

Notice

NOTICE is hereby given that the 15th (Fifteen) Annual General Meeting ("**AGM**") of the members of **BLUESTONE JEWELLERY AND LIFESTYLE LIMITED** (Formerly known as BlueStone Jewellery and Lifestyle Private Limited) ("the Company") will be held on Monday, 14th September, 2026 at 04.30 p.m. (IST) through Video Conferencing (VC) or other Audio-Visual Means (OVAM) facility, to transact the businesses mentioned below:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company together with the reports of the Board of Directors and Auditors thereon for the Financial Year ended March 31, 2026.

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

"RESOLVED THAT the Audited Standalone Financial Statement of the Company for the Financial Year ended 31st March, 2026 together with the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company together with Auditors Report thereon for the Financial Year ended March 31, 2026.

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

"RESOLVED THAT the Audited Consolidated Financial Statement of the Company for the Financial Year ended 31st March, 2026, together with the report of the Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

3. To appoint Mr. Amit Jain (DIN: 01613364), as a Non-Executive, Non-Independent Director, in place of Mr. Sameer Dileep Nath (DIN: 07551506), Director liable to retire by rotation, who does not seek re-election.

To consider and, if thought fit, to pass, with or without modification, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the recommendation of the Board of Directors, Nomination and Remuneration Committee and pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, ("Companies Act") the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Articles of Association of the Company, and other applicable laws, the consent of the Members be and is hereby accorded for appointment of Mr. Amit Jain (DIN: 01613364) as Non-Executive, Non-Independent Director (category: Professional), liable to retire by rotation, of the Company with effect from the date of approval of the Members of the Company.

RESOLVED FURTHER THAT the Board noted the consent letter under Section 152 (5) of the Companies Act in Form DIR-2 received from Mr. Amit Jain providing his consent to act as an Non-Executive, Non-Independent Director (category: Professional) of the Company, declaration in writing under Section 164 in the Form DIR 8, the disclosure of interest under Section 184 in the Form MBP-1 and confirmation that he is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other authority; such other declarations and confirmations as may be required under the Companies Act, 2013, the SEBI (LODR) Regulations, 2015 and other applicable laws.

RESOLVED FURTHER THAT Mr. Amit Jain shall hold office as a Non-Executive, Non-Independent Director, liable to retire by rotation, in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of the Director of the Company or the Chief Financial Officer or the Company Secretary, be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolutions, including making the necessary applications, filing forms and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolutions.

RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any Director and/or by the Chief Financial Officer or by Company Secretary of the Company, be forwarded to concerned authorities for necessary actions.”

By order of the Board of Directors
For BlueStone Jewellery and Lifestyle Limited
(Formerly known as BlueStone Jewellery and Lifestyle Private Limited)

Sd/-
Gaurav Singh Kushwaha
Managing Director
DIN: 01674879

Registered Office:
Site No.89/2 Lava Kusha Arcade, Munnekolal
Village, Outer Ring Road, Marathahalli, Bangalore,
Karnataka-560037.

Place: Mumbai
Date: 14th August, 2026

Notes:

1. The explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("**Act**") as amended, read with the relevant rules made thereunder and Secretarial Standard No. 2 ("**SS-2**") on General Meetings issued by the Institute of Company Secretaries of India, in respect of special business is annexed hereto and forms part of this Notice.
2. The Ministry of Corporate Affairs ("**MCA**") has, vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 (collectively referred to as "**MCA Circulars**") has permitted convening the AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said MCA Circulars, and applicable provisions of the Act read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), AGM shall be conducted through VC/OAVM. The deemed venue for the AGM shall be the registered office of the Company.
3. The Notice along with the Annual Report for F.Y. 2025-26 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM for F.Y. 2025-26 will also be available on the Company's website <https://www.bluestone.com/investor-relations.html#governance>, website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively and on the website of National Securities Depository Limited (NSDL) at <https://www.evoting.nsdl.com>. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail ID, cut-off date for e-voting etc.

Pursuant to the MCA Circulars, since this AGM is held through VC/OAVM, (a) route map to the venue is not required and therefore, the same is not annexed to this Notice; (b) Members will not be able to appoint proxies for the meeting, and hence, proxy form and attendance slip is not annexed to this Notice; and (c) physical attendance of Members has been dispensed with; Accordingly, attendance Slip is not annexed to this Notice.

