

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	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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												No			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Swaminathan Subramaniam	AOSPS2149L	01185930	Executive Director	Not Applicable	CEO	01-05-2018			1	0	0		
2	Mr	Balachandran Krishnan	ACQPN4620B	00080055	Executive Director	Not Applicable		01-05-2018			1	3	0		
3	Ms	Deepta Rangarajan	AAAPR0471J	00404072	Executive Director	Not Applicable		01-05-2018			1	1	0		
4	Mr	Bhaswar Mukherjee	AAAPM3502B	01654539	Non-Executive - Independent Director	Not Applicable		31-08-2018		18	2	4	3		

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															
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Vinod Balmukand Agarwala	AABPA7952N	01725158	Non-Executive - Independent Director	Not Applicable		31-08-2018		16	4	4	2		
6	Mr	Ashok Venkatramani	ADXPA6170D	02839145	Non-Executive - Independent Director	Not Applicable		31-08-2018		18	2	3	0		

Text Block	
Textual Information(1)	<p>Notes:</p> <p>(1) During the quarter, Mr. Narayan K. Seshadri (DIN: 00053563) a Non-Executive Independent Director of the Company resigned from the Board of the Company effective March 02, 2019.</p> <p>(2) Mr. Bhaswar Mukherjee (DIN: 01654539) was originally appointed as a Director of the Company on October 09, 2017.</p> <p>(3) Mr. Vinod Balmukand Agarwala (DIN: 01725158) was originally appointed as a Director of the Company on November 27, 2017.</p> <p>(4) Mr. Ashok Venkatramani (DIN: 02839145) was originally appointed as a Director of the Company on October 09, 2017.</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	22-11-2017		
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		Date of Cessation	Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment			
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			
4	00053563	Narayan Keelveedhi Seshadri	Non-Executive - Independent Director	Member	09-08-2011	02-03-2019		

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					No		
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
1	03-11-2018			
2		23-02-2019	111	

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	23-02-2019	Yes	4	03-11-2018	111		
2	Stakeholders Relationship Committee	23-02-2019	Yes	3	03-11-2018	111		

Text Block	
Textual Information(1)	No meeting of Nomination and Remueneration Committee held during the quarter ended March 31, 2019.

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 100 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 December 31, 2018 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.

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.irisbusiness.com/content/company-overview
2	Terms and conditions of appointment of independent directors	Yes		http://www.irisbusiness.com/investors/appointment-letter
3	Composition of various committees of board of directors	Yes		http://www.irisbusiness.com/investors/board-committee-composition
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.irisbusiness.com/investors/policies
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.irisbusiness.com/investors/policies
6	Criteria of making payments to non-executive directors	Yes		http://www.irisbusiness.com/investors/policies
7	Policy on dealing with related party transactions	Yes		http://www.irisbusiness.com/investors/policies
8	Policy for determining 'material' subsidiaries	Yes		http://www.irisbusiness.com/investors/policies
9	Details of familiarization programmes imparted to independent directors	NA		

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.irisbusiness.com/investors/annual-report
11	email address for grievance redressal and other relevant details	Yes		http://www.irisbusiness.com/investors/annual-report
12	Financial results	Yes		http://www.irisbusiness.com/investors/financials
13	Shareholding pattern	Yes		http://www.irisbusiness.com/investors/shareholding-pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25 (6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	NA	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

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

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II		
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	15-04-2019

