

**Corp. Off.:-** 201, "The Summit Business Bay"  
Behind Guru Nanak Petrol Pump,  
Off Andheri Kurla Road, Andheri (E),  
Mumbai - 400 093 (India)  
Ph. : +91 22 69073100

Date: 30.09.2022

**BSE Limited**

PhirozeJeejeebhoy Towers  
Dalal Street  
Mumbai-400001

**National Stock Exchange of India Ltd.**

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

**Kind Attn: General Manager-DCS**

Scrip Code: 533543

**Kind Attn: Head- Listing**

Symbol: BROOKS

**Sub: Disclosure of Voting Results under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Dear Sirs,

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we enclosed herewith the details of voting results and Scrutinizer Report of 20<sup>th</sup> Annual General Meeting (AGM) of the Company held on Thursday, 29<sup>th</sup> September, 2022 through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for your information and record.

Thanking You,

Yours faithfully

For **BROOKS LABORATORIES LIMITED**

**RAJESH MAHAJAN**  
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RAJESH MAHAJAN  
Date: 2022.09.30  
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**Rajesh Mahajan**  
**Managing Director**  
Din No. 02000634



Encl.: As Stated above

**20<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON 29<sup>TH</sup> SEPTEMBER, 2022**

**Declaration of Results of E-voting**

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to 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 remote e-voting and venue e-voting facility to the members to enable them to cast their votes electronically on the resolutions proposed in the Notice of the 20<sup>th</sup> Annual General Meeting. The remote E-Voting period remained open from 09.00 AM on Monday, September 26, 2022 upto 05.00 PM on Wednesday, September 28, 2022. The venue E-Voting period remained open from 09.15 AM on Thursday, 29<sup>th</sup> September, 2022 after conclusion of meeting.

Further, in line with section 107 of the Companies Act, 2013, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the members. Therefore at the 20<sup>th</sup> AGM, voting was conducted by means of venue e-voting as the meeting was held through Video conferencing.

The Board of Directors had appointed Mr. G.S. Sarin, of M/s Sharma Sarin & Associates, Practising Company Secretaries, Chandigarh, as the Scrutinizer for e-voting. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 05.00 PM on 28<sup>th</sup> September, 2022 and electronic votes received at venue voting and submitted his reports on 30<sup>th</sup> September, 2022.

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

Resolution No.		1	2	3	4	5
Type of Resolution		Ordinary	Ordinary	Ordinary	Ordinary	Ordinary
Total Valid Votes Cast	Remote E-Voting	16933551	8742813	16933551	563281	16933551
	E-voting At AGM	01	01	01	01	01
	<b>Total</b>	<b>16933552</b>	<b>8742814</b>	<b>16933552</b>	<b>563282</b>	<b>16933552</b>
Voted in favour of Resolution	Remote E-Voting	16932082	8740844	16932082	561312	16932082
	E-voting At AGM	0	0	0	0	0
	<b>Total</b>	<b>16932082</b>	<b>8740844</b>	<b>16932082</b>	<b>561312</b>	<b>16932082</b>
	%	99.99%	99.97%	99.99%	99.65%	99.99%

For Brooks Laboratories Ltd.



Chairman



Voted against Resolution	<i>Remote E-Voting</i>	1469	1969	1469	1969	1469
	<i>E-voting At AGM</i>	01	01	01	01	01
	<b>Total</b>	<b>1470</b>	<b>1970</b>	<b>1470</b>	<b>1970</b>	<b>1470</b>
	%	0.01%	0.03%	0.01%	0.35	0.01%

<b>Resolution No.</b>		<b>6</b>
<b>Type of Resolution</b>		<b>Special</b>
Total Valid Votes Cast	<i>Remote E-Voting</i>	16933551
	<i>E-voting At AGM</i>	01
	<b>Total</b>	<b>16933552</b>
Voted in favour of Resolution	<i>Remote E-Voting</i>	16932082
	<i>E-voting At AGM</i>	0
	<b>Total</b>	<b>16932082</b>
	%	<b>99.99%</b>
Voted against Resolution	<i>Remote E-Voting</i>	1469
	<i>E-voting At AGM</i>	01
	<b>Total</b>	<b>1470</b>
	%	<b>0.01%</b>

Based on the Reports of the Scrutinizer, all resolutions as set out in the Notice of the 20<sup>th</sup> AGM have been duly approved by the Members with requisite majority.

