

August 14, 2024

To,

**BSE Limited**

Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001

**Scrip Code: 540735**

**National Stock Exchange of India Limited**

Exchange Plaza, 5th Floor, Plot No C/1,  
G Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051

**Symbol: IRIS**

**Sub: Scrutinizer's Report and Declaration of Voting Results of the 24<sup>th</sup> Annual General Meeting as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").**

**Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

This is to inform you that the 24<sup>th</sup> Annual General Meeting ('**AGM**') of the company was held on Wednesday, August 14, 2024, at 11.00 a.m. through the hybrid mode i.e., both Physical and Video Conferencing /Other Audio-Visual Means to seek approval of Members of the Company on the resolutions mentioned in the notice of the said AGM.

Kindly note that AGM proceedings have been submitted separately.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the following:

- a) Details of voting results through remote e-voting prior to the AGM and e-voting during the AGM on each of the resolutions set out in the notice.
- b) Consolidated Scrutinizer's Report dated August 14, 2024, on remote e-voting prior to the AGM and e-voting during the AGM.

The above results are uploaded on the website of the company at [www.irisbusiness.com](http://www.irisbusiness.com).

You are requested to kindly take the same on record.

Thanking You,

For **IRIS Business Services Limited**

**Santoshkumar Sharma**

**Company Secretary & Compliance Officer**

(Membership Number - ACS 35139)

Encl.: As above

**IRIS Business Services Limited**

Tower 2 3<sup>rd</sup> Floor International Infotech Park Vashi Navi Mumbai 400703 Maharashtra India

Tel: 022 6723 1000 | Email: [cs@irisbusiness.com](mailto:cs@irisbusiness.com) | [www.irisbusiness.com](http://www.irisbusiness.com)

CIN L72900MH2000PLC128943 | GSTIN 27AAACI9260R1ZV

**IRIS Business Services Limited**  
**Voting Results**

Date of the AGM	14-08-2024
Total number of Shareholders on Record Date	7228 (As on Cut-off date 08-08-2024)
Number of Shareholders present in the meeting in person or through proxy:	
Promoters and Promoter Group	3
Public	29
Number of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	0
Public	23

Notes:

1. The mode of voting for all resolutions was remote e-voting before the 24th Annual General Meeting (“AGM”) and e-voting during the AGM.
2. All the resolution(s) contained in the notice of the 24th Annual General Meeting of the Company were passed with requisite majority, as per the Report of the Scrutinizer – M/s. Priti J. Sheth & Associates, Company Secretaries.

Resolution Required :Ordinary			1 - To consider and adopt the Audited Financial Statements					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7183020	6983020	97.2157	6983020	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6983020</b>	<b>97.2157</b>	<b>6983020</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	30060	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	12148082	944551	7.7753	944531	20	99.9979	0.0021
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>944551</b>	<b>7.7753</b>	<b>944531</b>	<b>20</b>	<b>99.9979</b>	<b>0.0021</b>
<b>Total</b>		<b>19361162</b>	<b>7927571</b>	<b>40.9457</b>	<b>7927551</b>	<b>20</b>	<b>99.9997</b>	<b>0.0003</b>

Resolution Required :Ordinary			2 - To consider the re-appointment of Mr. Puthenpurackal Kuncheria Xavier Thomas (DIN – 09760233) as a Director, liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7183020	6983020	97.2157	6983020	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6983020</b>	<b>97.2157</b>	<b>6983020</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	30060	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	12148082	932881	7.6792	932861	20	99.9979	0.0021
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>932881</b>	<b>7.6792</b>	<b>932861</b>	<b>20</b>	<b>99.9979</b>	<b>0.0021</b>
<b>Total</b>		<b>19361162</b>	<b>7915901</b>	<b>40.8855</b>	<b>7915881</b>	<b>20</b>	<b>99.9997</b>	<b>0.0003</b>

**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Rules, 2014 as amended]

To,

Mr. Vinod Agarwala,

The Chairman of 24<sup>th</sup> Annual General Meeting (AGM) of the members of IRIS Business Services Limited held on Wednesday, August 14, 2024 at 11.00 a.m (IST) at Auditorium, First Floor, Bharatiya Vidya Bhavan Kendra, Plot No 3-A, Sector 30, Near Vashi Railway Station, Near Assam Bhavan, Vashi (East), Navi Mumbai - 400 703, through the hybrid mode i.e. both Physical and Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")

