

February 18, 2026

National Stock Exchange of India Ltd., Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra [E], Mumbai – 400051	BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001
NSE Scrip Symbol: BLS	BSE Scrip Code: 540073

Subject: **Postal Ballot Notice**

Dear Sir / Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform that the Board of Directors at their meeting held on Friday, February 06, 2026 had approved the Postal Ballot Notice for seeking approval of the Members of the Company on the below mentioned resolutions through remote e-voting process only:

Resolution No.	Items
1.	APPROVAL FOR PAYMENT OF COMMISSION TO NON-EXECUTIVE INDEPENDENT DIRECTORS OF THE COMPANY
2.	PLACE FOR KEEPING OF REGISTERS AND RETURNS AT ANY PLACE OTHER THAN THE REGISTERED OFFICE OF THE COMPANY

The Calendar of Events for the proposed Postal Ballot activity are as follows:

S. No.	Particulars	Date
1.	Date of Meeting of Board of Directors for approving the Postal Ballot Notice and appointment of Scrutinizer	February 06, 2026
2.	Cut-off Date for reckoning E-voting rights	February 13, 2026
3.	Date of completion of dispatch of Postal Ballot notice	February 18, 2026
4.	Publication of Notice in newspaper	February 19, 2026
5.	Date of Commencement of e-voting	February 19, 2026
6.	Last date for e-voting	March 20, 2026
7.	Date of Declaration of Results of Postal Ballot	On or Before March 24, 2026

The Company, through CDSL, has initiated process of sending the Postal Ballot Notice along with Explanatory Statement through email only on **Wednesday, February 18, 2026** to all those Members, whose e-mail addresses are registered with M/s. BEETAL Financial & Computer Services Private Limited ("Beetal"), the Registrar and Share Transfer Agent of the Company/Depository Participants and whose names appear in the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on **Friday, February 13, 2026**. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the Cut-off Date i.e **Friday, February 13, 2026**.

The Company has engaged the services of CDSL for providing e-voting facility to all its members. The details of the procedure and instruction to cast the vote electronically forms part of the 'Note no. 14' in the Note section of the Postal Ballot Notice.

Members are requested to note that the voting period will commence from **Thursday, February 19, 2026 at 9.00 A.M. (IST)** and end on **Friday, March 20, 2026 at 5.00 P.M. (IST)**. The e-voting module shall be disabled by CDSL for voting thereafter.

The Postal Ballot Notice is also be available on the Company's website www.blsinternational.com, websites of the Stock Exchanges i.e. BSE Limited (BSE) <https://www.bseindia.com/>, National Stock Exchange of India Limited (NSE) <https://www.nseindia.com/> and on the website of CDSL at www.cdslindia.com.

For BLS International Services Limited

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Dharak A. Mehta
Company Secretary and Compliance Officer
ICSI Membership No.: FCS12878

Encl: as above



BLS INTERNATIONAL SERVICES LIMITED
CIN - L51909DL1983PLC016907

Regd. Office: G-4B-1, Mathura Road, Extension Mohan Co-Operative Indl. Estate, New Delhi, 110044
Tel: +91 11-23310658, Fax: +91 11 23755264,
Website: www.blsinternational.com , **E-mail:** compliance@blsinternational.net

NOTICE FOR POSTAL BALLOT AND E-VOTING

[Notice pursuant to Section 110 of the Companies Act, 2013, as amended, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

E-VOTING STARTS ON	E-VOTING ENDS ON
Thursday, February 19, 2026 at 09:00 A.M. (IST)	Friday, March 20, 2026 at 05:00 P.M. (IST)

To
The Members

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the MCA for holding general meetings/ conducting postal ballot process through e-voting vide General Circular No. 03/2025 dated September 22, 2025 to transact the Special Business as set out hereunder by passing Special Resolutions by way of postal ballot only, by voting through electronic means ('remote e-voting').

The resolutions proposed to be passed by way of Postal Ballot and the Explanatory Statement setting out the material facts concerning the said resolutions and the reasons thereof, are annexed hereto for your consideration.

In compliance with the requirements of the MCA Circulars, Members are required to communicate their assent or dissent through the remote e-voting system only. Hence, physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelope is not being sent to the members. You are requested to carefully read all the instructions given in the Notes. E-voting shall commence on **Thursday, February 19, 2026 at 09:00 A.M. (IST)** and end on **Friday, March 20, 2026 at 5:00 P.M. (IST)**.

