iv. **Ordinary Resolution:** To Re-appoint Statutory Auditors of the Company from the conclusion of 32ndAGM to the conclusion of the 33rdAGM of the Company and to fix their remuneration.
- v. **Ordinary Resolution:** To approve the remuneration of Cost Auditor for the Financial Year ending 31st March, 2020.
- vi. Special Resolution: To give Milestone Bonus to Mr. Rajiv Gandhi, CEO & Managing Director for the FY 2018-19

I hereby report as under;

- 1. On the basis of the Register of Members and the list of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on 28th June, 2019, the Company completed dispatch of the Notice of the AGM:
 - A. by email to Members who had registered their email-ids with the Company on 05th July.2019 and
 - B. by Courier to Members in physical form on or before 05th July, 2019.
- 2. The Company has also placed the Notice of 32ndAGM on the Web site of the Company as well as web Site of E-voting Agency i.e. CDSL.
- 3. The Company has given the newspaper advertisement for date and time of commencement and end of remote e-voting in;
 - A. The Financial Express (Vernacular Language Gujarati) on 08th July, 2019 and
 - B. The Financial Express (English Language) on 08th July, 2019.
- 4. The Shareholders holding Shares as on the "Cut off" date, i.e.19th July, 2019 were entitled to vote through remote-voting and voting at the AGM through Physical ballot process on the resolutions as mentioned in the Notice of AGM of the Company.





- 5. In terms of the aforesaid Notice, remote e-voting was open for three days from Sunday, 28th July, 2019 at 9.00 AM to Tuesday, 30th July, 2019 at 5.00 PM and members were required to cast their votes electronically conveying their assent or Dissent in respect of the Ordinary and Special Resolutions on remote e-voting platform provided by Central Depository Services Limited (CDSL).
- 6. Further, at the venue of Annual General Meeting, the Company has provided the facility of voting at the meeting through physical ballot papers to those Shareholders who were present at the Meeting and had not voted through remote e-voting.
- 7. After the conclusion of voting at the Annual General Meeting, I first counted the Vote cast at the meeting through physical ballots papers and thereafter unblocked the votes cast through remote e-voting on Wednesday, the 31stday of July, 2019 around 12.59 p.m.after the completion of voting at the Annual General Meeting, in the presence of two witnesses, namely, Ms. Khushbu Nagarbandhara and Mrs. Hina Patel, who are not in employment of the Company.
- 8. The consolidated results of remote e-voting and physical ballot papers voting in respect of resolutions placed in the notice of 32ndAnnual General Meeting held on, 31st July, 2019 is annexed herewith.
- 9. The Register, all other papers and relevant records relating to electronic voting and voting at the AGM through physical ballot process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary/ CFO of the Company.





10. The result of the voting by members through remote e-voting and physical ballots at the AGM in respect of the above mentioned resolutions may accordingly be declared by the Chairman or any other Director, as decided by the Board of Director of the Company and who has also countersigned this report.

Place: Ahmedabad Date:31st July, 2019

Signature: Annual Signature: Name of Company Secretary: TAPAN SHAH C.P.No.: 2839



Declaration

We, the undersigned witnessed that;

- 1. The physical ballot papers were opened in our presence;
- The remote e-voting result/list was unblocked and downloaded from the CDSL website (www.evotingindia.com) in our presence at 12:59 p.m. on 31st July, 2019 at the office of Mr. Tapan Shah, the scrutinizer.

Place: Ahmedabad

Date: 31st July, 2019

Witness 1:

Ms. Khushbu Nagarbandhara

22, Krishnapark, Nr. Punitnagar, Ghodasar- 380050

Negenten

Witness 2: Mrs. Hina Patel

1. To Batel

18, mahavir nagar Society, Besides R.J. Tibrewal college, Vatsrapur - 380015

Countered by

For Hester Biosciences Limited

Chairman



Detailed Consolidated Results of Remote e-voting and Ballot Forms voting

Annexure

Resolution 1 - To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended on 31 March 2019 and the reports of the Board of Directors' and Auditors' thereon - Ordinary Resolution

Particulars		No. of		No. of	Votes contai	ned in
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total
Received	21	46	67	97872	4626585	4724457
Assent	21	46	67	97872	4626585	4724457
Dissent	0	0	0	0	0	0
Total	21	46	67	97872	4626585	4724457

Resolution 2 - To take note of the payment of interim dividend on equity shares and to declare a final dividend on equity shares for the financial year 2018-19 - Ordinary Resolution

