

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **-Brooks Laboratories Limited**
 2. Quarter ending **- 31-Mar-2019**

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Director	D I N	P A N	Cate gory(Chair perso n / Execu tive/ Non- Execu tive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint me nt	Dat e of ces sati on	T e n u r e	No of D irec tors hip lis ted enti ties incl udi ng his s te den tity	No of m em ber ship sin Au dit/ Sta keh old er Com mitt ee(s) in clu din g his s te den tity	No of pos tof C hair pers on in Audi t/ Sta keh old er Com mitt ee held in list ede nt ies incl udin g his s te den tity	Me mbe rsh ip in Com mit tees of the Com pa ny	Remarks
Mr .	Atul Ranchal	0 1 9 9 8 3 6 1	AD MP R5 359 L	C & ED		01- Nov- 2015		6 0	1	0	0		
Mr .	Rajesh Mahajan	0 2 0 0 0 6 3 4	AF GP M8 060 D	ED	M D	01- Nov- 2015		6 0	1	2	0	AC,SC	
Mr .	Durga Shankar Maity	0 3 1 3 6 3	AH NP M4 221 B	ED	C E O	10- Sep- 2018		6 0	1	0	0		

		6 1											
Mr .	Rajnish Kumar Bedi	05287369	AK QP B7 379 D	ID		08-Aug-2014		60	1	2	2	AC,SC ,NRC	
Mr .	Deepak Mahajan	06702389	AE LP M6 203 Q	ID		08-Aug-2014		60	1	2	0	AC,SC ,NRC	
Mr s.	Sonia Gupta	06998420	AP UP G7 892 M	ID		29-Sep-2014		60	1	0	0	NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Deepak Mahajan	ID	Member	08-Aug-2014	
2	Rajesh Mahajan	ED	Member	01-Nov-2015	
3	Rajnish Kumar Bedi	ID	Chairperson	08-Aug-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Deepak Mahajan	ID	Member	08-Aug-2014	
2	Rajesh Mahajan	ED	Member	01-Nov-2015	

3	Rajnish Kumar Bedi	ID	Chairperson	08-Aug-2014	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Deepak Mahajan	ID	Member	08-Aug-2014	
2	Sonia Gupta	ID	Member	29-Sep-2014	
3	Rajnish Kumar Bedi	ID	Chairperson	08-Aug-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
14-Nov-2018	14-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	14-Nov-2018	14-Feb-2019		Yes
Nomination & Remuneration Committee	29-Dec-2018	28-Mar-2019		Yes
Stakeholders Relationship Committee	31-Oct-2018	28-Feb-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit	91

Committee]	
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v. **Related Party Transactions**

Subject	Compliance status(Y/N)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	nnThere is no Relative party transaction except Remuneration to Directors and their Relatives.
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the reports submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

nNo Negative Observation

Name : Jyoti Sancheti
Designation : Company Secretary & Compliance Officer

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Ye	Company Remark	Website
Details of business	Yes		www.brookslabs.net
Terms and conditions of appointment of independent directors	Yes		www.brookslabs.net
Composition of various committees of board of directors	Yes		www.brookslabs.net
Code of conduct of board of directors and senior management	Yes		www.brookslabs.net
Details of establishment of vigil mechanism/Whistle Blower Policy	Yes		www.brookslabs.net
Criteria of making payment to non-executive directors	Yes		www.brookslabs.net
Policy on dealing with related party transaction	Yes		www.brookslabs.net
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted to independent directors	Yes		www.brookslabs.net
Contact information of the designated officer of the listed entity who are responsible for compliance	Yes		www.brookslabs.net
email address for grievance redressal and other communication	Yes		www.brookslabs.net
Financial results	Yes		www.brookslabs.net
Shareholding pattern	Yes		www.brookslabs.net
Details of agreements entered into with related parties	Not		
hemedia companies and/or their associated companies	Applicable		
New name and the old name of the listed entity	Not		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Ye	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1)&(2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes	

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5)&(6)	Not Applicable	
<i>Maximum Directorship & Tenure</i>	25(1)&(2)	Yes	
<i>Meeting of independent directors</i>	25(3)&(4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2)&26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : **Jyoti Sancheti**
Designation : **Company Secretary & Compliance Officer**