Pursuant to the Rule 22(5) of the Rules, the Board at its meeting held on February 06, 2026, has appointed Mr. Vijay Yadav, Practicing Company Secretary, (Certificate of Practice No: 16806) as the scrutinizer ("Scrutinizer") for conducting the E-voting process in a fair and transparent manner. The Scrutinizer shall submit his report to the Chairman of the Company or to any other person authorised by him after completion of scrutiny of the e-voting and, the results of the voting shall be declared on or before **Tuesday, March 24, 2026**. However, if the resolution, passed with the requisite majority through postal ballot, shall be deemed to have been passed, on the last date specified for remote e-voting i.e., **Friday, March 20, 2026**.

The results along with the Scrutinizer's Report will be placed on the Company's website i.e. www.blsinternational.com and on the e-voting website of CDSL i.e. www.evotingindia.com. The same shall simultaneously be communicated to the BSE Limited (BSE), National Stock Exchange of India Limited (NSE), on which the equity shares of the Company are listed.

SPECIAL BUSINESS:

Resolution No. 1

APPROVAL FOR PAYMENT OF COMMISSION TO NON-EXECUTIVE INDEPENDENT DIRECTORS 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 149, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules made thereunder read with Schedule V of the Act (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17(6)(a) and all other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or any other law for the time being in force read with the Nomination and Remuneration Policy, and in accordance with provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include Nomination and Remuneration Committee of the Board (“NRC”)) and subject to such other approvals as may be required, if any, in this regard, the approval of the Members of the Company be and is hereby accorded for payment of remuneration by way of commission to Non-Executive Independent Directors of the Company (forming a part of the Board, whether at the time of passing this resolution or in future until the validity of this resolution) for a period of 3 financial years with effect from April 01, 2025 as set out in the explanatory statement of this Notice, in such amounts or proportions and in such manner as may be determined by the Board as per applicable provisions of the Act and SEBI Listing Regulations.

RESOLVED FURTHER THAT where in any of the three financial years, the Company has no profits or its profits are inadequate, the Company may pay such remuneration, as may be approved by the Board, in the form of commission to its Non-Executive Independent Director(s) as minimum remuneration, for a period not exceeding three financial years for their respective tenures on or after April 01, 2025, in such amounts or proportions and in such manner as may be determined by the Board.

RESOLVED FURTHER THAT the remuneration shall be paid in addition to sitting fees payable to the Non-Executive Independent Director(s) for attending the meetings of the Board or Statutory Committees thereof as may be decided by the Board as per the provisions of Section 197 of the Act and reimbursement of expenses based on actual basis for participation in the Board and Statutory Committee meetings thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

Resolution No. 2

PLACE FOR KEEPING OF REGISTERS AND RETURNS AT ANY PLACE OTHER THAN THE REGISTERED OFFICE 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 94 and all other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), Rules framed there under (including any amendments thereto or re-enactment thereof) and pursuant to appointment of M/s KFin Technologies Limited (‘KFinTech’) as a new RTA in place of M/s. Beetal Financial and Computer Services Private Limited (‘Existing RTA’) by the Board of Directors of the

Company in its meeting held on February 06, 2026, the consent of Members of the Company be is and hereby accorded to keep and maintain the Register and Index of Members pursuant to Section 88 of the Act, and copies of all Annual Returns prepared under Section 92 of the Act together with other statutory registers, documents, returns, certificates and records required to be maintained under the Act, at the office of Registrar and Share Transfer Agent ('RTA') of the Company, presently from existing RTA to KFintech situated at 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Maharashtra – 400070, or at any of its offices in India, with such effective date, or at the office of any other RTA that may be appointed by the Company, from time to time, at Mumbai, or at any other place in India where such RTA maintains its office or records, or at such other place as may be approved by the Board of Directors, from time to time, in compliance with applicable provisions of the Act, instead of the Registered Office of the Company.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company be and is hereby severally authorized to file the necessary documents/ form(s) with the relevant Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution and to settle any questions or difficulties in connection herewith or incidental thereto.”

