

October 28, 2026

To The Manager, Listing Department National Stock Exchange of India Limited Plot no. C/1 G Block, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051 Symbol: BLISSGVS	To The General Manager, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 506197
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Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), enclosed herewith is the Postal Ballot Notice dated October 01, 2026, along with the Explanatory Statement ("Notice") for seeking approval of Members of the Company by way of remote e-voting process to transact the following Special Business:

Sr. No	Description
1.	To approve the "Bliss GVS Pharma Limited - Senior Executive Employee Stock Option Plan 2026".
2.	To grant Employee Stock Options equal to or more than 1% of the issued capital of the Company to the Identified Employee under "Bliss GVS Pharma Limited - Senior Executive Employee Stock Option Plan 2026".
3.	To approve the "Bliss GVS Pharma Limited - Employee Stock Option Plan 2026" to the Present and Future employees of the Company.
4.	To approve the "Bliss GVS Pharma Limited - Employee Stock Option Plan 2026" to the Eligible Employees of the Subsidiary(ies) or Associate Company(ies), if any of the Company.

The Notice is being sent through electronic means only to those Members of the Company whose email addresses are registered with M/s. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), the Registrar and Share Transfer Agent of the Company, Depository and whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, October 23, 2026 ("Cut-off Date")**.

Regd. Office : 102, Hyde Park, Saki Vihar Road, Andheri (East), Mumbai - 400 072, INDIA.

TEL. : (+91) (22) 42160000/ 28505387 • FAX. : (+91) (22) 28563930,

Email : info@blissgvs.com • Website : www.blissgvs.com • CIN - L24230MH1984PLC034771

Factory : Plot No. 10, 11 & 12, Survey No. 38/1, Dewan Udyog Nagar, Aliyali Village, Tal. & Dist. Palghar - 401 404.

Tel. (+91) (02525) 252713 • Fax : (+91) (02525) 255257. • Email : factory@blissgvs.com

The voting period will **commence from Thursday, October 29, 2026, at 9.00 a.m. Hours (IST) and ends on Friday, November 27, 2026, at 5.00 p.m. Hours (IST)**. The details of businesses to be transacted are given in the attached Notice of Postal Ballot. The results of the remote e-voting will be announced on or before **Monday, November 30, 2026**.

The Notice of Postal Ballot is also available on the website of the Company at <https://www.blissgvs.com/postal-ballot>

Kindly take the same on record.

Thanking you.

Yours faithfully,
For **Bliss GVS Pharma Limited**

ADITI HIMANSHU BHATT
Digitally signed by ADITI HIMANSHU BHATT
Date: 2026.10.28 19:25:32 +05'30'

Aditi H. Bhatt
Company Secretary

Encl: as above

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BLISS GVS PHARMA LIMITED

CIN: L24230MH1984PLC034771

Registered Office: 102, Hyde Park, Saki Vihar Road, Andheri (East), Mumbai, Maharashtra, 400072

Tel: 022-42160000 Website: <https://www.blissgvs.com/>

Email: info@blissgvs.com/cs@blissgvs.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice of Postal Ballot ("**Notice**") is hereby given, pursuant to and in compliance with the provisions of Section 108 together with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**Act**") read with Rule 20, Rule 22 and other applicable provisions, if any, of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), General Circular No. 14/2020 dated April 08, 2020 and subsequent circulars issued in this regard and the recent General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("**collectively** **"MCA Circulars"**") and SEBI Circular No. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and subsequent circulars issued in this regard and the latest SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India ("**collectively** **"SEBI Circulars"**") and in compliance with the provisions of the applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), to seek the consent of the members of Bliss GVS Pharma Limited for the resolutions set out in the Notice hereunder, proposed to be passed through postal ballot only by way of remote e-voting process ("**e-voting**").

The Explanatory Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act, read with the Rules, setting out all material facts relating to the resolutions proposed in this Notice, is also attached.

In compliance with the MCA Circulars and SEBI Circulars, the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelopes, are not being sent to the members. Notice is being sent only through electronic mode to those Members holding shares either in physical form or dematerialised form as on **Friday, October 23, 2026 ("Cut-Off Date")** and whose email addresses are registered with the Company/Depositories/Depositories Participant/MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) ("**Registrar and Share Transfer Agent**" or "**RTA**").

Pursuant to the Rule 22(5) of the Rules, the Board of Directors at its meeting held on **Thursday, October 01, 2026**, has approved the appointment of Mr. Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries, [(Membership No: FCS 11990 and Certificate of Practice No: 16806)] as the scrutinizer of the Company ("**Scrutinizer**") for conducting the postal ballot through e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final. The Scrutinizer is not in employment of the Company.

In accordance with the provisions of the MCA Circulars, shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer a remote e-voting facility to all its shareholders to cast their votes electronically, facilitated by the services of Central Depository Services (India) Limited ("**CDSL**"), the appointed agency to provide the e-voting facility.

Shareholders are requested to read the instructions in the Notes under the section "**General information and instructions relating to e-voting**" in this notice to cast their vote electronically. The Remote E-Voting period commences from **Thursday, October 29, 2026, at 09:00 a.m. Hours (IST) and end on Friday, November 27, 2026, at 05:00 p.m. Hours (IST) (both days inclusive)**.

The last date of e-voting, i.e. Friday, November 27, 2026, shall be the date on which the resolutions would be deemed to have been passed, if approved, by the requisite majority.

After the completion of scrutiny, the Scrutinizer will submit his report to the Chairman of the Board or any other person authorised by him after completion of scrutiny of the e-voting. The results of the Postal Ballot shall be declared **on or before Monday, November 30, 2026**, upon the conclusion of the e-voting. The results of the Postal Ballot will be posted on the Company's website, viz., <https://www.blissgvs.com/>, M/s. MUFG Intime India Private Limited {formerly known as Link Intime India Private Limited}, RTA and on the website of the e-voting agency, i.e. CDSL <https://www.evotingindia.com/noticeResults.jsp>. The results will also be communicated to the Stock Exchanges, viz., BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**"), where the Company's shares are listed.

