



13th September, 2019

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

Scrip Code: 540735

Sub: Voting Results of Postal Ballot (including voting by electronic means) as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and submission of Scrutinizer's Report

Dear Sirs,

In continuation to our letters dated 27th July, 2019 and 14th August, 2019 intimating the details of Postal Ballot seeking approval of the members of the Company for the item of business as set out in the notice of Postal Ballot dated 27th July, 2019, the Company had issued the notice of Postal Ballot pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for seeking the approval of the members of the Company by way of Special Resolution for approval of migration of equity shares of the Company from SME Platform of BSE Limited to the Main Board of BSE Limited.

In this regard, Ms. Priti J. Sheth, Practicing Company Secretary (Membership No. FCS 6833, C.P. No. 5518) who was appointed as the Scrutinizer by the Board of Directors for the aforesaid Postal Ballot process has submitted her report dated 13th September, 2019.

In accordance with the said report, the result of Postal Ballot (which includes voting through electronic means i.e. E-Voting) was declared by the Whole Time Director & CFO today i.e. 13th September, 2019.

Accordingly, the Special Resolution as set out in the notice of Postal Ballot has been passed on Friday, 13th September, 2019 i.e. the last date of receipt of Postal Ballot forms and e-voting, by the members of the Company with requisite majority.

Further, in compliance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the copy of Voting Results is enclosed herewith as Annexure-I in the prescribed format. The report submitted by the Scrutinizer is also attached herewith as Annexure-II.

You are requested to take the above information on your records and disseminate the same on your website.



IRIS Business Services Limited

The voting results in XBRL mode as per BSE circular no. DCS/COMP/20/2016-17, dated 18th January, 2017 are also being filed on the BSE Listing Centre.

The said Postal Ballot result is being displayed at the Registered Office of the Company and has also been uploaded on the website of the Company viz. www.irisbusiness.com.

Thanking You,
Yours faithfully,
For **IRIS Business Services Limited**

Jay Mistry
Company Secretary & Compliance Officer
Encl: As above



IRIS Business Services Limited

| | |
|--|---|
| Date of Postal Ballot Notice | 27 th July, 2019 |
| Voting Period | |
| Start Date | 14 th August, 2019 (9:00 am IST) |
| End Date | 13 th September, 2019 (5:00 pm IST) |
| Total number of Shareholders on Record Date | 449 (As on the Cut-off date, i.e. 2 nd August, 2019) |
| Number of Shareholders present in the meeting in person or through proxy: | |
| Promoters and Promoter Group | Not Applicable |
| Public | Not Applicable |
| Number of Shareholders attended the meeting through Video Conferencing: | |
| Promoters and Promoter Group | Not Applicable |
| Public | Not Applicable |

Note:

The resolution contained in the Notice of Postal Ballot of the Company dated 27th July, 2019 was passed with requisite majority, as per the Report of the Scrutinizer - Ms. Priti J. Sheth, Practicing Company Secretary



IRIS Business Services Limited

| IRIS Business Services Limited | | | | | | | | |
|--|----------------|--|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution No: | | 1. Migration of equity shares of the Company from SME Platform of BSE Limited to the Main Board of BSE Limited | | | | | | |
| Resolution required: (Ordinary/Special) | | Special Resolution | | | | | | |
| Whether Promoter / Promoter Group are interested in the agenda/resolution? | | | | | | Yes | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 7422220 | 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 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public - Institutions | E-Voting | 4000 | 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 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public – Non Institutions | E-Voting | 11452942 | 6001710 | 52.4032 | 6001710 | 0 | 100 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 6001710 | 52.4032 | 6001710 | 0 | 100 | 0.0000 |
| Total | | 18879162 | 6001710 | 31.7901 | 6001710 | 0 | 100 | 0.0000 |

Priti J Sheth & Associates

Company Secretaries

Scrutinizer's Report

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

To,
Mr. Balachandran Krishnan,
Whole Time Director & CFO
IRIS Business Services Limited
T-231, Tower 2, 3rd Floor,
International Infotech Park,
Vashi Station, Vashi, Thane - 400703.

Subject: Scrutinizers Report on Postal Ballot voting including voting by electronic means in respect of passing of resolution(s) contained in the Notice dated 27th July, 2019 through postal Ballot

Dear Sir,

I, Priti J. Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of IRIS Business Services Limited (the Company) for scrutinizing Postal Ballot voting including voting by electronic means in respect of the passing of the resolution(s) contained in the Notice of the Company dated 27th July, 2019 through Postal ballot (Postal Ballot Notice).

Management's Responsibility

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, (LODR), relating to postal ballot voting including voting by electronic means for the resolution(s) stated in the Postal Ballot Notice.

Scrutinizer's Responsibility

My responsibility as a scrutinizer is restricted to making a Scrutinizer's report of the votes cast by the members in respect of the resolution(s) contained in the Postal Ballot Notice. My report is based on verification of data provided by LinkIntime India Private Limited, the Registrar and Share Transfer Agent of the Company, data obtained from CDSL-e-voting system till the time fixed for closing of the voting process i.e. till 5.00 p.m. on Friday, 13th September, 2019.

I submit my report as under:

1. After the time fixed for closing of the e-voting, i.e. 5 p.m. on 13th September, 2019 an electronic report of the e-voting was generated by me in presence of two witness by accessing the data available from the website www.evotingindia.com of Central Depository Services (India) Limited ("CDSL").
2. There were no postal ballot forms received till the time fixed for closing of Postal Ballot i.e. 5.00.p.m. on Friday, 13th September, 2019.



The result of the scrutiny of the above postal ballot voting by electronic means in respect of passing of the resolution(s) contained in Postal Ballot Notice is as under:

I. The results of the e-voting is given below:

| Sr. No. | Particulars of Resolution | Type of Resolution | Votes Casted in Favour (in numbers) | Votes casted in favour (in %) | Votes Casted Against (in numbers) | Votes casted Against (in %) |
|---------|---|--------------------|-------------------------------------|-------------------------------|-----------------------------------|-----------------------------|
| 1. | Migration of equity shares of the Company from SME Platform of BSE Limited to the Main Board of BSE Limited | Special | 60,01,710 | 100% | 0 | 0 |

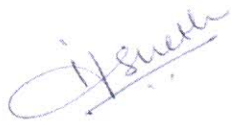
Notes:

i) Based on the data furnished to me and verified by me as above, the aforesaid resolution contained in Postal Ballot Notice is passed with requisite majority of the shareholders as specified under the Companies Act, 2013 and Regulation 277 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

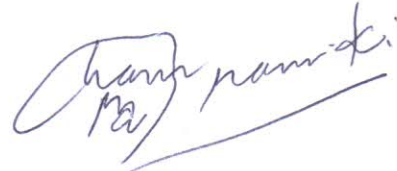
3. The electronic data alongwith all other relevant records relating to the e-voting received is under my safe custody and will be handed over to the Company Secretary for preserving safely after the minutes are signed.

Thanking you,

Yours faithfully,



Priti J. Sheth
Priti J. Sheth & Associates
Company Secretaries
Membership No: FCS-6833
CP. No.5518



Countersigned by



Balachandran Krishnan
Whole Time Director & CFO
(DIN: 00080055)

Date: 13th September, 2019

Place: Mumbai