Subject: Consolidated Scrutinizer's Report of remote e-voting and E-voting conducted at the AGM

Dear Sir,

I, Priti J Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretaries, have been appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process i.e. remote e-voting and e-voting conducted at the 24<sup>th</sup> Annual General Meeting of the Shareholders of IRIS Business Services Limited 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 in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The AGM was held through hybrid mode i.e. both Physical and Video Conferencing ("VC") / Other Audio Visual Means ("OVAM") in compliance with the MCA Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and 25<sup>th</sup> September, 2023 respectively ("MCA Circulars") and The Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 ("SEBI Circulars") (collectively referred as 'SEBI Circulars') allowing conducting of Annual General Meeting ("AGM") by Companies through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility upto September 30, 2024, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. As confirmed by the Company, the Notice of the AGM along with the Annual Report 2023-24 was sent on 22<sup>nd</sup> July, 2024 through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL/NSDL ("Depositories")

I submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM and e-voting at the AGM was provided by National Securities Depository Limited ("NSDL")
2. The members of the Company as on the "cut-off" date i.e. 8<sup>th</sup> August, 2024 were entitled to vote on the resolution no 1 & 2 as set out in the notice of AGM.



3. The remote e-voting commenced on Sunday, 11<sup>th</sup> August, 2024 at 9.00 a.m. (IST) and ended on Tuesday, 13<sup>th</sup> August, 2024 at 5.00 p.m. (IST)
4. At the 24<sup>th</sup> AGM of the Company held on Wednesday, August 14, 2024, the facility to vote through electronic voting system was provided to facilitate voting for those Members who were present at the Meeting physically or through VC/OAVM, but could not participate in the remote e-Voting to record their votes on the resolutions to be passed.
5. After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on 14<sup>th</sup> August, 2024 at 01.52 p.m in the presence of two witnesses who are not in the employment of the Company.
6. I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 24<sup>th</sup> AGM based on the scrutiny of remote e-voting and the e-voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of the National Securities Depository Limited ("NSDL").
7. The results of the Remote e-Voting together with that of the e-voting conducted at the AGM are as under:

Particulars of Voting	Number of votes casted	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
<b>Ordinary Resolution No: 1</b>				
To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2024 including the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss for the year ended on that date and the report of the Board of Directors' and Auditor's thereon.				
Remote e-voting	7919571	7919571	7919551	20
E-voting at the AGM	8000	8000	8000	0
<b>Total</b>	<b>7927571</b>	<b>7927571</b>	<b>7927551</b>	<b>20</b>
<b>Ordinary Resolution No. 2</b>				
To re-appoint Mr. Puthenpurackal Kuncheria Xavier Thomas (DIN - 09760233), who retires by rotation, and being eligible, has offered himself for re- appointment.				
Remote e-voting	7907901	7907901	7907881	20
E-voting at the AGM	8000	8000	8000	0
<b>Total</b>	<b>7915901</b>	<b>7915901</b>	<b>7915881</b>	<b>20</b>

The aforesaid Resolution No. (s) 1& 2 was passed with the requisite majority.

8. All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the 24<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

**Managements Responsibility:**

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting) provided at the AGM to the Members on the resolutions proposed in the Notice calling the 24<sup>th</sup> AGM of the Company was the responsibility of the Management.

**Scrutiniser's Responsibility:**

My responsibility as a Scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a consolidated scrutinizer's report to the Chairman on the voting on the resolutions.

Thanking you.  
Yours faithfully,

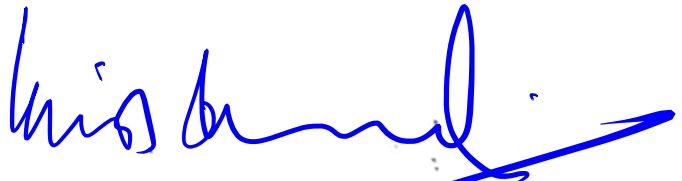
For Priti J. Sheth & Associates  
Company Secretaries



Priti J Sheth  
Membership No. 6833  
CP. No. 5518  
UDIN: F006833F000977770  
Peer Review No: 1888/2022

Date: 14<sup>th</sup> August, 2024  
Place: Mumbai

Countersigned by



Vinod Agarwala  
Chairman of the 24<sup>th</sup> AGM of  
IRIS Business Services Limited

Date: 14<sup>th</sup> August, 2024  
Place: Mumbai