



IRIS Business Services Limited

17th August, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Scrip Code – 540735

Sub.: Outcome of Annual General Meeting

Dear Sir/Madam,

This is to inform you that the 21st Annual General Meeting (AGM) of the company was held on Saturday, 14th August 2021 at 11.00 a.m. through Video Conferencing /Other Audio-Visual Means. Kindly note that AGM proceedings have been submitted separately.

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

- a. Details of voting results through remote e-voting and at the AGM on each of the resolutions set out in the notice;
- b. Consolidated Scrutinizer's Report dated 15th August 2021 on remote e-voting and at the AGM.

The above results are uploaded on the website of the company at www.irisbusiness.com

Thanking You,

For **IRIS Business Services Limited**



Santoshkumar Sharma
Company Secretary & Compliance Officer
Mumbai

IRIS Business Services Limited

Voting Results

| | |
|---|---|
| Date of the AGM | Saturday, 14th August, 2021 |
| Total number of Shareholders on Record Date | 510 (As on the Cut-off date, i.e. 7th August, 2021) |
| Number of Shareholders present in the meeting in person or through proxy: | -- |
| Promoters and Promoter Group | - |
| Public | - |
| Number of Shareholders attended the meeting through Video Conferencing: | 31 |
| Promoters and Promoter Group | 3 |
| Public | 28 |

Notes:

1. The mode of voting for all resolutions was remote e-voting before the 21st Annual General Meeting ("AGM") and e-voting during the AGM.
2. All the resolution(s) contained in the notice of the 21st 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 (1) | | | | | | | | |
|--|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | To receive, consider and adopt the standalone and consolidated audited financial statements of the Company for the financial year ended March 31, 2021 including the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss for the year ended on that date and the report of the Board of Directors and Auditors thereon. | | | | | |
| 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 | 7322220 | 7322220 | 100.0000 | 7322220 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 7322220 | 7322220 | 100.0000 | 7322220 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 11895942 | 3217220 | 27.0447 | 3217220 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11895942 | 3217220 | 27.0447 | 3217220 | 0 | 100.0000 | 0.0000 |
| Total | Total | 19218162 | 10539440 | 54.8410 | 10539440 | 0 | 100.0000 | 0.0000 |

| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| Description of resolution considered | | | To re-appoint Ms Deepta Rangarajan, (DIN: 00404072), Whole Time Director, who retires by rotation at the Annual General Meeting and being eligible has offered herself for re-appointment. | | | | | |
| 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 | 7322220 | 7322220 | 100.0000 | 7322220 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 7322220 | 7322220 | 100.0000 | 7322220 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 11895942 | 3217220 | 27.0447 | 3217220 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11895942 | 3217220 | 27.0447 | 3217220 | 0 | 100.0000 | 0.0000 |
| Total | Total | 19218162 | 10539440 | 54.8410 | 10539440 | 0 | 100.0000 | 0.0000 |

| Resolution (3) | | | | | | | | |
|---|--------------------------------------|---------------------------|---|--|---------------------------------|-------------------------------|---|---|
| Resolution required: (Ordinary / Special) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | To approve the appointment of Haseeb Drabu (DIN: 00489888) as an Independent Director who was appointed by the Board of Directors as an Additional Director (Independent) of the company. | | | | | |
| 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 | 7322220 | 7322220 | 100.0000 | 7322220 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 7322220 | 7322220 | 100.0000 | 7322220 | 0 | 100.0000 | 0.0000 |
| Public-Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 0 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 11895942 | 3217220 | 27.0447 | 3217220 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | 11895942 | 3217220 | 27.0447 | 3217220 | 0 | 100.0000 | 0.0000 |
| Total | Total | 19218162 | 10539440 | 54.8410 | 10539440 | 0 | 100.0000 | 0.0000 |

Consolidated Scrutinizer 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 21st Annual General Meeting of the members of IRIS Business Services Limited held on Saturday, August 14, 2021 at 11.00 a.m (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")

Subject: Consolidated Scrutinizer Report of E-voting and Electronic voting at the AGM

Dear Sir,

I, Priti J Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 21st 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.

