



BOSTON COMMERCE LIMITED
(Formerly known as Boston Bio Systems Limited)
Registered office: A.828, Sun West Bank, Ashram Road P.O, Ahmedabad,
City Taluka, Gujarat, India, 380009
CIN: L62013GJ1995PLC025476; E-mail: bostonsystem@yahoo.com
Website: www.bostonbio.in

Date: 7th July, 2026

To,
The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400001

Scrip Code: 531458
Symbol: BOSTON

Subject: Outcome of the Meeting of the Board of Directors held on 7th July, 2026 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Meeting of the Board of Directors of Boston Commerce Limited was held today, i.e., Tuesday: 7th July, 2026, at the Registered Office of the Company. The meeting commenced at 5:30 P.M. and concluded at 6: 30 P.M.

The Board of Directors, inter alia, considered and approved the following:

1. Approved the appointment of **M/s. CS Krupa Romil Shah, Practising Company Secretaries**, Ahmedabad, as Secretarial Auditor of the Company for the Financial Year 2026-27, subject to applicable provisions of law. The details of the same is attached herewith and marked as **Annexure I.**
2. Approved the appointment of **M/s. S Parth & Company, Chartered Accountants (FRN: 154463W)**, Ahmedabad, as Statutory Auditors of the Company, subject to the approval of the members at the ensuing Extraordinary General Meeting. The details of the same is attached herewith and marked as **Annexure II.**
3. Approved the appointment of Nisarg Shah, as Internal Auditors of the Company for the Financial Year FY 2026-27. The details of the same is attached herewith and marked as **Annexure III.**
4. Appointment of Ms. Deshna Jain as Company Secretary and Compliance Officer designated as Key Managerial Personnel [KMP] of the Company based on recommendation of Nomination & Remuneration Committee w.e.f. 7th July 2026 (The details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as Annexure IV);
5. Approved Recommended the Scheme of Arrangement of Reduction of Share Capital of the Company due to accumulated business losses, subject to the approval of the shareholders at an Extra-Ordinary General Meeting (EGM) and requisite approvals from statutory and regulatory authorities.
Since the Scheme **solely provides for writing off accumulated losses against the share capital of the listed Company applied uniformly across all shareholders on a pro-rata basis**, the Company **does not fall under the requirement of obtaining prior approval of the Stock Exchanges** under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. As stipulated in **Regulation 37(6)(b)**, the requirements of Regulation 37 relating to obtaining a No-Objection/Observation Letter from the Stock Exchanges are **not applicable** to such a draft Scheme, and accordingly, the Scheme may be filed with the



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recognized Stock Exchanges for the purpose of disclosures only, without the need for prior approval of the Stock Exchanges. The details of the same is attached herewith and marked as **Annexure V.**

6. Approved convening an Extraordinary General Meeting of the members of the Company through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") or through any other permissible mode on 5th August, 2026 to seek the approval of the members for the above matters wherever required and approved the Notice of the Extraordinary General Meeting.
7. All other agendas shall be postponed to Monday.

The disclosures required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable SEBI Circulars in respect of the appointments and other material events shall be submitted separately as Annexures to this outcome.

Kindly take the above information on record.

Thanking You.

For and on behalf of
Boston Commerce Limited
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Ghanshyam Dhananjay Gavali
Managing Director
DIN : 03343352



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Annexure I

Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023: Appointment of Secretarial Auditor

Sr. No.	Details of the event that need to be provided	Information of Such events
1	Name of the Secretarial Auditor	CS Krupa Romil Shah
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of CS Krupa Romil Shah as the Secretarial Auditor of the Company pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3	Date of appointment/ cessation & term of appointment	Date of Appointment: 7 th July, 2026 Term of Appointment: Appointed as the Secretarial Auditor of the Company to conduct the Secretarial Audit of the Company for the Financial Year 2026-27.
4	Brief Profile;	CS Krupa Romil Shah is a Practicing Company Secretary/Firm of Company Secretaries registered with the Institute of Company Secretaries of India (ICSI). The firm/professional possesses extensive experience in corporate laws, secretarial audit, SEBI regulations, corporate governance, listing compliances, and allied legal and regulatory matters.
5	Disclosure of relationships between directors (in Not Applicable case of appointment of a director)	Not Applicable
6	Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular Ref. No. NSE/CML/2018/24 dated June 20, 2018	Not Applicable



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Annexure II

Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023: Appointment of Statutory Auditor

Sr. No.	Details of the event that need to be provided	Information of Such events
1	Name of the Statutory Auditor	S Parth & Company (Firm Registration No. 154463W)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of S Parth & Company , Chartered Accountants, as the Statutory Auditor of the Company pursuant to the provisions of Sections 139, 141 and 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, subject to the approval of the shareholders of the Company
3	Date of appointment/ cessation & term of appointment	Date of Appointment: 7 th July, 2026 . Term of Appointment: Subject to the approval of the shareholders, S Parth & Company , Chartered Accountants, shall hold office as the Statutory Auditor of the Company from the conclusion of the ensuing General Meeting till the conclusion of the 2031 Annual General Meeting of the Company or for such period as may be approved by the shareholders in accordance with the provisions of the Companies Act, 2013
4	Brief Profile;	S Parth & Company is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI). The firm has extensive experience in statutory audits, tax audits, internal controls, financial reporting, corporate advisory, and regulatory compliances across diverse industry sectors.
5	Disclosure of relationships between directors (in Not Applicable case of appointment of a director)	Not Applicable
6	Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular Ref. No. NSE/CML/2018/24 dated June 20, 2018	Not Applicable



