BLS INTERNATIONAL

THE BLS GROUP

NOTICE

Notice is hereby given that an Extraordinary General Meeting of the members of BLS International Services Limited, the ("Company") will be held on Friday, May 27, 2016 at 03:00 P.M. at 101, 1st Floor, Vijaya Building 21, Barakhamba Road, New Delhi – 110001 to transact the following businesses:

SPECIAL BUSINESSES:

ITEM NO.1: INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to section 13, 61and 64 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share capital and Debenture)Rules, 2014 and other applicable provisions, the consent of the members be and is hereby accorded to increase the authorised share capital of the Company from existing INR 10,24,50,000 (Indian Rupees Ten Crore Twenty Four Lakh Fifty Thousand Only) divided into 1,02,45,000 equity shares of INR 10/- (Indian Rupees Ten) each to INR 20,24,50,000/- (Indian Rupees Twenty Crores Twenty Four Lakh Fifty Thousand Only), divided into 2,02,45,000 (Two Crores Two lakh Forty Five Thousand) Equity Shares of INR 10/- (Indian Rupees Ten) each by creation of additional 1 Crore shares (One Crore) of Rs. 10/- (Indian Rupees Ten) each ranking pari passu with the existing shares of the company.

RESOLVED FURTHER THAT pursuant to Section 13, 61 and 64 and all other applicable provisions, if any, of the Companies Act, 2013, the existing clause V of the Memorandum of Association of the Company be and is hereby substituted with the following new Clause V as under:

"V. The Authorised Share Capital of the Company is Rs.20,24,50,000/- (Rupees Twenty Crores Twenty Four Lakh Fifty Thousand Only) divided into 2,02,45,000 (Two Crores Two lakh Forty Five Thousand) Equity Shares of Rs. 10/- (Rupees Ten only) *each.*

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Board be and are hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient and to sign, execute and submit all the requisite documents with the appropriate authority including filing of requisite documents with the Registrar of Companies.

ITEM NO.2: ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS:

To consider and, if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Companies Act read with Rule 14 of Companies (Prospectus and Allotment of Securities) Rules,

2014 and other relevant rules made there-under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions of Memorandum of Association and Articles of Association of the Company, provisions of the Listing Agreement entered into by the Company with the stock exchange(s) where the shares of the Company are listed ("**Stock Exchange(s)**"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("**SEBI**"), including the SEBI (Issue of Capital And Disclosure Requirements) Regulations, 2009 ("**SEBI ICDR Regulations**"), Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder (including any statutory amendment(s), modification(s) and or re-enactment(s) thereof, for the time being in force) and subject to the approvals, consents, permissions and/ or sanctions, as may be required from the Government of India, the Reserve Bank of India, the Foreign Investment Promotion Board, SEBI, Stock Exchange(s) and any other relevant statutory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or, modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the board of directors of the Company (hereinafter referred to as the "**Board**" which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred by this resolution), the consent of the members be and is hereby accorded to the Board to create, offer, issue and allot, equity shares, on preferential basis, of a value not more than 3.45 million USD, for cash at an issue price of Rs. 720/- (Seven Hundred Twenty Only) including premium of Rs. 710/- (Rupees Seven Hundred Ten Only) in accordance with the provisions of Chapter VII of SEBI (ICDR) Regulations, 2009 to the Sistema Asia Fund Pte. Ltd., ('Investor') an entity belonging to the Non-Promoter Category ("**Proposed Allottee**") on such other terms and conditions as may be determined by the Board.

RESOLVED FURTHER THAT pursuant to the above mentioned allotment, the allottee's post allotment equity shareholding in the Company will not cross the threshold of 3% of the expanded capital.

RESOLVED FURTHER THAT the Relevant Date, as per the provisions of Regulation 71 of Chapter VII of the SEBI (ICDR)Regulations, 2009 for the determination of issue price of the Equity Shares is April 26, 2016 being the date which is 30 (thirty) days prior to the date of this Extraordinary General Meeting i.e. May 27, 2016.

RESOLVED FURTHER THAT the Equity Shares to be allotted to the Proposed Allottee shall be under lock-in for such period as may be prescribed by the SEBI (ICDR) Regulations, 2009.

