

September 26, 2016

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex Bandra (E)
Mumbai – 400 051

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400001

Metropolitan Stock Exchange of India Ltd.
Vibgyor Towers, 4th Floor, Plot No. C62, G
Block, Opp. Trident Hotel, Bandra Kurla
Complex, Bandra (E), Mumbai – 400 098

Scrip Code Reference: NSE Scrip Symbol : BLS
 BSE Scrip Code : 540073
 MSEI Scrip Symbol : BLS

Dear Sirs,

Subject: Disclosure of Voting Results of the 32nd Annual General Meeting of BLS International Services Limited held on 23rd September, 2016 as per the requirements of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of voting results of the 32nd Annual General Meeting of BLS International Services Limited held on September 23, 2016 are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours faithfully,

For BLS International Services Limited





Prabhat Srivastava

Company Secretary

Membership No. A26039

Address: 19-H Pocket A-3

Mayur Vihar Phase-III, Delhi - 110096

CC to:

Central Depository Services (India) Limited
17th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

BLS International Services Limited

Corporate Office :

912, Indra Prakash Building,
21, Barakhamba Road,
New Delhi – 110001 (INDIA)
Ph.: +91-11-23716531
Fax: +91-11-23755264

Regd. Office :

G-4B-1, Extension Mohan
Co-operative Indl. Estate,
Mathura Road,
New Delhi - 110044 (India),
Website : www.blsinternational.com
CIN no. L51909DL1983PLC016907

Report of Scrutinizer

To,
The Chairman
BLS International Services Limited
G-4B-1 Extension, Mohan Co-Operative
Industrial Estate, Mathura Road New Delhi- 110044

26th September 2016

Dear Sir,

Subject- **Scrutinizer's Report on voting through Electronic means at the AGM of the Company held on Friday the 23rd September, 2016**

I, Neha Seth (COP No. 12908) of M/s Neha Seth & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer by the Board of Directors of M/s BLS International Services Limited, for the purpose of scrutinizing the voting through Electronic means/ Ballot at the Annual General Meeting of the Company (AGM) held on Friday, the 23rd September, 2016, at 2:00PM at Indian Social Institute, 10, Institutional Area, Lodhi Road, New Delhi 110003, India, in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the Notice dated 13th August 2016 convening the aforesaid AGM of the Company. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting by using electronic means by the shareholders on the resolutions proposed in the Notice calling the AGM of the company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process at the meeting is conducted in a fair and transparent manner and render Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman of the meeting on the resolutions, based on the report generated for voting by use of electronic means used at the AGM of the Company.

I have scrutinized the votes cast through ballot papers only for the purpose of this Report.

I HEREBY SUBMIT MY REPORT ON E-VOTING AND POLL AS UNDER:

1. After the time fixed for closing of poll by the chairman, 2 ballot boxes were kept for polling and were locked in my presence with due identification marks placed by me.



Neha Seth & Associates

Company Secretary

2. The ballot boxes were shown empty to the shareholders present in the AGM and then closed and sealed in my presence before the AGM before polling. The ballot boxes after polling were opened and ballot papers were scrutinized in my presence and in the presence of the witnesses, Ms. Davinder Kaur and Ms. Sweta Soni
3. The locked ballot boxes were subsequently opened in my presence and polling papers were diligently scrutinized. The polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and Authorizations/Proxies lodged with the Company.
4. The polling papers which were incomplete and/or which were otherwise found defective or signature of any shareholder did not match with records have been treated as invalid and were kept separately.
5. The remote e-voting conducted during Tuesday, 20th September, 2016 from 9:00 a.m. ended on Thursday 22nd September, 2016 at 5:00 p.m. the day and time fixed by the Company for closing of remote e-voting, were considered for scrutiny.
6. The voting at the Annual General Meeting was conducted through Poll for the members who have not cast their vote through remote e-voting. There being no votes casted through remote e-voting, all the votes were casted through poll in the AGM itself.
7. The votes were duly unblocked in my presence.
8. The e-voting & Poll process were conducted in accordance with the procedures prescribed.
9. The result of the Poll and e-voting is as under:-
 - (a) **Resolution 1:** To receive, consider, Adopt and approve the Audited Financial Statements as at 31st March, 2016 of the company (Proposed as **Ordinary** Resolution)

M . 09871903449 E. csnehaseth@gmail.com

202, Naveen Apartments, Opp. Sainik Vihar, Pitampura, Delhi 110034

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

(b) **Resolution 2:** Appoint Auditors to hold office from the Conclusion of AGM till the conclusion of next AGM and to authorize **M/s P. Bholusaria & Co.**, Chartered Accountants (FRN: 000468N) (Proposed as **Ordinary** Resolution)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

(c) **Resolution 3:** Appointment of Mr. Shikhar Aggarwal (DIN 06975729) as Joint Managing Director of the Company for a period of five years with effect from June 17, 2016 at a remuneration of Rs. 75000/- per month and such other perquisites, as may be decided by the Board from time to time. (Proposed as **Special** Resolution)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