ANNEXURE III

Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023: Appointment of Internal Auditor

Sr. No.	Details of the event that need to be provided	Information of Such events
1	Name of the Internal Auditor	Mr. Nisarg B Shah
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of [Name of Internal Auditor/Firm] as the Internal Auditor of the Company pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.
3	Date of appointment/ cessation & term of appointment	Date of Appointment: 7 th July, 2026 Term of Appointment: Appointed as the Internal Auditor of the Company to conduct the Internal Audit of the Company for the Financial Year 2026-27.
4	Brief Profile;	Mr. Nisarg B Shah holds a Bachelor's degree in Commerce (B.COM) and Bachelor's degree in law (L.L.B) and also pursuing Chartered Accountancy. He has nearly seven years of experience in the fields of finance, accounting, taxation, auditing and legal matters.
5	Disclosure of relationships between directors (in Not Applicable case of appointment of a director)	Not Applicable
6	Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular Ref. No. NSE/CML/2018/24 dated June 20, 2018	Not Applicable



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Annexure IV

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Sr. No.	Details of the event that need to be provided	Information of Such events
1	Name of the Company Secretary	CS Deshna Jain (Membership No. A79463)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment to comply with the provisions of the Companies Act, 2013 and Regulation 6(1) of the SEBI (LODR) Regulations, 2015
3	Date of appointment/ cessation & term of appointment	Date: July 7 th , 2026 and terms of appointment as approved by the board
4	Brief Profile;	Ms. Deshna Jain is a qualified Company Secretary and an Associate Member of the Institute of Company Secretaries of India (ICSI). She possesses knowledge and experience in corporate laws, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, secretarial compliances, corporate governance, and other regulatory matters.
5	Disclosure of relationships between directors (in Not Applicable case of appointment of a director)	Not Applicable
6	Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular Ref. No. NSE/CML/2018/24 dated June 20, 2018	Ms. Deshna Jain is not debarred from holding the office of Company Secretary & Compliance Officer by virtue of any order passed by the Securities and Exchange Board of India (SEBI) or any other authority.



Annexure V

Details pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Approval of the Proposed Scheme of Capital Reduction

Sr. No.	Details of the event that need to be provided	Information of Such events
1	Details and reasons for restructuring	The proposed Scheme of capital reduction of the issued, subscribed and paid-up share capital of the Company contemplates the cancellation and extinguishment of 66,52,090 (Sixty-Six Lakh Fifty-Two Thousand Ninety) fully paid-up equity shares of ₹10 (Rupees Ten only) each on a pro-rata basis. The cancellation of these equity shares is being undertaken to realign and reorganise the equity capital structure of the Company, thereby better reflecting the current capital base. The Board of Directors believes that this capital reduction is necessary to set off the past year(s) accumulated losses to give a true and fair view of the Company's financial position.
2	Quantitative and/ or qualitative effect of restructuring	The proposed capital reduction will result in a reduction of the Company's issued, subscribed and paid-up equity share capital from ₹7,00,22,000 (Rupees Seven Crore Twenty-Two Thousand Only) comprising 70,02,200 equity shares of ₹10 each to ₹35,01,100 (Rupees Thirty-Five Lakh One Thousand One Hundred Only) comprising 3,50,110 equity shares of ₹10 each, by cancelling and extinguishing 66,52,090 (Sixty-Six Lakh Fifty-Two Thousand Ninety) equity shares on a proportionate basis. As a consequence of the proposed capital reduction, the Company proposes to set off Rs. 6,65,20,900 out of the accumulated losses appearing in the books of account of the Company, against the reduced share capital, resulting in a significant reduction of accumulated losses on the Company's balance sheet. The restructuring is intended to improve the net worth of the Company and present a clearer and more accurate depiction of its financial position by eliminating a substantial portion of past losses. Qualitatively, the capital



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		structure will be simplified, with the relative shareholding percentages of all continuing shareholders remaining unchanged, and no consideration paid to shareholders for the cancelled shares. This will enhance the financial ratios and overall capital efficiency of the Company without impacting the economic interest of existing shareholders.
3	Details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring	No benefit will accrue to the promoter/Promoter group/group companies from the proposed scheme of capital reduction
4	Brief details of change in shareholding pattern (if any) of all entities	After cancellation of 66,52,090 (Sixty-Six Lakh Fifty-Two Thousand Ninety) equity shares on a pro-rata basis, the total paid-up share capital of the Company will be 3,50,110 equity shares of ₹10 each. The shareholding pattern post reduction will be adjusted so that the percentage shareholding of each existing shareholder remains the same as before the reduction.