Particulars		No. of	No. of Votes contained in					
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total		
Received	21	46	67	97872	4626585	4724457		
Assent	21	46	67	97872	4626585	4724457		
Dissent	0	0	0	0	0	0		
Total	21	46	67	97872	4626585	4724457		

Resolution 3 - To appoint a Director in place of Dr.Bhupendra Gandhi (DIN: 00437907), who retires by rotation and being eligible, has offered himself for reappointment - Ordinary Resolution

Particulars		No. of	No. of Votes contained in					
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total		
Received	21	45	66	97872	4227503	4325375		
Assent	21	45	66	97872	4227503	4325375		
Dissent	0	0	0	0	0	0		
Total	21	45	66	97872	4227503	4325375		

Resolution 4 - To re- appoint Statutory Auditors of the Company from the conclusion of 32nd AGM to the conclusion of the 33rd AGM of the Company and to fix their remuneration - Ordinary Resolution

Particulars		No. of		No. of Votes contained in				
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total		
Received	21	46	67	97872	4626585	4724457		
Assent	21	46	67	97872	4626585	4724457		
Dissent	0	0	0.	0	0	0		
Total	21	46	67	97872	4626585	4724457		

Resolution 5 - To approve the remuneration of Cost Auditor for the Financial Year ending 31st March, 2020 - Ordinary Resolution

Particulars		No. of		No. of Votes contained in				
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total		
Received	21	46	67	97872	4626585	4724457		
Assent	21	46	67	97872	4626585	4724457		
Dissent	0	0	0	0	0	0		
Total	21	46	67	97872	4626585	4724457		





Resolution 6- To give Milestone Bonus to Mr. Rajiv Gandhi, CEO & Managing Director for the FY 2018-19 - Special Resolution

Particulars		No. of		No. of Votes contained in				
*	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total		
Received	21	44	65	97872	3677188	3775060		
Assent	21	44	65	97872	3677188	3775060		
Dissent	0	0	0	0	0	0		
Total	21	44	65	97872	3677188	3775060		

Thanking You Your Faithfully

Tapan Shah C.P. No.: 2839

Page 2 of 2

HESTER BIOSCIENCES LIMITED

Voting Result Date : 31/07/2019
Cut off Date : 19/07/2019 19/07/2019

					Summ	ary of Resi	ults throug	h Electroni	c Votes/ B	Votes/ Ballot Papers			
		Resolu	tion 1 OR	Resolu	tion 2 OR	Resolu	ition 3 OR	Resolu	tion 4 OR	Resolu	tion 5 OR	Resoluti	ion 6 SR
Sr No.	Particulars	No. of E- Voting/ BP	No. of Shares	No. of E- Voting/ BP	No. of Shares	No. of E- Voting/ BP	No. of Shares						
A(i)	E-voting Received	46	4626585	46	4626585	46	4626585	46	4626585	46	4626585	46	4626585
(ii)	Less: E voting Not voted for	0	0	0	0	1	399082	0	0	0	0	2	949397
(iii)	Less: Invalid E- voting due to related parties interested.	0	0	0	0	0	0	0	0	0	0		0
	Total valid E-voting exercised (A)	46	4626585	46	4626585	45	4227503	46	4626585	46	4626585	44	3677188
B(i)	Total Ballot Papers (BP) received (Physical)	24	98188	24	98188	24	98188	24	98188	24	98188	24	98188
(ii)	Less: Invalid Ballot Papers	3	316	3	316	3	316	3	316	3	316	3	316
(iii)	Less: Invalid Ballot Papers due to related parties interested	0	0	0	0	0	0	0	0	0	0	0	0
	Total valid Ballot Papers (B)	21	97872	21	97872	21	97872	21	97872	21	97872	21	97872
	Total Valid voting through E-voting/ Ballot Papers (A+B)	67	4724457	67	4724457	66	4325375	67	4724457	67	4724457	65	3775060
C.	Less : Ballot Papers - not voted for	0	0	0	0	0	0	0	0	0	0	0	0
D.	Net Valid E-voting/ Ballot Papers exercised:	67	4724457	67	4724457	66	4325375	67	4724457	67	4724457	65	3775060
(i)	e-Voting/ Ballot Papers with assent for the Resolution	67	4724457	67	4724457	66	4325375	67	4724457	67	4724457	65	3775060
	% of Assent	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000
(ii)	e-Voting/ Ballot Papers with dissent for the Resolution	0	0	0	0	0	0	0	0	0	0	0	0
	% of Dissent	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000	0.000
	Total	67	4724457	67	4724457	66	4325375	67	4724457	67	4724457	65	3775060
	Total %	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000	100.000



ISIN: INE782E01017