Place: Mumbai  
Date: 30<sup>th</sup> September, 2022

For **BROOKS LABORATORIES LIMITED**

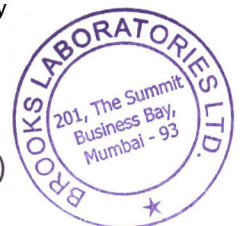
**ATUL**

**RANCHAL**

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Date: 2022.09.30  
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**Atul Ranchal**

Chairman (DIN: 01998361)



**DISCLOSURE OF VOTING RESULTS AS PER REGULATION 44 OF THE SEBI (LODR) REGULATIONS, 2015**

**Date of Annual General Meeting: 29<sup>th</sup> September, 2022**

**Total number of shareholders (as on cutoff date i.e. 23rd September, 2022): 10733**

**No. of Shareholders attended the meeting through Video Conferencing**

Promoters and Promoter Group : 08

Public : 36

The agenda wise details of remote E-voting and E-voting during the Annual General Meeting are provided in **Annexure A**. Further, enclosed is the report of Scrutinizer on E-voting facility provided by the Company in **Annexure B and C**.

**For Brooks Laboratories Ltd.**



**Chairman**



**Annexure-A**

1. **Resolution No. 1:** Adoption of Annual Audited Standalone and Consolidated Financial Statement and reports thereon

**Resolutions required:** Ordinary Resolution

**Mode of Voting:** E-voting

Category	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	16406249	16370269	99.78	16370269	0	100.00	0.00
Public – Institutions	0	-	-	-	-	-	-
Public- Non Institutions	8296563	563283	6.79	561813	1470	99.73	0.26
<b>Total</b>	<b>24702812</b>	<b>16933552</b>	<b>55.23</b>	<b>16932082</b>	<b>1470</b>	<b>99.99</b>	<b>0.01</b>

**No. of Invalid Votes –**

- Promoter and Promoter Group- 0
- Public Institutions – 0
- Public- non Institutions- 0

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

2. **Details of the Agenda:** Appointment of Director in place of those retiring by rotation

**Resolutions required:** Ordinary Resolution

**Mode of Voting:** E-voting

For Brooks Laboratories Ltd.



Chairman

Category	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	16406249	8179531	49.86	8179531	0	100.00	0.00
Public – Institutions	0	-	-	-	-	-	-
Public- Non Institutions	8296563	563283	6.79	561313	1970	99.65	0.35
<b>Total</b>	<b>24702812</b>	<b>8742814</b>	<b>35.39</b>	<b>8740844</b>	<b>1970</b>	<b>99.98</b>	<b>0.02</b>

**No. of Invalid Votes –**

- Promoter and Promoter Group- 8190738
- Public Institutions – 0
- Public- non Institutions- 0

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

**3. Details of the Agenda: To ratify the remuneration of the Cost Auditors**

Resolutions required: Ordinary Resolution

Mode of Voting: E-voting

Category	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
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For Brooks Laboratories Ltd.

  
Chairman



Promoter and Promoter Group	16406249	16370269	99.78	16370269	0	100.00	0.00
Public – Institutions	0	-	-	-	-	-	-
Public- Non Institutions	8296563	563283	6.79	561813	1470	99.73	0.26
<b>Total</b>	<b>24702812</b>	<b>16933552</b>	<b>55.23</b>	<b>16932082</b>	<b>1470</b>	<b>99.99</b>	<b>0.01</b>

**No. of Invalid Votes –**

- Promoter and Promoter Group-0
- Public Institutions – 0
- Public- non Institutions- 0

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

**4. Details of the Agenda: Approval of Related party transactions.**

**Resolutions required:** Ordinary Resolution

**Mode of Voting:** E-voting

Category	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	16406249	0	0	0	0	0	0.00
Public – Institutions	0	-	-	-	-	-	-
Public- Non Institutions	8296563	563282	6.79	561312	1970	99.65	0.35

For Brooks Laboratories Ltd.

