

Corp. Off.: 502, Kanakia Atrium - 2,
Next to Courtyard Marriott Hotel,
Andheri Kurla Road, Andheri (East),
Mumbai - 400 093 (India)
Ph.: + 91 22 61933100 Fax : +91 22 61933114

Date: 20th July, 2019

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

Stock Symbol-533543
Through : BSE Listing Centre

National Stock Exchange of India Ltd.

Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai-400051

Scrip Code- BROOKS
Through : NEAPS

Sub : Outcome of Postal Ballot Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015.

Dear Sir/Madam,

This is with reference to our intimation and notice of Postal Ballot dated 18th June, 2019 wherein we had enclosed the postal ballot notice ("Notice") dated 11th June, 2019 along with explanatory Statement and the Postal Ballot Foam, for seeking approval of the shareholders of the company for the businesses specified in the Notice.

In connection with the above we are making compliance Pursuant to Regulation 44 (3) of SEBI (LODR) Regulations, 2015, please find enclosed detailed voting results for passing of the resolutions on 20th July, 2019 through Postal Ballot. Also, find enclosed the Scrutinizers Report issued by Mr.Nitesh Chaudhary, Practicing Company Secretary dated 20th July, 2019.

We request you to take the above information on your records.

Thanking You,
Yours Faithfully

For Brooks Laboratories Limited



Jyoti Sancheti
Company Secretary
Membership No. F9639



Encl: As above

Declaration of Postal Ballot Voting Results

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to section 110 read with section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, **Brooks Laboratories Limited** (the Company) had provided e-voting facility to the members to enable them to cast their votes electronically on the resolutions proposed in the Postal Ballot Notice. The E-Voting period remained open from 09.00 AM on Wednesday, June 19, 2019 upto 05.00 PM on Thursday, July 18, 2019.

The Board of Directors had appointed Mr. Nitesh Chaudhary, Practising Company Secretaries, Mumbai, as the Scrutinizer for e-voting and poll. The Scrutinizer has carried out the scrutiny of all the electronic votes and Postal Ballots received till 05.00 PM on 18th July, 2019 and submitted his reports on 20th July, 2019.

The consolidated Results as per the Scrutinizer's aforesaid Reports are as follows:

Resolution No.	1	2	3	4	5	6	7	
Type of Resolution	Special	Special	Ordinary	Special	Special	Special	Special	
Total Valid Votes Cast	E-voting	9813983	9813983	9813983	9813983	9813983	9813983	9813983
	Postal Ballot	0	0	0	0	0	0	0
	Total	9813983	9813983	9813983	9813983	9813983	9813983	9813983
Voted in favour of Resolution	E-voting	9813008	9813008	9813008	9813008	9812978	9812978	9812978
	Postal Ballot	0	0	0	0	0	0	0
	Total	9813008	9813008	9813008	9813008	9812978	9812978	9812978
	%	99.99%	99.99 %	99.99%	99.99%	99.99 %	99.99%	99.99%
Voted against Resolution	E-voting	975	975	975	975	1005	1005	1005
	Postal Ballot	0	0	0	0	0	0	0
	Total	975	975	975	975	1005	1005	1005
	%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%	0.01%

Based on the Reports of the Scrutinizer, all resolutions as set out in the Postal Ballot Notice have been duly approved by the Members with requisite majority.

For **BROOKS LABORATORIES LIMITED**

Place: Mumbai

Date: 20th July, 2019


Rajesh Mahajan

Managing Director (DIN: 02008634)



**DETAILS OF VOTING RESULTS AS PER REGULATION 44(3) OF THE SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) (LODR)
REGULATIONS, 2015**

Date of the AGM/ EGM-passing resolution through Postal Ballot: 20th July, 2019

Total number of shareholders (as on cutoff date i.e. 7th June, 2019): 11902

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : Not applicable in Postal Ballot

Public : Not applicable in Postal Ballot

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group : Not applicable in Postal Ballot

Public : Not applicable in Postal Ballot

1. Details of the Agenda: Increase in Authorised Share Capital of the Company

Resolutions required: Special Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.000	9811949	0	100.000	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	100.000	9811949	0	100.000
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public-Non Institutions	E-Voting	6373298	2034	0.032	1059	975	52.065	47.935
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1059	975	52.065
Total		16186422	9813983	60.630	9813008	975	99.99	0.010

Please note that the above resolution was passed with requisite majority.