ITEMS OF BUSINESS REQUIRING CONSENT OF MEMBERS THROUGH POSTAL BALLOT

SPECIAL BUSINESSES:

ITEM NO. 1:

TO APPROVE THE “BLISS GVS PHARMA LIMITED – SENIOR EXECUTIVE EMPLOYEE STOCK OPTION PLAN 2026”:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b), and all other applicable provisions, if any, of the Companies Act, 2013, applicable rules made there under, (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) thereof for the time being in force) (“the Act”) and in accordance with the Memorandum of Association and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SEBI SBEB & SE Regulations”) as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) as amended from time to time (“SEBI Regulations”), the Foreign Exchange Management Act, 1999 as amended from time to time, and such other applicable guidelines/ regulations/ rules/ notifications/ circulars, etc. which may be issued from time to time by Securities and Exchange Board of India (“SEBI”) or Ministry of Corporate Affairs (“MCA”) or Reserve Bank of India (“RBI”) or any other relevant authorities, to the extent applicable and subject to any approvals, consents, permissions and sanctions of any authorities (including approval of stock exchanges) as may be required, and subject to any such conditions or modifications as may be prescribed or imposed by such authorities, if any while granting such approvals, consents, permissions and sanctions, and which may be agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include the Nomination and Remuneration Committee (“NRC”) constituted by the Board which is authorized to act as the “Compensation Committee” under the SEBI Regulations and/or any other committee of the Board duly authorized in this regard, including for the exercise of the powers conferred by this resolution), and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval and recommendation of the Board of Directors at their meeting held on October 01, 2026, the approval of the members of the Company be and is hereby accorded to introduce, create approve, adopt and implement “ Bliss GVS Pharma Limited – Senior Executive Employee Stock Option Plan 2026” (“Senior Executive ESOP 2026 / SE ESOP 2026”) and to authorize the Board of Directors of the Company to create, offer, grant, issue and allot, at any time, to or for the benefit of such senior executive who is an employee of the Company, as appointed by the Board, working in or outside India, and who is eligible and categorized as an Employee under the SE ESOP 2026, not exceeding 26,50,000 (Twenty Six Lakhs Fifty Thousand) Options, each Option giving the right but not the obligation to the holder to subscribe to one fully paid Equity Share of face value of INR 1/- (Rupee One) each of the Company, at such price, in such manner, during such period, in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board in its absolute discretion and in accordance with the provisions of the laws, regulations or guidelines issued by the relevant authority(ies).

RESOLVED FURTHER THAT the SE ESOP 2026 shall not extend to (a) an employee who is a promoter or a person belonging to the promoter group, (b) a director who, either himself or through his

relatives or through any body corporate, directly or indirectly, holds more than 10% of the outstanding Equity Shares of the Company, or (c) an Independent Director, or (d) a Non-Executive and Non-Independent Director.

RESOLVED FURTHER in case of any corporate action(s) such as rights issues, bonus issues, consolidation and split, merger and/or sale of division/undertaking or other corporate re-organisation of the Company, and any other actions requiring an adjustment, the Board be and is hereby authorised, on the recommendation of the Compensation Committee and subject to Applicable Laws, to make fair and reasonable adjustments to the number of outstanding Options and/or the Exercise Price, ensuring, as far as possible, that the total value of the Options remains unchanged and the Vesting Period and life of the Options remain unaltered, in accordance with the SE ESOP 2026.

RESOLVED FURTHER THAT the Company shall comply with the disclosure and accounting policies prescribed from time to time under the SEBI SBEB & SE Regulations and any other applicable law, rules and regulations and shall use the fair value method or such other method as prescribed from time to time, to value its Options granted.

RESOLVED FURTHER THAT the Board be and is hereby authorised to formulate, evolve, implement, administer, interpret, decide upon and bring into effect the SE ESOP 2026 on such terms and conditions as contained in the explanatory statement to this item herein, and to make any modification(s), change(s), variation(s), alteration(s) or revision(s) in the terms and conditions of the SE ESOP 2026 from time to time in conformity with the provisions of the Act, the Memorandum of Association and Articles of Association of the Company, the SEBI SBEB & SE Regulations and any other applicable laws, including but not limited to amendment(s) with respect to vesting period and schedule, number of options, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the SE ESOP 2026.

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot Equity Shares upon exercise of options from time to time in accordance with the SE ESOP 2026 and such Equity Shares shall involve new issue of shares and rank pari-passu in all respects with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT the SE ESOP 2026 shall be implemented and administered directly by the Company and not through a trust.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing of the Equity Shares of the Company allotted under the SE ESOP 2026 on the Stock Exchanges, where the Equity Shares of the Company are listed, as per the provisions of the SEBI Listing Regulations, the SEBI SBEB & SE Regulations, and other guidelines, rules and regulations as may be applicable.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to act on behalf of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable, and to settle all questions, difficulties or doubts that may arise in this regard at any stage, including at the time of listing of securities, without requiring the Board to secure any further consent or approval of the Members of the Company, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to any Committee of Directors or any Director(s) of the Company with the power to further delegate to any executives or officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary in this regard."

ITEM NO. 2:

TO GRANT EMPLOYEE STOCK OPTIONS EQUAL TO OR MORE THAN 1% OF THE ISSUED CAPITAL OF THE COMPANY TO THE IDENTIFIED EMPLOYEE UNDER "BLISS GVS PHARMA LIMITED - SENIOR EXECUTIVE EMPLOYEE STOCK OPTION PLAN 2026":

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with rules thereunder and other applicable provisions of the Act and the Rules, MCA Circulars and Notifications issued thereunder (including any amendments, modifications and/or re-enactments thereof for the time being in force), Regulation 6 and other applicable provisions of the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, as amended from time to time, read with the circulars issued thereunder (collectively referred as "SEBI SBEB & SE Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") as amended from time to time ("SEBI Regulations"), and any other applicable laws for the time being in force, the relevant provisions of the Memorandum and Articles of Association of the Company, and subject to any applicable approval(s), permission(s) and sanction(s) of any authorities and further subject to any condition(s) and modification(s) as may be prescribed or imposed by such authorities while granting such approval(s), permission(s) and sanction(s), and which may be agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Nomination and Remuneration Committee ("NRC") constituted by the Board, which is authorized to act as the "Compensation Committee" under the SEBI Regulations and/or any other committee of the Board duly authorized in this regard, including for the exercise of the powers conferred by this resolution), and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval and recommendation of the Board of Directors at their meeting held on October 01, 2026, approval of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company to create, offer and grant from time to time, in one or more tranches, such number of employee stock options ("Options") under " Bliss GVS Pharma Limited – Senior Executive Employee Stock Option Plan 2026" ("Senior Executive ESOP 2026 / SE ESOP 2026") to Mr. Rahul Adakmol, Chief Executive Officer ("CEO") of the Company, which during any one financial year may equal or exceed 1% (one percent) of the issued capital (excluding outstanding warrants and conversions, if any) of the Company on such terms and conditions as may be determined in accordance with the provisions of SE ESOP 2026 and in due compliance with applicable laws.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to act on behalf of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable, and to settle all questions, difficulties or doubts that may arise in this regard at any stage, including at the time of listing of securities, without requiring the Board to secure any further consent or

approval of the Members of the Company, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein to any Committee of Directors or Director(s) of the Company with a power to further delegate to any executives or officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary in this regard."

