



BLS POLYMERS LTD.

(A BLS GROUP COMPANY)

604, Indra Prakash,

21 Barakhamba Road, New Delhi-110001 (INDIA)

CIN No. U24111DL1991PLC042745

Phones: 23755263, 23715295, 23310658, 23739543

Fax: 91-11-23755264 Website: www.blspolymers.com

Email: blspoly@blsgroup.in . blspoly@blspolymers.com

**NOTICE OF
EXTRA-ORDINARY GENERAL MEETING**

NOTICE is hereby given that the 1st (First) Extraordinary General Meeting ("EGM") for the Financial Year 2026-27 of the Members of BLS Polymers Limited will be held on **Friday, 07th August 2026** at **04:00 P.M.** at the Corporate Office of the Company at 3rd Floor, Vijaya Building, Barakhamba Road, New Delhi, India, 110001, to transact the following Special Business:

SPECIAL BUSINESS:

ITEM NO. 1:

APPROVAL FOR ALTERATION OF THE ARTICLE OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 5, 14 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof for the time being in force), and subject to the necessary approval(s), permissions, consents and sanctions required, if any by the statutory authority and all other applicable laws and regulations if any, approval of the members of the Company be and is hereby accorded for effecting the following amendments in the existing Articles of Association of the Company-

TO INSERT THE FOLLOWING SUB- CLAUSES IN CLAUSE 92 OF THE ARTICLE OF ASSOCIATION OF THE COMPANY

1. 92(17): LOCK-IN UNDER REGULATION 17 OF THE SEBI ICDR

Notwithstanding anything to the contrary contained in these Articles, where any Equity Shares are required to be locked-in under Regulation 17 of the SEBI ICDR Regulations and such lock-in cannot be created or recorded by the Depositories for any reason whatsoever including where such Equity Shares are (a) subject to pledge; or (b) under "freeze balance" or "safe balance" prior to the commencement of the Lock-in Period, the Company shall have the power to issue instructions to the Depositories, directing them to record such Equity Shares as "non-transferable" for the duration of the applicable Lock-in Period. The aforementioned Equity Shares shall be treated as locked-in for the Lock-in Period as specified under the SEBI ICDR Regulations.

2. 92(18): INVOCATION OF PLEDGE

In the event of invocation of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so transferred or received by the pledgee upon such invocation shall be automatically locked-in and shall remain under lock-in, in the account of the pledgee, for the balance Lock-in Period.

3. 92(19): RELEASE OF PLEDGE

In the event of release of the pledge of such Equity Shares by the pledgee, whether in whole or in part, the Equity Shares so released shall be automatically locked-in and shall remain under lock-in, in the account of the pledgor, for the balance Lock-in Period.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorised to perform all acts, deeds and things, execute documents, and do all filings including e-filings, as may be necessary to give effect to the above resolution and to take all such steps for giving any such direction as may be necessary or desirable and to settle any questions or difficulties whatsoever that may arise for the purpose of giving effect to this resolution.”

ITEM NO. 2:

APPROVAL OF THE APPOINTMENT AND CONTINUATION OF MR. VINOD AGGARWAL (DIN: 00135390) AS NON-EXECUTIVE & NON- INDEPENDENT PROMOTER DIRECTOR:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including Regulation 17(1A), where applicable, the Articles of Association of the Company, and such other applicable laws, regulations and statutory modifications or re-enactments thereof for the time being in force, and pursuant to the approval of the Board, the approval of the Members of the Company be and is hereby accorded for the continuation of Mr. Vinod Aggarwal (DIN: 00135390), who has attained the age of (70) years, as a Non-Executive, Non -Independent Promoter Director of the Company, liable to retire by rotation, for a further term **with effect from 14th July 2026** , on the existing terms and conditions of appointment.

RESOLVED FURTHER THAT the Board of Directors (including its committee thereof) and Company Secretary/ or Chief Financial Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

Registered Office:

604, Indra Parkash, 21
Barakhamba Road, New Delhi,
India,
110001

Date: 14/07/2026

Place: New Delhi

**By order of the Board,
For BLS POLYMERS LIMITED**

Sd/-

**Neha Kumar Sunit
M.No.- A28210
(Company Secretary and
Compliance Officer)**

NOTES:

1. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013, in respect of special businesses items is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and proxy need not be a member of the company.
3. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
4. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
5. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.
6. Members/proxies are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their Folio Number in the attendance slip for attending the Meeting.
7. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the Registered Office of the Company on all working days of the Company between 11:00 a.m. and 1:00 p.m. up to the date of the Extraordinary General Meeting and at the venue of the Meeting for the duration of the Meeting.