Registered Office: G-4B-1, Mathura Road,
Extension Mohan Co-Operative Indl. Estate,
New Delhi, Delhi, 110044
CIN: L51909DL1983PLC016907
Tel: +91 11-23310658
Email: compliance@blsinternational.net
Website: www.blsinternational.com

**By Order of the Board
For BLS International Services Limited**

**Sd/-
Dharak Mehta
Company Secretary & Compliance Officer
ICSI Membership No. FCS12878**

Place: New Delhi
Date: February 06, 2026

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (“the Act”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), as amended, setting out the material facts concerning the said Resolutions and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice (“Notice”) for your consideration.
2. The MCA vide its General Circulars, has permitted Companies to conduct the Postal Ballot by sending the Notice in electronic form only. Accordingly, this Postal Ballot Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depository Participant (DP)/ Company’s Registrar and Share Transfer Agent (RTA) as on Friday, February 13, 2026.

Members may take note that the Postal Ballot Notice will also be available on the Company’s website at www.blsinternational.com , websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL at www.evotingindia.com.

3. As per Section 110 and other applicable provisions of the Act read with Rule 22 of the Rules, cut-off date for the purpose of reckoning the Voting rights is Friday, February 13, 2026. Only those members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the Cut-off date (including those members who may not have received this Notice due to non-registration of their email ID with the Company or DPs) shall be entitled to vote by way of remote e-voting in accordance with the process laid down in this Notice. The communication of assent or dissent of the members would take place through the process of remote e-voting. A person who is not a Member/ Beneficial Owner as on the Cut-off Date should treat this Notice for information purposes only.
4. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“the Regulations”) and in accordance with the MCA Circulars, the Company has engaged Central Depository Services (India) Ltd. (“CDSL”) as the agency for facilitating remote e-voting to enable the Members to cast their votes electronically (“remote e-voting”). In accordance with the MCA Circulars, the Members can vote only through remote e-voting.

The Company has engaged Central Depository Services (India) Ltd. (“CDSL”) to provide e-voting facility for its members. The procedure for e-voting is given below. The e-voting facility is available at www.evotingindia.com from **Thursday, February 19, 2026 at 9:00 A.M. (IST)** and end on **Friday, March 20, 2026 at 5:00 P.M. (IST)**. The e-voting module will be blocked by CDSL at 5.00 P.M. (IST) on Friday, March 20, 2026 and voting shall not be allowed beyond the said date and time.

The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date. Once the vote on the resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.

5. This Notice along with the instructions regarding e-voting is being sent only by e-mail to all those Members, whose e-mail address is registered with the Company or with the Depositories/Depository Participants and whose names appear in the Register of Members/list of Beneficial Owners as on Friday, February 13, 2026, in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“MCA”) for holding general meetings/conducting postal ballot process through e-voting as set out in its General Circulars issued from time to time. The Notice shall also be uploaded on the website of the Company i.e. www.blsinternational.com and on the e-voting website of CDSL i.e. <https://evotingindia.com>

