



(CIN NO: L24232HP2002PLC000267)

Regd. Off & Works: Village Kishanpura, Baddi Nalagarh Road, Baddi (H.P) - 174101 (India)
Corp. Off.: 201, "The Summit Business Bay", Behind Guru Nanak Petrol Pump, Off Andheri Kurla
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CORRIGENDUM TO THE NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING TO BE HELD ON SATURDAY, 11TH JANUARY, 2025 AT 11:30 A.M.

Brooks Laboratories Limited ("Company") has circulated the Notice of EOGM ("EOGM Notice") dated 17th December, 2024 pursuant to the provisions of the Companies Act, 2013 ("Companies Act"), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings ("SS-2"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other applicable laws and regulations, it is proposed to seek the consent of its members ("Members"), for the resolutions appended therein, through Remote Electronic Voting ("e-voting") only.

This Corrigendum/addendum is issued to amend/provide additional details as mentioned herein, pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

An Extra-Ordinary General Meeting ("EOGM") of the Members of BROOKS LABORATORIES LIMITED ("the Company") is scheduled to be held on SATURDAY, 11TH JANUARY, 2025 AT 11:30 A.M.

The Notice of the EOGM ("EOGM Notice") was dispatched to the Shareholders of the Company on 19th December, 2024 in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India and all other applicable provisions. Capitalized words and expressions used but not defined herein shall have the same meaning as assigned to them in the EOGM Notice.

The Company had filed applications with the stock exchange namely BSE Limited ("BSE") and National Stock Exchange Limited ("NSE"), for seeking in-principle approval in relation to the proposed preferential issue of Equity shares for which the approval of the shareholders is being sought. Thereafter, the Company has received observations from NSE dated 27th December, 2024 & BSE dated 27th December, 2024 has directed the Company to rectify / provide additional details/information on the Resolution stated in the EOGM Notice through issue of Corrigendum.

Further the Board of Directors /Fund Raising Committee of the company in its meeting held on 7th January, 2025 has approved the corrigendum to notify and provide the additional

information (for changes, correction and addition information in EOGM Notice) to the Shareholders, Stock Exchanges on the Resolution and Explanatory Statement stated in the EOGM Notice dated 17th December, 2024.

This Corrigendum is being issued to notify the amendments/ provide clarifications & additional information's with respect to certain disclosures made under the Resolution no. 1 & its explanatory statement, which is annexed to the Notice ("Explanatory Statement") as mentioned herein:

1. On page no. 15 of EOGM Notice in Explanatory statement, point no. 1: Objects of this Issue shall be read as follows:

Objects of the Issue	Description of object of issue
1. Proposed to be utilized to augment the Company's investment in its Joint Venture	<p>The Company plan to allocate further investment up to Rs. 47,50,00,000/- (Rupees Forty-Seven Crore Fifty Lakh Only) in the form of Optionally Convertible Redeemable Preference Shares (OCRPS) in Brooks Steriscience Limited which is Joint Venture/ Associate company of the Company, Brooks Laboratories Limited already holding 49% equity shares in Brooks Steriscience Limited (BSL), post this investment of Rs. 47,50,00,000/- (Rupees Forty-Seven Crore Fifty Lakh Only) by way of "OCRPS" the equity shareholding of Brooks Laboratories Limited will remain same 49% in Brooks Steriscience Limited (BSL).</p> <p>It is hereby clarified that, subsequent to the investment in the joint venture/ associate, the Company's equity shareholding in the said entity will remain unchanged i.e. 49% of total paid up equity share capital.</p> <p>This investment is made in accordance with the Company's strategic objectives and its ongoing commitment to strengthening its association with Brooks Steriscience Limited.</p> <p>Brooks Steriscience Limited (BSL), established in 2020, is a joint venture between Steriscience Specialties Private Limited and Brooks Laboratories Limited. Operating from its Vadodara facility in Gujarat, India. BSL specializes in the manufacturing of carbapenem products and holds critical regulatory approvals for both its site and products. The plant is US FDA, EU-GMP, UK MHRA, ANVISA approved.</p> <p>This investment proposal is for a strong foothold in the pharmaceutical sector, the Company (Brooks Laboratories Limited) has established itself as a prominent player in pharmaceutical formulation development and production. This Joint Venture (BSL) is aimed at expanding the business operations and further strengthening the Company's position in the industry to expand geographical presence.</p> <p>1. Operational Support: Enhancing the joint venture's working capital to ensure smooth operations and timely execution of its commitments.</p>