RESOLVED FURTHER THAT the Board be and is hereby authorized to make an offer to the proposed allottee through private placement offer letter immediately after passing of this resolution with a stipulation that allotment would be made only upon receipt of in-principle approval from the Stock Exchange.

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank *pari passu* in all respects including as to dividend, with the existing fully paid up Equity Shares of face value of Rs. 10/- (Rupees Ten only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

For BLS International Services Limited

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RESOLVED FURTHER THAT for the purpose of giving effect to this resolution and for the purpose of issue and allotment of the Equity Shares and listing thereof with the Stock Exchange(s), the Board of Directors/Committee(s) of the Board be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges for obtaining in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, signing of all deeds and documents as may be required and all other allied matters in connection therewith without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

By order of the Board of Directors
For BLS International Services Limited

Prabhat Srivastava
(Company Secretary)
BLS International Services Limited
CIN: L51909DL1983PLC016907
Reg. off. Address: G-4B-1 Extension,
Mohan Co-Operative Indl. Estate,
Mathura Road New Delhi-110044

Date: April 28, 2016
Place: New Delhi

Notes:

1. An explanatory statement as required under Section 102 of the Companies Act, 2013 in respect of the business specified above is annexed hereto.

2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. However, a member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other shareholder. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent

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herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

3. Only registered members of the Company holding shares as on the cut-off date decided for the purpose, being May 20 2016, or any proxy appointed by such registered member may attend and vote at the Extraordinary General Meeting as provided under the provisions of the Companies Act, 2013.

4. Electronic copy of the Notice of the aforesaid Extraordinary General Meeting of the Company inter alia indicating the process and manner of e-Voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the aforesaid Extraordinary General Meeting of the Company inter alia indicating the process and manner of e-Voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. The cut-off date decided for the purpose of reckoning the number of shareholders eligible to receive notice of EGM is April 29, 2016.

5. Voting Rights: Shareholders holding Equity Shares shall have one vote per share as shown against their holding and shareholders.

6. **VOTING THROUGH ELECTRONIC MEANS**

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Extraordinary General Meeting by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Securities Limited (CDSL).

Note: Please read the instructions printed below before exercising your vote.

The instructions for members for voting electronically are as under:

The instructions for shareholders voting electronically through CDSL are as under:

I. The voting period begins on Sunday, May 22, 2016, at 9:00 a.m. and ends on Thursday, May 26, 2016 at 5:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. May 20, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
II. The shareholders should log on to the e-voting website www.evotingindia.com.
III. Click on Shareholders.
IV. Now Enter your User ID:
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

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c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

V. Next enter the Image Verification as displayed and Click on Login.

VI. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

VII. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

VIII. After entering these details appropriately, click on "SUBMIT" tab.

IX. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

X. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

XI. Click on the EVSN for the relevant Company name viz. BLS International Services Limited on which you choose to vote.

XII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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XIII. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

XIV. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

XV. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

XVI. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

XVII. If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

XVIII. Note for Non-Individual Shareholders & Custodians:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves as Corporates and Custodians respectively.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com .
- After receiving the login details they should create compliance user using the admin login and password. The Compliance user would be able to link the depository account(s) / folio numbers on which they wish to vote.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

XIX. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

Other Instructions:

A. Ms. Neha Seth, M/s Neha Seth &Associates, Company Secretaries (C. P. No. 12908) has been appointed as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

B. The scrutinizer shall, immediately after the conclusion of evoting, first count the votes casted, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses

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not in the employment of the Company and make not later than two working days of the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the chairman or a person authorized by him in writing who shall countersign the same.

C. The results declared along with the Scrutinizers report shall be placed on the website of the Company and on the website of CDSL within two days of declaration of result on May 30, 2016 and will be communicated to the designated stock exchanges where the shares of the company are listed.

D. All the documents referred to in the accompanying notice and Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 will be available at the registered office of the Company during the business hours on all working days upto the date of declaration of the result.