6. All the 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 address with the Company or the Depositories/Depository Participants) shall be entitled to vote in accordance with the process specified in Note No. 14 of this Notice. As per the MCA Circulars and in view of non-availability of proper postal and courier services, physical copy of Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.
7. Dispatch of the Notice shall be deemed to be completed on Wednesday, February 18, 2026.
8. All the material documents referred to in the notice and explanatory statement will be available for inspection at the Registered Office of the Company during office hours on all working days (except Saturday's, Sunday's and Public Holiday's if any) from the date of dispatch of the Notice till last date of voting i.e Friday, March 20, 2026. Members seeking to inspect such documents can send an e-mail to compliance@blsinternational.net.
9. The Board of Directors of the Company has appointed Mr. Vijay Yadav, (Certificate of Practice No: 16806) partner of M/s. AVS & Associates, Practicing Company Secretaries as 'Scrutinizer' for conducting the Postal Ballot process in a fair and transparent manner.
10. Upon completion of scrutiny of e-voting, the Scrutinizer shall submit his report within two working days after the end of remote e-voting period, to the Chairman or any other person authorized by him. The results of the Postal Ballot will be announced by the Chairman or the authorized person within two working days from the closure of the voting period.
11. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate Office of the Company and placed on the Company's website at www.blsinternational.com and on the website of CDSL at the earliest after the result is declared. The results shall be simultaneously communicated to the stock exchanges where the securities of the Company are listed.
12. The resolutions, if passed by the requisite majority shall be deemed to have been passed as if the same has been passed at a general meeting of the members convened in that behalf on the last date specified by the company for remote e-voting i.e. Friday, March 20, 2026.
13. Corporate members are entitled to appoint authorized representatives to vote on their behalf on the resolution proposed in this Postal Ballot Notice. Institutional/ Corporate members (i.e., other than individuals, HUF, NRI, etc.) are required to send a scanned, certified copy (PDF/ JPG Format) of their Board or governing body's resolution/ Authorization, authorizing their representative to vote through remote e-voting to the Company through e-mail at compliance@blsinternational.net
14. **THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**
 - (i) The Company has engaged the services of Central Depository Services (India) Ltd. ("CDSL") for the purpose of providing remote e-voting facility to its Members. The voting period begins on **Thursday, February 19, 2026 at 09:00 A.M. (IST)** and ends on **Friday, March 20, 2026 at 5:00 P.M. (IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, February 13, 2026** may cast their vote electronically. Remote e-Voting will be blocked immediately thereafter and no e-voting will be allowed beyond the said date and time.
 - (ii) 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 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 facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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 ease and convenience of participating in e-voting process. In the case of joint holders, only such joint holder whose name appears first will be entitled to vote.

- (iii) 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 e-Voting facility.

Pursuant to abovesaid 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	<ol style="list-style-type: none"> 1) 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi 2) 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will

	<p>authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user 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.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) 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. 2) 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 3) 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. 4) 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.
<p>Individual Shareholders (holding securities in demat mode) login through their</p>	<p>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</p>

Depository Participants (DP)	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.
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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

(iv) **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.

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) <ul style="list-style-type: none"> • 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)	<p>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.</p> <ul style="list-style-type: none"> 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.
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- (v) After entering these details appropriately, click on “SUBMIT” tab.
- (vi) 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 resolutions 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.
- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <BLS International Services Limited> on which you choose to vote.
- (ix) 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.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) 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.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) 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.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) **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; compliance@blsinternational.net (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

Registered Office: G-4B-1, Mathura Road,
Extension Mohan Co-Operative Indl. Estate,
New Delhi - 110044
CIN: L51909DL1983PLC016907
Tel: +91 11-23310658
Email: compliance@blsinternational.net
Website: www.blsinternational.com

By Order of the Board
For BLS International Services Limited

Sd/-
Dharak Mehta
Company Secretary & Compliance Officer
ICSI M. No. – FCS12878

Place: New Delhi
Date: February 06, 2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) AND 110 OF THE COMPANIES ACT, 2013; IN RESPECT OF SPECIAL BUSINESS SET OUT IN THE POSTAL BALLOT NOTICE

Resolution No. 1:

Owing to the dynamic and competitive business environment, stringent regulatory compliances and expanding corporate governance norms, there has been a significant increase in the role and responsibilities of the Independent Directors (“ID’s”) of the Company. Further, the Non-Executive Independent Directors of the Company are leading professionals with a high level of expertise and rich experience in varied functional areas such as business planning & strategy, finance & accounting, Corporate Governance, and customer insights etc. They have been shaping and steering the long-term strategy of the Company and making valuable contributions to its overall growth. Further, the Non-Executive Independent Directors have assumed a central role in maintaining a high level of corporate governance within the Company.

In view of this, it is deemed appropriate to pay remuneration in the form of commission to Non-Executive Independent Directors of the Company (forming a part of the Board, whether at the time of passing this resolution or in future until the validity of this resolution) for their commitment and the value they bring to the organization.

In recognition of the valuable contributions made by the Independent Directors of the Company, through their time commitment, guidance, and effective oversight, as well as their meaningful participation in the Board’s deliberations and decision-making processes, the Board of Directors upon the recommendation of Nomination and Remuneration Committee in its meeting held on November 11, 2025 pursuant to the provisions of Companies Act, 2013 read with schedule V and subject to approval of Members, approved the remuneration framework in the form of commission to Non- Executive Independent Directors of the Company (forming a part of the Board, whether at the time of passing this resolution or in future until the validity of this resolution) for a period of 3 financial years with effect from April 01, 2025 to March 31, 2028 as criteria herein below.

