

February 16, 2024

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: Proceeding of the Extra-Ordinary General Meeting of the Company held on February 16, 2024, through Video Conferencing / Other Audio-Visual Means.

Ref: 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/Madam,

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, we hereby enclose "Annexure I," which contains the summary of proceedings of the Extra-Ordinary General Meeting ("EGM") of the Company held on Friday, February 16, 2024, at 11:00 a.m. (I.S.T.) through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"), without the physical presence of the shareholders at a common venue to transact the businesses mentioned in the notice of the EGM dated January 18, 2024 ("EGM Notice")

The EGM commenced at 11:00 a.m. and concluded at 11:18 a.m.

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

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CIN L72900MH2000PLC128943 | GSTIN 27AAACI9260R1ZV

SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF IRIS BUSINESS SERVICES LIMITED HELD THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) ON FRIDAY, FEBRUARY 16, 2024, AT 11:00 A.M. (IST).

The Extra-Ordinary General Meeting (“EGM”) of the Members of IRIS Business Services Limited (“the Company”) was held on Friday, February 16, 2024, through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) organized by the Company at 11:00 a.m. (I.S.T.) to transact the businesses mentioned in the Notice of the EGM dated January 18, 2024 (“EGM Notice”).

Mr. Vinod Agarwala, Non-executive Independent Director, Chairman of the Company, chaired the meeting.

Mr. Bhaswar Mukherjee, Chairperson of the Audit Committee and Stakeholders Relationship Committee, Mr. Ashok Venkatramani, Chairperson of the Nomination and Remuneration Committee and Corporate Social Responsibility Committee, Mr. Haseeb Drabu, Chairperson of the Risk Management Committee, Mr. Balachandran Krishnan and Mr. P. K. X. Thomas, Whole-Time Directors of the Company were present at the EGM. However, Mr. S. Swaminathan and Ms. Deepta Rangarajan, Whole-Time Directors of the Company, were unable to attend the EGM due to unavoidable work commitments.

The details of number of shareholders present in the meeting through Video-conference were as follows:

Promoter & Promoter group	Public	Total
2	36	38

The Chairman welcomed the Members to the EGM. He informed that the EGM was being held through VC in accordance with the SEBI Regulations and the Companies Act, 2013. He further informed that the meeting was hosted on infrastructure provided by National Securities Depository Limited (“NSDL”).

The Chairman further informed the members that the Members who attended the meeting through Video Conferencing would be counted as present for the purpose of Quorum. He stated that as informed by Company Secretary, the necessary quorum was present and called the meeting to be in order.

Chairman welcomed the Board of Directors of the Company and requested them to introduce themselves. Accordingly, the Directors introduced themselves. He further informed that Mr. Santoshkumar Sharma, Company Secretary and Compliance Officer of the Company and several other Members of the leadership team were joining from their respective locations.

Chairman said that representative of M/s. KKC & Associates LLP, Chartered Accountants, Statutory Auditors of the Company and M/s. Priti J. Sheth & Associates, Company Secretaries, Secretarial Auditors of the Company were also present at the EGM.

Chairman mentioned that to transact the businesses as mentioned in the notice, the Members were provided an opportunity to inspect all documents referred to in the notice and the explanatory statement by writing to the Company at its email ID i.e. cs@irisbusiness.com till the conclusion of the EGM and that all shareholders have been provided with the procedure to log in to the meeting.

Chairman said that the Company had received requests from Members to speak at the EGM and that their names would be called out for asking the questions. Chairman informed that Members can also raise queries by clicking on "Raise Hand" option on the ZOOM platform. He further informed that the management would try to answer all questions received before the closure of proceedings of the EGM.

The Chairman then informed the Members that pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44(1) of the SEBI Listing Regulations, the Company had provided facility for voting by electronic means to all its Members to enable them to cast their votes electronically so that business may be transacted through such e-voting and that for this purpose, the Company has availed the services of NSDL for facilitating voting through electronic means. Chairman stated that the Company provided remote e-voting facility to all persons who were Members on Friday, February 09, 2024, being the cut-off date to vote on all the 3 (Three) resolutions set out in the Notice of EGM. The remote e-voting commenced on Tuesday, February 13, 2024, at 9.00 a.m. (IST) and ended on Thursday, February 15, 2024, at 5.00 p.m. (IST). Chairman said that the Members attending the EGM today who have not cast their vote by remote e-voting are entitled to exercise their right to vote by e-voting.

The Chairman informed that Ms. Priti Sheth, of M/s. Priti J. Sheth & Associates, Company Secretaries was appointed by the Board as the Scrutinizer for scrutiny of e-voting at this EGM and remote e-voting before the EGM in a fair and transparent manner.

Chairman stated that the results of voting will be declared in due course after considering the e-voting during the EGM and the remote e-voting prior to the EGM by the Members and that the results along with the Scrutinizer's Report shall be submitted to the stock exchanges where the equity shares of the Company are listed i.e. BSE Limited & National Stock Exchange of India and shall also be placed on the website of the Company at <http://www.irisbusiness.com> and on the website of NSDL at <https://www.evoting.nsdl.com>. The Chairman mentioned that as the meeting is convened through VC, resolutions have already been put to vote through remote e-voting and the requirement to propose and second is not relevant.

The Chairman requested Mr. Balachandran Krishnan, the Whole Time Director & CFO of the Company to address the Members. Mr. Balachandran Krishnan addressed the Members and then handed over the proceedings back to the Chairman.

The Chairman then read the following resolutions for approval of the Members:

Sr.	Particular	Manner of approval
1	To approve implementation of the 'IRIS Business Services Limited Employee Stock Option Scheme 2023.	Special Resolution
2	To approve the extension of benefits of the IRIS Business Services Limited Employee Stock Option Scheme 2023 to the employees of Subsidiary Company(ies) of the Company.	Special Resolution
3	Increase in Authorised Share Capital of the Company.	Ordinary Resolution

Thereafter, the Chairman requested Mr. Sanjeev Yadav, representative from NSDL to call out the names of registered Members and requested them to ask questions to the management. Mr. Sanjeev Yadav then invited



Members to raise questions through raise hand option. Thereafter, Mr. Balachandran Krishnan handed over the proceedings to the Chairman.

Chairman requested the members who have not voted through the remote e-voting, to exercise their right to vote using e-voting Platform of NSDL and informed them that the e-voting module of NSDL would be open till 15 minutes after the conclusion of the meeting. The members were informed that a consolidated report on the total votes cast in favour and against will be submitted by the Scrutinizer within 2 working days and the same will be forthwith declared by the Company by notifying the Stock Exchanges and by uploading it on its web-site www.irisbusiness.com.

Chairman concluded the meeting by thanking the members for attending the EGM and for the active support of members. The meeting concluded at 11:18 a.m.

For **IRIS Business Services Limited**

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