ITEM NO. 3:

TO APPROVE THE "BLISS GVS PHARMA LIMITED – EMPLOYEE STOCK OPTION PLAN 2026" TO THE PRESENT AND FUTURE EMPLOYEES OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Section 62(1)(b), and all other applicable provisions, if any, of the Companies Act, 2013, applicable rules made there under, (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) thereof for the time being in force) ("the Act") and in accordance with the Memorandum of Association and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time ("SEBI Regulations"), the Foreign Exchange Management Act, 1999 as amended from time to time, and such other applicable guidelines/ regulations/ rules/ notifications/ circulars, etc. which may be issued from time to time by Securities and Exchange Board of India ("SEBI") or Ministry of Corporate Affairs ("MCA") or Reserve Bank of India ("RBI") or any other relevant authorities, to the extent applicable and subject to any approvals, consents, permissions and sanctions of any authorities (including approval of stock exchanges) as may be required, and subject to any such conditions or modifications as may be prescribed or imposed by such authorities, if any while granting such approvals, consents, permissions and sanctions, and which may be agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Nomination and Remuneration Committee ("NRC") constituted by the Board, which is authorized to act as the "Compensation Committee" under the SEBI Regulations and/or any other committee of the Board duly authorized in this regard, including for the exercise of the powers conferred by this resolution), and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval and recommendation of the Board of Directors at their meeting held on October 01, 2026, the approval of the members of the Company be and is hereby accorded to introduce, create approve, adopt and implement " Bliss GVS Pharma Limited – Employee Stock Option Plan 2026" ("Employee ESOP 2026") and to authorize the Board of Directors of the Company to create, grant, offer, issue and allot, at any time, to or for the benefit of such person(s) who are in employees of the Company, as defined in the Employee ESOP 2026, whether working in India or outside India, and who are eligible under the Employee ESOP 2026, not exceeding 47,00,000 (Forty-Seven Lakh) Options, each Option giving the right but not the obligation to the holder to subscribe to one fully paid Equity Share of face value of INR 1/- (Rupee One) each of the Company, at such price, in such manner, during such period, in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board in its absolute discretion and in accordance with the provisions of the laws, regulations or guidelines issued by the relevant authority(ies).

RESOLVED FURTHER in case of any corporate action(s) such as rights issues, bonus issues, consolidation and split, merger and/or sale of division/undertaking or other corporate re-organisation of the Company, and any other actions requiring an adjustment, the Board be and is hereby authorised, on the recommendation of the Compensation Committee and subject to Applicable Laws, to make fair and reasonable adjustments to the number of outstanding Options and/or the Exercise Price, ensuring, as far as possible, that the total value of the Options remains unchanged and the Vesting Period and life of the Options remain unaltered, in accordance with the Employee ESOP 2026.

RESOLVED FURTHER THAT the Company shall comply with the disclosure and accounting policies prescribed from time to time under the SEBI SBEB & SE Regulations and any other applicable law, rules and regulations and shall use the fair value method or such other method as prescribed from time to time, to value its Options granted;

RESOLVED FURTHER THAT the Board be and is hereby authorised to formulate, evolve, implement, administer, interpret, decide upon and bring into effect the Employee ESOP 2026 on such terms and conditions as contained in the explanatory statement to this item herein, and to make any modification(s), change(s), variation(s), alteration(s) or revision(s) in the terms and conditions of the Employee ESOP 2026 from time to time in conformity with the provisions of the Act, the Memorandum of Association and Articles of Association of the Company, the SEBI SBEB & SE Regulations and any other applicable laws, including but not limited to amendment(s) with respect to vesting period and schedule, number of options, exercise price, exercise period, eligibility criteria or to suspend, withdraw, terminate or revise the Employee ESOP 2026;

RESOLVED FURTHER THAT the Board be and is hereby authorised to issue and allot Equity Shares upon exercise of options from time to time in accordance with the Employee ESOP 2026 and such Equity Shares shall involve new issue of shares and rank pari-passu in all respects with the then existing Equity Shares of the Company;

RESOLVED FURTHER THAT the Employee ESOP 2026 shall be implemented and administered directly by the Company and not through a trust;

RESOLVED FURTHER THAT the Board be and is hereby authorised to take necessary steps for listing of the Equity Shares of the Company allotted under the Employee ESOP 2026 on the Stock Exchanges, where the Equity Shares of the Company are listed, as per the provisions of the SEBI Listing Regulations, the SEBI SBEB & SE Regulations, and other guidelines, rules and regulations as may be applicable;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorised to act on behalf of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable, and to settle all questions, difficulties or doubts that may arise in this regard at any stage, including at the time of listing of securities, without requiring the Board to secure any further consent or approval of the Members of the Company, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to any Committee of Directors or any Director(s) of the Company, with the

power to further delegate to any executives or officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary in this regard."

ITEM NO 4:

TO APPROVE THE "BLISS GVS PHARMA LIMITED – EMPLOYEE STOCK OPTION PLAN 2026" TO THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY(IES) OR ASSOCIATE COMPANY(IES), IF ANY OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b), and all other applicable provisions, if any, of the Companies Act, 2013, applicable rules made there under, (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any reenactment(s) thereof for the time being in force) ("the Act") and in accordance with the Memorandum of Association and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended from time to time ("SEBI Regulations"), the Foreign Exchange Management Act, 1999 as amended from time to time, and such other applicable guidelines/ regulations/ rules/ notifications/ circulars etc. which may be issued from time to time by the SEBI or Ministry of Corporate Affairs or Reserve Bank of India or any other relevant authorities, to the extent applicable and subject to any approvals, consents, permissions and sanctions of any authorities (including approval of stock exchanges) as may be required, and subject to any such conditions or modifications as may be prescribed or imposed by such authorities, if any while granting such approvals, consents, permissions and sanctions, and which may be agreed to and accepted by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Nomination and Remuneration Committee ("NRC") constituted by the Board, which is authorized to act as the "Compensation Committee under the SEBI Regulations and/or any other committee of the Board duly authorized in this regard, including for the exercise of the powers conferred by this resolution), and subject to the approval referred to in Item No. 3 of this notice and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval and recommendation of the Board of Directors at their meeting held on October 01, 2026, the approval of the members of the Company be and is hereby accorded to the Board to extend the benefits of the Bliss GVS Pharma Limited – Employee Stock Option Plan 2026 ("Employee ESOP 2026"), within the overall ceiling specified therein, to or for the benefit of such person(s) who are employees within the meaning of the SEBI SBEB & SE Regulations and the Employee ESOP 2026, of the Present and Future Subsidiary Company(ies) or associate Company (ies), of the Company whether working in India or outside India, under prevailing laws and regulations on such terms and conditions as may be decided by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to act on behalf of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable, and to settle all questions, difficulties or doubts that may arise in this regard at any stage, including at the time of listing of securities, without requiring the Board to secure any further consent or

approval of the Members of the Company, to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any powers conferred herein, to any Committee of Directors or any Director(s) of the Company with the power to further delegate to any executives or officers of the Company to do all such acts, deeds, matters and things as also to execute such documents, writings, etc. as may be necessary in this regard."

