

13 July 2018

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: Intimation of 31st Annual General Meeting, Book Closure period, Cut-off Date and period of remote e-Voting and Payment of Final Dividend for the Financial Year 2017-2018

This is to inform you that as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 31st Annual General Meeting of the Company will be held on **Friday, 10 August 2018 at 11:00 am** at Ahmedabad Textile Mills' Association (ATMA) Hall, Ashram Road, Navrangpura, Ahmedabad, Gujarat 380009, a copy of Notice is enclosed herewith.

The Register of Members and Share Transfer Books of the Company will remain closed **from Saturday, 4 August 2018 to Friday, 10 August 2018 (both days inclusive)** for the purpose of determining shareholders' entitlement for final dividend, as recommended by the Board of Directors at its meeting held on Monday, 14 May 2018 on the equity shares at the rate of 60% (i.e. INR 6 per share), for the financial year ended 31 March 2018 subject to approval of members at the ensuing annual general meeting. The dividend on equity shares, if declared at the 31st Annual General Meeting, will be paid on or after Thursday, 16 August 2018.

The Company has decided Friday, 3 August 2018 will be the cut-off date for the purpose of offering remote e-Voting facility to members in respect of the businesses to be transacted at the 31st Annual General Meeting. The remote e-Voting period commences on Tuesday, 7 August 2018 at 9.00 am and ends on Thursday, 9 August 2018 at 5.00 pm. The remote e-Voting module shall be disabled for voting thereafter.

Please take the same on your record.

Sincerely,
For Hester Biosciences Limited



Rajiv Gandhi
CEO & Managing Director
DIN: 00438037

Enclosure: 31st Annual General Meeting Notice

HESTER BIOSCIENCES LIMITED

CIN: L99999GJ1987PLC022333

Registered Office: 1st Floor, Pushpak, Panchvati circle, Motilal Hirabhai Road, Ahmedabad, Gujarat 380 006, India

Phone: +91 79 26445106 Fax No: +91 79 26445105 Email: mail@hester.in Website: www.hester.in

NOTICE

NOTICE is hereby given that 31st Annual General Meeting of the Members of Hester Biosciences Limited, will be held on Friday, 10 August 2018 at 11.00 A.M. at Ahmedabad Textile Mills' Association Hall (ATMA Hall), Ashram Road, Navrangpura, Ahmedabad 380 009, Gujarat, to transact the following business:

ORDINARY BUSINESS

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 2018 and the reports of the Board of Directors' and Auditors' thereon; and
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 2017-18.
3. To appoint a Director in place of Mr. Ravin Gandhi (DIN: 00438361), who retires by rotation and being eligible, has offered himself for reappointment.

4. Appointment of Statutory Auditor:

To consider and if thought fit to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, Shah Karia & Associates, Chartered Accountant, Ahmedabad (FRN No. 131546W) be and are hereby appointed as the Statutory Auditor of the Company, in place of resigning auditor Apaji Amin & Co. LLP, Chartered Accountants (Firm Registration No. 100513W/W100062), Ahmedabad, to hold the office from the conclusion of this Annual General Meeting till the conclusion of Next Annual General Meeting of the Company, on such remuneration including out of pocket expenses and other expenses as may be mutually agreed by and between the Board of Directors and the Auditor.

"RESOLVED FURTHER THAT to give effect to above resolution, the Board of Directors of the Company be and is hereby authorised for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf."

SPECIAL BUSINESS**5. Ratification of remuneration to Cost Auditor:**

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditor viz. Kiran J. Mehta & Co. (Firm Registration No. 000025), Cost Accountants, Ahmedabad, appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31 March 2019, be paid the remuneration of INR 175,000 (Rupees One Lakh Seventy Five Thousand Only) plus goods and service tax as applicable and reimbursement of Out-of-pocket expenses"

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

6. Granting loan, giving guarantee, providing security or making investment in excess of limit specified in Section 186 of the Companies Act, 2013:

To consider and if thought fit to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any statutory modification or reenactment thereof for the time being in force, all other provisions of applicable laws, rules, regulations, guidelines, notifications and circulars), provisions of the Memorandum and Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions, as may be

necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee of the Directors constituted by the Board or Managing Director or any other principal officer of the Company authorized by the Board to exercise the powers conferred on the Board by this Resolution), to give loan(s) to any person or other body corporate and/or give any guarantee(s) / provide any security(ies) in connection with loan(s) made to any body corporate or person and/or acquire by way of subscription, purchase or otherwise, securities of any body corporate up to an aggregate amount not exceeding INR 200 Crore (Rupees Two Hundred Crore Only) (excluding the loans given, guarantees given, securities provided, in connection with loan(s) made to any body(ies) corporate or person(s) which are wholly owned subsidiary(ies) of this Company, or any other person(s) falling within the exempted category under Section 186 ibid, and/or acquire by way of subscription, purchase or otherwise, securities of any entity(ies) falling within the said exempted category); notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed any or all of the limits prescribed under Section 186 of the Companies Act, 2013."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorised to take from time to time, all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate."

For and on behalf of Board of Directors

Place : Ahmedabad

Date : 14 May 2018

Registered Office:

1st Floor, Pushpak, Panchvati Circle,

Motilal Hirabhai Road, Ahmedabad 380 006 Gujarat

CIN: L99999GJ1987PLC022333

Rajiv Gandhi

CEO & Managing Director

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 with respect to the special business set out in the Notice is annexed.
2. A member entitled to attend and vote at the Annual General Meeting of the Company may appoint a proxy to attend and vote on a poll on his behalf and proxy need not be member of the Company. The instrument appointing a proxy must be deposited with the Company at its registered office not less than 48 hours before the time for holding the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. Corporate members intending to send their authorised representative to attend meeting are requested to send the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Annual General Meeting.
4. Members/proxies/authorised representatives are requested to bring their attendance slip along with their copy of Annual Report in the meeting.
5. Members who hold shares in dematerialised form are requested to write their client ID and DP ID numbers and those who hold shares in physical form are requested to write their folio number in the Attendance Slip for attending the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of Names will be entitled to vote.

7. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
8. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. The Register of Members and Share Transfer Book of the Company will be closed from Saturday, 4 August 2018 to Friday, 10 August 2018 (both days inclusive) for the purpose of Annual General Meeting and payment of Dividend.
10. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid within a period of 30 days from the date of declaration, to those members whose name appear in the Register of Members as on Friday, 3 August 2018.
11. Members holding shares in electronic form are requested to intimate immediately for any change in their address or bank mandates to their Depository Participants with whom they are maintaining their dematerialised accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or contact our Registrar and Transfer Agent i.e. Link Intime India Private Limited.
12. Pursuant to the provisions of Section 124 of the Companies Act, 2013, the Company has transferred the unpaid or unclaimed dividends declared up to financial year 2009-10, from time to time, to the Investor Education and Protection Fund (the IEPF) established by the Central Government. Pursuant to the provisions of Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the details of unpaid and unclaimed amounts lying with the Company on the website of the Company www.hester.in, as well as on the website of the Ministry of Corporate Affairs.
13. Members wishing to claim their unclaimed dividend declared after the year 2010-11 are requested to correspond with said Registrar and Transfer Agent (RTA) or Secretarial Department at the registered office of the Company.
14. Members are requested to contact our Registrar and Transfer Agent for any queries related to shares, dividend and other inquiry at the following address:
 Link Intime India Private Limited
 Unit: Hester Biosciences Limited
 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad 380 006
 Phone: +91 79 26465179 /86 / 87 E-mail: ahmedabad@linkintime.co.in
 - Please quote Folio no. / DP ID & CL ID for any communication for your shareholding.
 - Bring the copy of Annual Report at the meeting.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in physical form can submit their PAN to the Company or contact our Registrar and Transfer Agent i.e. Link Intime India Private Limited.
16. The Company's equity shares are presently listed and traded at the BSE Limited (BSE) and the National Stock Exchange of India Limited (NSE). The Company has paid the listing fees to BSE & NSE for the financial year 2018-19.
17. Pursuant to Regulation 36 (3) of SEBI (LODR) Regulations, 2015 with the Stock Exchanges, the details of Directors seeking appointment / re-appointment in the Annual General Meeting to be held on Friday, 10 August 2018 are provided hereunder.

The Directors have furnished consent / declaration for appointment / reappointment as required under the Companies Act, 2013 and the Rules made thereunder.

