

**General information about company**

Scrip code	540735
NSE Symbol	IRIS
MSEI Symbol	NOTLISTED
ISIN	INE864K01010
Name of the entity	IRIS Business Services Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
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

Composition of board of directors explanatory																		
Listed entity has a Regular Chairperson					Yes													
Chairperson is related to MD or CEO					No													
					Disqualification of Directors under section 164 of the Companies Act, 2013													
DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 membership in Audit Stakeholder Committee including listed entity (Refer Regulation 26(1) of Listing Regulations)
1185930	Executive Director	Not Applicable	CEO	24-03-1962	No				Active	NA		03-10-2000	01-05-2021			1	0	0
0080055	Executive Director	Not Applicable		13-04-1963	No				Active	NA		03-10-2000	01-05-2021			1	0	3
0404072	Executive Director	Not Applicable		23-04-1966	No				Active	NA		03-10-2000	01-05-2021			1	0	1
1654539	Non-Executive - Independent Director	Not Applicable		03-05-1953	No				Active	No		09-10-2017	09-10-2022		68.23	2	2	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

DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 members in Audit Stakeholder Committee including listed entity (Refer Regulation 26(1) of Listing Regulations)
01725158	Non-Executive - Independent Director	Chairperson		30-10-1949	No				Active	Yes	25-08-2022	27-11-2017	27-11-2022		67.04	5	5	6
02839145	Non-Executive - Independent Director	Not Applicable		24-02-1964	No				Active	No		09-10-2017	09-10-2022		68.23	1	1	1
00489888	Non-Executive - Independent Director	Not Applicable		10-04-1961	No				Active	No		13-11-2020	13-11-2020		31.18	2	2	1
09760233	Executive Director	Not Applicable		25-05-1964	No				Active	NA		11-11-2022	11-11-2022			1	0	0

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		
5	00489888	Haseeb Ahmad Drabu	Non-Executive - Independent Director	Member	14-02-2022		

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					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00489888	Haseeb Ahmad Drabu	Non-Executive - Independent Director	Chairperson	22-05-2021		
2	00404072	Deepta Rangarajan	Executive Director	Member	22-05-2021		
3	01654539	Bhaswar Mukherjee	Non-Executive - Independent Director	Member	22-05-2021		
4	09760233	Puthenpurackal Kuncheria Xavier Thomas	Executive Director	Member	13-02-2023		

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
1	00080055	Balachandran Krishnan	Rights Issue Committee	Executive Director	Chairperson	
2	01185930	Swaminathan Subramaniam	Rights Issue Committee	Executive Director	Member	
3	01654539	Bhaswar Mukherjee	Rights Issue Committee	Non-Executive - Independent Director	Member	

**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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	13-02-2023				Yes	8	8	4
2	21-03-2023		35		Yes	8	7	3
3		26-05-2023	65		Yes	8	7	3

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-02-2023				Yes	5	5	4	0
2	Audit Committee	21-03-2023				Yes	5	5	4	0
3	Audit Committee	26-05-2023	65			Yes	5	5	4	0
4	Nomination and remuneration committee	23-01-2023				Yes	3	3	3	0
5	Nomination and remuneration committee	25-05-2023				Yes	3	3	3	0
6	Stakeholders Relationship Committee	25-05-2023				Yes	3	3	1	0

**Annexure 1****IV. Meeting of Committees**

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	30-03-2023				Yes	4	4	2	0

**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**

<b>VI. Affirmations</b>		
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 1000 listed entities)	Yes
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	Santoshkumar Sharma
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

Pursuant to the provisions of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 composition of Risk management committee is applicable to only top 1000 listed entities, but company had voluntarily constituted a Risk Management Committee. Therefore, in the "General Info" we have selected the applicability of RMC as "Not Applicable".



**Signatory Details**

Name of signatory	Santoshkumar Sharma
Designation of person	Company Secretary and Compliance Officer
Place	Navi Mumbai
Date	21-07-2023