4. However, the body corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
 5. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available on first come first served basis.
- Large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee, the Auditors etc. will not be subject to the aforesaid restriction of first-come-first serve basis.
6. Participation of members through VC/OVAM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Act.
 7. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the General Meeting through VC/OVAM. Institutional Investors/Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution/authorization letter at its corporate office of the Company through email at designated e-mail address of the Company i.e. secretarial@bluestone.com or upload on the VC portal/e-voting portal.
 8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the

- Directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the Members during the General Meeting. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of General Meeting, i.e. September 14, 2026. Members seeking to inspect such documents can send an email to secretarial@bluestone.com.
9. Members whose shareholding is in electronic mode are requested to direct notifications about change of address and updates about bank account details to their respective Depository Participant(s) (DP).
 10. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the General Meeting. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (**NSDL**) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as venue voting on the date of the General Meeting will be provided by NSDL. The Members attending the AGM who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM. Members who have cast their votes by remote e-voting prior to the General Meeting may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by Members holding shares in dematerialized mode, physical mode and for Members who have not registered their email addresses is provided in the instructions for E-Voting Section which forms part of this Notice.
 11. In line with the MCA Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://www.bluestone.com/investor-relations.html>. The Notice can also be accessed from the website 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 the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
 12. In accordance with the MCA circulars and SEBI circular, the Notice of the AGM along with the Annual Report for the Financial Year 2025-26 is being sent by electronic mode to Members whose E-mail IDs are registered with the Company/Registrar & Share Transfer Agent ("RTA") or the Depository Participants ("DPs"). Additionally, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a letter to Members whose E-mail IDs are not registered with the Company or its RTA or with DP providing the weblink of Company's website from where the Annual Report for the Financial Year 2025-26 can be accessed.
 13. We urge Members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository participants, and Members holding shares in physical mode are requested to update their email addresses with the Company's RTA at **KFin Technologies Limited (formerly known as KFin Technologies Private Limited)**, to receive copies of the Annual Report for the Financial Year 2025-26 in electronic mode. Members may provide their detail in the sheet annexed to this Notice.
 14. All the correspondence pertaining to shareholding, transfer of shares, transmission etc. should be lodged at the Company's Registrar and Share Transfer Agent: KFin Technologies Limited (formerly known as KFin Technologies Private Limited), Unit: BlueStone Jewellery and Lifestyle Limited, Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel No: +91 040-68301881, (040) 6716 2222, Email- einward.ris@kfintech.com.
 15. Additional information, pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meeting ("**SS-2**") in respect of the Directors seeking appointment at the AGM, forms an integral part of this Notice.
 16. The Audited Accounts of the Company's subsidiaries are available on the Company's website at <https://www.bluestone.com/investor-relations.html#annualFinancials>.
 17. The SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore,

requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.

18. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form. Members holding shares in physical form are requested to notify any change in their address or bank details to the RTA quoting their Folio Number. The members holding shares in the demat form are requested to update such details with their respective Depository Participants.
19. The Members who wish to nominate, any person to whom his securities shall vest in the event of his death may do so by submitting the attached nomination form to the Company or the Registrar and Share Transfer Agent of the Company. A nomination may be cancelled, or varied by nominating any other person in place of the present nominee, by the holder of securities who has made the nomination, by giving a notice of such cancellation or variation.
20. As per Regulation 40 of the Listing Regulations, as amended, the request for transfer of securities shall not be processed unless the securities are held in dematerialised form. Further the request for transmission or transposition of securities held in physical or dematerialised form shall be affected only in dematerialised form. Hence Members who hold shares in physical form are requested to dematerialize their shares, so they can transfer their shares in future, if so desire. In view of this and also to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to demat mode.
21. Non-Resident Indian Members are requested to inform to the Company's Registrar and Share Transfer Agent, of any change in their residential status on return to India for permanent settlement, their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code, if the details are not furnished earlier.
22. Members present at the AGM and who have not cast their vote on resolutions set out in the

Notice convening the AGM through remote e-voting and who are not otherwise barred from doing so, shall be allowed to cast their vote through e-voting facility during the AGM.