Date: October 01, 2026

Place: Mumbai

By Order of the Board of Directors

For Bliss GVS Pharma Limited

Registered office:

102, Hyde Park, Saki Vihar Road, Andheri (East),
Mumbai- 400072, Maharashtra, India.

CIN: L24230MH1984PLC034771

Website: www.blissgvs.com

Email: info@blissgvs.com/cs@blissgvs.com

Tel: +91 22 42160000

Sd/-

Aditi H. Bhatt

Company Secretary

ICSI Membership No. A38965

Notes:

1. An Explanatory Statement pursuant to Sections 102 (1) and other applicable provisions of the Act read with the Rule 20 and 22 of the Rules, SS-2 on General Meetings and setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under any other applicable regulations are annexed to this Notice.
2. In accordance with the provisions of the Act, read with the Rules made thereunder, MCA Circulars and SEBI Circulars, the Postal Ballot notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date i.e. Friday, October 23, 2026**. Physical copies of this Postal Ballot Notice, along with postal ballot forms and prepaid business reply envelopes, are not being sent to members for this Postal Ballot. *A person who is not a member on the cut-off date should accordingly treat the Postal Ballot Notice as for information purposes only.*
3. Members may note that this Postal Ballot notice will also be available on the website of the Company at <https://www.blissgvs.com/>, website of the Stock Exchanges on which the equity shares of the Company are listed i.e. BSE Limited at <https://www.bseindia.com/> and National Stock Exchange of India Limited at <https://www.nseindia.com/> and the website of Central Depository Services (India) Limited at <https://evoting.cdslindia.com/Evoting/EvotingLogin>.
4. In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the SEBI Listing Regulations; (iii) SS-2; and (iv) MCA Circulars, the Company has provided e-Voting facility only to its shareholders/members to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. For this purpose, the Company has engaged the

services of CDSL as the agency to provide the e-Voting facility. The instructions for the e-Voting forms part of this Notice.

5. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the Cut-Off Date. Only those Members whose names are appearing in the Register of Members/ Register of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes in this Postal Ballot through the remote e-voting process. *A person who is not a Member of the Company as on the Cut-Off Date should treat this Notice for information purposes only.* It is, however, clarified that, all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned resolutions in accordance with the process specified in this Notice.
6. All the relevant documents will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to info@blissgvs.com/cs@blissgvs.com mentioning his/her/its folio number/DP ID and Client ID.
7. The Board of Directors at the Board Meeting held on **October 01, 2026**, has appointed **Mr. Vijay Yadav (Membership No: FCS 11990 and Certificate of Practice No: 16806)**, Partner of M/s. AVS & Associates, Practising Company Secretaries, as **the Scrutinizer** to scrutinise the Postal Ballot process in a fair and transparent manner. The Scrutinizer has provided his consent to his appointment.
8. After completion of scrutiny of the votes, the Scrutinizer will submit his Report to the Chairman of the Board or any person authorized by the Chairman. The results of the voting conducted through Postal Ballot (through the e-Voting process), along with the Scrutinizer's Report, will be announced by the Chairman or such person as authorised, on or before **Monday, November 30, 2026**. The Results declared along with the report of Scrutinizer shall be placed on the website of the Company at <https://www.blissgvs.com/> and on the website of CDSL at <https://www.evotingindia.com/noticeResults.jsp> immediately after the declaration of results by the Chairman or a person authorized by him on this behalf. The Company shall simultaneously forward the results to BSE and NSE, where the shares of the Company are listed.
9. The e-voting period commences on **Thursday, October 29, 2026, at 09:00 a.m. Hours (IST) and end on Friday, November 27, 2026, at 05:00 p.m. Hours (IST) (both days inclusive)**. During this period, the Members of the Company holding shares in physical or electronic form as on the Cut-Off Date may cast their vote(s) by electronic means in the manner and process as mentioned in this Notice.
10. The e-voting will not be allowed beyond the aforesaid date and time, and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period. Once the vote is cast by the Members, the Members shall not be allowed to change it or cast the vote again.
11. The resolution, if passed by the requisite majority of Members, shall be deemed to have been passed on the **last date of e-voting i.e. Friday, November 27, 2026**.
12. In case of any queries, you may contact the Company at info@blissgvs.com/cs@blissgvs.com at its Registered Office. Alternatively, you may contact the CDSL at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

13. **Important instruction for members holding shares in physical form:**

- a. SEBI, vide its Master Circular for Registrars to an Issue and Share Transfer Agents dated June 23, 2025, read with the applicable amendments, including Circular No. HO/38/13/(3)2026-MIRSD-POD/1/3763/2026 dated January 30, 2026, has prescribed the framework for processing specified investor service requests in respect of securities held in physical form and their credit in dematerialised form. Accordingly, members holding shares of the Company in physical form are encouraged to dematerialise their shareholding to facilitate ease of holding and transfer of securities and to minimise the risks associated with physical share certificates. Members requiring assistance in this regard may contact the Company at info@blissgvs.com/cs@blissgvs.com or RTA at helpdesk.evoting@cdslindia.com, for assistance in this regard.
- b. As per the SEBI Circular (specifically Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, and subsequent Master Circulars) as amended from time to time, the Company/ RTA can entertain a shareholder's service request only upon completion of the KYC viz., PAN, contact details, bank account details and specimen signature. The service requests are required to be submitted in the format prescribed by the SEBI.
- c. Members are requested to update their email address and KYC records by submitting a duly filled and signed relevant form along with the relevant proofs in the forms uploaded on the RTA's website at <https://web.in.mpms.mufg.com/KYC-downloads.html> to MUFG Intime India Private Limited, Registrar and Share Transfer Agent (RTA), Unit: Bliss GVS Pharma Limited, MUFG Intime India Private Limited, C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400083.
- d. Members holding shares in demat form who wish to update any of the details mentioned above can contact their depository participant for the same.

14. Pursuant to the provisions of Sections 124 and 125 of the Act, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer & Refund) Rules, 2016 (**'IEPF Rules'**), the dividend, which remains unclaimed for a period of seven years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (**'IEPF'**) established by the Central Government.