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EXPLANATORY STATEMENT

*(Pursuant to section 102 of the Companies Act, 2013 and Clause 1.2.5 of SS - 2
Secretarial Standard on General Meetings)*

ITEM: 1: APPROVAL FOR THE ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY:

With reference to the Draft Red Herring Prospects (DRHP) filed by the Company with SEBI dated 06th August 2025, the Company is looking forward to the Initial Public Offer of Equity Shares of the Company, certain mandatory clauses are required to be inserted accordingly in the Articles of Association (AOA) of the Company to reflect the requirements of the stock exchanges with which the Company intends to list its Equity Shares and requirements of the Companies Act, 2013.

Pursuant to SEBI Circular HO/49/(17)2026-CFD-POD2/I/8965/2026 dated 08th April 2026, the Board of Directors have recommended to the members for the Alteration of Articles of Association to include the above mandatory clauses. The approval of the members is being sought by way of a Special Resolution pursuant to the Act read with the Rules made thereunder, to enable the Company to smoothly carry out Initial Public Offer (IPO) procedure.

A copy of the proposed AOA of the Company after incorporating the necessary clauses would be available for inspection for the Members at the Registered Office of the Company during the office hours on any working day, except Saturdays, Sundays and public holidays, between 11.00 A.M. to 5.00 P.M. till the date of EGM. The aforesaid documents are also available for inspection at the EGM.

None of the directors, key managerial personnel and relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

Hence, the Board has recommended the proposed Special Resolution at item no. 1, as detailed in the notice, for the approval of shareholders.

ITEM: 02: APPROVAL OF THE APPOINTMENT AND CONTINUATION OF MR. VINOD AGGARWAL (DIN: 00135390) AS NON-EXECUTIVE & NON- INDEPENDENT PROMOTER DIRECTOR

Mr. Vinod Aggarwal (DIN: 00135390), Non-Executive, Non-Independent Promoter Director of the Company, has attained the age of 70 years. Pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the continuation of a Non-Executive & Non Independent Promoter Director who has attained the age of 70 years requires the approval of the Members by way of a Special Resolution.

Mr. Vinod Aggarwal has been associated with the Company and has made significant contributions through his rich industry experience, strategic guidance and valuable insights. The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, has considered his continued association to be in the best interests of the Company and its stakeholders and has accordingly approved, subject to the approval of the Members, the continuation of Mr. Vinod Aggarwal as a Non-Executive & Non- Independent Promoter Director of the Company, liable to retire by rotation, on the existing terms and conditions of his appointment.

Except Mr. Vinod Aggarwal and Mr. Karan Aggarwal, to the extent of their shareholding, if any, none of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 2 of the Notice for approval of the Members.

Information about the directors who are proposed to be appointed at the Extraordinary General Meeting as per Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-II Secretarial Standard on general meetings issued by the Institute of Company Secretaries of India forming part of the notice convening the Extraordinary general meeting of the company.

Particulars	Details
Director Identification Number.	00135390
Date of Birth	25-06-1954
Age	72 Years
Educational Qualification.	Bachelor's Degree in Science
Experience (No. of Years)	35 Years
Business field in which Experience.	Polymer Industry
Brief Resume	Mr. Vinod Aggarwal is Promoter and Non-Executive & Non- Independent Promoter Director of the Company. Holding more than 35 Years experience in Polymer Industry and has played a key role in the business development of our Company. He has been associated with our Company since incorporation since incorporation.
Date of Initial Appointment	19-06-1991
Date of Appointment as Director in the Current Term.	07-04-2025
Terms and conditions of appointment or re- appointment	To approve the appointment and continuation of Mr. Vinod Aggarwal (DIN: 00135390) as non-executive, non- independent promoter director
Directorship held in any other Company.	(i) B. L. & Sons Limited (ii) Hawai Capital Pvt Ltd (iii) Azadpur Finvest Private Limited (iv) BLS Infrastructure Limited

Member of any Committees of the Directors in the Company.	Member of IPO Committee
Member of any committees of the Directors in other Companies with names of the Company.	Nil
Member of any Trade Association/ Charitable Organization/ NGOs etc.	Nil
Shareholding in Company as on 14-07-2026	16.16%
Remuneration paid or sought to be paid	Nil
Relationship with other Directors/KMPs	Uncle of Mr. Karan Aggarwal (Managing Director)
No. of meetings attended during the year	1 meeting (2026-27)

Registered Office:

604, Indra Parkash, 21
Barakhamba Road, New Delhi,
India, 110001

**By order of the Board,
For BLS POLYMERS LIMITED**

Sd/-

Neha Kumar Sunit

M.No.- A28210

**(Company Secretary and
Compliance Officer)**

Date: 14/07/2026

Place: New Delhi



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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]

Name of the Company	BLS Polymers Limited
Registered Office	604 Indra Parkash, 21 Barakhamba Road, Delhi, India-110001

Name of the Member(s)	
Registered Address	
E-mail Id	
Folio No./ Client ID	
DP ID	

I/We, being the member (s), holding _____ shares of the above named Company, hereby appoint:-

1. of.....having e-mail id.....or failing him
2. of.....having e-mail id.....or failing him
3. of..... having e-mail id.....