Name of Director	Mr. Ravin Gandhi
Date of Birth	6 July 1973
Date of appointment	22 April 1999
Qualifications	B. S. in Accountancy, CPA, M.B.A.
Expertise in specific functional areas	General Management
List of Public Ltd. Co. in which Directorship held	Nil
*Chairman/ Member of the Committees of the Board of Directors of the Co.	Nil
*Chairman/ Member of the committees of Directors of other Co.	Nil
No. of Shares held	403,320 Equity Shares of INR 10 each
Relationship with other Directors	1) Nephew of Dr. Bhupendra Gandhi 2) Cousin Brother of Mr. Rajiv Gandhi 3) Cousin Brother of Mr. Sanjiv Gandhi

* Chairmanship/membership of the Audit Committee and Stakeholders' Grievance and Relationship Committee has been considered.

18. Any member desiring any clarification / explanation in respect of the information given in this annual report is requested to submit query to the Company at least seven days in advance before the meeting so as to enable the management to keep information ready.
19. Pursuant to Regulations 36 of SEBI (LODR) Regulations, 2015, the soft copies of Annual Report 2017-18 is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2017-18 are being sent by the permitted mode.

The Companies Act, 2013 has also recognised serving of documents to any Member through electronic mode. Your email addresses made available by the Depository for your respective Depository Participant accounts as part of the beneficiary position downloaded from the Depositories from time to time will be deemed to be your registered email address for serving notices / documents including those covered under Sections 101 and 136 of the Companies Act, 2013 read with Section 20 of the Companies Act, 2013 and the underlying rules relating to transmission of documents in electronic mode. In light of the requirements prescribed by the aforesaid circulars, for those Members whose Depository Participant accounts do not contain the details of their email address, printed hard copies of the Notice of Annual General Meeting and Annual Report for the year ended 31 March 2018 would be dispatched.

20. Members may also note that the Notice of the 31st AGM and the Annual Report 2017-18 will be available on the Company's website www.hester.in. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. Members who require communication in physical form in addition to e-communication, or have any other queries, may write to us at investor@hesterbiosciences.co.in.
21. With a view towards using natural resources responsibly and to support the "Green Initiative", we request Members to update their email address, with their Depository Participants to enable the Company to send the Annual Report and other communications electronically.
22. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Regulations 44 of SEBI (LODR) Regulations, 2015, the Company is pleased to provide to its members, facility to exercise their rights to vote on resolutions proposed to be passed at the 31st Annual General Meeting (AGM) by electronic means. The members may cast their votes using electronic system from a place other than the venue of the meeting ("remote e-voting") through the remote electronic voting service facility arranged by Central Depository Services (India) Limited.

The facility for voting through ballot papers will also be made available at the AGM and the members attending the AGM who have not already cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot paper.

Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for remote e-voting are annexed to the Notice.

For and on behalf of Board of Directors

Place : Ahmedabad

Date : 14 May 2018

Registered Office:

1st Floor, Pushpak, Panchvati Circle,

Motilal Hirabhai Road, Ahmedabad 380 006 Gujarat

CIN: L99999GJ1987PLC022333

Rajiv Gandhi

CEO & Managing Director

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013

Item No. 4

This explanatory statement is provided, though strictly not required, as per Section 102 of the Act.

Apaji Amin & Co. LLP, Chartered Accountants, Ahmedabad (Firm Registration No. 100513W/W100062), who was appointed as a statutory auditor of your Company; shall hold Office until the conclusion of the 32nd AGM to be held in the year 2019. However, Apaji Amin & Co., LLP gave their resignation and shown their unwillingness to ratify their appointment due to their pre-occupation in other assignments.

The Board of Directors of the Company has filled this casual vacancy by recommending Shah Karia & Associates, Chartered Accountants, Ahmedabad, as statutory auditor of the Company in their Board meeting held on 14 May 2018, subject to approval of the members in the ensuing Annual General Meeting. Shah Karia & Associates (Firm Registration No. 131546W), Chartered Accountants, Ahmedabad, have expressed their willingness to be appointed as the statutory auditor of the Company.

The Audit Committee has considered the qualifications and experiences of the proposed statutory auditor and has recommended their appointment. The Board of Directors has also considered and recommends appointment of Shah Karia & Associates, Chartered Accountants, as statutory auditor in place of the Apaji Amin & Co. LLP subject to approval of shareholder of the company in ensuing Annual General Meeting of the Company. Written consent of the proposed auditor together with a certificate that the appointment, if made, shall be in accordance with the conditions specified in Rule 4 of the Companies (Audit and Auditors) Rules, 2014 has been received.