Further, as per Section 124 of the Act read with the IEPF Rules, the shares on which the dividend remains unclaimed for seven consecutive years, or more are required to be transferred to IEPF. Members may visit the Company's website at <https://www.blissgvs.com/> for tracking details of any unclaimed amounts/shares transferred. The members whose equity shares/unclaimed dividends are transferred to the IEPF can request the Company/RTA as per the prescribed provisions for claiming the shares/dividends out of the IEPF. In case of any query with respect to the process of IEPF claims, members are requested to write to investor.helpdesk@in.mpms.mufg.com or cs@blissgvs.com or info@blissgvs.com.

15. Pursuant to the circular issued by the Securities and Exchange Board of India (SEBI) bearing no. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025, a six-month window from July 7, 2025, to January 6, 2026, was provided for re-lodgement of physical share transfer requests. Subsequently, SEBI vide its circular dated January 30, 2026, has further extended this facility by

opening a **'Special Window'** for a fresh period of one year, **from February 5, 2026, to February 4, 2027**, to facilitate re-lodgement of such requests. This facility is applicable only to transfer deeds that were lodged prior to April 1, 2019, and were rejected, returned, or remained unprocessed due to deficiencies. Members holding such requests may resubmit them along with the requisite documents by following the prescribed process. Upon due verification, the shares will be transferred only in dematerialised form.

16. SEBI has introduced the Online Dispute Resolution ('ODR') portal for dispute resolution in addition to the existing SEBI Complaints Redress System ('SCORES') platform, which can be utilised by the investors and the Company for dispute resolution. The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.
17. **The instructions relating to remote e-voting are mentioned after the explanatory statement.**

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ('ACT') READ WITH RULES MADE THEREUNDER AND CIRCULARS ISSUED THEREUNDER READ WITH SECRETARIAL STANDARD-2 ON GENERAL MEETINGS.

ITEM NO. 1 & 2:

The Company recognises the vital role played by its senior leadership in driving organisational growth, creating sustainable value and achieving the Company's long-term strategic objectives. Considering the experience, expertise and leadership capabilities of the Chief Executive Officer ("CEO"), the Company proposes to grant stock options under the *Bliss GVS Pharma Limited – Senior Executive Employee Stock Option Plan 2026* ("Senior Executive ESOP 2026" or "SE ESOP 2026"), with a view to recognising his professional experience, motivating him to contribute towards the Company's growth and retaining his services over the long term. The Company believes that the proposed grant will serve as an effective instrument for aligning the interests of the CEO with those of the Company and its stakeholders, while incentivising him to contribute towards the achievement of the Company's strategic objectives and providing him with an opportunity to participate in the value created through the Company's growth over the long term.

The Nomination and Remuneration Committee ("the Committee") at its meeting inter alia formulated the detailed terms and conditions of the said draft plan which was duly approved by the Board of Directors of the Company ("the Board") at its meeting dated October 01, 2026, subject to the approval of the Members and stock exchanges and other relevant authorities pursuant to the provisions of the Companies Act, 2013 and the rules made thereunder ("the Act") and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") as amended from time to time.

Pursuant to the above, approval of the Members is being sought for the implementation of "Bliss GVS Pharma Limited – Senior Executive Employee Stock Option Plan 2026" ("Senior Executive ESOP 2026 / SE ESOP 2026") for the issue of Stock Options to the CEO of the Company. The number of equity shares to be issued and allotted under the SE ESOP 2026 will be 26, 50,000 (Twenty-Six Lakh Fifty Thousand) equity shares of the Company representing 2.49% (Two Point Forty-Nine Percent) of the issued, subscribed and paid-up equity shares of the Company as on the date of this notice.

Brief profile of the employee proposed to receive the grant:

Mr. Rahul Adakmol, the CEO of the Company is Bachelor of Chemical Engineering from UDCT, Mumbai and MBA from the Indian Institute of Management (IIM), Bangalore. He is an experienced CXO with over 22 years of experience deep expertise across value chain including Sales, Marketing, Manufacturing, Supply Chain, Medico-Regulatory, Strategy, Portfolio while leading International Operations, Subsidiaries, Manufacturing and R&D.

He has successfully built and scaled high-growth specialty businesses, led strategic acquisitions, licensing initiatives, and global market expansion across 70+ countries. He has held senior leadership positions at Bharat Serums and Vaccines, Dr. Reddy's Laboratories, and

Reliance Industries, consistently driving profitable growth, organizational transformation, and value creation. He is recognized for his strategic vision and leadership excellence.

His visionary approach, innovative decision-making and proven ability to deliver transformational business outcomes make him a critical contributor to the Company's growth trajectory and market leadership aspirations.

The salient features of the SE ESOP 2026, as required under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") and the applicable provisions of the Companies Act, 2013, are set out below:

Sr. No.	Particulars	SE ESOP 2026
a.	Brief description of the scheme	To reward the Chief Executive Officer (CEO) for strategic leadership, value creation, sustainable growth and contribution to the long-term success of the Company. The Scheme aims to align the interests of the CEO with those of the shareholders, incentivise the achievement of key business objectives and exceptional performance, and attract and retain visionary leadership. The Company believes that employee stock options serve as an effective instrument for wealth creation by enabling the CEO to participate in the value created for the Company over the years, thereby fostering a sense of ownership and strengthening the CEO's commitment towards the Company's long-term growth, profitability and sustainable value enhancement.
b.	Total number of Options to be offered and granted	26,50,000 (Twenty-Six Lakh Fifty Thousand) Options convertibles into 26,50,000 (Twenty-Six Lakh Fifty Thousand) equity shares of face value of INR 1/- (Rupee One) each.
c.	Identification of classes of employees entitled to participate and be beneficiaries in the scheme	Eligible Employee shall be the Chief Executive Officer (CEO) of the Company, but does not include— a. an employee who is a promoter or a person belonging to the promoter group; b. a director who, either himself or through his relatives or through anybody corporate, directly or indirectly, holds more than ten per cent of the outstanding equity shares of the Company; c. an Independent Director; d. a Non-Executive and Non-Independent Director
d.	Requirements of Vesting and period of Vesting	Unless permitted in the SE ESOP 2026, vesting of options would be subject to continued

