

June 21, 2024

To,

**BSE Limited**

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

**National Stock Exchange of India Limited**

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

**Scrip Code: 540735**

**Symbol: IRIS**

**Sub: Proceeding of the Extra-Ordinary General Meeting of the Company held on June 21, 2024, through Video Conferencing / Other Audio-Visual Means.**

**Ref: Regulation 30(6) read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sirs/Madam,

Pursuant to Regulation 30(6) read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose "Annexure I," which contains the summary of proceedings of the Extra-Ordinary General Meeting ("EGM") of the Company held on Friday, June 21, 2024, at 11:00 a.m. (I.S.T.) through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"), without the physical presence of the shareholders at a common venue to transact the businesses mentioned in the notice of the EGM dated May 30, 2024 ("EGM Notice").

The EGM commenced at 11:00 a.m. and concluded at 11:21 a.m.

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

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CIN L72900MH2000PLC128943 | GSTIN 27AAACI9260R1ZV

**ANNEXURE – I**

**SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF IRIS BUSINESS SERVICES LIMITED HELD THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) ON FRIDAY, JUNE 21, 2024, AT 11:00 A.M. (IST).**

The Extra-Ordinary General Meeting (“EGM”) of the Members of IRIS Business Services Limited (“the Company”) was held on Friday, June 21, 2024, through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) organized by the Company at 11:00 a.m. (I.S.T.) to transact the businesses mentioned in the Notice of the EGM dated May 30, 2024 (“EGM Notice”).

Mr. Vinod Agarwala, Non-executive Independent Director, Chairman of the Company, chaired the meeting.

Mr. Bhaswar Mukherjee, Chairperson of the Audit Committee and Stakeholders Relationship Committee, Mr. Haseeb Drabu, Chairperson of the Risk Management Committee, Mr. S. Swaminathan, Mr. Balachandran Krishnan, Ms. Deepta Rangarajan and Mr. P. K. X. Thomas, Whole-Time Directors of the Company were present at the EGM. However, Mr. Ashok Venkatramani, Non-Executive Independent Director, Chairman of Nomination and Remuneration Committee (“NRC”) and Corporate Social Responsibility Committee was unable to attend the EGM due to unavoidable work commitments. However, he authorised a Member of the NRC to attend the EGM on his behalf.

The details of number of shareholders present in the meeting through Video-conference were as follows:

Promoter & Promoter group	Public	Total
4	37	41

The Chairman welcomed the Members to the EGM. He informed that the EGM was being held through VC in accordance with the SEBI Regulations and the Companies Act, 2013. He further informed that the meeting was hosted on infrastructure provided by National Securities Depository Limited (“NSDL”).

The Chairman further informed the Members that the Members who attended the meeting through Video Conferencing would be counted as present for the purpose of Quorum. He stated that as informed by Company Secretary, the necessary quorum was present and called the meeting to be in order.

Chairman welcomed the Board of Directors of the Company and requested them to introduce themselves. Accordingly, the Directors introduced themselves. He further informed that Mr. Santoshkumar Sharma, Company Secretary and Compliance Officer of the Company and several other Members of the leadership team were joining from their respective locations.

Chairman said that representative of M/s. KKC & Associates LLP, Chartered Accountants, Statutory Auditors of the Company and M/s. Priti J. Sheth & Associates, Company Secretaries, Secretarial Auditors of the Company were also present at the EGM.

Chairman mentioned that to transact the businesses as mentioned in the notice, the Members were provided an opportunity to inspect all documents referred to in the notice and the explanatory statement by writing to the Company at its email ID i.e. [cs@irisbusiness.com](mailto:cs@irisbusiness.com) till the conclusion of the EGM and that all shareholders have been provided with the procedure to log in to the meeting.

Chairman said that the Company had received requests from Members to speak at the EGM and that their names would be called out for asking the questions. Chairman informed that Members can also raise queries by clicking on "Raise Hand" option on the ZOOM platform. He further informed that the management would try to answer all questions received before the closure of proceedings of the EGM.

The Chairman then informed the Members that pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44(1) of the SEBI Listing Regulations, the Company had provided facility for voting by electronic means to all its Members to enable them to cast their votes electronically so that business may be transacted through such e-voting and that for this purpose, the Company has availed the services of NSDL for facilitating voting through electronic means. Chairman stated that the Company provided remote e-voting facility to all persons who were Members on Friday, June 14, 2024, being the cut-off date to vote on all the 2 (Two) resolutions set out in the Notice of EGM. The remote e-voting commenced on Tuesday, June 18, 2024, at 9.00 a.m. (IST) and concluded on Thursday, June 20, 2024, at 5.00 p.m. (IST). Chairman said that the Members attending the EGM today who had not cast their vote by remote e-voting were entitled to exercise their right to vote by e-voting.

The Chairman informed that Mr. Rishit Shah (Mem. No.: F9522; C.O.P.: 26870), Proprietor of Rishit Shah & Co., Practicing Company Secretaries was appointed by the Board as the Scrutinizer for scrutiny of e-voting at EGM and remote e-voting before the EGM in a fair and transparent manner.

Chairman stated that the results of voting would be declared in due course after considering the e-voting during the EGM and the remote e-voting prior to the EGM by the Members and that the results along with the Scrutinizer's Report would be submitted to the stock exchanges where the equity shares of the Company are listed i.e. BSE Limited & National Stock Exchange of India and would also be placed on the website of the Company at <http://www.irisbusiness.com> and on the website of NSDL at <https://www.evoting.nsdl.com>. The Chairman mentioned that as the meeting was convened through VC, resolutions had already been put to vote through remote e-voting and the requirement to propose and second was not relevant.

The Chairman requested Mr. S. Swaminathan, the Whole Time Director & CEO and Mr. Balachandran Krishnan, the Whole Time Director & CFO of the Company to address the Members. Mr. S. Swaminathan and Mr. Balachandran addressed the Members and then handed over the proceedings back to the Chairman.

The Chairman then read the following resolutions for approval of the Members:

<b>Sr.</b>	<b>Particular</b>	<b>Manner of approval</b>
1	Issuance of Equity Shares by way of Preferential Allotment on Private Placement Basis.	Special Resolution
2	Issuance of Warrants Convertible into Equity Shares by way of Preferential Allotment on Private Placement Basis.	Special Resolution

Thereafter, the Chairman requested Mr. Sanjeev Yadav, representative from NSDL to call out the names of registered Members and requested them to ask questions to the management. Mr. Sanjeev Yadav then invited Members to raise questions through raise hand option. Chairman requested Mr. Swaminathan Subramaniam to answer the queries raised by the Members. Mr. Swaminathan Subramaniam attended the queries of the Members and thereafter handed over the proceedings to the Chairman.

Chairman requested the members who have not voted through the remote e-voting, to exercise their right to vote using e-voting Platform of NSDL and informed them that the e-voting module of NSDL would be open till 15 minutes after the conclusion of the meeting. The members were informed that a consolidated report on the total votes cast in favour and against would be submitted by the Scrutinizer within 2 working days and the same would be forthwith declared by the Company by notifying the Stock Exchanges and by uploading it on its website [www.irisbusiness.com](http://www.irisbusiness.com).

Chairman concluded the meeting by thanking the members for attending the EGM and for the active support of members. The meeting concluded at 11:21 a.m.

For **IRIS Business Services Limited**

**Santoshkumar Sharma**  
**Company Secretary & Compliance Officer**  
Membership Number - ACS 35139