



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

13th January, 2025

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

Scrip Code: **533543**

Symbol: **BROOKS**

Sub: Voting Result under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of Extra Ordinary General ("EOGM") of the Company was held on 11th January, 2025.

Dear Sir/Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we enclose the voting results in respect of the business transacted at the EOGM of the Company in the format prescribed, along with the consolidated Scrutinizer's Report dated 11th January, 2025 on remote e-voting prior and e-voting during the EOGM of the Company. The voting results along with Scrutinizer's Report are also being uploaded on the website of the Company and on the website of Central Depository Securities Limited (CDSL), www.brookslabs.net and www.evotingindia.com respectively.

For Brooks Laboratories Limited

Krutika Rane
Company Secretary & Compliance Officer
Membership no: 66310



REPORT OF SCRUTINIZER

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

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

Date: 11th January, 2025

**To,
The Chaiperson,
Brooks Laboratories Limited
Village Kishanpura, Nalagarh Road, Baddi, Solan,
Himachal Pradesh, 174101**

Consolidated Scrutinizer's Report on remote e-voting and E-voting at the meeting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and e-voting through electronic voting system at the Extra-Ordinary General Meeting ('EOGM') of the Members of Brooks Laboratories Limited held on Saturday, 11TH January, 2025, AT 11:30 A.M. through Video Conferencing ("VC") / Other Audio-visual Means ("OAVM").

Dear Madam,

I, Nitesh Chaudhary, Proprietor of Nitesh Chaudhary & Associates, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors dated 17th December, 2024 to conduct the following:

- (i) Remote e-voting process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and**
- (ii) Electronic Voting at the EOGM held on Saturday, 11th January, 2025 under the provisions of Section 109 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.**

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the Rules made there under and the Listing Regulations issued, voting by electronic means. Our responsibility as Scrutinizer is restricted to make a Scrutinizer's Report for votes casted by the members for the resolutions contained in the notice based on report generated from the electronic platform provided by Central Depository Securities Limited ('CDSL'), the authorized agency to provide e-voting facilities, engaged by the Company.

I submit my report as under:

- 1. As per the confirmation given by the Company, the Notice of EOGM and Corrigendum to the Notice of EOGM has been mailed by the company through electronic mode to those members who have registered their email addresses with the Company or their Depository Participant in compliance with the aforesaid MCA Circulars and SEBI Circular, the company has also informed that the Company has also given the**



newspaper publication in the daily English and Vernacular language for Notice of EOGM and Corrigendum to the Notice of EOGM.

2. The E-voting period remained open from **Wednesday, January 8, 2025 (09:00 A.M.)** and ends on **Friday, January 10, 2025 (5:00 P.M.)** and the shareholders holding shares as on the “cut-off” date i.e., Saturday, January 4, 2025 were entitled to vote on the proposed resolutions Item no. 1 as set out in the Notice of the EOGM of the Company.
3. The Company had appointed Central Depository Securities Limited (‘CDSL’), for providing facilities to the shareholders for participation in the EOGM through VC/OAVM and conducting the electronic voting at the EOGM. After the time fixed for the closing of electronic voting at EOGM by the Chairperson, voting was closed and votes cast were unblocked.
4. 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 Securities Limited (‘CDSL’), i.e. (<https://www.evotingindia.com>).
5. Attendance in EOGM and Voting on Resolutions by the Members:

Total 57 Members attended EOGM and 1 shareholder done E-voting at EOGM venue.

-: 49 members already casted their vote through E-voting system;

-: 8 members were present but not voted through any E-voting system.

6. 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 Securities Limited (‘CDSL’), i.e. (<https://www.evotingindia.com>).

I am submitting this consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to EOGM and E-voting at the meeting in respect of the said resolution.

7. The combined result of the remote e-voting and e-voting at the time of EOGM is as under:

Resolution No. : 1
Nature of Resolution : SPECIAL RESOLUTION
Subject Matter : ISSUANCE OF 35,33,520 EQUITY SHARES ON PREFERENTIAL BASIS FOR CONSIDERATION IN CASH TO ENTITIES BELONGING TO THE NON-PROMOTER CATEGORY

(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
Remote E-Voting	57	15637823	99.997
E-Voting at EOGM	0	0	0
Total	57	15637823	99.997



(ii) Voted against the resolution:

Mode	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-Voting	2	509	0.003
E-Voting at EOGM	1	25	0.000
Total	3	534	0.003

(iii) Invalid votes:

Mode	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote E-Voting	0	0
E-Voting at EOGM	1	1012991
Total	1	1012991

Note:

1. Please be informed that the e-voting on 10,12,991 equity shares cast by Quant Mutual Fund - Quant Business Cycle Fund has been excluded from the final vote count. This exclusion is due to Quant Mutual Fund being a proposed preferential allottee in the preferential issue, which is the subject of the resolution no. 1 presented for shareholder approval. As Quant Mutual Fund is considered an interested party in this matter, the votes cast by them have been deemed invalid and are not included in the final voting results.
2. The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairperson signs the Minute.
3. According to the E-voting report downloaded from CDSL and E-voting at EOGM since the majority votes cast in the favour of the resolutions set out in the notice of EOGM hence the Resolution no. 1 passed with requisite majority.

For Nitesh Chaudhary & Associates

NITESH
CHAUDHARY
Digitally signed by NITESH
CHAUDHARY
Date: 2025.01.11 15:39:15
+05'30'

Nitesh Chaudhary
Practicing Company Secretary
Membership No.: F10010
UDIN: F010010F003658820

Place: Mumbai
Date: 11/01/2025

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ISSUANCE OF 35,33,520 EQUITY SHARES ON PREFERENTIAL BASIS FOR CONSIDERATION IN CASH TO ENTITIES BELONGING TO THE NON-PROMOTER CATEGORY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15500292	15500292	100.0000	15500292	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		15500292	15500292	100.0000	15500292	0	100.0000
Public- Institutions	E-Voting	1012991	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1012991	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	9731755	138065	1.4187	137531	534	99.6132	0.3868
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		9731755	138065	1.4187	137531	534	99.6132
Total		26245038	15638357	59.5860	15637823	534	99.9966	0.0034
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	1012991
Public - Non Insitutions	0