23. However, Members who have exercised their right to vote during the Remote e-voting period may attend the AGM but shall not be entitled to cast their vote again.
24. Once the vote on a resolution is cast, Member shall not be allowed to change the same subsequently or cast vote again. Members can opt for only one mode of voting i.e. either through Remote e-voting or e-voting at the AGM. If a member cast votes by both modes, then voting done through Remote e-voting shall prevail. In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote during the AGM.
25. Members who would like to express their views or ask questions with respect to the agenda item(s) of the meeting may register themselves as a speaker by sending an e-mail in advance at least 3 days prior to meeting from their registered e-mail address, mentioning their name, DP ID & Client ID/folio number and mobile number secretarial@bluestone.com. Only those Members who have registered themselves as speaker will be able to express their views/ask questions/seek clarifications at the meeting. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretarial@bluestone.com. These queries will be replied by the company suitably. The Company reserves the right to restrict the number of questions and/or number of speakers, depending upon availability of time, for smooth conduct of the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

The remote e-voting period begins on Friday, September 11, 2026 at 09:00 A.M. IST and ends on Sunday, September 13, 2026 at 5:00 P.M. IST. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date) i.e. Monday, September 07, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, September 07, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

STEP 1: ACCESS TO NSDL E-VOTING SYSTEM

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL .	- 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are 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 - 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Login method for Individual shareholders holding securities in demat mode is given below: (Contd.)

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- 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 Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. - 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 are 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 www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the e-Voting link available on www.cdslindia.com home page. The system will 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/with> your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12**** then your user ID is IN300***12****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

password', you need to enter the 'initial password' and the system will force you to change your password.

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial

- c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the

email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on **"Forgot User Details/ Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mitesh@mishra.com; with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/ Authority Letter etc. by clicking on **"Upload Board Resolution/Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the **"Forgot User Details/ Password?"** or **"Physical User Reset Password?"** option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Mr. Falguni Chakraborty at evoting@nsdl.com

STEP 2: CAST YOUR VOTE ELECTRONICALLY AND JOIN GENERAL MEETING ON NSDL E-VOTING SYSTEM.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 secretarial@bluestone.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (secretarial@bluestone.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the AGM through laptops for better experience.
3. Further Members will be required to switch on the camera on their devices during the AGM and use internet with a good speed to avoid any disturbance during the AGM.
4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
26. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at secretarial@bluestone.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

at secretarial@bluestone.com. These queries will be replied by the company suitably.

27. Mr. Mitesh Shah, Proprietor of M/s. Mitesh J. Shah & Associates., Company Secretaries (FCS No. 10070/CP No. 12891), has been appointed by the Board as the Scrutinizer to scrutinize the voting through remote e-voting process and e-voting during this AGM in a fair and transparent manner. The Scrutinizer shall, within 2 working days from the conclusion of the AGM, prepare a consolidated scrutinizer's report of the votes cast in favour or against, if any, and forthwith furnish the same to the Chairman of the meeting or a person authorized by him who shall countersign the same and declare the result of the voting.

28. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of electronic voting for all those members who are present at the AGM but have not cast their votes by availing the remote e-Voting facility.

29. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company <https://www.bluestone.com/investor-relations.html>, notice board of the Company at the registered office as well as the corporate office and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to NSE and BSE.

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND THE INFORMATION AS REQUIRED PURSUANT TO THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

ITEM NO. 3 – To appoint Mr. Amit Jain (DIN: 01613364), as a non-executive, non-independent Director, in place of Mr. Sameer Dileep Nath (DIN: 07551506), Director liable to retire by rotation, who does not seek re-election.

Mr. Sameer Dileep Nath (DIN: 07551506), a Director liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013, retires by rotation at the ensuing Annual General Meeting. Mr. Sameer Dileep Nath has indicated to the Company that he is not seeking reappointment in view of his other commitments. Mr. Sameer Dileep Nath has been on the Board of the Company since July 05, 2016. The Board places on record its sincere appreciation and recognition of the valuable contribution and services rendered by Mr. Sameer Dileep Nath during his tenure as a Director on the Board of the Company.

The Board, pursuant to the recommendations of the Nomination and Remuneration Committee, proposes that the vacancy caused by his retirement be filled up by appointing Mr. Amit Jain (DIN: 01613364) as a non-executive, non-independent Director, liable to retire by rotation.