EXPLANATORY STATEMENTUNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

The management of the company has, keeping in view the requirement of meeting its working capital requirements for the existing operations and to support its growth plans and further expand its business operations, proposed the infusion of funds in the company. In view of this, the Authorized Share Capital of the Company is required to be enhanced to meet the issue size. Therefore, the Authorized share capital is proposed to be increased from the existing INR 10,24,50,000 (Indian Rupees Ten Crore Twenty Four Lakh Fifty Thousand Only) divided into 1,02,45,000 equity shares of INR 10/- (Indian Rupees Ten) each to INR 20,24,50,000/- (Indian Rupees Twenty Crores Twenty Four Lakhs Fifty Thousand Only), divided into 2,02,45,000 Equity Shares of INR 10/- (Indian Rupees Ten) each.as indicated in the Resolution at Item No. 1 of the Notice.

Your Board recommends the passing of the Resolution as set out at Item No. 1 as an Ordinary Resolution.

None of the Directors or the Key Managerial Personnel of the Company including their relatives in any way concerned or interested in the aforesaid resolution.

Item No. 2

With a view to augment funds in the company to meet its working capital requirements for the existing operations and to support its growth plans and further expand its business operations, the Company, subject to necessary approvals, proposes to raise funds by way of making a preferential allotment of Equity Shares to an entity belonging to the Non- Promoter Category of the Company.

The Salient Features of the Proposed Preferential Issue of Equity Shares are as under:

The proposed issue and allotment of Equity Shares, on preferential basis, shall be governed by the applicable provisions of the SEBI (ICDR) Regulations, 2009 and the Companies Act, 2013 read with the applicable provisions of the rules made thereunder and following terms:

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(a) The "Relevant Date" as per the SEBI (ICDR) Regulations, 2009 for determining the minimum price for the preferential issue of Equity Shares is April 26, 2016 i.e. 30 (thirty) days prior to the date of this Extraordinary General Meeting i.e. May 27, 2016.

(b) The proposed allottee shall be required to bring in 100% of the consideration for the Equity Shares to be allotted to such proposed allottee, on or before the date of allotment thereof.

(c) The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the proposed allottee.

(d) Equity Shares, proposed to be allotted shall be under lock in for such period as may be prescribed under Chapter VII of the SEBI (ICDR) Regulations, 2009.

(e) Equity Shares so allotted as part of this proposed preferential issue shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.

(f) The post allotment equity shareholding of the proposed allottee in the Company shall not cross the threshold of 3% of the expanded capital of the Company.

(g) Allotment shall only be made in dematerialized form.

(h) The issue of Equity Shares shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.

Therefore, in compliance with the provisions of applicable laws, the proposed resolution as set out at Item No. 2 is recommended for the approval of Shareholders as **Special Resolution.**

Further, details of preferential allotment and other particulars in terms of Regulation 73 of SEBI (ICDR) Regulations, in relation to the aforementioned special resolutions are given as under:

A. Object of the Proposed Preferential Issue of Equity Shares

The objective of the proposed preferential allotment of Equity Shares to the proposed allottee is to meet working capital requirements for existing operations and to support growth plans and further expand business operations of the Company. .

B. Intention of the Promoters, Directors or Key Managerial Personnel to Subscribe to the Proposed Preferential Issue:

None of the Promoters, Directors or Key Managerial Personnel, intends to subscribe to any shares pursuant to this preferential issue of Equity Shares.

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C. Shareholding Pattern of the Company before and after the Preferential Issue of Equity Shares:

The shareholding pattern of the Company giving the present position and after considering the proposed preferential issue of Equity Shares is provided hereunder:

Name of shareholders	Pre issue Shareholding Structure		No. of Equity shares to be allotted#	Post issue Shareholding Structure	
	No of Shares held	% of shares		No of Shares held	% of shares
Promoter & Promoter Group					
(1) Indian					
(a) Individuals /HUF	3022452	29.50	0	3022452	28.62
(b) Central Govt. /State Govt.	0	0.00	0	0	0
(c)Bodies Corporate	4583548	44.74	0	4583548	43.40
(d) Financial Institutions /Banks	0	0.00	0	0	0
Sub Total (A)(1)	**7606000**	**74.24**	**0**	**7606000**	**72.02**
(2) Foreign					
(a) Individuals (NRIs/ Foreign Individuals)	0	0	0	0	0
(b) Bodies Corporate	0	0	0	0	0
(c) Institutions	0	0	0	0	0
Sub Total (A)(2)	**0**	**0**	0	**0**	**0**
Total shareholding of Promoter & Promoter Group (A) = (A)(1) + (A)(2)	**7606000**	**74.24**	**0**	**7606000**	**72.02**
(B) Non Promoters' Shareholding					
Institutional Investors	0	0.00	0	0	0
Financial Institutions/Banks/Foreign Bodies Corporate	0	0.00	0	0	0
Non-Institutions:					
(a) Bodies Corporate	0	0.00	0	0	0
(b) (i) Individual holding nominal share capital up to Rs. 2Lacs	19978	0.20	0	19978	0.19
(ii) Individual holding nominal share capital in excess of Rs.2 Lacs	2619022	25.56	0	2619022	24.80
(c) Any Other –					
i. Foreign Bodies corporate	0	0.00	316250#	316250	2.99

