

General information about company	
Scrip code	540735
NSE Symbol	
MSEI Symbol	
ISIN	INE864K01010
Name of the entity	IRIS Business Services Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory												Textual Information(1)					
Wether the listed entity has a Regular Chairperson												Yes					
Whether Chairperson is related to MD or CEO												No					
of the ctor	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No : pro F
nathan naniam	AOSPS2149L	01185930	Executive Director	Not Applicable		24- 03- 1962	NA		03-10-2000	01-05-2018			1	0	0	0	
andran an	ACQPN4620B	00080055	Executive Director	Not Applicable		13- 04- 1963	NA		03-10-2000	01-05-2018			1	0	3	0	
i ajan	AAAPR0471J	00404072	Executive Director	Not Applicable		23- 04- 1966	NA		03-10-2000	01-05-2018			1	0	1	0	
ar rjee	AAAPM3502B	01654539	Non- Executive - Independent Director	Not Applicable		03- 05- 1953	NA		09-10-2017	31-08-2018		36	2	2	4	4	

I. Composition of Board of Directors																	
Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson																	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
5	Mr	Vinod Balmukand Agarwala	AABPA7952N	01725158	Non-Executive - Independent Director	Chairperson		30-10-1949	NA		27-11-2017	31-08-2018		34	4	4	6
6	Mr	Ashok Venkatramani	ADXPA6170D	02839145	Non-Executive - Independent Director	Not Applicable		24-02-1964	NA		09-10-2017	31-08-2018		36	1	1	1

Text Block	
Textual Information(1)	<p>Notes:</p> <p>(1) Mr. Balachandran Krishnan (DIN: 00080055 ) was originally appointed as a Director of the Company on October 03, 2000. He was originally appointed as a Whole Time Director ("WTD") of the Company for the period of three years with effect from May 01, 2010 and re-appointed thereafter, from time to time. Further, he was re-appointed as WTD of the Company for a period of three years with effect from May 01, 2018.</p> <p>(2) Mr. Swaminathan Subramaniam (DIN: 01185930) was originally appointed as a Director of the Company on October 03, 2000. He was originally appointed as a Whole Time Director ("WTD") of the Company for the period of three years with effect from May 01, 2010 and re-appointed thereafter, from time to time. Further, he was re-appointed as WTD of the Company for a period of three years with effect from May 01, 2018.</p> <p>(3) Ms. Deepta Rangarajan (DIN: 00404072) was originally appointed as a Director of the Company on October 03, 2000. She was originally appointed as a Whole Time Director (WTD) of the Company for the period of three years with effect from May 01, 2010 and re-appointed thereafter, from time to time. Further, she was re-appointed as WTD of the Company for a period of three years with effect from May 01, 2018.</p> <p>(4) Mr. Bhaswar Mukherjee (DIN: 01654539) was originally appointed as a Director of the Company on October 09, 2017. His appointment as an Independent Director for a term of five years commencing from 9th October, 2017 upto 8th October, 2022 was approved by the shareholders at the AGM held on August 31, 2018.</p> <p>(5) Mr. Vinod Balmukand Agarwala (DIN: 01725158) was originally appointed as a Director of the Company on November 27, 2017. His appointment as an Independent Director for a term of five years commencing from 27th November, 2017 upto 26th November, 2022 was approved by the shareholders at the AGM held on August 31, 2018.</p> <p>(6) Mr. Ashok Venkatramani (DIN: 02839145) was originally appointed as a Director of the Company on October 09, 2017. His appointment as an Independent Director for a term of five years commencing from 9th October, 2017 upto 8th October, 2022 was approved by the shareholders at the AGM held on August 31, 2018.</p> <p>(7) Chairmanship of Director in Audit / Stakeholders Relationship Committee is included in the number of membership of the Director in Audit / Stakeholders Relationship Committee respectively.</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01654539	Bhaswar Mukherjee	Non-Executive - Independent Director	Chairperson	27-11-2017		
2	01725158	Vinod Balmukand Agarwala	Non-Executive - Independent Director	Member	27-11-2017		
3	02839145	Ashok Venkatramani	Non-Executive - Independent Director	Member	27-11-2017		
4	00080055	Balachandran Krishnan	Executive Director	Member	13-09-2017		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02839145	Ashok Venkatramani	Non-Executive - Independent Director	Chairperson	27-11-2017		
2	01725158	Vinod Balmukand Agarwala	Non-Executive - Independent Director	Member	27-11-2017		
3	01654539	Bhaswar Mukherjee	Non-Executive - Independent Director	Member	19-03-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01654539	Bhaswar Mukherjee	Non-Executive - Independent Director	Chairperson	27-11-2017		
2	00404072	Deepta Rangarajan	Executive Director	Member	08-03-2013		
3	00080055	Balachandran Krishnan	Executive Director	Member	08-03-2013		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02839145	Ashok Venkatramani	Non-Executive - Independent Director	Chairperson	27-11-2017		
2	00404072	Deepta Rangarajan	Executive Director	Member	26-06-2014		
3	01185930	Swaminathan Subramaniam	Executive Director	Member	10-09-2017		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1							
Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	29-06-2020				Yes	6	3
2		14-08-2020	45		Yes	6	3
3		15-09-2020	31		Yes	6	3

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	
1	Audit Committee	29-06-2020				Yes	4	3
2	Audit Committee	14-08-2020	45			Yes	4	3
3	Stakeholders Relationship Committee	29-06-2020				Yes	3	1

Text Block	
Textual Information(1)	<p>Note for Sr. No. 3</p> <p>The last meeting of Stakeholders Relationship Committee ("SRC") was held on June 29, 2020. No meeting of SRC was held during the quarter ended September 30, 2020.</p>

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Jay Mistry
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	As the Company is listed on SME Platform of BSE Limited, the provisions relating to Corporate Governance report is not applicable to the Company as per Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the Report is being filed on a voluntary and consistent basis. The report for the quarter ended June 30, 2020 was placed in the previous board meeting and this report will be placed in the forthcoming meeting of the Board of Directors of the Company.

<b>Annexure III</b>				
<b>III. Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
	Any other information to be provided		Textual Information(1)	

Text Block	
Textual Information(1)	<p>Note for Sr. No. 5</p> <p>As the Company is listed on SME Platform of BSE Limited, the provisions relating to Corporate Governance Report is not applicable to the Company as per Regulation 15(2)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p>

Annexure III		
1	Name of signatory	Jay Mistry
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Jay Mistry
Designation of person	Company Secretary and Compliance Officer
Place	Vashi, Navi Mumbai
Date	15-10-2020

