

August 14, 2023

To,

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

Scrip Code: 540735

Symbol: IRIS

Sub: Outcome of the 23rd Annual General Meeting of the Company held on August 14, 2023, through Video Conferencing / Other Audio-Visual Means.

Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

This is to inform you that the 23rd Annual General Meeting (AGM) of the company was held on Monday, August 14, 2023, at 11.00 a.m. through Video Conferencing /Other Audio-Visual Means.

Kindly note that AGM proceedings have been submitted separately.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the following:

- a) Details of voting results through remote e-voting and at the AGM on each of the resolutions set out in the notice.
- b) Consolidated Scrutinizer's Report dated August 14, 2023, on remote e-voting and at the AGM.

The above results are uploaded on the website of the company at www.irisbusiness.com.

You are requested to kindly take the same on record.

Thanking You,

For **IRIS Business Services Limited**

Santoshkumar Sharma
Company Secretary & Compliance Officer
(Membership Number - ACS 35139)

Encl.: As above

IRIS Business Services Limited

Tower 2 3rd Floor International Infotech Park Vashi Navi Mumbai 400703 Maharashtra India
Tel: 022 6723 1000 | Email: cs@irisbusiness.com | www.irisbusiness.com
CIN L72900MH2000PLC128943 | GSTIN 27AAACI9260R1ZV

IRIS Business Services Limited

Voting Results

Date of the AGM	August 14 , 2023
Total number of Shareholders on Record Date	5030 (As on the Cut-off date, i.e. August 04, 2023)
Number of Shareholders present in the meeting in person or through proxy:	--
Promoters and Promoter Group	-
Public	-
Number of Shareholders attended the meeting through Video Conferencing:	41
Promoters and Promoter Group	3
Public	38

Notes:

1. The mode of voting for all resolutions was remote e-voting before the 23rd Annual General Meeting (“AGM”) and e-voting during the AGM.
2. All the resolution(s) contained in the notice of the 23rd Annual General Meeting of the Company were passed with requisite majority, as per the Report of the Scrutinizer – M/s. Priti J. Sheth & Associates, Company Secretaries.

Resolution Required : (Ordinary)			1 - To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7222220	7018220	97.1754	7018220	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7018220	97.1754	7018220	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12138942	2696513	22.2137	2696513	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2696513	22.2137	2696513	0	100.0000	0.0000
Total		19361162	9714733	50.1764	9714733	0	100.0000	0.0000

Resolution Required : (Ordinary)			2 - To consider the re-appointment of Mr. Swaminathan Subramaniam (DIN: 01185930) liable to retire by rotation.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7222220	7018220	97.1754	7018220	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7018220	97.1754	7018220	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12138942	2696513	22.2137	2696513	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2696513	22.2137	2696513	0	100.0000	0.0000
Total		19361162	9714733	50.1764	9714733	0	100.0000	0.0000

Resolution Required : (Special)			3 - Re-appointment of Mr. Swaminathan Subramaniam (DIN: 01185930) as a Whole Time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7222220	7018220	97.1754	7018220	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7018220	97.1754	7018220	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12138942	2696513	22.2137	2696513	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2696513	22.2137	2696513	0	100.0000	0.0000
Total		19361162	9714733	50.1764	9714733	0	100.0000	0.0000

Resolution Required : (Special)			4 - Re-appointment of Mr. Balachandran Krishnan (DIN: 00080055) as a Whole Time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7222220	7018220	97.1754	7018220	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7018220	97.1754	7018220	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12138942	2696513	22.2137	2696513	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2696513	22.2137	2696513	0	100.0000	0.0000
Total		19361162	9714733	50.1764	9714733	0	100.0000	0.0000

Resolution Required : (Special)			5 - Re-Appointment of Ms. Deepta Rangarajan (DIN: 00404072) Whole Time Director of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?			YES					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7222220	7018220	97.1754	7018220	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7018220	97.1754	7018220	0	100.0000	0.0000
Public Institutions	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	12138942	2696513	22.2137	2696513	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2696513	22.2137	2696513	0	100.0000	0.0000
Total		19361162	9714733	50.1764	9714733	0	100.0000	0.0000

Consolidated Scrutinizer Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014 as amended]

To,

Mr. Vinod Agarwala,

The Chairman of 23rd Annual General Meeting (AGM) of the members of IRIS Business Services Limited held on Monday, August 14, 2023 at 11.00 a.m (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")

Subject: Consolidated Scrutinizer Report of remote e-voting and E-voting conducted at the AGM

Dear Sir,

I, Priti J Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process i.e. remote e-voting and e-voting conducted at the 23rd Annual General Meeting of the Shareholders of IRIS Business Services Limited pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I submit report as under:

1. The AGM is held in compliance with the MCA Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 02/2021 dated January 13, 2021 and 02/2022 dated May 5, 2022 (collectively referred as 'MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/ 2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 issued by Securities and Exchange Board of India (SEBI) (collectively referred as 'SEBI Circulars') regarding holding of the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2022-23 was sent on 22nd July, 2023 through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL/NSDL ("Depositories")
2. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting) provided at the AGM to the Members on the resolutions proposed in the Notice calling the 23rd AGM of the Company was the responsibility of the Management.

