

October 14, 2026

To,
BSE Limited
The Manager
Corporate Relationship Department
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 533543

To,
National Stock Exchange of India Limited
The Manager
Listing Department
Exchange Plaza, Bandra Kurla Complex Bandra
(East),
Mumbai - 400 051
NSE Symbol: BROOKS

Subject: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) ("Listing Regulations")

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), we wish to inform you that the Board of Directors ("Board") of Brooks Laboratories Limited ("Company" or "Demerged Company"), based on the recommendations of the Audit Committee and the Committee of Independent Directors, at its meeting held today, i.e. October 14, 2026, has approved the Scheme of Arrangement between the Company, Abridge Speciality Limited ("Resulting Company") and their respective shareholders, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and other applicable regulatory requirements, for the demerger of the Manufacturing Business ("Manufacturing Business") of the Demerged Company into the Resulting Company ("Scheme").

The Scheme is subject to the requisite approvals of the Stock Exchanges, Securities and Exchange Board of India, NCLT and other regulatory/statutory authorities, as applicable, and the approval of the shareholders and/or creditors of the Company and the Resulting Company, as may be directed by the NCLT or otherwise required under applicable law.

The Scheme as approved by the Board shall be made available on the website of the Company at www.brookslabs.net after submission of the Scheme with Stock Exchanges.

Upon effectiveness of the Scheme, the name of the Resulting Company shall be changed to Brooks Laboratories Limited and the name of the Demerged Company shall be changed to Xuri Lifesciences Limited or such other name as may be approved by the Registrar of Companies.

The disclosure as required under Regulation 30 and Schedule III of Listing Regulations read with SEBI circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure A** hereto.

Brief presentation on the Scheme of Arrangement is enclosed herewith as **Annexure B**.

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

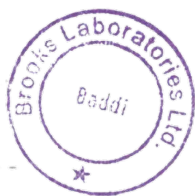
The aforesaid meeting of the Board of Directors of the Company commenced at 4.00 PM (IST) and concluded at 5:30 PM (IST).

We request you to kindly take these submissions on your record and disseminate the same.

Thanking you.

Yours faithfully,

For Brooks Laboratories Limited



Bhushan Singh Rana
Wholetime Director
DIN: 10289384

Encl: As above

Annexure A

Disclosure of information in relation to the Scheme pursuant to Regulation 30 of the Listing Regulations read with the SEBI Master Circular

Sr. No.	Particulars	Details
1.	Brief details of the division(s) to be Demerged	The Scheme provides for the demerger of the Demerged Undertaking (as defined in the Scheme) of Brooks Laboratories Limited ("Demerged Company") into Abridge Speciality Limited ("Resulting Company"), a wholly owned subsidiary of the Demerged Company, on a going concern basis. The "Demerged Undertaking" comprises the Manufacturing Business, together with all assets, movable and immovable properties, liabilities, employees, contracts, rights, obligations, permits, licences, registrations, approvals and other resources relating to or pertaining to the Manufacturing Business, to be transferred to the Resulting Company on a going concern basis. "Manufacturing Business" means manufacturing operations carried on at the Baddi facility along with all the sales carried out of Baddi facility together with the associated exports, loan-licensing business. Contract manufacturing for P2P business along with marketing and distribution channels for foreign and domestic markets of the Demerged Company.
2.	Turnover of the Demerged division and as percentage to the total turnover of the Listed Entity in the immediately preceding financial year / based on financials of last financial year	The turnover attributable to the Demerged Undertaking of Brooks Laboratories Limited for the financial year ended March 31, 2026 was Rs. 8,287.26 lakhs, representing approximately 96.66% of the total turnover of Brooks Laboratories Limited for the financial year ended March 31, 2026.
3.	Rationale for Scheme of Arrangement	The following benefits shall accrue on demerger of the Demerged Undertaking into the Resulting Company: Focused management and accountability: To enable the Manufacturing Business and the residual undertaking of the Demerged Company to be managed independently, with dedicated management teams, clear accountability and greater agility in decision-making;