For Brooks Laboratories Ltd.



Managing Director

2. Details of the Agenda: Approval for Alteration of Capital Clause of Memorandum of Association of the Company.

Resolutions required: Special Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.000	9811949	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	100.000	9811949	0	100
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public-Non Institutions	E-Voting	6373298	2034	0.032	1059	975	52.065	47.935
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1059	975	52.065
Total		16186422	9813983	60.630	9813008	975	99.99	0.010

Please note that the above resolution was passed with requisite majority.

For Brooks Laboratories Ltd.



Managing Director

3. Details of the Agenda: Approval for Raising of Funds by way of Issue of Securities/Allotment of Shares on Right Issue Basis

Resolutions required: Ordinary Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.00 0	9811949	0	100	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	100.000	9811949	0	100
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public- Non Institutions	E-Voting	6373298	2034	0.032	1059	975	52.065	47.935
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1059	975	52.065
Total		16186422	9813983	60.630	9813008	975	99.99	0.010

Please note that the above resolution was passed with requisite majority.

For Brooks Laboratories Ltd.


Managing Director

4. Details of the Agenda: Adoption of New Set of Articles of Association of the Company

Resolutions required: Special Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.000	9811949	0	100.00	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	100.000	9811949	0	100.00
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public-Non Institutions	E-Voting	6373298	2034	0.032	1059	975	52.065	47.935
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1059	975	52.065
Total		16186422	9813983	60.630	9813008	975	99.99	0.010

Please note that the above resolution was passed with requisite majority.

For Brooks Laboratories Ltd.

 Managing Director

5. **Details of the Agenda:** Re-appointment of Mr. Rajnish Kumar Bedi (DIN No. 05287369) as an Independent Director of the Company.

Resolutions required: Special Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.000	9811949	0	100.000	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	60.62	9811949	0	100.000
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public-Non Institutions	E-Voting	6373298	2034	0.032	1029	1005	50.590	49.410
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1029	1005	50.590
Total		16186422	9813983	60.630	9812978	1005	99.989	0.011

Please note that the above resolution was passed with requisite majority.

For Brooks Laboratories Ltd.



Managing Director

6. Details of the Agenda: Re-Appointment of Mr. Deepak Mahajan (DIN No. 06702389) as an Independent Director of the Company.

Resolutions required: Special Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.000	9811949	0	100.000	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	60.62	9811949	0	100.000
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public-Non Institutions	E-Voting	6373298	2034	0.032	1029	1005	50.590	49.410
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1029	1005	50.590
Total		16186422	9813983	60.630	9812978	1005	99.989	0.011

Please note that the above resolution was passed with requisite majority.

For Brooks Laboratories Ltd.



Managing Director

7. **Details of the Agenda:** Re-appointment of Mrs. Sonia Gupta (DIN No. 06998420) as an Independent Director of the company.

Resolutions required: Special Resolution

Whether Promoter/ Promoter Group are interested in the Agenda/ Resolution: No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	9811949	9811949	100.000	9811949	0	100.000	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		9811949	9811949	60.62	9811949	0	100.000
Public – Institutions	E-Voting	1175	0	0	0	0	0	0
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		1175	0	0	0	0	0
Public-Non Institutions	E-Voting	6373298	2034	0.032	1029	1005	50.590	49.410
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0	0	0	0	0
	Total		6373298	2034	0.032	1029	1005	50.590
Total		16186422	9813983	60.630	9812978	1005	99.989	0.011

Please note that the above resolution was passed with requisite majority.

Note: All the aforesaid resolutions were passed with requisite majority.

For Brooks Laboratories Limited




Rajesh Mahajan
 (Managing Director)
 DIN No. 02000634



FORM NO. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

Postal Ballot

To,
The Chairman,
M/s Brooks Laboratories Limited,
Village Kishanpura Nalagarh Road,
Baddi Nalagarh,
Himachal Pradesh-174101

Dear Sir,

Subject: Scrutinizer's report on E-voting and Postal Ballot Process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 (the Act), 2013 (the act') read with rule 20 & 22 of the companies (Management and administration) Rules, 2014

The board of director of Brooks Laboratories Limited ('the company') have vide resolution passed 11th June, 2019, decided to provide to the members of the company, a facility to exercise their voting rights on the resolution for:

1. Increase in Authorized Share Capital of the Company.
2. Approval for Alteration of Capital Clause of Memorandum of Association of the Company.
3. Approval for Raising of Funds by Way of Issue of Securities/Allotment of Shares on Right Issue Basis.
4. Adoption of New Set of Articles of Association of the Company.
5. Re-appointment of Mr. Rajnish Kumar Bedi (DIN NO. 05287369) as an Independent director of the Company.
6. Re-appointment of Mr. Deepak Mahajan (DIN NO. 06702389) as an Independent Director of The Company.
7. Re-appointment of Mrs. Sonia Gupta (DIN NO. 06998420) as an Independent Director of the Company.