Accordingly, Appointment of statutory auditor as per the proposal contained in the resolution set out at Item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the aforesaid Ordinary Resolution save and except to the extent of their directorship/ shareholding in any such body corporate as may be applicable

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

Item No. 5

The Board of Directors of the Company, on the recommendation of the Audit Committee, approved the appointment and remuneration of Kiran J. Mehta & Co., Cost Accountants, Ahmedabad as the Cost Auditor, to conduct the audit of the cost accounts / cost records of the Company for the financial year 2018-19 on a remuneration of INR 175,000 plus goods and service tax as applicable and reimbursement of out-of pocket expenses.

In terms of the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor, as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the members is being sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year 2018-19.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the aforesaid Ordinary Resolution save and except to the extent of their directorship/ shareholding in any such body corporate as may be applicable.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the members.

Item No. 6

As per the provisions of Section 186 of the Companies Act, 2013, the Board of Directors of a Company can make any loan, investment or give guarantee or provide any security beyond the prescribed ceiling of (i) Sixty percent of the aggregate of the paid-up capital and free reserves and securities premium account or, (ii) One Hundred percent of its free reserves and securities premium account, whichever is more, if a special resolution to this effect is passed by the members of the Company. The Company being the Holding Company for various Subsidiary Companies / Step down Subsidiary Companies extends financial support in the form of investments, loans and guarantee/ security to various group companies and also in other entities, bodies corporate from time to time, including interalia for the projects being undertaken by Subsidiary Companies / Step down Subsidiary Companies. These financial needs can be met by way of funding from your Company, being its holding Company, or from various lenders like banks, financial institutions, non-banking financial companies etc. In this regard, your company may have to subscribe to their securities to support their fund

needs, or may have to lend them, or provide its corporate guarantee or securities to the lenders or any other body corporate, entity or person, which may extend financial assistance to these subsidiaries. In addition, the Company may have to make investment by way of acquiring securities or giving loan or providing guarantee or securities either of its subsidiaries, associates, joint venture companies, or other entities connected with its business. In view of the above, as also considering the limits specified under Section 186 of the Companies Act, 2013 for such types of investment, lending, providing of guarantees and securities by the Company, it would be necessary to authorise the Board of Directors of the Company, to make any loan to any person, or to give any guarantee or provide security in connection with loan made to any other body corporate or entity or person and acquire by way of subscription, purchase or otherwise the securities of any other body corporate in addition to present loan(s), guarantee(s) or security(ies) so far given and/or investment(s) so far made by the Company up to the limit more specifically mentioned in the proposed special resolution under Section 186. Hence, consent of Shareholders is being sought by way of Special Resolution as set out in Item No. 6 of this Annual General Meeting Notice. The investment(s), loan(s), guarantee(s) and security (ies), as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made there under, and other applicable statutory provisions for the time being in force.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the aforesaid Special Resolution save and except to the extent of their directorship/ shareholding in any such body corporate as may be applicable.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members, as they feel the same to be in the interest of the Company.

For and on behalf of Board of Directors

Place : Ahmedabad

Date : 14 May 2018

Registered Office:

1st Floor, Pushpak, Panchvati Circle,

Motilal Hirabhai Road, Ahmedabad 380 006 Gujarat

CIN: L99999GJ1987PLC022333

Rajiv Gandhi

CEO & Managing Director

HESTER BIOSCIENCES LIMITED

CIN: L99999GJ1987PLC022333

Registered Office: 1st Floor, Pushpak, Panchvati circle, Motilal Hirabhai Road, Ahmedabad, Gujarat 380 006, India

Phone: +91 79 26445106 Fax No: +91 79 26445105 Email: mail@hester.in Website: www.hester.in

VOTING THROUGH ELECTRONIC MEANS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by Companies (Management and Administration) Amendment, Rules 2015, and Regulations 44 of SEBI (LODR) Regulations, 2015 with the Stock Exchanges, the Company is pleased to provide members facility to exercise their right to vote at the 31st Annual General Meeting (AGM) by electronic means and the business as detailed in the Notice may be transacted through remote e-Voting Services provided by Central Depository Services (India) Limited (CDSL). The Company had fixed Friday, 3 August 2018 as the record date (cut-off Date) for determining voting rights of members entitled to participating in the e-voting process.

