

September 21, 2023

<b>National Stock Exchange of India Ltd.,</b> Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra [E], Mumbai – 400051	<b>BSE Limited,</b>  Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	<b>Metropolitan Stock Exchange of India Ltd.,</b>  Vibgyor Towers, 4 <sup>th</sup> Floor, Plot No. C62, G - Block, Opp. Trident Hotel, Bandra Kurla, Complex, Bandra (E), Mumbai – 400098
NSE Scrip Symbol: BLS	BSE Scrip Code: 540073	MSE Scrip Symbol: BLS

**Subject: Outcome of 39<sup>th</sup> Annual General Meeting held on September 21, 2023**

Dear Sir / Madam,

We would like to inform you that 39<sup>th</sup> Annual General Meeting (“39<sup>th</sup> AGM”) of BLS International Services Limited (“the Company”) was held today i.e., Thursday, 21<sup>st</sup> September, 2023 through the Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility to transact the businesses as stated in the notice dated August 09, 2023 convening the AGM.

The AGM Commenced at 3:00 PM (IST) and Concluded at 03:48 PM (Including time allowed for E voting at AGM)

Pursuant to Regulation 30(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations, 2015”) read with Para- A of Part – A of Schedule III of the SEBI (LODR) Regulations, 2015, we enclose herewith proceeding of the 39<sup>th</sup> AGM of the Company as **Annexure-A**.

We request you to kindly take this information on your record

**For BLS International Services Limited**

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**Dharak A. Mehta**  
**Company Secretary & Compliance Officer**  
**ICSI Membership No.: ACS40502**

Encl: as above

**Annexure A****Proceedings of 39<sup>th</sup> Annual General Meeting**

The 39<sup>th</sup> Annual General Meeting (“**39<sup>th</sup> AGM**”) of members of BLS International Services Limited (“**the Company**”) was held on Thursday, 21<sup>th</sup> September, 2023 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the various circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), from time to time. The 39<sup>th</sup> AGM was commenced at 3:00 PM and concluded at 03:48 PM (Including time allowed for E voting at 39<sup>th</sup> AGM)

Mr. Nikhil Gupta (DIN: 00195694), Managing Director of the Company, chaired the proceedings of the 39<sup>th</sup> AGM of the Company.

Mr. Dharak Mehta, Company Secretary & Compliance Officer of the Company welcomed the members of the Company, Board members and other invitees present at the 39<sup>th</sup> AGM of the Company. The Company Secretary introduced the Board of Directors and other Invitees/ attendees present at the 39<sup>th</sup> AGM who had connected through VC. Thereafter, the Company Secretary ascertained the requisite quorum and called the Meeting to order.

The Company Secretary also acknowledged the attendance of Authorized Representatives of M/s. S. S. Kothari Mehta & Company, Statutory Auditors and M/s. D. K. Chawla & Co. Company Secretary in practice, Secretarial Auditors of the Company.

The proceedings of 39<sup>th</sup> AGM was initiated with the permission of Chairman of the 39<sup>th</sup> AGM. The Company Secretary provided statutory and general instructions to the members regarding the participation in the 39<sup>th</sup> AGM through VC.

The Company Secretary further informed the Members that the Statutory Auditors Report contain No qualification or adverse remarks. Further there was no qualification or adverse remark by Secretarial Auditors of the Company. Hence with the permission of the Members present, Statutory Auditors Report on the Financial Statements for the financial year ended March 31, 2023 and Secretarial Audit Report for the Financial Year ended March 31, 2023 as a part of the Annual Report along with notice convening the 39<sup>th</sup> AGM, already been circulated through email to all shareholders, were taken as read.

The Company Secretary further informed the members that, Memorandum and Articles of Association and all Statutory Registers maintained under the Companies Act, 2013 has been kept open for the inspection of members through electronically.

The Company Secretary informed the Members that pursuant to provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended to its members facility to exercise their rights to vote by electronic means through remote e-voting facility provided by Central Depository Services (India) Limited (“CDSL”) with respect to the items to be transacted at 39<sup>th</sup> AGM. The e-voting period was commenced from Monday, September 18, 2023 at 9:00 A.M. and ended on Wednesday, September 20, 2023 at 5:00 P.M.