Brief Profile:

Mr. Amit Jain is the Chief Executive Officer and Co-Founder of CarDekho Group, an Autotech, fintech and mobility services platform valued at USD 1.2 billion and recognised as one of India's homegrown unicorns. An alumnus of IIT Delhi, Mr. Jain began his career as a Software Engineer with Tata Consultancy Services and subsequently spent nearly seven years with the US-based multinational firm Trilogy, where he built a strong foundation in technology and product engineering. In 2007, he co-founded GirnarSoft along with his brother, Mr. Anurag Jain, which laid the foundation for CarDekho Group. Under his leadership, the Group has grown from a home-garage venture in Jaipur into a diversified conglomerate employing over 6,000 professionals and serving more than 40 million active users a month across India and Southeast Asia, with a portfolio spanning Autotech (CarDekho.com, BikeDekho, ZigWheels, PowerDrift), insurtech

(InsuranceDekho), fintech (rupyy), mobility (Revv, Carrum) and international operations (CarMudi, Oto) across Indonesia, Malaysia and the Philippines. Mr. Jain also serves on the investors' panel of Shark Tank India and is a member of the Startup Policy Forum, engaging closely with policymakers on initiatives led by Startup India. He is a strong advocate for sustainable growth and has led CarDekho Group to become India's first unicorn to commit to carbon neutrality by 2050 under the United Nations' Climate Neutral Now programme.

The Company has received declaration from Mr. Amit Jain (DIN: 01613364) confirming that he is not disqualified from being appointed as a Director.

Mr. Amit Jain (DIN: 01613364) fulfills the conditions specified in the Act and the SEBI Listing Regulations for his appointment as a director of the Company. He is not debarred from holding office of director by virtue of any order by the Securities and Exchange Board of India or any other such authority.

The information required to be provided pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard-2 ("SS-2") on General Meetings, in respect of Mr. Amit Jain, is provided as **Annexure A**.

The resolution at Item No. 3 seeks the approval of members for the appointment of Mr. Amit Jain (DIN: 01613364) as non-executive, non-independent director of the Company, pursuant to Section 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) and his office shall be liable to retire by rotation.

In view of the skills, expertise and experience of Mr. Amit Jain (DIN: 01613364) and upon recommendation of Nomination and Remuneration Committee, the Board recommends in terms of Regulation 17 of the of the SEBI (LODR) Regulations, 2015, the ordinary resolution, as set out at item no. 3 of accompanying Notice, for approval of the members.

None of the other promoter, directors, key managerial personnel of the Company and/or their relatives, may be deemed to be concerned or interested, financially or otherwise, in the proposed ordinary resolution set out at item no. 3 of the accompanying Notice.

Members' approval is sought by way of **ordinary resolution** proposed under Item no. 3 of the accompanying Notice.

**By order of the Board of Directors
For BlueStone Jewellery and Lifestyle Limited**
(Formerly known as BlueStone Jewellery and Lifestyle Private Limited)

Sd/-
Gaurav Singh Kushwaha
Managing Director
DIN: 01674879

Registered Office:
Site No.89/2 Lava Kusha Arcade, Munnekolal Village,
Outer Ring Road, Marathahalli, Bangalore, Karnataka –560037.

Place: Mumbai
Date: 14th August, 2026

ANNEXURE A**Additional information on Directors recommended for Appointment/Re-appointment pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment/re-appointment for Item No. 3:**