		b. Management and ownership realignment: To facilitate appropriate alignment of the management and ownership of the respective businesses with the promoter groups associated with such businesses, thereby facilitating continuity of leadership, efficient governance and orderly succession planning, in accordance with the terms of the Scheme; c. Operational and financial clarity: To facilitate the clear identification and allocation of the assets, liabilities, cash flows, personnel and resources attributable to the Manufacturing Business and enable their efficient management and deployment; d. Strategic flexibility: To provide the Manufacturing Business with an independent corporate platform to pursue its growth strategy, capital requirements, financing arrangements, collaborations and other strategic opportunities, having regard to its operational and regulatory requirements; and e. Stakeholder value: To enable the Manufacturing Business to be evaluated and managed on a standalone basis, while preserving the interests of the shareholders, creditors, employees and other stakeholders of the Demerged Company and the Resulting Company in accordance with the Scheme. As a result, the Board of Directors of the Demerged Company and Resulting Company are proposing this Scheme under Sections 230 to 232 of the Companies Act, 2013, which they believe is in the best interest of the all the stakeholders of the parties involved in the Scheme. The Scheme does not involve any compromise or arrangement with the creditors of the Demerged Company or the Resulting Company. The Scheme is not expected to adversely affect the rights or interests of the creditors of either company, and the interests of the creditors shall be protected in accordance with the terms of the Scheme and applicable law.
4.	Brief details of change in shareholding	a. The shareholding pattern of the Demerged Company shall remain unchanged pursuant to the proposed demerger, except for such changes as may arise pursuant to the implementation of the Scheme.

	pattern (if any) of all entities	b. Pursuant to the Scheme, the Resulting Company shall issue and allot 2,94,57,248 equity shares to the shareholders of the Demerged Company in accordance with the Share Entitlement Ratio. Upon such issue and allotment, the existing 10,000 equity shares of the Resulting Company held by the Demerged Company shall be cancelled/extinguished pursuant to the Scheme. Accordingly, the shareholding pattern of the Resulting Company pursuant to the Scheme shall be as under: <table><tr><th rowspan="2">Category</th><th colspan="2">Pre-Scheme</th><th colspan="2">Post-Scheme</th></tr><tr><th>No. of shares</th><th>% shareholding</th><th>No. of shares</th><th>% shareholding</th></tr><tr><td>Promoter and Promoter Group</td><td>10,000</td><td>100%</td><td>1,55,00,292</td><td>52.62%</td></tr><tr><td>Public</td><td>-</td><td>-</td><td>1,39,56,956</td><td>47.38%</td></tr><tr><td>Total Issued and Paid-up Capital</td><td>10,000</td><td>100%</td><td>2,94,57,248</td><td>100%</td></tr></table> c. The shareholding pattern of the Resulting Company pursuant to the Scheme shall be in accordance with the shareholding pattern of the Demerged Company and the Share Entitlement Ratio, and the proportion of shareholding between the Promoter and Promoter Group and the Public shareholders shall remain unchanged pursuant to the Scheme.	Category	Pre-Scheme		Post-Scheme		No. of shares	% shareholding	No. of shares	% shareholding	Promoter and Promoter Group	10,000	100%	1,55,00,292	52.62%	Public	-	-	1,39,56,956	47.38%	Total Issued and Paid-up Capital	10,000	100%	2,94,57,248	100%
Category	Pre-Scheme			Post-Scheme																						
	No. of shares	% shareholding	No. of shares	% shareholding																						
Promoter and Promoter Group	10,000	100%	1,55,00,292	52.62%																						
Public	-	-	1,39,56,956	47.38%																						
Total Issued and Paid-up Capital	10,000	100%	2,94,57,248	100%																						
5.	In case of cash consideration – amount or otherwise share exchange ratio	a. There is no cash consideration involved in the Scheme. b. The consideration for demerger shall be discharged by issue of equity shares by the Resulting Company as follows: <i>“For every 1(One) equity share of Rs. 10 each fully paid up held in Brooks Laboratories Limited, 1 (One) equity share of Rs. 10 each fully paid up shall be issued and allotted by Abridge Speciality Limited”</i>																								
6.	Whether listing would be sought for the resulting entity	Yes. The Resulting Company, being an unlisted company, proposes to seek listing and trading approval for the equity shares proposed to be issued and allotted pursuant to the Scheme on BSE Limited and National Stock Exchange of India Limited, subject to applicable laws, regulations, circulars and the requisite approvals of the Stock Exchanges and SEBI.																								

Annexure B



CREATING

TWO FOCUSED BUSINESS PLATFORMS

Proposed Scheme of Arrangement

A focused restructuring designed to create sharper business focus, aligned ownership and greater strategic flexibility.



This presentation has been prepared by Brooks Laboratories Limited (“BLL”) for information purposes in relation to the proposed Scheme of Arrangement involving the demerger of its manufacturing business into Abridge Speciality Limited. It should be read in conjunction with the relevant Scheme documents and statutory disclosures. This presentation does not constitute an offer, invitation or recommendation to buy or sell any securities, or investment advice.

Certain statements in this presentation, including those relating to the proposed Scheme, its expected benefits, future business prospects, growth opportunities and timelines may constitute forward-looking statements based on management’s current expectations, estimates and assumptions. Such statements are subject to risks, uncertainties and factors beyond the Company’s control, and actual results or developments may differ materially from those expressed or implied. Investors are cautioned not to place undue reliance on these statements.