My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render a consolidated scrutinizer's report on the voting to the Chairman on the resolutions.

3. The e-voting facility both for e-voting prior to the AGM and e-voting at the AGM by was provided by National Securities Depository Limited (“NSDL”)
4. The members of the Company as on the “cut-off” date i.e. 4th August, 2023 were entitled to vote on the resolution no 1 to 5 as set out in the notice of AGM.
5. The remote e-voting commenced on Thursday, 10th August, 2023 at 9.00 a.m. (IST) and ended on Sunday, 13th August, 2023 at 5.00 p.m. (IST)
6. At the 23rd AGM of the Company held on Monday, August 14, 2023, the facility to vote through electronic voting system was provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the remote e-Voting to record their votes on the resolutions to be passed.
7. After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Monday, August 14, 2023 around 12.46 p.m. in the presence of two witnesses who are not in the employment of the Company.
8. I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 23rd AGM based on the scrutiny of remote e-voting and the e-voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of the National Securities Depository Limited (“NSDL”).
9. The results of the Remote e-Voting together with that of the e-voting conducted at the AGM through VC/OAVM are as under:

Particulars of Voting	Number of votes casted	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
<u>Ordinary Resolution. No: 1</u> To consider and adopt the Audited Financial Statements.				
Remote e-voting	9713233	9713233	9713233	0
E-voting at the AGM	1500	1500	1500	0
Total	9714733	9714733	9714733	0

Particulars of Voting	Number of votes casted	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
<u>Ordinary Resolution No. 2</u>				
To consider the re-appointment of Mr. Swaminathan Subramaniam (DIN: 01185930), liable to retire by rotation.				
Remote e-voting	9713233	9713233	9713233	0
E-voting at the AGM	1500	1500	1500	0
Total	9714733	9714733	9714733	0
<u>Special Resolution No. 3</u>				
Re-appointment of Mr. Swaminathan Subramaniam (DIN: 01185930) as a Whole Time Director of the Company.				
Remote e-voting	9713233	9713233	9713233	0
E-voting at the AGM	1500	1500	1500	0
Total	9714733	9714733	9714733	0
<u>Special Resolution No. 4</u>				
Re-appointment of Mr. Balachandran Krishnan (DIN: 00080055) as a Whole Time Director of the Company.				
Remote e-voting	9713233	9713233	9713233	0
E-voting at the AGM	1500	1500	1500	0
Total	9714733	9714733	9714733	0
<u>Special Resolution No. 5</u>				
Re-Appointment of Ms. Deepta Rangarajan (DIN: 00404072) Whole Time Director of the Company.				
Remote e-voting	9713233	9713233	9713233	0
E-voting at the AGM	1500	1500	1500	0
Total	9714733	9714733	9714733	0

Priti J Sheth & Associates
Company Secretaries

Based on the foregoing, the Resolution No. (s) 1 to 5 shall be deemed to have been passed with the requisite majority.

All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the 23rd Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

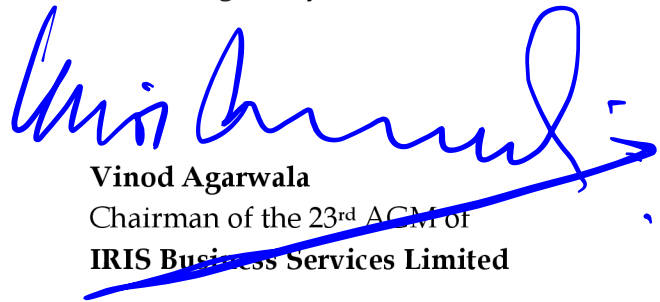
For **Priti J. Sheth & Associates**
Company Secretaries



Priti J Sheth
Membership No. 6833
CP. No. 5518
UDIN: F006833E000800164
Peer Review No: 1888/2022

Date: 14th August, 2023
Place: Kiel

Countersigned by



Vinod Agarwala
Chairman of the 23rd ACM of
IRIS Business Services Limited

Date: 14th August, 2023
Place: Mumbai