*[Signature]*  
Chairman



Total	24702812	563282	22.80	561312	1970	99.65	0.35
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**No. of Invalid Votes –**

- Promoter and Promoter Group- 16370269
- Public Institutions – 0
- Public- non Institutions- 1

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

**5. Details of the Agenda: Increase in Authorized Share Capital of the Company**

**Resolutions required: Ordinary Resolution**

**Mode of Voting: E-voting**

Category	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	16406249	16370269	99.78	16370269	0	100.00	0.00
Public – Institutions	0	-	-	-	-	-	-
Public- Non Institutions	8296563	563283	6.79	561813	1470	99.73	0.26
<b>Total</b>	<b>24702812</b>	<b>16933552</b>	<b>55.23</b>	<b>16932082</b>	<b>1470</b>	<b>99.99</b>	<b>0.01</b>

**No. of Invalid Votes –**

- Promoter and Promoter Group- 0
- Public Institutions – 0
- Public- non Institutions- 0

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

**6. Details of the Agenda: Approval for Alteration of Capital clause of Memorandum of Association of the Company.**

**Resolutions required: Special Resolution**

For Brooks Laboratories Ltd.

  
Chairman

Mode of Voting: E-voting

Category	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	16406249	16370269	99.78	16370269	0	100.00	0.00
Public – Institutions	0	-	-	-	-	-	-
Public- Non Institutions	8296563	563283	6.79	561813	1470	99.73	0.26
<b>Total</b>	<b>24702812</b>	<b>16933552</b>	<b>55.23</b>	<b>16932082</b>	<b>1470</b>	<b>99.99</b>	<b>0.01</b>

**No. of Invalid Votes –**

- Promoter and Promoter Group- 0
- Public Institutions – 0
- Public- non Institutions- 0

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

For Brooks Laboratories Ltd.



Chairman



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

ANNEXURE - B

## REPORT OF SCRUTINIZER

(REMOTE E-VOTING & VENUE E-VOTING AT AGM)

[Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

Brooks Laboratories Limited

Village Kishanpura, Nalagarh Road,

Baddi, Distt. Solan, H.P.

Sir,

I, G.S. Sarin, Partner of M/s Sharma Sarin and Associates, Practising Company Secretaries, Chandigarh, was appointed as Scrutinizer for the 20<sup>th</sup> (Twentieth) Annual General Meeting of the Shareholders of **Brooks Laboratories Limited** (hereinafter referred to as 'the Company') held on **Thursday, 29th September, 2022** at 9.00 A.M through **Video Conference/other Audio Visual Means (OAVM)** for the purpose of scrutinizing the [E-Voting and Poll] process in a fair and transparent manner and ascertaining the requisite majority on [E-Voting and Poll] carried Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and pursuant to section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and Poll on the resolutions contained in the Notice to the 20<sup>th</sup> Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the voting process through electronic means and poll is restricted to make a Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the e-voting system of **Central Depository Services (India) Limited** and of voting through poll as provided by **Link Intime (India) Private Limited**, the agencies engaged by the Company to provide e-voting facilities.

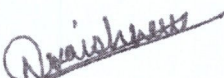




We submit our Report as under:

1. As required notice dated 3rd September 2022 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 02/2021 & 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 05, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the twentieth Annual General Meeting of its Shareholders ("the Meeting" /"AGM") through VC / OAVM for seeking approval of members on the proposed 6 (Six) resolutions as mentioned in the Notice.
2. The Remote E-Voting period remained open from 9.00 A.M. on Monday, 26<sup>th</sup> September, 2022 upto 5.00 P.M. on Wednesday, 28<sup>th</sup> September, 2022. Venue E-voting is opened from 9.15 A.M. Thursday, 29<sup>th</sup> September, 2022 after conclusion of AGM.
3. The Votes were unblocked at 11.55 A.M. on 29<sup>th</sup> September, 2022 in the presence of two witnesses, namely, Mrs. Neha Vaishnav, residing at # H.No.724, Dashmesh Enclave, Zirakpur, Punjab and Ms. Diksha Chhabra, residing at #1474, Sector 22C, Chandigarh who are not in employment of the Company.

