



IRIS Business Services Limited

IRIS BUSINESS SERVICES LIMITED

**NOTICE OF BOARD MEETING
NO. 05 OF 2017-18**

Date: 20th November, 2017

To,
The Board of Directors,
IRIS Business Services Limited
T-231, Tower 2, 3rd Floor,
International Infotech Park,
Vashi, Navi Mumbai – 400703

Dear Sir/Madam,

Notice is hereby given that the meeting (05 of 2017-18) of the Board of Directors of the Company is scheduled to be held on Monday, 27th November, 2017 at 11:00 a.m. at the registered office of the Company at T-231, Tower 2, 3rd Floor, International Infotech Park, Vashi, Navi Mumbai – 400703. The agenda of the business to be transacted at the meeting is enclosed herewith.

Attendees:	
Mr. Narayan Seshadri	Ms. Deepta Rangarajan
Mr. K. Balachandran	Mr. Partho Datta
Mr. S. Swaminathan	Mr. Sanjoy Bhattacharyya
Mr. Bhaswar Mukherjee	Mr. Ashok Venkatramani
Mr. Rajesh Singh	
Invitees:	
Ms. Priti J. Sheth	Mr. Vineet Kandoi

Kindly make it convenient to attend the meeting.

Yours faithfully,

Sd/-

For IRIS Business Services Limited
Ms. Priti J Sheth
Authorised Signatory



AGENDA FOR THE MEETING (05 OF 2017-18) OF THE BOARD OF DIRECTORS OF IRIS BUSINESS SERVICES LIMITED TO BE HELD ON MONDAY, 27TH NOVEMBER, 2017 AT 11:00 A.M. AT T-231, TOWER 2, 3RD FLOOR, INTERNATIONAL INFOTECH PARK, VASHI, NAVI MUMBAI - 400703.

Item	Particulars	Enclosures/Annexures/Remarks
1.	Welcome	11:00 A.M.
1.1.	Chairman of the Meeting <i>Explanatory Note:</i> Mr. Narayan Seshadri, to occupy the Chair and conduct the Board meeting. In absence of the Chairman, the Board of Directors to elect one amongst the Directors' present to act as Chairman for the meeting.	Nil
1.2.	To record the quorum <i>Explanatory Note:</i> The Chairman to record the quorum for the meeting.	Nil
1.3.	To grant leave of absence, if any <i>Explanatory Note:</i> Leave of absence to be granted to the Director/s who is/are not attending the meeting or have informed of his/her inability to attend the said meeting.	Nil
1.4.	To note the minutes of the previous meeting of the Board <i>Explanatory Note:</i> The Board is requested to note the minutes of previous Board Meetings (04 of 2017-18) and the same to be signed by the Chairman of this meeting.	<u>Annex - 1</u> <i>Minutes of Previous Board Meetings.</i>
1.5.	To note the minutes of the previous meeting of the Committees of Board <i>Explanatory Note:</i> The Board is requested to note the minutes of the previous committee meetings of the members of the committees.	<u>Annex - 2</u> <i>Minutes of Previous Committee Meetings.</i>
1.6.	To note Proceedings of the Audit Committee Meeting scheduled before the Board Meeting and Consideration and taking on record the Certificate on Financial Results <i>Explanatory Note:</i> The Board will be briefed on the proceedings of meeting of the members of Audit Committee scheduled to be held prior to the Board meeting by the Chairman of the Audit Committee.	NIL



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Item	Particulars	Enclosures/Annexures/Remarks
1.7.	<p>To Consider and approval of the Unaudited Standalone and Consolidated Financial Results subjected to Limited Review of the Statutory Auditors, for the half year ended 30th September 2017 to be submitted to the Stock Exchanges</p> <p><i>Explanatory Note:</i> The Board is requested to consider and approve the Unaudited Standalone and Consolidated Financial Results for the Half year ended 30th September 2017.</p> <p>Compliance Certificate In terms of the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, by CEO and CFO of the Company shall be placed before the Board.</p> <p>The details of foreign exchange exposures as on 30th September 2017 and the coverage status shall be placed before the Meeting.</p> <p>Accordingly, The Board shall consider and pass the following resolution with or without modifications::</p> <p><i>“RESOLVED THAT the Unaudited Financial Results (Standalone and Consolidated) for the half year ended 30th September 2017 together with the limited review report by the Statutory Auditors be and are hereby approved and the results be issued under the name and bearing the signature of Mr. K. Balachandran, Whole-time Director and CFO of the Company and be sent to the Stock Exchanges.”</i></p>	<p><u>Annex - 3</u></p> <p><i>Unaudited Standalone and Consolidated Financial Results, Draft Compliance Certificate under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Details of foreign exchange exposures as on 30th September 2017 and the coverage status.</i></p>
1.8.	<p>To Note omnibus approval given by the Audit Committee for the transactions to be entered into by the Company with related parties during the financial year 2017-18</p> <p><i>Explanatory Note:</i> The list of transactions proposed to be entered into by the Company with related parties during the financial year 2017-18 shall be tabled at the meeting.</p> <p>The Board to review and note the same.</p>	<p><u>Annex-4</u></p> <p><i>The List of proposed related party transactions.</i></p>
1.9.	<p>To note the updated compliance certificate issued and signed by the Whole-Time Director</p> <p><i>Explanatory Note:</i> The compliance certificate signed and issued by Mr. K Balachandran, Whole-Time Director of the Company for the quarter ended September 30, 2017 will be tabled at the meeting for perusal of the members of the Board.</p> <p>The Board to note and take the same on record.</p>	<p><u>Annex-5</u></p> <p><i>The copy of compliance certificate signed by the Whole-Time Director.</i></p>
1.10.	<p>To review the performance of the Company</p> <p><i>Explanatory Note:</i> The Board to discuss about working and progress of the Company since the last Board meeting.</p>	<p>NIL</p>



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1.11.	<p>To note the Agreement between M/s. Link Intime India Pvt Ltd, Share Transfer Agent and the Company.</p> <p><i>Explanatory Note:</i> The Company has executed an Agreement between M/s. Link Intime India Pvt Ltd, Share Transfer Agent and the Company executed on 11th October 2017. In Accordance with Regulation 7(6) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the agreement referred above shall be placed in the subsequent meeting of the Board of Directors.</p> <p>The Board is requested to note the same.</p>	<p><u>Annexure-6</u></p> <p><i>Agreement dated 11th October 2017.</i></p>
1.12.	Any other matters with the permission of Chairman and majority of Directors present	
2.	Vote of Thanks and Close of Meeting	