

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: 25.09.2019

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

Kind Attn: General Manager-DCS

Scrip Code: 533543

Kind Attn: Head- Listing

Symbol: BROOKS

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

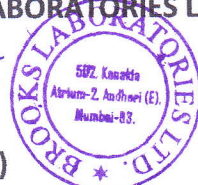
Dear Sirs,

In terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed summary of proceedings of the 17th Annual General Meeting (AGM) of the Company held today i.e. 25th September, 2019 at Hotel Gianz, Baddi-Nalagarh Highway, NH-21A, Baddi, Dist. Solan, Himachal Pradesh for your information and record.

Thanking You,

Yours faithfully

For **BROOKS LABORATORIES LIMITED**



(Jyoti Sancheti)

Company Secretary cum Compliance Officer

Membership No. F9639

Encl.: As Stated above

SUMMARY OF THE PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING OF THE MEMBERS OF BROOKS LABORATORIES LIMITED HELD ON WEDNESDAY, 25TH SEPTEMBER, 2019

The 17th Annual General Meeting (AGM) of the members of Brooks laboratories limited ('the Company') was held on Wednesday, 25th day of September, 2019 at 09.00 a.m., at Hotel Gianz, Baddi-Nalagarh Highway, NH-21A, Baddi, Distt. Solan, Himachal Pradesh-174101. The following were present-

Directors

- | | |
|---------------------------|--------------------------------------------------------------------------------------------------------------------------------|
| 1. Mr. Atul Ranchal | Chairman |
| 2. Mr. Rajesh Mahajan | Managing Director |
| 3. Mr. Suresh Garg | Technical Director |
| 4. Mr. Rajnish Kumar Bedi | Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee |
| 5. Mr. Deepak Mahajan | Independent Director |
| 6. Mrs. Sonia Gupta | Independent Director |

Members Present:

1. In Person- 35
2. By Proxy- NIL

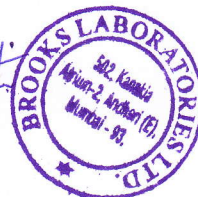
In Attendance

- | | |
|------------------------|---------------------------------------------|
| 1. Mrs. Jyoti Sancheti | Company Secretary |
| 2. Mr. G.S. Sarin | Scrutinizer, M/s. Sharma Sarin & Associates |

Shri Atul Ranchal being the Chairman of the Board took the chair and conducted the proceedings of the meeting. The meeting was commenced at 9.00 A.M.

Total 35 members attended the meeting in person as per the records of the attendance. No proxies were lodged with the company. The requisite quorum being present, the Chairman called the meeting to order.

Sancheti



BROOKS LABORATORIES LTD.
Site, Kamla
Nijun-2, Ardhari (B)
Baddi-83

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The Chairman delivered the Speech. An overview of the financial performance of the Company for the financial year ended on 31st March, 2019 and its future outlook was given.

The members were further informed that pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the remote e-voting facility to the members of the Company in respect of business to be transacted at the Annual General Meeting. The e-voting commenced at 09.00 a.m. on Sunday, 22nd September, 2019 and remained open till 05.00 p.m. on Tuesday, 24th September, 2019. Mr. G. S. Sarin, Partner of M/s. Sharma Sarin & Associates, Practicing Company Secretaries, Chandigarh was appointed as Scrutinizer by the Board for scrutinizing the Poll and remote E-voting process.

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 had been offered to the members. Therefore, the Company had arranged for a poll on all the 5 resolutions to be passed at the Meeting for those who had not cast their votes through e-voting.

Mr. G. S. Sarin, Scrutinizer was requested for an orderly conduct of the voting. The Members were informed that the combined result of e-voting and the poll would be placed on the website of the Company and CDSL within 48 hours from the conclusion of the AGM.

The resolutions passed by the members with requisite majority, briefly, related to:

ORDINARY BUSINESS:

1. **"RESOLVED THAT** the Audited Annual Accounts of the Company for the Financial Year ended on 31st March, 2019 along with the Report of Auditors and Directors thereon forming part of the Annual Report, as circulated, be and are hereby approved and adopted."
(Ordinary Resolution)
2. **"RESOLVED THAT** Mr. Atul Ranchal, Whole-Time Director (DIN No. 01998361), who retires by rotation and being eligible, offers himself to be re-appointed be and is hereby appointed as such on the Board of Directors of the Company."
(Ordinary Resolution)
3. **"RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. SGCO & Co. LLP, Chartered Accountants (Firm Registration No. 112081W), be and are hereby re-appointed as the Statutory Auditors of the Company for a second term of 5(Five)

Sanjiv



502, Kanakia
Atrium-2, Andheri (E),
Mumbai - 93.

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consecutive years to hold office from the conclusion of this meeting until the conclusion of 22nd Annual General Meeting of the Company at the remuneration of Rs. 9,00,000 with the authority to the Board to revise mutually during the tenure of five years, if required. ”.
(Ordinary Resolution)

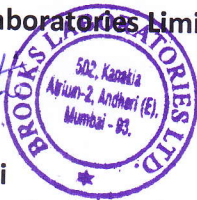
SPECIAL BUSINESS:

4. **“RESOLVED THAT** pursuant to the provisions of section 148 and 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), the Company hereby ratifies the remuneration payable to M/s. Balwinder & Associates, Cost Accountants, Mohali (Firm Reg No. 000201), as recommended by the Audit Committee and approved by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020, amounting to Rs. 60,000 plus taxes.” **(Ordinary Resolution).**
5. **“RESOLVED THAT** pursuant to the provisions of sections 152,160,196, 197, 203, Schedule V and other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and on recommendation of Nomination and Remuneration Committee and Board of Directors, consent of the members be and is hereby accorded for the appointment of Mr. Suresh Garg(DIN: 08544308) as a Whole-time Director to be designated as Technical Director for a period of 5 years with effect from 25th September, 2019 to 24th September, 2024, who shall be liable to retire by rotation and on terms and conditions as agreed between the Board and Mr. Suresh Garg. He shall be entitled to Sitting Fees for attending the Meetings of the Board of Directors or any Committee thereof.” **(Ordinary Resolution)**

Vote of Thanks

Mr. Rajesh Mahajan, Managing Director of the Company ended the meeting with vote of thanks at 9.30 A.M.

For Brooks Laboratories Limited



Jyoti Sancheti
Company Secretary cum Compliance Officer
(M.No.:F9639)