		employment with the Company and would vest as follows: a. 10,60,000 (Ten Lakh Sixty Thousand) Options shall Vest after the expiry of 12 (twelve) months from the date of Grant of Options; b. Further 10,60,000 (Ten Lakh Sixty Thousand) Options shall Vest after the expiry of 24 (twenty-four) months from the date of Grant of Options; c. Further 5,30,000 (Five Lakh Thirty Thousand) Options shall vest after the expiry of 36 (thirty-six) months from the date of Grant of Options.
e.	Maximum period within which the options shall be vested	3 (Three) years from the date of grant of such Options
f.	Exercise price or pricing formula	The exercise price, payable by the Employee for Exercise of each Option, shall be INR 10/- (Rupees Ten Only).
g.	Exercise period and the process of exercise	The Exercise, period shall commence from the date on which the Options become Vested Options and shall end on the cessation of employment of the Employee with the Company, save as otherwise provided in the SE ESOP 2026 and, the exercise process shall be as detailed in the SE ESOP 2026.
h.	Appraisal process for determining the eligibility of employee under the scheme	The SE ESOP 2026 is applicable exclusively to the Chief Executive Officer (CEO) of the Company, the eligibility for grant of Employee Stock Options shall be determined by the Nomination and Remuneration Committee and/or the Board of Directors, as applicable, taking into consideration the CEO's performance, strategic leadership, contribution towards the achievement of the Company's business objectives, in accordance with the provisions of the Scheme and applicable laws.
i.	Maximum number of options to be offered and issued per employee and in aggregate	Since the scheme is intended exclusively for the employee designated as the CEO of the Company by the Board, the number of Options that may be granted under the SE ESOP 2026, shall not exceed 26,50,000 (Twenty-Six Lakh Fifty Thousand only) Options.
j.	Maximum quantum of benefits to be provided	The maximum quantum of benefits underlying the options issued to an eligible employee shall depend upon the market

	per employee under the scheme	price of the shares as on the date of sale of shares arising out of Exercise of options.
k.	Whether the scheme is to be implemented and administered directly by the company or through a trust	The SE ESOP 2026 shall be implemented and administered directly by the Company without forming Trust or involving any Trust.
l.	Whether the scheme involves new issue of shares by the company or secondary acquisition by the trust or both	The SE ESOP 2026 contemplates only the issue of fresh/primary shares by the Company. There is no involvement of trust and therefore there will not be any secondary acquisition by the Company.
m.	The amount of loan to be provided for implementation of the scheme by the company to the trust, its tenure, utilization, repayment terms, etc.	The SE ESOP 2026 shall be implemented and administered directly by the Company without forming Trust or involving any Trust. Therefore, the provision of any loan to a Trust under the SE ESOP 2026 does not arise.
n.	Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme	The SE ESOP 2026 shall be implemented and administered directly by the Company without forming Trust or involving any Trust. Therefore, the SE ESOP 2026 does not envisage any secondary acquisition.
o.	A statement to the effect that the company shall conform to the accounting policies specified in regulation 15	The Company shall follow the laws/regulations applicable to accounting and disclosure related to the Employee Stock Options and Accounting Standards IND AS 102 on Share-based payments and/or any relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 including any 'Guidance Note on Accounting for employee share-based Payments' issued in that regard from time to time and /or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India ("ICAI") from time to time, including the disclosure requirements prescribed therein, in compliance with relevant provisions of Regulation 15 of SEBI SBEB & SE Regulations.
p.	The method which the company shall use to value its options	The Company shall comply with the requirements of IND – AS 102 and shall use Fair value method to value its options and the fair value of Options would be calculated

		as per the prescribed method under the applicable regulations.
q.	The statement, if applicable - In case, the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the Options shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report;	At present, this statement is not applicable as the Company shall adopt 'fair value method' for valuation of Options as prescribed under IND AS 102.
r.	Period of lock-in	The Equity Shares arising out of Exercise of Vested Options shall not be subject to any lock-in period after the Exercise except such restrictions as prescribed under Applicable Laws.
s.	Terms & conditions for buyback, if any, of specified securities covered under these regulations.	The procedure for buy-back of Options granted under the SE ESOP 2026, if to be undertaken at any time by the Company, subject to applicable laws, shall be determined by the Compensation Committee who shall determine the applicable terms and conditions, including: (i) permissible source of financing for buy-back; (ii) any minimum financial threshold to be maintained by the Company as per its last financial statements; and (iii) limits upon quantum of Options that the Company may buy back in a financial year;
t.	The conditions under which Options vested in employees may lapse e.g. in case of termination of employment for misconduct and the specified time period	In the event of termination of employment due to Misconduct, all Vested Options as on the date of termination shall continue to be held by the Employee and may be Exercised within thirty (30) days of the date of termination, failing which such Options shall lapse. In the event of resignation or termination of employment for any reason

	within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:	other than Misconduct, all Vested Options and eligible for being Exercised shall be Exercised within 30 (thirty) days of his resignation in accordance with this SE ESOP 2026, failing which the unexercised Options shall lapse. Other terms and conditions governing the lapse and exercise of Options shall be as specified under the Bliss GVS Pharma Limited SE ESOP 2026.
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As the aforesaid proposal will entail further issue of shares, consent of the Members is being sought pursuant to Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and as per SEBI Regulations, as amended from time to time.

In terms of Section 62(1)(b) and other applicable provisions, if any, of the Act read with Rules thereunder and Regulation 6(1) and other applicable provisions of the SEBI SBEB & SE Regulations, the implementation of the SE ESOP 2026 and grant of Options to the employee of the Company require approval of the shareholders by way of a special resolution. Therefore, the approval of the shareholders of the Company is being sought to pass the special resolution as set out at item no. 1.

Further, as per section 62(1)(b) and other applicable provisions, if any, of the Act read with Rules thereunder and Regulation 6(3)(d) of the SEBI SBEB & SE Regulations, approval of the shareholders by way of separate special resolution is also required in case the grant of Options to an identified employee, during any one year, is equal to or exceeds 1% (one percent) of the issued capital (excluding outstanding warrants and conversions, if any) of the Company at the time of grant. Since the proposed grant to the CEO under the SE ESOP 2026 exceeds this threshold, approval of the shareholders of the Company is being sought to pass the special resolution as set out at Item No. 2 of this Notice.

None of the directors and key managerial personnel of the Company or their relatives is in any way, financially or otherwise, concerned or interested in the resolutions, except Mr. Rahul Adakmol, Chief Executive Officer of the Company.

The SE ESOP 2026 and other documents, if any, referred to in the aforesaid resolutions shall be available for inspection at the Registered Office of the Company between 2:00 p.m. and 5:00 p.m. on all working days (excluding Saturdays, Sundays and public holidays) until the last date of the voting. Further, the draft SE ESOP 2026 shall also be made available for inspection by the members through electronic mode upon receipt of a request at cs@blissgvs.com, specifying their name, Folio Number / Client ID and DP ID, along with the details of the documents they wish to inspect and a self-attested copy of their PAN card.