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ii. Trusts					
(i)Non Resident Indians	0	0.00	0	0	0
(ii) HUF	0	0.00	0	0	0
(iii) Directors & their relatives	0	0.00	0	0	0
Total Public Shareholding (B)	**2639000**	**25.76**	**316250**	**2955250**	**27.98**
Total (A+B)	**10245000**	**100.00**	**316250**	**10561250**	**100.00**

The proposed number of equity shares have been computed on the basis of USD-Rupee Exchange Rate, as on the date of the Notice (1 USD=Rs 66.45). The actual numbers may vary, depending upon the actual USD-Rupee Exchange Rate as on the date of allotment in such a manner that the allottee's post allotment equity shareholding in the Company will not cross the threshold of 3% of the expanded capital. Accordingly, the post Shareholding Pattern will also vary.

D. Proposed Time Within Which the Preferential Issue shall be Completed:

In terms of Regulation 74(1) of the SEBI (ICDR) Regulations, the proposed preferential allotment will be completed within a period of 15 (fifteen) days from the date of passing of resolution as set out at item No. 2.

Provided that, where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, Stock Exchange(s) or other concerned authorities.

E. Identity of the Proposed Allottee and the Percentage of Post Preferential Issue Capital that may be held by them:

Name of Proposed Allottee(s)	Category	Pre-issue share holding		Allotment	Post issue Shareholding	
		No. of Equity Shares	%	No. of Equity Shares#	No. of Equity Shares	%
Sistema Asia Fund Pte. Ltd.	Non-Promoter	-	-	316250	316250	2.99

#The proposed number of equity shares have been computed on the basis of USD-Rupee Exchange Rate, as on the date of the Notice (1 USD=Rs 66.45). The actual numbers may vary, depending upon the actual USD-Rupee Exchange Rate as on the date of allotment in such a manner that the allottee's post allotment equity shareholding in the Company will not cross the threshold of 3% of the expanded capital. Accordingly, the post Shareholding Pattern will also vary.

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The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees is as follows:

Name of proposed allottee(s)	Details of Ultimate Beneficial Owners
Sistema Asia Fund Pte. Ltd.	SISTEMA JSFC^

^The entity shares of Sistema JSFC are listed on Moscow Stock Exchange and London Stock Exchange.

F. Consequential Changes in the Voting Rights and Change in Management:

As a result of the proposed preferential issue of Equity Shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

G. Lock-in Period:

Since the allottee does not have pre-preferential holding in the company, the lock in provision of pre-preferential does not apply.

The Equity Shares to be allotted on a preferential basis to entity belonging to the Non-Promoter Group shall be subject to 'lock-in' for a period of one year from the date of trading approval for such Equity Shares in accordance with Regulation 78(1) of the SEBI (ICDR) Regulations, 2009.

H. Issue Price and Relevant Date:

The Relevant Date on the basis of which the price of the issue of Equity shares has been calculated is April 26, 2016 i.e. 30 days prior to the date of Extraordinary General Meeting.

Since, the Company's Equity Shares are infrequently traded, hence the price is determined in terms of Regulation 76A of the SEBI (ICDR) Regulations, 2009. Accordingly, the price determined comes out to be Rs. 718.93/- per Equity Share which is less than proposed issue price of Rs. 720/- per Equity Share. The Company shall submit a certificate as required under Regulation 76A of the SEBI (ICDR) Regulations, 2009 with the stock exchanges, where the Equity Shares of the Company are listed.