Pursuant to the provisions of section 108 & 110 of the companies act, 2013 read with rule 20 & 22 of the companies (Management and administration) Rules, 2014

I, NITESH CHAUDHARY, Practicing Company Secretary, Mumbai, have been appointed by the Board of Directors in their meeting held on 11th June, 2019 of M/s Brooks Laboratories Limited ("the Company") for the purpose of scrutinizing the remote e-voting and voting through physical Postal Ballot process in fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical Ballot process carried out as per the provisions of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.



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Email: csniteshchaudhary@gmail.com ; Mob. No. +91 86554 56923; +91 76669 91644

Website: www.csniteshchaudhary.com



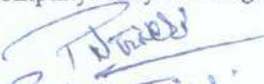
NITESH CHAUDHARY
PRACTICING COMPANY SECRETARY


M. Com, MBA, FCS

The management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rule relating to remote e-voting and voting through physical Ballot Paper process on the resolutions contained in the notice dated 11th June, 2019. My responsibility as Scrutinizer is restricted to make a Scrutinizer's Report of votes cast by the members for the resolutions contained in the notice based on report generated from the electronic platform provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

1. The notice have been mailed through electronically to those members who have registered their email addresses with the Company or their Depository Participant and in other cases the Company has dispatched the Notice of Postal Ballot.
2. As informed by the Company has published on an advertisement about the dispatch notice in one English Daily and in one Regional Daily.
3. The E-voting period was remained open from 19th June, 2019 (9:00 AM) to 18th July, 2019 (5:00 PM) and the shareholders holding shares as on the "cut-off" date i.e. 07th June, 2019 were entitled to vote on the proposed resolutions as set out in the Notice of the Postal Ballot of the Company.
4. The votes were unblocked in presence of the two witnesses, who are not in the employment of the Company. They have signed below in conformation of the votes being unblocked in their presence.


Rakesh Trivedi
Witness 1


Nitesh Chaudhary
Witness 2

5. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were download from the e-voting website of Central Depository Services (India) Ltd i.e. <https://www.evotingindia.com>
6. I did not found invalid polling paper respectively members cast these votes declare invalid vote and not counted.
7. The e-voting results with details of equity shareholders who have voted in favour of the Resolutions or against the Resolutions and those who have abstained from voting were downloaded from the website of Central Depository Services (India) Ltd i.e. <https://www.evotingindia.com/>.
8. The combined result of the Poll and e-voting is as under:

Resolution No. : 1
Nature of Resolution : Special Resolution
Subject Matter : Increase in Authorized Share Capital of the Company.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	00	00	00
E-Voting	24	9813008	99.99%
Total	24	9813008	99.99%



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Email: csniteshchaudhary@gmail.com ; Mob. No. +91 86554 56923; +91 76669 91644
Website: www.csniteshchaudhary.com



NITESH CHAUDHARY
PRACTICING COMPANY SECRETARY

M. Com, MBA, FCS

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	00	00	00
E-Voting	02	975	0.01%
Total	02	975	0.01%

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 2
Nature of Resolution : Special Resolution
Subject Matter : Approval for Alteration of Capital Clause of Memorandum of Association of the Company.

(i) Voted in favour of the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	00	00	00
E-Voting	24	9813008	99.99%
Total	24	9813008	99.99%

(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Postal ballot	00	00	00
E-Voting	02	975	0.01%
Total	02	975	0.01%

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Postal ballot	0	0
E-Voting	0	0
Total	0	0

Resolution No. : 3
Nature of Resolution : Ordinary Resolution
Subject Matter : Approval for Raising of Funds by Way of Issue of Securities/Allotment of Shares on Right Issue Basis.



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Website: www.csniteshchaudhary.com