They have signed below in confirmation of the votes being unblocked in their presence.

  
(Mrs. Neha Vaishnav)

  
(Diksha Chhabra)

4. The result of the e-voting is as under:

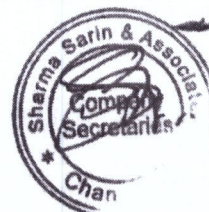
(a) Ordinary Resolution No. 1

**Adoption of Annual Audited Standalone and Consolidated financial statements and reports thereon.**

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
66	1,69,32,082	99.99%

Number of Members	Number of Votes	% of total number
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voted through e-voting system at time of AGM	cast by them	of valid votes cast (Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
2	1,469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes: Nil

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

(b) Ordinary Resolution No. 2

Appointment of Director in place of those retiring by rotation.

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
61	87,40,844	99.97%

Number of Members voted through e-voting	Number of Votes cast by them	% of total number of valid votes cast
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system at time of AGM		(Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
3	1,969	0.03%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes:

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
04	81,90,738*

Note: (invalid votes being the Director and their relatives shareholders are interested)

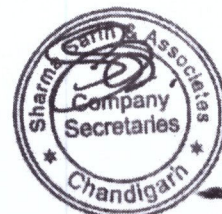
(c) Ordinary Resolution No. 3

To ratify the remuneration of the Cost Auditors.

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
66	1,69,32,082	100%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil





(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
2	1469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes:

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

(d) Ordinary Resolution No. 4

**Approval of Related Party Transactions.**

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
56	5,61,312	99.65%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:



Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
3	1969	0.35%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes:

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
9	1,63,70,270*

Note: (invalid votes being the Director and their relatives shareholders are interested)

(e) Ordinary Resolution No. 5

**Increase in Authorised Share Capital of the Company.**

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
66	1,69,32,082	100%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of Members	Number of Votes	% of total number





voted through e-voting system	cast by them	of valid votes cast
2	1,469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes:

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

(f) Special Resolution No. 6

Approval for Alteration of Capital Clause of Memorandum of Association of the Company.

(i) Voted In favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
66	1,69,32,082	100%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of Members	Number of Votes	% of total number
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voted through e-voting system	cast by them	of valid votes cast
2	1,469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes:

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL

Thanking you,

Yours faithfully

For Sharma Sarin & Associates  
Company Secretaries



G. S. Sarin

Partner, FCS No. 4025, CP No. 2751  
UDIN: F004025D001087591

Place: Chandigarh  
Date: 30/09/2022

COUNTER SIGNED BY

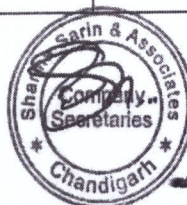
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ATUL RANCHAL  
CHAIRMAN  
PIN :- 01998361

**Annexure -1**

**Consolidated Result of Voting (by Remote E-Voting and E-voting At AGM) for Resolution No. 1 to 6 of the**

**Notice of the 20<sup>th</sup> Annual General Meeting of "Brooks Laboratories Limited" held on Thursday, 29<sup>th</sup> day of September, 2022 at 09.00 AM**

Resolution No.		1	2	3	4	5	6
Type of Resolution		Ordinary	Ordinary	Ordinary	Ordinary	Ordinary	Special
Total Valid Votes Cast	Remote E-Voting	16933551	8742813	16933551	563281	16933551	16933551
	E-voting At AGM	01	01	01	01	01	01
	Total	16933552	8742814	16933552	563282	16933552	16933552
Voted in favour of Resolution	Remote E-Voting	16932082	8740844	16932082	561312	16932082	16932082
	E-voting At AGM	0	0	0	0	0	0
	Total	16932082	8740844	16932082	561312	16932082	16932082
	%	99.99%	99.97%	99.99%	99.65%	99.99%	99.99%
Voted against Resolution	Remote E-Voting	1469	1969	1469	1969	1469	1469
	E-voting At AGM	01	01	01	01	01	01