The proposed Scheme remains subject to applicable statutory and regulatory approvals and the fulfilment of the conditions prescribed therein. No assurance can be given regarding its implementation, timing or anticipated benefits. While the Company has made reasonable efforts to ensure that the information presented is accurate as of the date of this presentation, no representation or warranty is made as to its accuracy or completeness. The Company does not undertake to update or revise any forward-looking statements, except as required under applicable law.

Creating focused business platforms with clearer accountability and flexibility

The proposed Scheme is designed to align each business with its respective priorities and opportunities.

“Growth with Fresh Energy”

The proposed restructuring creates focused business platforms, enabling the next generation of leadership to bring fresh perspectives, sharper accountability and renewed energy to the respective businesses.

01

TWO FOCUSED BUSINESS PLATFORMS

Separate the Manufacturing Business from the Retained Business, enabling each to pursue its respective operational priorities and growth opportunities.

02

SHARPER MANAGEMENT FOCUS

Enabling dedicated management attention and clearer accountability for both platforms.

03

OPERATIONAL & FINANCIAL CLARITY

Create greater clarity in the operations, financial performance and requirements of each business.

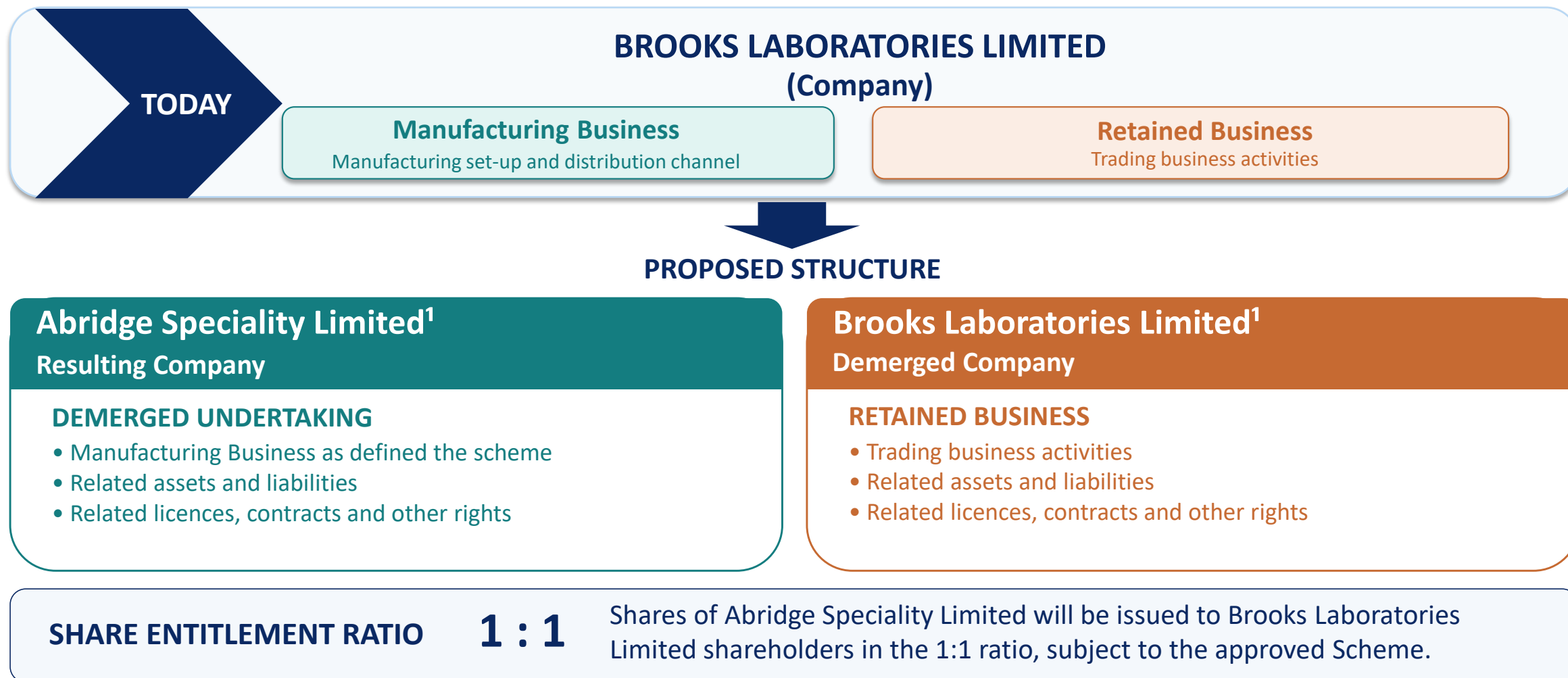
04

STRATEGIC FLEXIBILITY & SHAREHOLDERS VALUE CREATION

Provides greater flexibility to pursue business-specific opportunities, aligning management and ownership, and shareholders value creation.

Creating Two Focused Business Platforms

A proposed demerger to enable sharper business focus and independent growth strategies.



