

September 24, 2021

<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 37th Annual General Meeting held on September 24, 2021.**

Dear Sir / Madam,

We would like to inform you that 37th Annual General Meeting (“37<sup>th</sup> AGM”) of the Company was held on 03:00 P.M. Friday, 24<sup>th</sup> September, 2021 and concluded at 03:40 P.M. held through the Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility.

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 37<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 37<sup>th</sup> Annual General Meeting**

The 37<sup>th</sup> Annual General Meeting (“**37<sup>th</sup> AGM**”) of members of BLS International Services Limited (“**the Company**”) was held today i.e. Friday, 24<sup>th</sup> September, 2021 at 03:00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time, considering the ongoing Covid-19 pandemic worldwide.

Mr. Nikhil Gupta, Managing Director of the Company, Chaired the proceedings of the 37<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 37<sup>th</sup> AGM of the Company. The Company Secretary introduced the Board of Directors and other Invitees/ attendees present at the 37<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 Mr. Rahul Gupta, Authorized Representative of M/s. S. S. Kothari Mehta & Company, Statutory Auditors and Ms. Dasvinder Kaur, Authorized Representative of M/s. D. K. Chawla & Co. Company Secretary in practice, Secretarial Auditors of the Company.

The proceedings of 37<sup>th</sup> AGM was initiated with the permission of Chairman. The Company Secretary provided statutory and general instructions to the members regarding the participation of the 37<sup>th</sup> AGM.

The Company Secretary further informed the Members that the Statutory Auditors Report contain qualification or adverse remarks and Management reply thereon also explained on page no. 34 of the Annual Report. 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 year ended march 31, 2021 and Secretarial Audit Report for the Financial Year ended March 31, 2021 as a part of the Annual Report along with notice convening the 37<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, Certificate from Statutory Auditors on ESOP 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 37<sup>th</sup> AGM. Cut- off date for E-voting was Friday, September 17, 2021. The e-voting period was commenced from September 21, 2021 at 9:00 A.M. and ended on September 23, 2021 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 37<sup>th</sup> AGM.

The Company Secretary informed the Members in detail about the transactions as mentioned all resolution(s) set out in the 37<sup>th</sup> AGM notice are as follows:

<b>ORDINARY BUSINESSES:</b>	
1	To consider and adopt audited financial statements (including the consolidated financial statements) of the Company for the Financial Year ended 31st March, 2021 together with the Report of Directors and Auditors thereon. <b>(ORDINARY RESOLUTION)</b>
2	To confirm interim dividend of Rs. 0.25 (25%) on each paid up equity shares already paid for the Financial Year ended March 31, 2021 and declare final dividend of Rs. 0.25 (25%) on each paid up equity shares for the financial year ended March 31, 2021. <b>(ORDINARY RESOLUTION)</b>
3	To appoint a director in place of Mr. Nikhil Gupta, (DIN: 00195694) who retires by rotation and, being eligible, offers him-self for re-appointment. <b>(ORDINARY RESOLUTION)</b>
<b>SPECIAL BUSINESSES:</b>	
4	To re-appoint Mr. Shikhar Aggarwal (DIN: 06975729) as Joint Managing Director of the Company, for another term of three consecutive years with effect from June 17, 2021, to be passed as <b>SPECIAL RESOLUTION.</b>

5	To re-appoint Mr. Sarthak Behuria (DIN: 03290288) as an Independent Director of the Company, for second term of five consecutive years commencing from November 11, 2021 upto November 10, 2026, to be passed as <b>SPECIAL RESOLUTION</b> .
6	To appoint Mr. Ram Sharan Prasad Sinha (DIN: 00300530), as an Independent Director of the Company, first term of five consecutive years commencing from August 17, 2021 upto August 16, 2026, to be passed as <b>ORDINARY RESOLUTION</b> .
7	To increase limits on inter corporate loans and investment from existing Rs. 750 Crores to Rs. 2000 Crores, to be passed as <b>SPECIAL RESOLUTION</b> .
8	To increase borrowing power of the Company from existing limit of Rs. 500 Crores to Rs. 1,200/- crores, to be passed as <b>SPECIAL RESOLUTION</b> .
9	To increase limit to create charge/ mortgage/ pledge / lien / hypothecation / security and all other encumbrances of whatever nature on the property and assets of the Company from existing Rs. 500 Crores to Rs. 1,200/- crores, to be passed as <b>SPECIAL RESOLUTION</b> .

Further the Company Secretary also informed to the shareholders that Mr. Ankit Singhi, M/s. PI & 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 37<sup>th</sup> AGM addressed to the shareholders. The Chairman provided updates on business operation of the Company to the Shareholders.

The Company Secretary then invited the Speaker shareholder to ask questions, offer their views/comments. The queries raised by speaker shareholder in the 37<sup>th</sup> AGM were necessary clarification and explanation were replied by Mr. Nikhil Gupta, Chairman of the Meeting, Mr. Shikhar Aggarwal, Joint Managing Director of the Company.

The Company Secretary, thereafter, thanked all the Shareholders, Board members and other invitees for their participation at the 37<sup>th</sup> AGM remotely and for their constructive suggestions and observations. He further informed the members that E-voting facility at the AGM was opened for 15 minutes from the conclusion of the Meeting.

The 37<sup>th</sup> AGM was concluded at 03:40 P.M.

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