A. Maximum Limit:-

Serving period on the Board	Maximum Limit
Upto 2 year	Upto Rs. 7 lac p.a.
More than 2 year	Upto Rs. 10 lac p.a.

In case a Non-Executive Independent Director is not on the Board for the whole year, the annual compensation for such Director will be paid on a pro rata basis.

B. Attendance & Contribution to the Meetings:-

The Board may also consider the Non-Executive Independent Director’s attendance, active participation, quality of deliberations, and contribution to Board and Committee meetings while determining the quantum of commission payable for the relevant year.

C. Any other criteria as deemed fit:-

The Board shall also take into consideration any other qualitative or quantitative factors that it deems appropriate, including the profit of the Company, overall contribution of the Non-Executive Independent Director towards strengthening Corporate Governance, providing strategic guidance, supporting management oversight, behavior towards other directors and enhancing the effectiveness of the Board and its Committees.

The Shareholders may take note that the remuneration by way of commission as stated above shall be in addition to the sitting fees, which shall be in terms of and in compliance of the Companies Act, 2013, payable to them for attending the meetings of the Board or Committees thereof and reimbursement of expenses for participation in the Board and other meetings thereof.

Independent Directors shall not be entitled to any stock options pursuant to Regulation 17(6)(d) of the SEBI (LODR) Regulations, 2015.

Minimum Remuneration:

In the absence, or inadequacy of the profits in any of the three financial year, the remuneration, as may be approved by the Board, in the form of commission to be paid to the non-executive independent directors of the Company, as a minimum remuneration, for a period of not exceeding three financial years for their respective tenures on or after April 01, 2025, in such amounts or proportions and in such manner as may be determined by the Board of the Company or such other time period as may be permitted under the Act.

The Company has not defaulted in payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor, if any. The information as required to be disclosed under Schedule V to the Companies Act, 2013 is given in the **Annexure-1** to the Notice.

This remuneration in the form of commission will be disbursed amongst the Directors in accordance with the directions given by the Board and subject to any other applicable requirements under the Act and performance criteria and benchmarks approved by the Board.

The relevant details of all the present non-executive Independent Directors of the Company as required to be given under Secretarial Standard – 2 are provided in the **Annexure-2** to this notice.

The Board of Directors recommends the Special Resolution set out at Resolution No. 1 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, except to the extent of their shareholdings in the Company, if any in the resolution as set out in Resolution No. 1 of the Notice except said Non- Executive Independent Directors of the Company, shall be deemed to be concerned or interested in resolution set out at Resolution No. 1 of the Notice to the extent of the compensation that may be received by them in future.

Resolution No. 2

Pursuant to Section 94(1) of the Companies Act, 2013, (the 'Act') the registers required to be kept and maintained by a Company under Section 88 of the Act, such as the Register of Members and Index of Members and other related documents including copies of the annual return filed under Section 92 of the Act shall be kept at the Registered Office of the Company.

Provided that such registers or copies of return may also be kept at any other place in India in which more than one-tenth of the total number of Members entered in the register of Members reside, if approved by a special resolution passed at a general meeting of the company.

The Board of Directors in its Meeting held on February 06, 2026 approved the appointment of M/s Kfin Technologies Limited as New RTA in place of existing RTA i.e. Beetal Financial and Computer Services Private Limited. The effective date of such appointment of Kfintech will be communicated to the Stock Exchanges in due course after receiving No

Objection Certificate (NOC) from the existing RTA, confirmations/ approval from NSDL, CDSL and other authority, if any, and after entering into the Tripartite Agreement between Kfintech, Existing RTA and the Company.

The proposed resolution enables the Company to maintain the aforesaid registers and documents at the office of the Registrar and Share Transfer Agent of the Company, Kfintech at Mumbai or at any of its offices in India, with effective date, or at the office of any other Registrar and Share Transfer Agent that may be appointed by the Company from time to time, at Mumbai or at any other place in India where such RTA maintains its office or records.

In case, the RTA and / or its address is changed, the Company shall communicate the same to the Stock Exchanges where the equity shares of the Company are listed and shall also publish the information in atleast one English language National daily newspaper and in one regional language daily newspaper circulating in the region where the Registered Office of the Company is situated as per the provision of the Act.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding in the Company, if any.