Name of Director	Mr. Amit Jain
Brief Profile	Mr. Amit Jain is the Chief Executive Officer and Co-Founder of CarDekho Group, an Autotech, fintech and mobility services platform valued at USD 1.2 billion and recognised as one of India's homegrown unicorns. An alumnus of IIT Delhi, Mr. Jain began his career as a Software Engineer with Tata Consultancy Services and subsequently spent nearly seven years with the US-based multinational firm Trilogy, where he built a strong foundation in technology and product engineering. In 2007, he co-founded GirnarSoft along with his brother, Mr. Anurag Jain, which laid the foundation for CarDekho Group. Under his leadership, the Group has grown from a home-garage venture in Jaipur into a diversified conglomerate employing over 6,000 professionals and serving more than 40 million active users a month across India and Southeast Asia, with a portfolio spanning Autotech (CarDekho.com, BikeDekho, ZigWheels, PowerDrift), insurtech (InsuranceDekho), fintech (rupyy), mobility (Revv, Carrum) and international operations (CarMudi, Oto) across Indonesia, Malaysia and the Philippines. Mr. Jain also serves on the investors' panel of Shark Tank India and is a member of the Startup Policy Forum, engaging closely with policymakers on initiatives led by Startup India. He is a strong advocate for sustainable growth and has led CarDekho Group to become India's first unicorn to commit to carbon neutrality by 2050 under the United Nations' Climate Neutral Now programme.
DIN	01613364
Date of Birth	12/11/1976
Age (in years)	49 years
Date of first appointment on the Board	-
Qualification	He has graduated from the Indian Institute of Technology (IIT), Delhi, with a Bachelor of Technology (B.Tech.) degree in Civil Engineering.
Expertise in specific Functional Area	A result driven professional, with 17 years of comprehensive experience, credited with combining expertise in engineering to deliver substantial growth in the business. The Company is of the view that his rich professional experience, knowledge and expertise will significantly contribute to the governance, strategic direction and long-term growth of the Company.
Disclosure of Relationships Between Directors Inter-Se;	None
Names of other Listed Entities in which the person also holds the Directorship and the Membership / Chairmanship of Committees of the Board	Nil

Additional information on Directors recommended for Appointment/Re-appointment pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking appointment/re-appointment for Item No. 3: (Contd.)

Shareholding in the Company as on March 31, 2026	Nil
No. of Board meetings attended during last Financial Year	Nil
Terms and conditions of appointment	Director, liable to retire by rotation.

**By order of the Board of Directors
For BlueStone Jewellery and Lifestyle Limited**
(Formerly known as BlueStone Jewellery and Lifestyle Private Limited)

Sd/-
Gaurav Singh Kushwaha
Managing Director
DIN: 01674879

Registered Office:
Site No.89/2 Lava Kusha Arcade, Munnekolal Village,
Outer Ring Road, Marathahalli, Bangalore, Karnataka -560037.

Place: Mumbai
Date: 14th August, 2026

Form No. SH-13

Nomination Form

(Pursuant to Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies
(Share Capital and Debentures) Rules 2014)

To,
The Company Secretary,
BlueStone Jewellery and Lifestyle Limited
(Formerly known as BlueStone Jewellery and Lifestyle Private Limited)
Site No. 89/2, Lava Kusha Arcade, Munnekolal Village,
Outer Ring Road, Marathahalli, Bangalore – 560037.

I/We_____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.
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2. PARTICULARS OF NOMINEE/S

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail id:
- (h) Relationship with the security holder:

3. IN CASE NOMINEE IS A MINOR--

- (a) Date of Birth:
- (b) Date of attaining majority
- (c) Name of Guardian:
- (d) Address of Guardian:

Name:_____

Address: _____

Name of the Security Holder(s)_____

Signatures:_____

Witness with name and address:_____

Form No. SH-14

Cancellation or Variation of Nomination

(Pursuant to sub-section (3) of section 72 of the Companies Act, 2013 and rule 19(9) of the Companies (Share Capital and Debenture) Rules, 2014)

To,
The Company Secretary,
BlueStone Jewellery and Lifestyle Limited
(Formerly known as BlueStone Jewellery and Lifestyle Private Limited)
Site No. 89/2, Lava Kusha Arcade, Munnekolal Village,
Outer Ring Road, Marathahalli, Bangalore- 560037.

I/We _____ hereby cancel the nomination(s) made by me/us in favor of _____
_____ (name and address of the nominee).

OR

I/We _____ hereby nominate the following person in place of _____
_____ as nominee in respect of the below mentioned securities in whom shall vest all rights in respect of such securities in the event of my/our death.

1. PARTICULARS OF THE SECURITIES (in respect of which nomination is being cancelled/varied)

Nature of securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.
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2. PARTICULARS OF THE NEW NOMINEE/S

- (a) Name:
- (b) Date of Birth:
- (c) Father's/Mother's/Spouse's name:
- (d) Occupation:
- (e) Nationality:
- (f) Address:
- (g) E-mail id:
- (h) Relationship with the security holder:

3. IN CASE NOMINEE IS A MINOR--

- (a) Date of Birth:
- (b) Date of attaining majority
- (c) Name of Guardian:

Address of Guardian:

Signature _____

Name of the Security Holder(s) _____

Signatures: _____

Witness with name and address: _____