The Board, accordingly, recommends the passing of special resolutions as set out at item no. 1 and 2 of this Notice, for the approval of the shareholders of the Company through Postal Ballot.

ITEM NO. 3 & 4:

The Company appreciates the vital role Employees play in the organisational growth. It wants to share the value created by its Employees with their great effort and determination. To encourage the culture of Employee ownership, the Company has proposed to issue Employee Stock Options to the employees under "Bliss GVS Pharma Limited- Employee Stock Option Plan 2026" ("Employee ESOP 2026"). As members are aware, employee stock option plans are considered an effective tool to attract and retain the best talent and serve to attract, incentivise and motivate professionals and reward exceptional performance.

The Nomination and Remuneration Committee ("the Committee") at its meeting inter-alia formulated the detailed terms and conditions of the said draft plan which was duly approved by the Board of Directors of the Company ("the Board") at its meeting dated October 01, 2026 subject to the approval of the Members and stock exchanges and other relevant authorities pursuant to the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") as amended from time to time.

Pursuant to the above, approval of the Members is being sought for the implementation of "Bliss GVS Pharma Limited- Employee Stock Option Plan 2026" ("Employee ESOP 2026") and for issue of Stock Options to the eligible employees of the Company and its Subsidiary Company(ies) or associate Company(ies). The number of equity shares to be issued and allotted under the Employee ESOP 2026 will be respectively limited to 47,00,000 (Forty-Seven Lakh) equity shares of the Company representing 4.42% (Four-Point Four Two Per cent) of the issued, subscribed and paid-up equity shares of the Company as on the date of this notice.

The salient features of the Employee ESOP 2026, as required under the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations") and the applicable provisions of the Companies Act, 2013, are set out below

Sr. No.	Particulars	Employee ESOP 2026
a.	Brief description of the scheme	To reward the Employees for their loyalty and contribution to the Company, as well as their performance and to motivate them to keep contributing to the growth and profitability of the Company. The Company also intends to use Employee ESOP 2026 to attract and retain talent in the Company and to give its employees co-ownership. The Company views employee stock options as an instrument of wealth creation that would enable the Employees to share the value they create for the Company in the years to come and to align the interest of the employees with the interests of the shareholders.
b.	Total number of Options to be offered and granted	47,00,000 (Forty-Seven Lakh) options convertibles into 47,00,000 (Forty-Seven Lakh) equity shares of face value of INR 1/- (Rupee One) each.

c.	Identification of classes of employees entitled to participate and be beneficiaries in the scheme	Employee shall mean an employee as designated by the Company, who is exclusively working in India or outside India; or an employee of a group company including subsidiary(ies) or its associate(ies) company, in India or outside India, but does not include— a. an employee who is a promoter or a person belonging to the promoter group; b. a director who, either himself or through his relatives or through any body corporate, directly or indirectly, holds more than ten per cent of the outstanding equity shares of the Company; c. an Independent Director; d. a Non-Executive and Non-Independent Director
d.	Requirements of Vesting and period of Vesting	Unless permitted in the Employee ESOP 2026, vesting of options would be subject to continued employment with the Company or its subsidiary company. The specific performance parameters may be decided by the Compensation Committee from time to time. Options granted under the Employee ESOP 2026 would Vest as follows: (i) 25% of the total number of Options granted after 12 months, from the date of Grant of Options. (i) 25% of the total number of Options granted after 24 months, from the date of Grant of Options. (ii) 25% of the total number of Options granted after 36 months, from the date of Grant of Options. (iii) 25% of the total number of Options granted after 48 months, from the date of Grant of Options.
e.	Maximum period within which the options shall be vested	4 (Four) years from the date of grant of such Options.
f.	Exercise price or pricing formula	The exercise price, payable by the Eligible Employee for Exercise of the Options, shall be INR 10/- (Rupees Ten only).
g.	Exercise period and the process of exercise	The Exercise period shall commence from the date on which the Options become Vested Options and shall end on the cessation of employment of the Employee with the Company, save as otherwise

		provided in the Employee ESOP 2026 and, the exercise process shall be as detailed in the Employee ESOP 2026.
h.	Appraisal process for determining the eligibility of employee under the scheme	The criteria and process for determining the eligibility of Employees for Grant of Options shall be decided from time to time by the Compensation Committee, based on the recommendation of the management of the Company. Future Grants shall be made exclusively under this Employee ESOP 2026 and not under any other existing employee stock option plan of the Company, except as otherwise provided in the Senior Executive Employee Stock Option Plan 2026. The following Employees may be considered for Grant of Options: (a) any new joiner recruited at or above the level/grade identified in the Plan; (b) any existing Employee at such level/grade, or who attains such level/grade on promotion; and (c) any other Employee to whom the Compensation Committee elects to Grant Options on the basis of achievement of specific targets/goals. Grants to existing Employees under (b) and (c) are subject to mandatory performance criteria, being a combination of Company performance metrics and individual performance metrics, as follows: 1. Consolidated Revenue of the Company and its Subsidiaries in the immediately preceding financial year; 2. Consolidated Profit After Tax (PAT) of the Company and its Subsidiaries in the immediately preceding financial year; 3. R&D spend as a percentage of Consolidated Sales, reflecting the Company's commitment to innovation and long-term growth; 4. Individual performance: a minimum performance rating of 4 (on a scale of 5) against the Employee's Key Result Areas (KRAs) under the Company's performance management framework; and 5. Additional commercial parameters determined by the management and approved by the Compensation

		Committee, at its discretion, based on prevailing business requirements and objectives.
i.	Maximum number of options to be offered and issued per employee and in aggregate	The maximum number of Options to be issued to any one Eligible Employee shall not in any case exceed such number of Options which would entitle such Eligible Employee to subscribe to more than 10,00,000 (Ten Lakhs) Equity Shares of the Company. The maximum number of options to all Eligible Employees shall not exceed 47,00,000 (Forty-Seven Lakh) options convertibles into 47,00,000 (Forty Seven Lakh) equity shares of face value of INR 1/- each.
j.	Maximum quantum of benefits to be provided per employee under the scheme	The maximum quantum of benefits underlying the options issued to an eligible employee shall depend upon the market price of the shares as on the date of sale of shares arising out of Exercise of options.
k.	Whether the scheme is to be implemented and administered directly by the company or through a trust	The Employee ESOP 2026 shall be implemented and administered directly by the Company without forming Trust or involving any Trust.
l.	Whether the scheme involves new issue of shares by the company or secondary acquisition by the trust or both	The Employee ESOP 2026 contemplates only the issue of fresh/primary shares by the Company. There is no involvement of trust and therefore there will not be any secondary acquisition by the Company.
m.	The amount of the loan to be provided for implementation of the scheme by the company to the trust, its tenure, utilization, repayment terms, etc.	The Employee ESOP 2026 shall be implemented and administered directly by the Company without forming Trust or involving any Trust. Therefore, the provision of any loan to a Trust under the Employee ESOP 2026 does not arise.
n.	Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the scheme	The Employee ESOP 2026 shall be implemented and administered directly by the Company without forming Trust or involving any Trust. Therefore, the Employee ESOP 2026 does not envisage any secondary acquisition.
o.	A statement to the effect that the company shall conform to the accounting policies specified in regulation 15	The Company shall follow the laws/regulations applicable to accounting and disclosure related to the Employee Stock Options and Accounting Standards IND AS 102 on Share-based payments and/or any