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

Registered Office: G-4B-1, Mathura Road,
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**By Order of the Board
For BLS International Services Limited**

**Sd/-
Dharak Mehta
Company Secretary & Compliance Officer
ICSI Membership No. FCS12878**

Place: New Delhi
Date: February 06, 2026

Annexure-1

STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED AS PER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013:

I. GENERAL INFORMATION

- (i) **Nature of Industry:** BLS International Services Limited is operating in single segment i.e. Visa outsourcing and other allied services.
- (ii) **Date or expected date of commencement of commercial production** - The Company was incorporated on November 07, 1983 and commenced its business on November 17, 1983
- (iii) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus** – Not Applicable
- (iv) **Financial performance based on given indicators** –

(Rs. in Lakhs)

Particulars	Current Year 31.03.2025	Previous Year 31.03.2024
Revenue from operation	13848.63	11864.22
Other Income	4666.43	3546.26
Total Income	18,515.06	15,410.48
Profit before Interest & finance charges, depreciation & taxation*	4021.87	4800.88
Less: Interest Cost	383.07	147.75
Less: Depreciation	1327.23	631.78
Profit before taxation	2311.57	4,021.35
Total Tax Liability	115.10	320.26
Profit after taxation	2196.47	3,701.09
Total other Comprehensive Income	-22.94	-5.19
Total Comprehensive Income for the year	2173.53	3,695.90

*Profit before interest & finance charges, depreciation & taxation includes other income

(v) **Foreign investments or collaborations, if any** –

During the F.Y. 2024-25, there is no foreign direct investment in the Company except to the extent shares held by FPI/FII acquired through open market. There is no foreign collaboration in the Company.

II. INFORMATION ABOUT THE APPOINTEE –

- (i) **Background details and recognition or awards, if any** – For background details and recognition or awards, if any, please refer the detailed profile available on the website of the Company at <https://www.blsinternational.com/board-of-directors>
- (ii) **Past remuneration** – Remuneration in the form of commission was not provided to any Non-Executive Independent Directors during the previous years except Only Sitting Fees and reimbursement of other expenses for attending the meetings.
- (iii) **Job profile and their suitability** – The Non-executive Independent Directors of the Company, shall provide independent and objective judgment in Board deliberations, Contribute to formulation and review of long-term strategy in relation to expansion of visa processing operations, monitor business performance and risk exposure in domestic and international markets. The Non-Executive Independent Directors of the Company shall ensure robust internal controls and compliance mechanisms and provide oversight on risks specific to the visa services industry, including regulatory changes, cybersecurity threats and data breaches, reputational risks and Operational disruptions etc. They can review and monitor the effectiveness of internal audit and risk mitigation systems.

The non-executive Independent Directors of the Company uphold the highest standards of integrity, independence, and corporate governance, possesses relevant certifications and domain expertise pertinent to regulatory, compliance, financial oversight, or technology governance. They all have diversity of thought, independent perspective, and professional expertise. They strengthened governance framework and strategic oversight of the Company's operations in the visa facilitation and immigration support services sector.

- (iv) **Remuneration proposed** – As per remuneration framework mentioned herein above.
- (v) **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)** – The proposed remuneration is in line with the benchmarking done by the Company considering companies with good governance practices and companies in similar sector or type of business and market capitalization.
- (vi) **Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other director, if any** – The Non-Executive Independent Directors of the Company do not have any pecuniary relationship directly or indirectly with the Company or with the managerial personnel of the Company, except to the extent of Remuneration, as applicable, sitting fees and reimbursement of out-of-pocket expenses received by them for attending the meetings.

III. OTHER INFORMATION

(i) Reasons of loss or inadequate profits

The coronavirus pandemic has crippled not only India's but also global economy. Like many industries, the Tour and Travels industry too has been hit hard. Due to geopolitical tensions & conflicts, war, health

challenges related to pandemic and economic uncertainties could weigh on tourism's recovery in the months ahead that too impacted the business of the Company. BLS international Services Limited, being part of the said industry, may be suffered major disruption in its operations across the globe, which may be resulted into having inadequate profit/ loss in future to making payment of the managerial remuneration under Section 197 and any other applicable section and schedule V of the Companies Act, 2013.