I submit report as under:

1. The AGM is held in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and 13th January, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and 15th January, 2021 regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2020-21 was sent on Thursday 22nd July, 2021 through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL/NSDL ("Depositories")
2. 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 21st AGM of the Company was the responsibility of the Management. 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 on the voting to the Chairman on the resolutions.
3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depositories Limited ("NSDL")
4. The members of the Company as on the "cut-off" date i.e. 7th August, 2021 were entitled to vote on the resolution no 1 to 3 as set out in the notice of AGM.
5. The remote e-voting commenced on Wednesday, 11th August, 2021 at 9.00 a.m. and

ended on Friday, 13th August, 2021 at 5.00 p.m.

6. At the 21st AGM of the Company held on Saturday, August 14, 2021, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
7. 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 Saturday, August 14, 2021 in the presence of two witnesses who are not in the employment of the Company.
8. 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 aforesaid 21st AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of the National Securities Depositories Limited ("NSDL").
9. The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

| Particulars of Voting | No of members voted | Number of votes casted | Number of Valid votes casted | Number of Votes Casted in Favour | Number of Votes casted against |
|--|---------------------|------------------------|------------------------------|----------------------------------|--------------------------------|
| <u>Ordinary Resolution No. 1</u> | | | | | |
| To consider and adopt Audited Standalone and Consolidated Financial Statements as on 31 st March, 2021 and the report of the Board of Directors and Auditors thereon. | | | | | |
| Remote e-voting | 85 | 10523440 | 10523440 | 10523440 | 0 |
| Electronic Voting at the AGM | 1 | 16000 | 16000 | 16000 | 0 |
| Total | 86 | 10539440 | 10539440 | 10539440 | 0 |
| <u>Ordinary Resolution No. 2</u> | | | | | |
| To re-appoint Ms Deepta Rangarajan (DIN- 00404072) Whole Time Director who retires by rotation | | | | | |
| Remote e-voting | 85 | 10523440 | 10523440 | 10523440 | 0 |
| Electronic Voting at the AGM | 1 | 16000 | 16000 | 16000 | 0 |
| Total | 86 | 10539440 | 10539440 | 10539440 | 0 |
| <u>Ordinary Resolution No. 3</u> | | | | | |
| To approve the appointment of Haseeb Drabu (DIN: 00489888) as an Independent Director who was appointed by the Board of Directors as an Additional Director | | | | | |

Priti J Sheth & Associates
Company Secretaries

| (Independent) of the company. | | | | | | |
|-------------------------------|-----------|-----------------|-----------------|-----------------|----------|--|
| Remote e-voting | 85 | 10523440 | 10523440 | 10523440 | 0 | |
| Electronic Voting at the AGM | 1 | 16000 | 16000 | 16000 | 0 | |
| Total | 86 | 10539440 | 10539440 | 10539440 | 0 | |

Based on the foregoing, the Resolution No. (s) 1 to 3 shall be deemed to have been passed with the requisite majority.

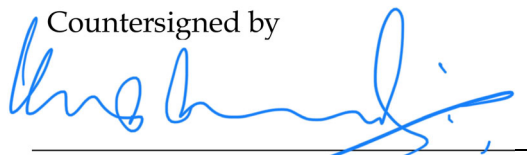
All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 21st Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

For Priti J. Sheth & Associates
Company Secretaries

PRITI JAYANT SHETH
Digitally signed by
PRITI JAYANT SHETH
Date: 2021.08.15
10:22:22 +05'30'

Priti J Sheth
Membership No. 6833
CP No- 5518
UDIN- F006833C000789285
Date: 15th August, 2021
Place: Mumbai

Countersigned by


Vinod Agarwala
Chairman of the 21st AGM of
IRIS Business Services Limited

Date: 15th August, 2021
Place: Mumbai