



## IRIS Business Services Limited

28<sup>th</sup> July, 2019

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

**Ref:** Company Scrip Code - 540735

**Sub:** Proceedings of the 19<sup>th</sup> Annual General Meeting of the Company pursuant to Regulation 30(6) read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to Regulation 30(6) read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith in Annexure – I, the proceedings of the 19<sup>th</sup> Annual General Meeting (“AGM”) of the Company, which was held today i.e. Saturday, 27<sup>th</sup> July, 2019 at 11:00 a.m. (IST) at Navi Mumbai Sports Association, Sector-1A, Vashi, Navi Mumbai - 400703, Maharashtra. The AGM commenced at 11:00 a.m. and concluded at 11:55 a.m.

You are requested to kindly take the same on record.

Thanking You,

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

**Jay Mistry**  
Company Secretary & Compliance Officer  
(ICSI Membership No – ACS 34264)



Encl: As above



**PROCEEDINGS OF THE 19<sup>TH</sup> ANNUAL GENERAL MEETING OF IRIS BUSINESS SERVICES LIMITED HELD ON SATURDAY, 27<sup>TH</sup> JULY, 2019 AT 11:00 A.M. (IST) AT NAVI MUMBAI SPORTS ASSOCIATION, SECTOR-1A, VASHI, NAVI MUMBAI - 400 703, MAHARASHTRA**

The 19<sup>th</sup> Annual General Meeting (AGM) of the members of IRIS Business Services Limited was held on Saturday, 27<sup>th</sup> July, 2019 at 11:00 a.m. (IST) at Navi Mumbai Sports Association, Sector-1A, Vashi, Navi Mumbai - 400 703, Maharashtra.

1. Mr. Vinod Agarwala, Independent Director, occupied the Chair as the Chairman of the AGM with the consent of the Directors and shareholders present. Mr. Vinod Agarwala, the Chairman welcomed the members to the 19<sup>th</sup> AGM. The Chairman confirmed that the necessary quorum was present and called the meeting to be in order. The Chairman stated that the Register of Directors & Key Managerial Personnel and their shareholding, Register of Contracts, Proxy Register and other Statutory Records and the documents referred to in the Annual Report are open for inspection for any person having right to attend the meeting. Thereafter, the Chairman introduced the Directors and the Company Secretary present in the meeting and informed that Mr. Ashok Venkatramani and Ms. Deepta Rangarajan, Directors, have conveyed their inability to attend the meeting due to other commitments. He informed that Mr. Ashok Venkatramani, an Independent Director and also the Chairman of Nomination and Remuneration Committee (NRC) has authorized Mr. Bhaswar Mukherjee, Independent Director and a member of the NRC, to attend the AGM on his behalf.
2. At this stage, he sought the permission of the shareholders to take the Notice of AGM dated 25<sup>th</sup> May, 2019 as being read and the same was granted. He informed the shareholders that the Auditor's Report did not have any qualification, observation or comments. He also sought the permission of the shareholders to take the Auditor's Report dated 25<sup>th</sup> May, 2019 as being read and the same was granted.
3. Thereafter, the Chairman stated that the Company had provided remote e-voting facility under the provisions of Companies Act, 2013, to its shareholders to cast their votes on the resolutions proposed to be passed at this meeting from 9:00 am (IST) on July 24, 2019 to 5:00 pm (IST) on July 26, 2019. He also informed that for the benefit of those shareholders who were present at the meeting in person or by proxy and had not cast their votes through remote e-voting, the facility of voting by Poll using ballot paper has been arranged at the AGM venue.
4. For this purpose, the Chairman appointed M/s. Priti J. Sheth & Associates, Practising Company Secretaries, as Scrutinizer to scrutinize the e-voting process and voting at the AGM venue.



5. The Chairman thereafter explained the procedure for voting by ballot paper at the AGM venue.
6. The Chairman requested the shareholders to cast their votes and announced that the results of the remote e-voting and voting at the AGM venue will be declared after the receipt of the Scrutinizer's Report and the same will be uploaded on the website of the Company [www.irisbusiness.com](http://www.irisbusiness.com) and also on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com). He further mentioned that a copy of the said results will be submitted to BSE Limited, where the Company's shares are listed within prescribed period of time.
7. The Chairman then requested Mr. Balachandran Krishnan, Whole Time Director & CFO to make a presentation to the shareholders of the Company.
8. Mr. Krishnan, the Whole Time Director & CFO, thereafter made a presentation to the shareholders on the financial performance, the industry and other matters pertaining to the Company.
9. The Chairman then read the formal resolution for adoption of Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended 31<sup>st</sup> March, 2019, the Reports of the Directors' and Auditors' thereon and other reports and documents forming part of the Directors' Report alongwith the annexure thereto for approval of the shareholders.
10. Thereafter, the Chairman also read the resolution no. 2 forming part of the Notice, to the shareholders.
11. The Chairman informed to the shareholders that since e-voting is mandatory for the Company and as the Company has already made the said facility available to the members for all the resolutions being transacted in this AGM, there is no requirement for the members for proposing or seconding each resolution.
12. The Chairman then requested the shareholders to come forward with their observations / questions on the Annual Report.
13. The shareholders present at the meeting put forth their suggestions / observations / questions which were duly clarified / answered to by the Mr. S. Swaminathan, Whole Time Director & CEO and Mr. Balachandran Krishnan, Whole Time Director & CFO.
14. Thereafter, the Chairman, again requested the shareholders to cast their votes and announced and thanked all the shareholders for their participation and there being no other business, announced formal closure of the 19<sup>th</sup> Annual General Meeting. The meeting concluded at 11:55 a.m.