Therefore, the Company is passing a Special Resolution pursuant to the proviso to the sub-section (1) of Section 197 and schedule V of the Companies Act, 2013 and as a matter of abundant precaution, as the profitability of the Company may be adversely impacted in future due to pandemic, war and other economic slowdown reasons etc. during the period for which managerial remuneration by way of commission which will be payable to all the Non-Executive Independent Directors of the Company under the Companies Act, 2013 read with schedule V of the Act.

(ii) Steps taken or proposed to be taken for improvement

The Company has embarked on a series of strategic and operational measures that is expected to result in the improvement in the present position. The inherent strengths of the Company, especially its reputation as a premium service provider, powerful brand and across globe visa application centers are also expected to enable the Company to position itself during adversities. The Company has also strategically planned to enhance provision of service and increase profits and has put in place measures to reduce costs and improve the bottom-line.

(iii) Expected increase in productivity and profits in measurable terms

The Company is conscious about improvement in performance of the Company and undertakes constant measures to improve the same. However, it is difficult in present scenario to predict profits in measurable terms. For the year ended March 31, 2025, net profit stood at Rs. 2683.76 Lakhs as per Section 198 of Companies Act, 2013.

IV. DISCLOSURES

All the relevant information required to be disclosed in the Board of Directors' Report under the heading "Corporate Governance" will be enclosed to the Annual Report 2025-26.

Annexure -2

Information of Present Directors in accordance with the provisions of Companies Act, 2013 read with Secretarial Standard- 2

Name	Mr. Atul Seksaria	Mr. Sarthak Behuria	Mr. Ram Sharan Prasad Sinha	Mrs. (Dr.) Savita
DIN	00028099	03290288	00300530	08764773
Date of Birth	27/06/1962	02/03/1952	21/09/1951	10/09/1984
Age	63 Years	73 Years	74 Years	41 Years
Qualifications	Chartered Accountant (CA)	Graduate from St. Stephen's College, Delhi and Post Graduate from Indian Institute of Management (IIM) Ahmedabad	a) B.Sc. Engg (Electrical) from Patna University, b) MBA (Finance) from Patna University, c) CAIIB Certification Course from Indian Institute of Bankers, d) LLB from Magadh University, and e) ICWA from the Institute of Cost and Management Accountancy	Ph.D. in Commerce, Maharshi Dayanand University, Rohtak (2014) UGC NET Qualified – June 2007, UGC-NET & JRF Qualified – Dec 2007, B.Com & M.com from Maharshi Dayanand University
Brief Profile (including Experience and Expertise in specific functional area)	Mr. Atul Seksaria is Chartered Accountant and Graduated from B. Com (Hons.) from SRCC, Delhi University and served as senior partner with S.R. Batliboi & Co. LLP (Member Firm of EY Global), Walker Chandiook & Co. LLP (Member firm of Grant Thornton) and S. S.. Kothari Mehta & Co. (Member firm of HLB International) and possesses over three decades of diverse & rich experience in Audit, Finance & Consulting.	Mr. Sarthak Behuria has been superannuated from Chairmanship of Indian Oil Corporation Ltd, India's largest commercial enterprise. He was also Chairman (part-time) of Group Companies, Chennai Petroleum Corporation Ltd., and Bongaigaon Refinery & Petrochemicals Ltd., besides heading Indian Oiltanking Ltd., a joint venture for building and operating terminalling services for	Mr. Ram Sharan Prasad Sinha has rich experience of more than three decades in the field of Finance and Corporate Law.	Mrs. (Dr.) Savita is an accomplished academican and independent board director with over 15 years of combined experience in higher education, research, and governance. She is currently serving as an Independent Director at Morepen Laboratories Ltd. and Guest Faculty in the Department of Commerce, University of Delhi. She has a proven leadership in academic departments and an active contributor to national and international research forums. She had published