In remote e-voting, the shareholders had voting rights in proportion to their shares in the paid-up equity capital and thereof to maintain parity. Members, who had already voted through remote e-voting process, were not barred from participating in the meeting, but he/she was not entitled to e-vote again in the 39<sup>th</sup> AGM.

The Company Secretary informed the Members in detail about the transactions as mentioned all resolution(s) set out in the 39<sup>th</sup> AGM notice are as follows:

<b>ORDINARY BUSINESSES:</b>	
1	To consider and adopt a. Audited financial statements of the Company for the financial year ended March 31, 2023 together with the reports of Board of Directors and Auditors thereon; and b. Audited consolidated financial statements of the Company for the financial year ended March 31, 2023 together with the report of Auditors thereon. <b>(ORDINARY RESOLUTION)</b>
2	To confirm Interim Dividend of ₹ 0.50/- (50%) on each paid up equity shares already paid for the Financial Year 2022-2023 and declare Final Dividend of ₹ 0.25/- (25%) on each paid up equity shares for the financial year ended March 31, 2023. <b>(ORDINARY RESOLUTION)</b>
3	To appoint a director in place of Mr. Shikhar Aggarwal, (DIN: 06975729) who retires by rotation and, being eligible, offers himself for re-appointment. <b>(ORDINARY RESOLUTION)</b>

4	To re-appoint M/s. S.S. Kothari Mehta & Co., Chartered Accountants, (ICAI FRN – 000756N), as Statutory Auditors of the Company and fix their remuneration. <b>(ORDINARY RESOLUTION)</b>
<b>SPECIAL BUSINESSES:</b>	
5	Payment of remuneration to Mr. Diwakar Aggarwal (DIN: 00144645), Chairman in the category of Non-Executive Non-Independent Director <b>(SPECIAL RESOLUTION)</b> .
6	To consider and approve BLS International Employees Stock Option Scheme – 2023. <b>(SPECIAL RESOLUTION)</b>
7	To approve granting of stock options to the employees of subsidiary company (ies) or Associate Company (ies) or Holding Company (present & future) under the BLS International Employee Stock Option Scheme– 2023. <b>(SPECIAL RESOLUTION)</b>
8	To approve granting of employee stock options to the employees of the Company by way of secondary acquisitions under the BLS International Employees Stock Option Scheme– 2023. <b>(SPECIAL RESOLUTION)</b>
9	To approve provision of money by the Company for purchase of its own shares by the Trust / Trustees for the benefit of employees under BLS International Employees Stock Option Scheme– 2023. <b>(SPECIAL RESOLUTION)</b>

Further, Mr. Dharak Mehta, Company Secretary and Compliance Officer of the Company also informed to the shareholders that Mr. Vijay Yadav, M/s. AVS & Associates, Practicing Company Secretaries, was appointed as Scrutinizer to scrutinize the e-voting at the meeting and remote e-voting process in a fair and transparent manner.

The Company Secretary invited Mr. Nikhil Gupta, Managing Director of the Company and Chairman of the 39<sup>th</sup> AGM addressed to the shareholders.

The Chairman made his opening remarks on the business overview and also highlighted financial performance of the Company for Financial Year 2022-23. The Chairman also explained future outlook of the company.

Mr. S.P. Gupta, Authorized representative of RTA, moderator of the 39<sup>th</sup> AGM has invited the Speaker shareholder to ask questions, offer their views/comments. The observation and comments raised by

the speaker shareholder in the 39<sup>th</sup> AGM were satisfactorily replied by Mr. Nikhil Gupta, Chairman of the Meeting, Mr. Shikhar Aggarwal, Joint Managing Director and Mr. Amit Sudhakar, Chief Financial Officer of the Company.

The Company Secretary announced that the e-voting facility at the 39<sup>th</sup> AGM shall remain open for the next 15 minutes to enable the Members to cast their vote.

The Company Secretary and the chairman of this 39<sup>th</sup> AGM thereafter, thanked all the Shareholders, Board members and other invitees for their participation at the 39<sup>th</sup> AGM remotely and for their constructive suggestions and observations.

After completion of voting, the 39<sup>th</sup> AGM was concluded at 03:48 P.M. (including time allowed for e voting at EGM).

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