(d) **Resolution 4:** Appointment of **Mr. Nikhil Gupta (DIN 00195694)** as Managing Director of the Company for a period of three years with effect from August 13, 2016 at a remuneration of Rs. 100000/- per month. (Proposed as **Special Resolution**)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

(e) **Resolution 5:** To borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the company, from any banks, Financial Institutions and other persons, Firms, Body Corporate exceeding the aggregate of the paid up share capital of the Company and its free reserves subject to such aggregate borrowings not exceeding the amount which is Rs. 500 Crores . (Proposed as **Special** Resolution)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

(f) **Resolution 6:** Creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company,. (Proposed as **Special** Resolution)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

g) Resolution 7: Alteration in Article of Association of the Company replacing existing regulations 1 to 120 with the new regulations 1 to 252. (Proposed as **Special** Resolution)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

h) Resolution 8: To Accord related party contracts/arrangements/ transactions with M/s. BLS International FZE, a Wholly Owned Subsidiary of the Company, relating to sale, purchase or supply of products, goods or materials or availing or rendering of services and leasing of property of any kind (movable or immovable) up to an amount of Rs.50 Crores (Rupees Fifty Crores Only) for the financial year 2016-17.(Proposed as **Special Resolution**)

(i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

(iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

(i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

(ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

- i) **Resolution 9:** To give loans to any person or other body corporates and to give guarantees or provide securities in connection with a loan to any other person or body corporate or make investment acquire by way of subscription, purchase or otherwise securities of any other body corporate upto the limit of Rs. 750/- Crores (Rupees Seven Hundred Fifty Crore only).(Proposed as **Special Resolution**)

- (i) Voted in **favour** of the resolution:

Number of members present (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
42	1012621	100%

- (ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0%

- (iii) **Invalid** votes:

Number of members (in person or by proxy) Whose votes were declared invalid	Total Number of votes cast by them
0	0

E- VOTING RESULTS

- (i) Voted in **favour** of the resolution:

Number of members voting	Number of votes cast by them
20	7606002

- (ii) Voted **against** the resolution:

Number of members voting	Number of votes cast by them
0	0

Results:

1. **For resolution 1-** As the number of votes casted in favour of the resolution is 84.12%, I report that the ordinary resolution for approval of Audited financial statements as at 31st March, 2016 of the company has been passed by the members of BLS International Services Limited with requisite majority.
2. **For resolution 2-** As the number of votes casted in favour of the resolution is 84.12%, I report that the ordinary resolution for the appointment of Auditor (**M/s P. Bholusaria & Co.**, Chartered Accountants (FRN: 000468N) has been passed by the members of BLS International Services Limited with requisite majority
3. **For resolution 3-** As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for the appointment of JMD (Joint Managing Director (Mr. Shikhar Aggarwal) (Din 06975729) has been passed by the members of BLS International Services Limited with requisite majority
4. **For resolution 4-** As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for appointment of Mr. Nikhil Gupta (DIN 00195694) as MD for a period of 3 years w.e.f 13 August, 2016 at a remuneration of Rs. 1,00,000 pm has been passed by the members of BLS International Services Limited with requisite majority
5. **For resolution 5:** As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for borrowing money for the purpose of the business of the company, from any banks, Financial Institutions and other persons has been passed by the members of BLS International Services Limited with requisite majority
6. **For resolution 6:** As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security has been passed by the members of BLS International Services Limited with requisite majority
7. **For resolution 7:** : As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for altering Article of Association Association of the Company replacing existing regulations 1 to 120 with the new regulations 1 to 252 has been passed by the members of BLS International Services Limited with requisite majority



Neha Seth & Associates
Company Secretary

8. For resolution 8: As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for To Accord related party contracts/arrangements/ transactions with M/s. BLS International FZE, a Wholly Owned Subsidiary of the Company, relating to sale, purchase or supply of products, goods or materials or availing or rendering of services and leasing of property of any kind (movable or immovable) has been passed by the members of BLS International Services Limited with requisite majority
9. For resolution 9: As the number of votes casted in favour of the resolution is 84.12%, I report that the Special resolution for giving loans to any person or other body corporates and to give guarantees or provide securities in connection with a loan to any other person or body corporate or make investment acquire by way of subscription, purchase or otherwise has been passed by the members of BLS International Services Limited with requisite majority

Date- 26th September, 2016

Place- New Delhi

For Neha Seth & Associates,
Company Secretaries

For BLS International Services Limited

Managing Director

NIKHIL GUPTA

CHAIRMAN

BLS INTERNATIONAL SERVICES LTD.



Neha Seth
(Proprietor)
COP No. 12908

M. 09871903449 E. csnehaseth@gmail.com

202, Naveen Apartments, Opp. Sainik Vihar, Pitampura, Delhi 110034