	<b>Total</b>	<b>1470</b>	<b>1970</b>	<b>1470</b>	<b>1970</b>	<b>1470</b>	<b>1470</b>
	<b>%</b>	<b>0.01%</b>	<b>0.03%</b>	<b>0.01%</b>	<b>0.35%</b>	<b>0.01%</b>	<b>0.01%</b>

Note: "\*" referred as invalid votes in above report.

**For Sharma Sarin & Associate  
Company Secretaries**

**Place: Chandigarh  
Date: 30/09/2022**



**G. S. Sarin  
Partner  
FCS No. 4025, CP No. 2751  
UDIN:- F004025D001087591**

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RANCHAL**  
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**ATUL RANCHAL**  
**CHAIRMAN**  
**DN :- 01998361**

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

Annexure - C

**FORM MGT-13**

**REPORT OF SCRUTINIZER**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman,

20<sup>th</sup> Annual General Meeting of the Equity Shareholders of "Brooks Laboratories Limited" held  
on Monday, 29<sup>th</sup> September, 2022 at 9.00 A.M. IST through Video Conferencing (VC) or Other  
Audio Visual Means (OAVM)

Dear Sir,

I, G.S. Sarin, Partner of M/s Sharma Sarin and Associates, Practising Company Secretaries,  
Chandigarh, was appointed as Scrutinizer for the purpose of the E-voting taken on the below  
mentioned resolutions, at the 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of  
"Brooks Laboratories Limited" held on Thursday, 29<sup>th</sup> September, 2022 at 9.00 A.M. IST  
through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

We submit our Report as under:

1. As required notice dated 3rd September 2022 ("Notice") issued in accordance with  
General Circular No. 14/2020, 17/2020, 20/2020, 02/2021 & 02/2022 dated April 8,  
2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 05, 2022 respectively,  
issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA  
Circulars"), Government of India, calling the twentieth Annual General Meeting of its  
Shareholders ("the Meeting" /"AGM") through VC / OAVM for seeking approval of  
members on the proposed 6 (Six) resolutions as mentioned in the Notice.
2. Company has provided the facility of Venue E-Voting At the Time of AGM as Poll is not  
feasible in a AGM through VC/OAVM.





3. The E-Voting period opened from 09.15 AM on Thursday, 29<sup>th</sup> September, 2022 after conclusion of AGM.
4. The Remote E-Voting period remained open from 9.00 A.M. on Monday ,26<sup>th</sup> September ,2022 up to 5.00 P.M. on Wednesday ,28<sup>th</sup> September,2022.
5. Total 01(One) Voter casted vote in venue e-voting.
6. The result of the Remote E-voting and Venue E-voting is as under:

**(a) Ordinary Resolution No. 1**

**Adoption of Annual Audited Standalone and Consolidated financial statements and reports thereon.**

**(i) Voted in favour of the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
66	1,69,32,082	99.99%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

**(ii) Voted against the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
2	1,469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)



		Against)
1	1	100%

(iii) Invalid votes: Nil

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

(b) Ordinary Resolution No. 2

Appointment of Director in place of those retiring by rotation.

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
61	87,40,844	99.97%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
3	1,969	0.03%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%





(iii) Invalid votes:

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
04	81,90,738*

Note: (invalid votes being the Director and their relatives shareholders are interested)

(c) Ordinary Resolution No. 3

To ratify the remuneration of the Cost Auditors.

