

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

23rd July, 2020

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

National Stock Exchange of India Ltd.

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

Stock Symbol-533543

Through : BSE Listing Centre

Scrip Code- BROOKS

Through : NEAPS

Sub: Annual Secretarial Compliance Report for the financial year ended 31st March, 2020

Dear Sir/Madam,

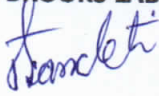
Pursuant to Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 read with Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, we enclose herewith Annual Secretarial Compliance Report dated 20.07.2020, issued by Shri G.S. Sarin, practicing Company Secretary and partner of Sharma Sarin & Associates, for the financial year ended 31st March, 2020.

Please take the same on record.

Thanking You,

Yours faithfully

For **BROOKS LABORATORIES LIMITED**



(Jyoti Sancheti)

Company Secretary and Compliance Officer

Membership No. F9639



Partners

P D Sharma

M.A., LL.B. (A), FCS

G S Sarin

B.Com., LL.B., MFC, FCS



SHARMA SARIN & ASSOCIATES
COMPANY SECRETARIES

OFFICE

**SCO 186-188, First Floor, Adj. Ghazal Restaurant,
Sector 17-C, Chandigarh-160 017 (Entry Backside)**

Telefax : 0172-5012112, 5079239 Tel. 0172-5079110

e-mail : sharmasarinassociate@yahoo.com

sharmasarin@cslaws.com

Website : www.cslaws.com

To

BROOKS LABORATORIES LIMITED

VILLAGE KISHANPURA NALAGARH

ROAD, BADDI NALAGARH HP 174101 IN

REF: SECRETARIAL COMPLIANCE REPORT OF BROOKS LABORATORIES LIMITED CIN: L24232HP2002PLC000267 having registered office at VILLAGE KISHANPURA NALAGARH ROAD, BADDI NALAGARH HP 174101 IN for the year ended **31ST March, 2020.**

We, Sharma Sarin & Associates a firm of Company Secretaries having our office at SCO: 186-188, 1st Floor, Sector 17C, Adjoining Gazal Hotel, Chandigarh – 160017, have examined:

- (a) All the documents and records made available to us and explanation provided by **BROOKS LABORATORIES LIMITED**(hereinafter referred to as “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 **March 31st , 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 there under; and

(b) The Secretaries Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, 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;

(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 review period;**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014:**not applicable to the company during the review period;**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008:**not applicable to the company during the review 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 review period;**



(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015: **not such transaction was done during the review period;**

(i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018 duly complied;

And based on the above examination, we hereby report that, during the Review Period:

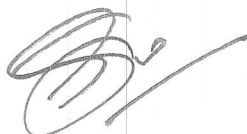
(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued there under, except in respect of matters specified below:-

Sr. No.	Compliance (Regulations/ Guidelines including clause)	Requirement Circulars/ specific	Deviations	Observations/ Remarks of the Practicing Company Secretary
-----NO DEFAULT-----				

Note: Due to COVID-19 pandemic the timelines revised for submission of compliance filing under various regulation by the Stock Exchanges

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.

(c) The following are the details of 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 there under:

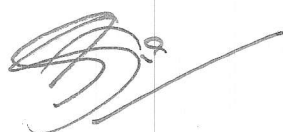
Sr. No.	Action taken by	Details of violation	Details of action taken E.g. Fines, warning letter, debarment, etc.	Observations, Remarks of the Practicing Company Secretary, if any.
-----NA-----				

Note : Kindly share details if any as per the above table

(d) The listed entity has taken the following actions to comply with the observations made in previous reports

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended on 31.03.2020.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
		-----NA-----		

Note:



1. In terms of SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018 as amended ("ICDR Regulations"), The Company had made allotment of 7,666,390 Equity Shares ranking pari-passu with the existing Equity Shares of the Company at a Price of Rs.10/- on Right Issue basis dated 19.03.2020.

2. During the year the Company under SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2018 as amended ("ICDR Regulations") allotted 8,50,000 equity shares at a Nominal Price of Rs. 10/- at a premium of Rs 85.50 by converting the warrants which ranks pari-passu with the existing Equity Shares of the Company.

For M/s Sharma Sarin & Associates

Company Secretaries



PLACE: CHANDIGARH

DATE: 20.07.2020

CS G.S. SARIN

Partner

Membership No: FCS: 4025

COP: 2751

UDIN F004025B000479643