In this regard, your Dematerialised Account / Folio Number has been enrolled by the Company for your participation in remote e-Voting on all the resolutions placed by the Company on e-Voting system.

The remote e-voting facility will be available during the following period:

Commencement of remote e-Voting	Tuesday, 7 August 2018 at 9.00 AM
End of remote e-Voting	Thursday, 9 August 2018 at 5.00 PM

During this period, members of the Company may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote(s) on a resolution is cast by the member, the members shall not be allowed to change it subsequently.

The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on Friday, 3 August 2018.

Also note that you can opt for only one mode of voting i.e., either through remote e-voting or physical ballot form. If you opt for remote e-voting, then you should not vote through ballot form and vice versa. However, in case you cast your vote(s) through remote e-voting and ballot form, then voting done through remote e-voting shall prevail and voting done through ballot form will be treated as invalid.

The instructions for members for voting electronically (both for physical holders as well as dematerialised account holders) are as under:

- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on Shareholders.
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in dematerialised form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:

For Members holding shares in Dematerialised Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both dematerialised shareholders as well as physical shareholders) Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. The Sequence Number is printed on Attendance Slip.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your dematerialised account or in the Company records in order to login. If both the details are not recorded with the depository or Company please enter the Member ID / Folio Number in the Dividend Bank details field as mentioned in instruction (iv).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.

- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in dematerialised form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the dematerialised account holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the **"HESTER BIOSCIENCES LIMITED"** to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If dematerialised account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xviii) Note for Non - Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA), which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiniser to verify the same.
- (xix) In case you have any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Contact Details :

Company	: 1 st Floor, Pushpak, Panchvati Circle, Motilal Hirabhai Road, Ahmedabad 380 006 Phone: +91 79 26445106 Fax: +91 79 26445105 Email: mail@hester.in Website: www.hester.in
Registrar and Transfer Agent	: Link Intime India Private Limited Unit: Hester Biosciences Limited 506-508, Amarnath Business Centre-1 (ABC-1), Besides Gala Business Centre, Near St. Xavier's College Corner, Off C G Road, Ellisebridge, Ahmedabad 380006 Phone: +91 79 26465179 /86 / 87 E-mail: ahmedabad@linkintime.co.in Website: www.linkintime.co.in
E-Voting Agency	: Central Depository Services (India) Limited E-mail: helpdesk.evoting@cdslindia.com
Scrutiniser	: Mr. Tapan Shah Practicing Company Secretary E-mail: scrutinizer@tapanshah.in

PROXY FORM

HESTER BIOSCIENCES LIMITED

CIN: L99999GJ1987PLC022333

Registered Office: 'Pushpak' 1st Floor, Panchvati circle, Motilal Hirabhai Road, Ahmedabad, Gujarat 380 006, India

Phone: +91 79 26445106 Fax No: +91 79 26445105 Email: mail@hester.in Website: www.hester.in

Form MGT – 11

[Pursuant to section 105 (6) of the Companies Act, 2013 and rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) :

Registered Address :

E-Mail :

Folio No. /*Client Id : *DP Id:

I/We being the member(s) of shares of Hester Biosciences Limited, hereby appoint:

1) of having e-mail id or failing him

2) of having e-mail id or failing him

3) of having e-mail id

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company, to be held on Friday, 10 August 2018 at 11.00 a.m. at Ahmedabad Textile Mills' Association Hall (ATMA Hall), Ashram Road, Navrangpura, Ahmedabad 380 009, Gujarat and at any adjournment thereof such resolution as are indicated below:

Resolutions

- 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 2018 and the reports of the Board of Directors' and Auditors' thereon; and
- 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 2017-18;
- 3) To appoint a Director in place of Mr. Ravin Gandhi (DIN: 00438361), who retires by rotation and being eligible, has offer himself for reappointment;
- 4) Appointment of Statutory Auditor;
- 5) Ratification of remuneration to Cost Auditor; and
- 6) Granting loan, giving guarantee, providing security or making investment in excess of limit specified in Section 186 of the Companies Act, 2013.