(i) Voted in favour of the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
66	1,69,32,082	100%

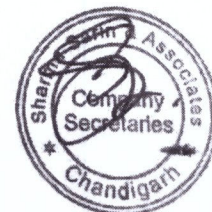
Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

(ii) Voted against the resolution:

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
2	1469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

(iii) Invalid votes:



Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
Nil	Nil

**(d) Ordinary Resolution No. 4**

**Approval of Related Party Transactions.**

**(i) Voted in favour of the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
56	5,61,312	99.65%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

**(ii) Voted against the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
3	1969	0.35%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

**(iii) Invalid votes:**

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
9	1,63,70,270*





Note: (invalid votes being the Director and their relatives shareholders are interested)

**(e) Ordinary Resolution No. 5**

**Increase In Authorised Share Capital of the Company.**

**(i) Voted In favour of the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
66	1,69,32,082	100%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil.	Nil

**(ii) Voted against the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
2	1,469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

**(iii) Invalid votes:**

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL



**(f) Special Resolution No. 6**

**Approval for Alteration of Capital Clause of Memorandum of Association of the Company.**

**(i) Voted In favour of the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
66	1,69,32,082	100%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
Nil	Nil	Nil

**(ii) Voted against the resolution:**

Number of Members voted through e-voting system	Number of Votes cast by them	% of total number of valid votes cast
2	1,469	0.01%

Number of Members voted through e-voting system at time of AGM	Number of Votes cast by them	% of total number of valid votes cast (Favour and Against)
1	1	100%

**(iii) Invalid votes:**

Total number of members voted through e-voting system whose votes were declared invalid	Total Number of Votes cast by them
NIL	NIL





7. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
8. The E-voting Result file and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
9. The consolidated result of the votes cast (by E-voting and by poll) is provided as Annexure-1 to this Report.

Thanking you,

Yours faithfully  
For Sharma Sarin & Associates  
Company Secretaries



Partner, FCS No. 4025, CP No. 2751  
UDIN: F004025D001087591

Place: Chandigarh  
Date: 30/09/2022

COUNTERSIGNED BY

ATUL

RANCHAL

ATUL RANCHAL

CHAIRMAN

DIN - 01998361

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**Annexure -1**

Consolidated Result of Voting (by Remote E-Voting and E-voting At AGM) for Resolution No. 1 to 6 of the

Notice of the 20<sup>th</sup> Annual General Meeting of "Brooks Laboratories Limited" held on Thursday, 29<sup>th</sup> day of September, 2022 at 09.00 AM

Resolution No.		1	2	3	4	5	6
Type of Resolution		Ordinary	Ordinary	Ordinary	Ordinary	Ordinary	Special
Total Valid Votes Cast	Remote E-Voting	16933551	8742813	16933551	563281	16933551	16933551
	E-voting At AGM	01	01	01	01	01	01
	Total	16933552	8742814	16933552	563282	16933552	16933552
Voted in favour of Resolution	Remote E-Voting	16932082	8740844	16932082	561312	16932082	16932082
	E-voting At AGM	0	0	0	0	0	0
	Total	16932082	8740844	16932082	561312	16932082	16932082
	%	99.99%	99.97%	99.99%	99.65%	99.99%	99.99%
Voted against Resolution	Remote E-Voting	1469	1969	1469	1969	1469	1469





	<b>E-voting At AGM</b>	<b>01</b>	<b>01</b>	<b>01</b>	<b>01</b>	<b>01</b>	<b>01</b>
	<b>Total</b>	<b>1470</b>	<b>1970</b>	<b>1470</b>	<b>1970</b>	<b>1470</b>	<b>1470</b>
	<b>%</b>	<b>0.01%</b>	<b>0.03%</b>	<b>0.01%</b>	<b>0.35%</b>	<b>0.01%</b>	<b>0.01%</b>

Note: ' \* ' shows invalid votes in above report.

**For Sharma Sarin & Associate  
Company Secretaries**

Place: Chandigarh  
Date: 30/09/2022



**FCS No. 4025, CP No. 2751  
UDIN:- F004025D001087591**

COUNTER SIGNED BY

**ATUL**

**RANCHAL**

ATUL RANCHAL

CHAIRMAN

DIN : 01998361

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