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Members of the Company to be held on **Friday, 07th August 2026 at 04:00 P.M** at the Corporate Office of the Company at the Corporate Office of the Company at **3rd Floor, Vijaya Building, Barakhamba Road, New Delhi, India, 110001**

Resolution No.	Resolution	Vote	
		For	Against
1.			
2.			

Signed this day of 2026.

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Notes:

The proxy duly completed should be deposited at the Registered Office of the Company not less than 48 (Forty-Eight) hours before time fixed for holding the meeting.



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ATTENDANCE SLIP

I hereby record my presence at the Extra-ordinary General Meeting of the Members of **BLS Polymers Limited** held on **Friday, 07th August 2026** at **04:00 P.M** at the Corporate Office of the Company at **3rd Floor, Vijaya Building, Barakhamba Road, New Delhi, India, 110001.**

Name of the Shareholder:

Name of the Proxy:

Signature of Member / Proxy:

Regd. folio/*Client ID:

No. of Shares Held:

*Applicable for members holding shares in electronic form.

Note: To be signed and handed over at the entrance of the Registered office of the Company.



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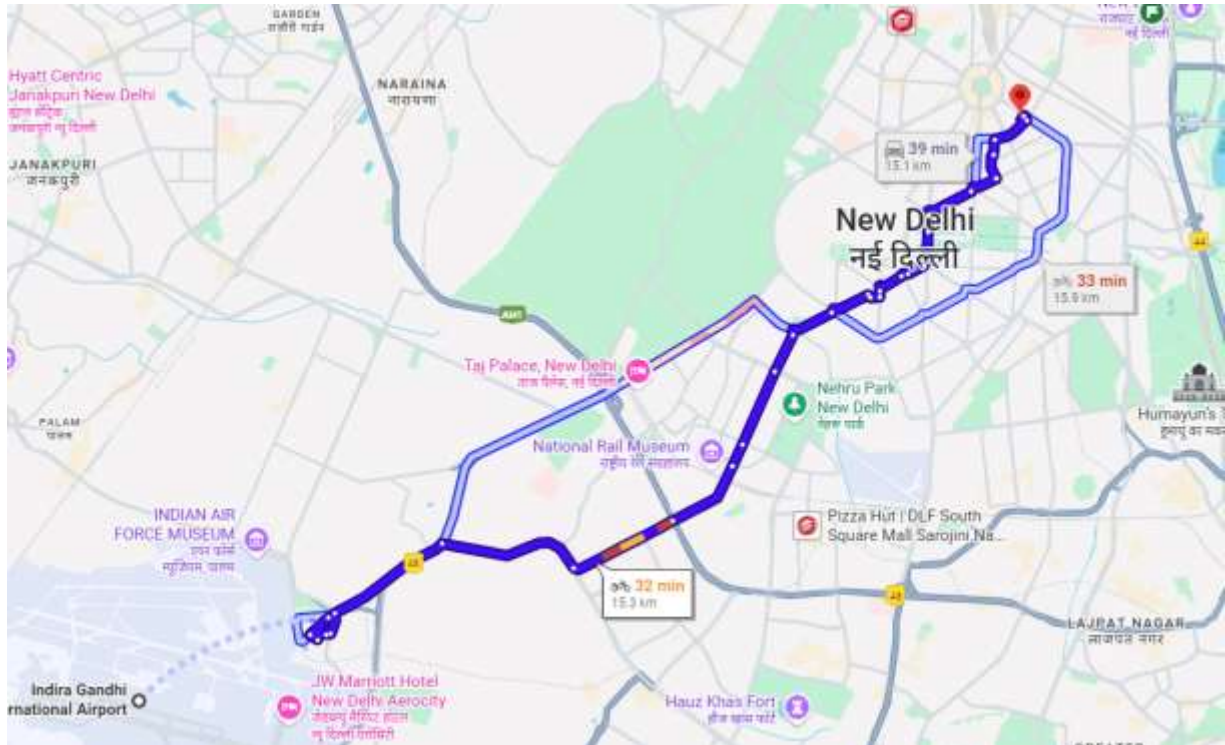
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Route Map of the EGM Venue



EGM Venue

**3rd Floor, Vijaya Building,
Barakhamba Road, New
Delhi, India, 110001**