

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **Brooks Laboratories Limited**
 2. Quarter ending **- 31st March, 2020**

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	Cat e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	Dat e o f A p p o i n t m e n t	Dat e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ?	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No of Independent Directorship in listed entities including this listed entity	No of membership in Audit/ Stakeholder Committee(s) including this listed entity	No of post office Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
M r.	A t u l R a n c h a l	0 1 9 9 8 3 6 1	A D M P R 5 3 5 9	C & ED		23- Jan - 200 2	01- Nov- 2015		6 0	0 9- O c t - 1 9 6 7	NA		1 0	0	0			

			L														
M r.	Raj esh Ma haj an	0 2 0 0 6 3 4	A F P M 8 0 6 0 D	ED	23- Jan - 200 2	01- Nov- 2015		6 0	0 1- Ju l- 1 9 6 9	NA		1	0	2	0	AC,SC	
M r.	Sur esh Gar g	0 8 5 4 4 3 0 8	A J G P G 6 6 8 9 Q	ED	26- Au g- 201 9	25- Sep- 2019		6 0	2 6- F eb - 1 9 7 7	NA		1	0	0	0		
M r.	Raj nis h Ku mar Be di	0 5 2 8 7 3 6 9	A K Q P B 7 3 7 9 D	ID	08- Au g- 201 4	08- Aug- 2019		6 0	0 4- F eb - 1 9 6 9	NA		1	1	2	2	AC,SC ,NRC	
M r.	De epa k Ma haj an	0 6 7 0 2 3 8 9	A E L P M 6 2 0 3 Q	ID	08- Au g- 201 4	08- Aug- 2019		6 0	1 5- M ar - 1 9 7 0	NA		1	1	2	0	AC,SC ,NRC	
M rs .	Son ia Gu pta	0 6 9 9 8 4 2 0	A P U P G 7 8 9 2	ID	29- Sep - 201 4	30- Sep- 2019		6 0	2 8- Ja n- 1 9 8 1	NA		1	1	0	0	NRC	

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Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Rajnish Kumar Bedi	ID	Chairperson	08-Aug-2019	
2	Rajesh Mahajan	ED	Member	01-Nov-2015	
3	Deepak Mahajan	ID	Member	08-Aug-2019	

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	Rajnish Kumar Bedi	ID	Chairperson	08-Aug-2019	
2	Rajesh Mahajan	ED	Member	01-Nov-2015	
3	Deepak Mahajan	ID	Member	08-Aug-2019	

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	Rajnish Kumar Bedi	ID	Chairperson	08-Aug-2019	
2	Deepak Mahajan	ID	Member	08-Aug-2019	
3	Sonia Gupta	ID	Member	30-Sep-2019	

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
13-Nov-2019	31-Jan-2020	Yes	4	1
	07-Feb-2020	Yes	4	2
	14-Feb-2020	Yes	6	3
	03-Mar-2020	Yes	4	2
	19-Mar-2020	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days)	60

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	13-Nov-2019	14-Feb-2020	Yes	3	2
Nomination & Remuneration Committee	16-Dec-2019	14-Feb-2020	Yes	3	3
Stakeholders Relationship Committee	16-Dec-2019			0	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	92

v. **Related Party Transactions**

Subject	Compliance status (Yes/No)
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	There is no related 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) R

- egulations,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:

%affirmComments%

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
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.brookslabs.net
Terms and conditions of appointment	Yes		www.brookslabs.net
Composition of various committees of	Yes		www.brookslabs.net
Code of conduct of board of	Yes		www.brookslabs.net
Details of establishment of vigil mechanism/	Yes		www.brookslabs.net
Criteria of making payments to non-	Yes		www.brookslabs.net
Policy on dealing with related party	Yes		www.brookslabs.net
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.brookslabs.net
Email address for grievance redressal and other relevant details entity who are	Yes		www.brookslabs.net
Contact information of the designated	Yes		www.brookslabs.net
Financial results	Yes		www.brookslabs.net
Shareholding pattern	Yes		www.brookslabs.net
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.brookslabs.net
Credit rating or revision in credit rating	Yes		www.brookslabs.net
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.brookslabs.net
Materiality Policy as per Regulation 30	Yes		www.brookslabs.net
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		www.brookslabs.net
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	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>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1), (2), (3), (4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<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>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Not Applicable	
<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**