		relevant accounting standards as may be prescribed by the Central Government in terms of Section 133 of the Companies Act, 2013 including any 'Guidance Note on Accounting for employee share-based Payments' issued in that regard from time to time and /or any relevant Accounting Standards as may be prescribed by the Institute of Chartered Accountants of India ("ICAI") from time to time, including the disclosure requirements prescribed therein, in compliance with relevant provisions of Regulation 15 of SEBI SBEB & SE Regulations.
p.	The method which the company shall use to value its options	The Company shall comply with the requirements of IND – AS 102 and shall use Fair value method to value its options and the fair value of Options would be calculated as per the prescribed method under the applicable regulations.
q.	The statement, if applicable – In case, the company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the Options shall be disclosed in the Directors' report and the impact of this difference on profits and on earnings per share ("EPS") of the company shall also be disclosed in the Directors' report;	At present, this statement is not applicable as the Company shall adopt 'fair value method' for valuation of Options as prescribed under IND AS 102.
r.	Period of lock-in	The Equity Shares arising out of Exercise of Vested Options shall not be subject to any lock-in period after the Exercise except such restrictions as prescribed under Applicable Laws.
s.	Terms & conditions for buyback, if any, of specified securities covered under these regulations.	The procedure for buy-back of Options granted under the Employee ESOP 2026, if to be undertaken at any time by the Company subject to applicable laws, shall be determined by the Compensation

		Committee who shall determine, the applicable terms and conditions, including: (i) permissible source of financing for buy-back; (ii) any minimum financial threshold to be maintained by the Company as per its last financial statements; and (iii) limits upon quantum of Options that the Company may buy back in a financial year;
t.	The conditions under which Options vested in employees may lapse e.g. in case of termination of employment for misconduct and the specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:	In the event of termination of employment due to Misconduct, all Vested Options as on the date of termination shall continue to be held by the Eligible Employee and may be Exercised within 30 (thirty) days of the date of termination, failing which such Options shall lapse. In the event of resignation or termination of employment for any reason other than Misconduct, All Vested Options and eligible for being Exercised shall be Exercised within 30 (thirty) days of his resignation in accordance with this Employee ESOP 2026, failing which the unexercised Options shall lapse. Other terms and conditions governing the lapse and exercise of Options shall be as specified under the Bliss GVS Pharma Limited Employee Stock Option Scheme, 2026.

As the aforesaid proposal will entail further issue of shares, consent of the Members is being sought pursuant to Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and as per SEBI Regulations, as amended from time to time.

In terms of Section 62(1)(b) and other applicable provisions, if any, of the Act read with Rules thereunder and Regulation 6(1) and other applicable provisions of the SEBI SBEB & SE Regulations, the implementation of the Employee ESOP 2026 and grant of Options to the employees of the Company require approval of the shareholders by way of a special resolution. Therefore, the approval of the shareholders of the Company is being sought to pass the special resolution as set out at item no. 3.

As per the SEBI SBEB & SE Regulations, a separate special resolution is required to be passed, if the benefits of the Employee Stock Option Plan 2026 are to be extended to the employees of subsidiary(ies) or its /associate(ies) of the Company and such employees be allowed to enjoy the benefits of Employee ESOP 2026 in the same manner and subject to terms and conditions as mentioned herein. Accordingly, separate Special Resolution are being duly proposed for members' approval in item no. 4 respectively for extending the Employee ESOP 2026 to employees of the present and future subsidiary(ies) or its /associate(ies) companies of Bliss GVS Pharma Limited.

None of the directors and key managerial personnel of the Company or their relatives is in any way, financially or otherwise, concerned or interested in the resolutions, except to the extent of Equity Shares held by them in the Company or the options which may be granted under the Scheme.

The Employee ESOP 2026 and other documents, if any, referred to in the aforesaid resolutions shall be available for inspection at the Registered Office of the Company between 2:00 p.m. and 5:00 p.m. on all working days (excluding Saturdays, Sundays and public holidays) until the last date of the voting. Further, the draft Employee ESOP 2026 shall also be made available for inspection by the members through electronic mode upon receipt of a request at cs@blissgvs.com, specifying their name, Folio Number / Client ID and DP ID, along with the details of the documents they wish to inspect and a self-attested copy of their PAN card.

The Board, accordingly, recommends the passing of special resolutions as set out at item no. 3 and 4 of this Notice, for the approval of the shareholders of the Company through Postal Ballot.

GENERAL INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

Remote e-voting period shall commence from **Thursday, October 29, 2026, at 09:00 a.m. Hours (IST) and end on Friday, November 27, 2026, at 05:00 p.m. Hours (IST) (both days inclusive)**. During this period, Members of the Company holding shares either in physical or dematerialized form as on the **Cut-off date, i.e. October 23, 2026** (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company or the Depositories/Depository Participants/RTA), may cast their vote electronically, in respect of the resolution as set out in this Notice only through the remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.

- a. During the remote e-voting period, Members can login at CDSL e-voting platform any number of times till they have voted on the resolutions. Once the vote on resolutions is cast by a member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
- b. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide a remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facilities to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
- c. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing the ease and convenience of participating in the e-voting process.

Step 1: Access through the Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020**, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access the e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit the CDSL website https://www.cdslindia.com/ and click on login icon & My Easi New (Token) Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website https://www.cdslindia.com/ and click on login & My Easi New (Token) Tab and then click on registration option. <i>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on CDSL at https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, users will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</i>
Individual Shareholders holding securities in demat mode with NSDL Depository	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp or visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of

	e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. <i>For OTP based login, you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</i>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on "Shareholders" module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) **If you are a first-time user follow the steps given below:**

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- (v) Click on the **EVSN 261027001** for **Bliss GVS Pharma Limited** on which you choose to vote.
- (vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution, and option NO implies that you dissent to the Resolution.
- (vii) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.
- (viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@blissgvs.com/ info@blissgvs.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N. M. Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911