Signed this Day of 2018

Affix
a ₹ 1/-
Revenue
Stamp

Signature of Shareholder

Signature of first proxy holder

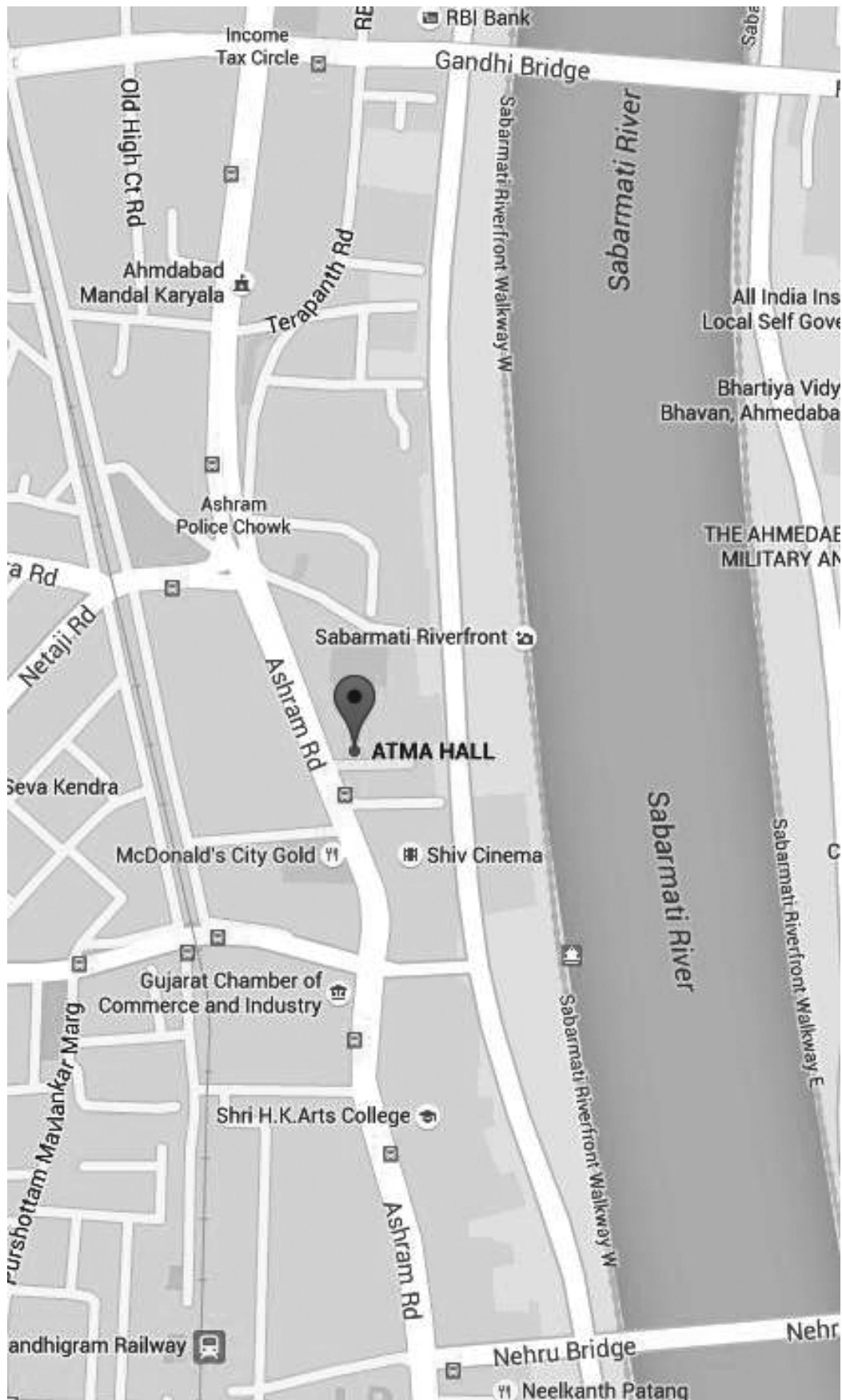
Signature of second proxy holder

Signature of third proxy holder

Notes:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

*Applicable for investors holding shares in electronic form.

ROUTE MAP FOR THE VENUE OF THE 31ST ANNUAL GENERAL MEETING

Geolocation: Longitude: 72.57106746 ; Latitude: 23.03262243