

September 22, 2022

National Stock Exchange of India Ltd., Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra [E], Mumbai – 400051	BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	Metropolitan Stock Exchange of India Ltd., Vibgyor Towers, 4 th 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 38th Annual General Meeting held on September 21, 2022.

Dear Sir / Madam,

We would like to inform you that 38th Annual General Meeting (“38th AGM”) of the Company was held on Wednesday, 21st September, 2022 through the Video Conference (VC)/ Other Audio-Visual Means (OAVM) facility to transact the businesses as stated in the notice dated August 05, 2022 convening the AGM.

The AGM Commenced at 3:00 PM and Concluded at 03:55 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 38th 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 38th Annual General Meeting**

The 38th Annual General Meeting (“**38th AGM**”) of members of BLS International Services Limited (“**the Company**”) was held on Wednesday, 21st September, 2022 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, considering the ongoing Covid-19 pandemic worldwide. The 38th AGM was commenced at 3:00 PM and Concluded at 03:55 PM (Including time allowed for E voting at 38th AGM)

Mr. Nikhil Gupta, Managing Director of the Company, Chaired the proceedings of the 38th 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 38th AGM of the Company. The Company Secretary introduced the Board of Directors and other Invitees/ attendees present at the 38th 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. Ashish Mishra, 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 38th AGM was initiated with the permission of Chairman of the 38th AGM The Company Secretary provided statutory and general instructions to the members regarding the participation in the 38th 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 year ended march 31, 2022 and Secretarial Audit Report for the Financial Year ended March 31, 2022 as a part of the Annual Report along with notice convening the 38th 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 38th AGM. Cut-off date for E-voting was Wednesday, September 14, 2022. The e-voting period was commenced from September 17, 2022 at 9:00 A.M. and ended on September 20, 2022 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 38th AGM.

The Company Secretary informed the Members in detail about the transactions as mentioned all resolution(s) set out in the 38th AGM notice are as follows:

ORDINARY BUSINESSES:	
1	To consider and adopt : a. audited financial statements of the Company for the financial year ended 31st March, 2022 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 31st March, 2022 together with the report of Auditors thereon. (ORDINARY RESOLUTION)
2	To confirm Interim Dividend of ₹ 1 (100%) on each paid up equity shares already paid for the Financial Year ended March 31, 2022 and declare Final Dividend of ₹ 0.25 (25%) on each paid up equity shares for the year ended March 31, 2022. (ORDINARY RESOLUTION)

3	To appoint a director in place of Mr. Karan Aggarwal, (DIN: 02030873) who retires by rotation and, being eligible, offers him-self for re-appointment (ORDINARY RESOLUTION)
SPECIAL BUSINESSES:	
4	Appointment of Mr. Diwakar Aggarwal as Chairman in the category of Non-Executive Non-Independent Director and to pay remuneration with effect from October 29, 2021 (SPECIAL RESOLUTION).
5	Re-appointment of Mr. Nikhil Gupta, Managing Director for another term of three consecutive years and to pay remuneration for the period of three years with effect from February 1, 2023. SPECIAL RESOLUTION .
6	Re-appointment of Mr. Karan Aggarwal, Executive Director for another term of three consecutive years and to pay remuneration for the period of three years with effect from June 13, 2023. SPECIAL RESOLUTION

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 38th AGM addressed to the shareholders.

The Chairman made his opening remarks on the business overview and also highlighted financial performance of the company for FY 2021-22. The chairman also explained future outlook of the company.

Mr. S.P. Gupta, authorized representative of RTA, moderator of the 38th AGM invited the Speaker shareholder to ask questions, offer their views/comments. The observation and comments raised by speaker shareholder in the 38th AGM were necessary clarification and explanation were replied by Mr. Nikhil Gupta, Chairman of the Meeting.

The Company Secretary announced that the e-voting facility at the 38th 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 38th AGM thereafter, thanked all the Shareholders, Board members and other invitees for their participation at the 38th AGM remotely and for their constructive suggestions and observations.

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