		<p>petroleum products.</p> <p>Prior to Joining Indian Oil, he was Chairman and Managing Director of Bharat Petroleum Corporation Ltd (2002-2005).</p> <p>He possesses experience in Business Administration and Management.</p>		<p>12+ research papers in UGC CARE/Scopus-indexed journals and edited volumes and presented papers at 10+ national and international seminars. She had her research areas: Sustainable Development, Knowledge Management, Green Products and Behavioral Finance. She Got 2nd Rank in M.com (Pre), MDU Rohtak (2006) and Qualified UGC NET on first attempt and upgraded from JRF to SRF.</p>
Name (s) of the other Companies in which Directorship held	<ol style="list-style-type: none"> 1. Jakson Engineers Limited 2. Jakson Limited 3. Impressions Printing & Packaging Limited 4. Swadeshi Polytex Ltd. 5. Amar Ujala Limited 6. BCH Electric Limited 7. Aadifidelis Solutions Private Limited 	<ol style="list-style-type: none"> 1. SLW Media Private Limited 2. Bharat Seats Limited 3. Prime Trigen Wealth Limited 4. Prime Research & Advisory Limited 5. Reliance BP Mobility Ltd (RMBL) 6. The Supreme Industries Limited 	None	<ol style="list-style-type: none"> 1. BLS IT - Services Private Limited 2. BLS E-Solutions Private Limited 3. Morepen Laboratories Ltd.
Membership/ Chairmanship of Committees in the Company	<p>Audit Committee- Chairman</p> <p>Stakeholders Relationship Committee- Member</p> <p>Risk Management Committee - Member</p>	<p>Audit Committee – Member</p> <p>Nomination and Remuneration Committee- Chairman</p> <p>Risk Management Committee- Chairman</p>	<p>Nomination and Remuneration Committee – Member</p> <p>Corporate Social Responsibility Committee- Chairman</p>	<p>Audit Committee- Member</p> <p>Nomination and Remuneration Committee – Member</p> <p>Corporate Social Responsibility Committee - Member</p> <p>Stakeholders Relationship Committee – Chairperson</p>

<p>Membership/ Chairmanship of Committees in other Companies</p>	<p>1. Amar Ujala Limited Audit Committee – Member Nomination and Remuneration Committee- Chairman Corporate Social Responsibility Committee- Member</p> <p>2. Swadeshi Polytex Limited Audit Committee- Chairman Nomination and Remuneration Committee – Member</p> <p>3. BCH Electric Limited Audit Committee – Chairman</p> <p>4. Aadifidelis Solutions Private Ltd. Audit Committee- Member Nomination and Remuneration Committee -Member</p>	<p>1. Bharat Seats Limited Stakeholders Relationship Committee – Chairman Corporate Social Responsibility Committee- Member</p> <p>2. Prime Research & Advisory Limited Risk Management Committee – Member</p> <p>3. Reliance BP Mobility Ltd (RMBL) Audit Committee – Member</p> <p>4. Supreme Industries Limited Nomination and Remuneration Committee – Chairman Risk Management Committee – Member Audit Committee – Chairman</p>	<p>None</p>	<p>1. Morepen Laboratories Ltd. Stakeholders Relationship Committee- Member Corporate Social Responsibility Committee – Member</p>
<p>Date of first appointment on the Board of the Company</p>	<p>11/05/2023</p>	<p>11/11/2016</p>	<p>17/08/2021</p>	<p>16/05/2025</p>
<p>No. of Board Meetings attended during the year</p>	<p>4 out of 4 during the financial year 2025-26 upto & including the date of this Notice.</p>	<p>4 out of 4 during the financial year 2025-26 upto & including the date of this Notice.</p>	<p>4 out of 4 during the financial year 2025-26 upto & including the date of this Notice.</p>	<p>3 out of 3 meetings during her tenure in the financial year 2025-26 upto & including the date of this Notice.</p>
<p>Terms and conditions of appointment</p>	<p>Not Applicable</p>			
<p>Details of remuneration sought to be paid</p>	<p>As mentioned in resolution and explanatory statement of Resolution No. 1 of this Postal Ballot Notice.</p>			

Remuneration last drawn, if any	Only Sitting Fees and reimbursement of other expenses for attending the meetings of Board or Statutory Committees thereof.
Listed entities from which the person has resigned in the past three years	No such Companies
No. of Equity Shares held in the Company directly or on a beneficial basis for any other persons	Nil
Relationship with other directors, Manager, Key Managerial Personnel of the Company	None

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By Order of the Board
For BLS International Services Limited

Sd/-
Dharak Mehta
Company Secretary & Compliance Officer
ICSI M. No. – FCS12878

Place: New Delhi
Date: February 06, 2026