I. Re-computation of Issue Price:

Since, the Company's Equity Shares are infrequently traded, and the Issue Price has been determined in terms of Regulation 76A of the SEBI (ICDR) Regulations, 2009, the requirement of re-computation of issue price is not applicable.

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Accordingly, the requirement to furnish undertakings under Regulation 73(1) (f) and (g) of the SEBI (ICDR) Regulations, 2009 is not applicable.

J. Auditor's Certificate:

The certificate from M/s. P. Bholusaria & Co, Chartered Accountants, being the Statutory Auditors of the Company certifying that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations, 2009 shall be available for inspection at the registered office of the Company upto the date of declaration of results and shall also be placed at the Extra Ordinary General Meeting.

The Board recommends the Resolutions as set out at Item No. 2 for approval by the Members by way of ***Special Resolution***.

None of the Directors or the Key Managerial Personnel of the Company including their relatives in any way concerned or interested in the aforesaid resolution.

The members are, therefore, requested to accord their approval authorizing the Board of Directors for proceeding with the proposed preferential issue as set out in the resolutions at item No. 2.

By order of the Board of Directors
For BLS International Services Limited

For BLS International Services Limited
Prabhat Srivastava
Authorised Signatory

Prabhat Srivastava
(Company Secretary)
BLS International Services Limited
CIN: L51909DL1983PLC016907
Reg. off. Address: G-4B-1 Extension,
Mohan Co-Operative Indl. Estate,
Mathura Road New Delhi-110044

Date: April 28, 2016
Place: New Delhi

BLS INTERNATIONAL SERVICES LIMITED

Registered Office: 1001 G-4B-1 Extension, Co-Operative Indl. Estate, Mathura Road New Delhi-110044
Tel: 91-11-23310658; **Website:** www.blsinternational.com , **Email:** info@blsinternational.com

CIN No. L51909DL1983PLC016907

ATTENDANCE SLIP

Extra Ordinary General Meeting

Day, Date & Time **:** Friday, May 27, 2016 at 3:00 p.m.

Venue of the meeting : 101, 1st Floor, Vijaya Building 21, Barakhamba Road, New Delhi – 110001

Please Fill Attendance slip and hand it over at the entrance of the meeting venue

Name	
Address	
DP Id*	
Client Id*	
Folio No.	
No. of shares held	

*Applicable for investors holding shares in Electronic form.

I certify that I am the registered shareholders/proxy for the registered shareholder of the Company.

I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Friday, May 27, 2016 at 3:00 pm at 101, 1st Floor, Vijaya Building 21, Barakhamba Road, New Delhi – 110001

Signature of Member / Proxy

Notes:

1. Registration will start at 2:15 p.m. and close at 3:00 pm on the day of the Meeting
2. Members are required to produce their duly signed Attendance slips
3. Members should produce their entry passes at the entrance of the Extra Ordinary General Meeting hall for attending the same.

FORM NO. MGT-11
PROXY FORM
[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L51909DL1983PLC016907

Name of the Company: BLS International Services Limited

Registered Office: G-4B-1 Extension, Mohan Co-Operative Indl. Estate, Mathura Road New Delhi – 110044

Names of the Members(s):	
Registered Address:	
Email Id:	
Folio No. / Client Id:	
DP ID:	

I/We, being the member(s), holding_____ shares of the above named company, hereby appoint:

1. Name:_____
   Address: _____
   _____
   E-mail Id: _____
   Signature: _____ or failing him

2. Name:_____
   Address: _____
   _____
   E-mail Id: _____
   Signature: _____ or failing him

3. Name:_____
   Address: _____
   _____
   E-mail Id: _____
   Signature: _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on Friday, May 27, 2016 at 03:00 P.M. at 101, 1st Floor, Vijaya Building 21, Barakhamba Road, New Delhi – 110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Resolutions	Vote (optional, see the note)	
		For	Against
1.	Increase of Authorized Share Capital of the Company		
2.	Issuance of Equity Shares on preferential basis		

Signed this _____day of_____, 2016.