	<p>2. Strategic Growth: Facilitating the joint venture in tapping new markets, improving competitiveness, and achieving long-term growth objectives and related activities.</p> <p>The proposed investment aims to consolidate the Company's position within the joint venture, maximize returns, and contribute significantly to the creation of long-term shareholder value.</p>
2. General Corporate Purpose of the Company	<p>The Company proposes to deploy the balance of the Net Proceeds, aggregating to Rs. 2,49,93,080/- (Rupees Two Crore Forty-Nine Lakh Ninety-Three Thousand Eighty Only) (i.e., less than 25% of the total issue size), towards general corporate purposes, in compliance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"). The Net Proceeds earmarked for general corporate purposes may be utilized for, but are not limited to, the following:</p> <ul style="list-style-type: none"> i) Expenses related to human resources, including salaries, recruitment, and employee-related expenditures in the ordinary course of business. ii) Acquisition, maintenance, and upgradation of hardware, software, and allied/ancillary items to improve operational efficiency and infrastructure. iii) Funding growth opportunities that align with the Company's long-term strategy and market expansion plans. iv) Repayment of loans to improve the Company's financial leverage and reduce debt obligations. v) General maintenance expenses related to Factory, Plant. office infrastructure, facilities, and operational efficiency. vi) Payment of technical and professional charges for services related to legal, consulting, auditing, and technical operations. vii) Meeting unforeseen contingencies or expenses in the ordinary course of business which may not be foreseeable at the time of raising funds. viii) In addition to the above, the Company may utilize Net Proceeds for any other expenditures that are deemed expedient by the Board of Directors, or a duly constituted committee thereof, subject to compliance with the relevant provisions of the Companies Act, 2013, and any other applicable laws. The Company's management, in line with the policies set by the Board, shall have the flexibility to allocate any surplus amounts, if any, as required. ix) Issue related expenses i.e. Intermediaries and / or Advisors, (including for underwriting, listing, trading, appointment of legal counsel, depository(ies), banker(s), advisor(s), registrar(s), trustee(s),

	and other intermediaries as required if any) and all such agencies as are or may be required to be appointed, involved or concerned in the issue and allotment of Equity Shares, and to remunerate them by way of fees, commission, brokerage costs, charges and other expenses and also to reimburse them out of pocket expenses incurred by them in connection therewith.
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(Collectively referred as the “Objects”).

2. On page no. 18 of EOGM Notice in Explanatory Statement, point 1- Interim Use of Issue Proceeds shall be read as follows:

Our Company, in accordance with the policies formulated by the “Board” from time to time, will have flexibility to deploy the Issue Proceeds. Pending complete utilization of the Issue Proceeds, **subject to the Compliances with applicable laws and regulations** for the Objects described above, our Company intends to, inter alia, invest the Issue Proceeds in money market instruments including money market mutual funds, deposits in scheduled commercial banks, securities issued by government of India or any other investments as permitted under applicable laws.

3. On page no. 20 of EOGM Notice, in the Explanatory Statement, Point 9: Price of the Issue shall be read as follows:

The Equity shares of the Company are listed with BSE Limited and National Stock Exchange of India Limited (together, the “Stock Exchanges”) and are frequently traded as per provisions of SEBI ICDR Regulations. For the purpose of computation of the price, with BSE Limited and National Stock Exchange of India Limited (together, the “Stock Exchanges”), the Stock Exchange which has the highest trading volume in respect of the Equity shares of the Company, during the preceding **90 Trading days prior to the relevant date in terms of the provisions of Regulation 164 and 166A of the ICDR Regulations**, the minimum price at which the Equity Shares may be issued.

4. On page no. 21 of EOGM Notice, in the Explanatory Statement, Point 12: Compliance Certificate from Practicing Company Secretary shall be read as follows:

A copy of the Compliance Certificate as issued by the M/S Nitesh Chaudhary & Associates (Practicing Chartered Account) certifying that the issue is being made in accordance with the requirements of the SEBI ICDR Regulations shall be available for inspection at the registered office of the Company on all working days till the date of declaration of voting results. Further, a copy of the Compliance Certificate is also available in the “Investors” tab on the website of the Company at the following link: <https://www.brookslabs.net/wp-content/uploads/preferential-issue/Annexure%20IV%20PCS%20Certificate.pdf>

5. On Page No. 21 of EOGM Notice In the explanatory statement, addition of Point No. 15 for Status of Allottee (promoter/Non-promoter):

The proposed preferential issue allottees, current status is non-promoters (public shareholders). There will be no change in the promoter status of the company as a result of this preferential issue. None of the allottees will qualify as promoters, nor will any

allottee acquire an equity shareholding exceeding 25% or more of the post-issue paid-up capital, either individually or in conjunction with any persons acting in concert (PAC). As of the pre-issue status, the preferential allottees are classified as non-promoters (public shareholders), and their post preferential issue status will be non-promoter (Public Shareholders).

This Corrigendum to the EOGM Notice shall form an integral part of the EOGM Notice dated 17th December, 2024, which has already been circulated/dispatched to the Shareholders of the Company on 19th December, 2024 and on and from the date hereof, the EOGM Notice shall always be read in conjunction with this Corrigendum. This Corrigendum will be made available on website of the Company i.e. www.brookslabs.net. All other contents of the EOGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

Place: Baddi
Date: 07/01/2025

For Brooks Laboratories Limited

Sd/-
Bhushan Singh Rana
Whole Time Director
DIN: 10289384

Registered Office:
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