¹ Pursuant to the Scheme and subject to applicable approvals, Abridge Speciality Limited will be renamed Brooks Laboratories Limited, and Brooks Laboratories Limited will be renamed Xuri Lifesciences Limited or such other name as may be approved by the Registrar of Companies.

What Moves. What Stays.

The proposed Scheme allocates the Manufacturing & Trading Businesses, along with their respective investments, related assets and liabilities, between the two platforms.

MOVES TO ABRIDGE SPECIALITY LIMITED

Abridge Speciality Limited

Resulting Company

(Proposed to be renamed as Brooks Laboratories Limited subject to applicable approvals)

- 1 Manufacturing Business² as defined the scheme
- 2 Investment in Associate company
- 3 Expected capital availability for Strategic Growth & Expansion
~₹50 crore
- 4 Related assets and liabilities
- 5 Related licences, contracts and other rights

REMAINS WITH BROOKS LABORATORIES LIMITED

Brooks Laboratories Limited

Demerged Company

(Proposed to be renamed as Xuri Lifesciences Limited or such other name subject to applicable approvals)

- 1 Trading business activities
- 2 Investment in Associate company
- 3 Expected capital availability for Strategic Growth & Expansion
~₹50 crore
- 4 Related assets and liabilities
- 5 Related licences, contracts and other rights

² “**Manufacturing Business**” means the manufacturing operations carried on at the Baddi facility along with all the sales carried out of Baddi facility together with the associated exports, loan-licensing business. Contract manufacturing for P2P business along with marketing and distribution channels for foreign and domestic markets of the Demerged Company.

Your Economic Participation Continues Across Both Platforms

The proposed Scheme provides shareholders with participation in the Resulting Company alongside their continuing holding in Brooks Laboratories Limited.

BEFORE THE SCHEME

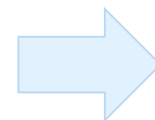
Equity Shareholders of the Company

Equity shareholders hold shares in Brooks Laboratories Limited, which currently carries both the Manufacturing Business and the Trading Business.



Brooks Laboratories Limited

Existing shareholding before the Scheme



Proposed Scheme

AFTER THE SCHEME

Equity Shareholders of the Demerged Company



Abridge Speciality Limited (Resulting Company)

Fresh equity shares received

Brooks Laboratories Limited (Demerged Company)

Existing shares retained

Share Entitlement Ratio: 1:1

ILLUSTRATIVE SHAREHOLDER IMPACT

100 existing shares in Brooks Laboratories Limited

Existing shareholding before the Scheme



Proposed Scheme

100 new shares in Abridge Speciality Limited

Fresh equity shares received at 1:1 ratio

+

100 existing shares in Brooks Laboratories Limited

Existing shares retained

Illustration: An eligible shareholder holding 100 equity shares of Brooks Laboratories Limited as on the applicable record date will continue to hold those 100 shares in Brooks Laboratories Limited and will receive 100 equity shares of Abridge Speciality Limited under the 1:1 share entitlement ratio, subject to the Scheme becoming effective and applicable approvals.

Listing expected about 16 months from filing

Indicative timeline and approvals required at each step of the Scheme of Arrangement.

#	Stage	Indicative timing	Key approvals / actions	Authority
01	Board & Stock Exchange Approvals	Months 1–6	- Board and Audit Committee approval - Valuation report and fairness opinion - Filing with BSE/NSE; SEBI observation letter	Board, BSE/NSE, SEBI
02	NCLT First Motion, Meetings & Regulatory NOCs	Months 6–10	- First motion application to NCLT - Shareholder and creditor meetings; approval by requisite majority - Section 230(5) notices to RD, RoC, Income-tax and GST; obtain NOCs / respond to representations	NCLT, shareholders, creditors, RD, RoC, Income-tax, GST
03	NCLT Sanction & Effective Date	Months 10–13	- Final hearing and sanction order - Order filed with RoC (Effective Date) - Business vests in Abridge; names change	NCLT, RoC
04	Allotment & Listing	Months 13–16	- Record Date fixed - Abridge shares allotted in Share Entitlement Ratio - Listing on BSE and NSE	Boards, BSE/NSE, SEBI

OVERALL INDICATIVE TIMELINE | About 16 months to listing

Promoter inter-se transfers follow within one year of listing

Indicative only; subject to regulatory approvals and implementation requirements.

THANK YOU

Road Ahead & Contact Details

A New Chapter for Brooks Laboratories Limited

Two Focused Platforms. One Long-Term Objective.



FOCUS

Clearer business priorities



ALIGNMENT

Ownership aligned to each platform



VALUE

Positioned for the next phase of growth



EMAIL US

cs@brookslabs.net



CONTACT US

+91-9152207990



VISIT US

www.brookslabs.net