Signature of the Shareholder:_____

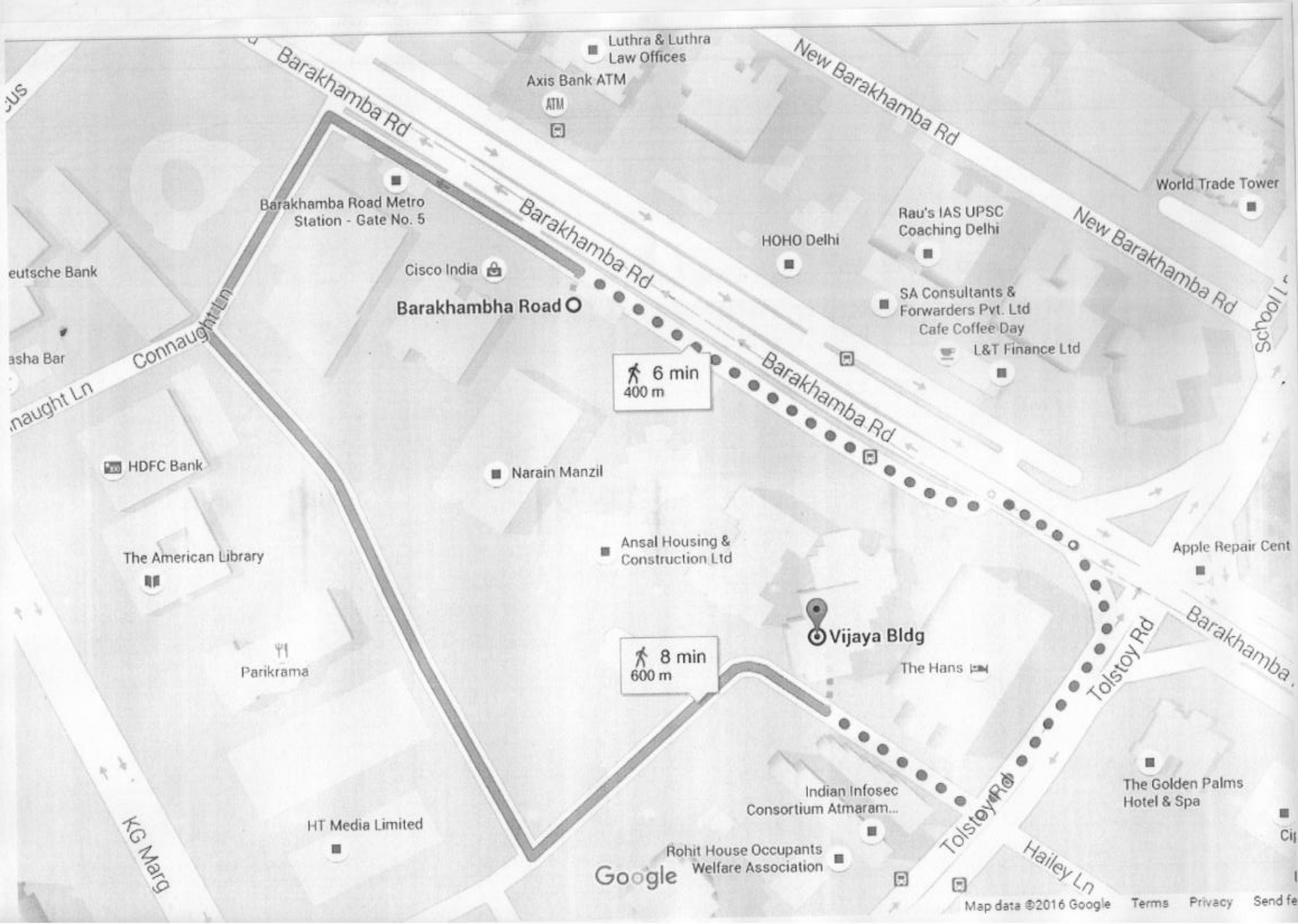
Signature of the Proxy holder(s)_____

Affix Revenue Stamp of Rs. 1/-

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. It is optional to indicate your preference. If you leave the For or Against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.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L&T Finance Ltd
Connaught Ln
6 min
400 m
HDFC Bank
Narain Manzil
The American Library
Ansal Housing & Construction Ltd
Apple Repair Cent
Vijaya Bldg
8 min
600 m
Parikrama
The Hans
Tolstoy Rd
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