

**Monday, February 12, 2024**

To,  
The Manager - Listing Compliance Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra East, Mumbai – 400 051,  
Maharashtra, India

**SCRIP SYMBOL: INFOLLION, ISIN: INE0NNZ01013**

**Sub: Submission of Notice of Postal Ballot**

---

Respected Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing hereby a copy of the Postal Ballot Notice dated February 12, 2024 (**'Notice'**) seeking approval of Members through Postal Ballot by electronic means only ('remote e-voting') in relation to the following business as Special Resolutions as set out in the Notice:

1. Shifting of Registered Office from the State of New Delhi to the State of Haryana and Alteration of Memorandum of Association;
2. Appointment of Mr. Ravi Kumar (DIN: 00854635) as a Non-Executive, Independent Director of the Company;
3. Re-designation of Mr. Munish Bansal (DIN: 01442703) from Independent Director to Non-Executive Non-Independent Director

The remote e-voting period will commence from **Wednesday, February 14, 2024, at 9.00 A.M.** and shall end on **Thursday, March 14, 2024 at 5.00 P.M.** The remote e-voting facility will be disabled thereafter.

The Notice of Postal Ballot has been annexed herewith and is also available at our website at <https://investors.infollion.com/>.

We request you to kindly take the above information on record.

Thanking you,

**For Infollion Research Services Limited**

**MADHUMITA  
PRAMANIK**

Digitally signed by MADHUMITA  
PRAMANIK  
Date: 2024.02.12 16:10:45 +05'30'

**Madhumita Pramanik**  
**Company Secretary and Compliance Officer**  
**M. No. 35693**



## Infollion Research Services Limited

(Formerly known as Infollion Research Services Pvt. Ltd.)

**CIN:** U73100DL2009PLC194077

**Registered Office:** 80/28, Malviya Nagar, New Delhi-110017 IN

**Corporate Office:** 3<sup>rd</sup> Floor, Tower B, Unitech Cyber Park, Sector 39, Gurugram, HR 122018 IN

**Phone No.** +91-124-4272967 | **E-mail ID:** [investors@infollion.com](mailto:investors@infollion.com) | **Website:** [www.infollion.com](http://www.infollion.com)

---

### NOTICE OF POSTAL BALLOT ('NOTICE')/ELECTONIC VOTING ('E-VOTING')

[Pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars (as defined below)]

Dear Member(s),

Notice is hereby given to the Members of **Infollion Research Services Limited ("Infollion" or the "Company")** pursuant to the provisions of Section 108, 110 and all other applicable provisions of the Companies Act, 2013, if any, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, (collectively the "Act", which shall include any statutory modifications, amendments or re-enactments thereto), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, as amended and in accordance with guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through e-voting vide General Circular No.s 14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023, (collectively the 'MCA Circulars'), to consider and if thought fit, to transact the business as set out hereunder through postal ballot ("Postal Ballot") by way of remote e-voting only.

Pursuant to Section 102, 110 and other applicable provisions of the Act, the statement setting out the material facts and the reasons/rationale in respect of the Resolutions proposed to be passed is annexed in this Postal Ballot Notice for your consideration and forms part of this Notice. Only Members of the Company as on **Friday, February 09, 2024**, (i.e., **the cut-off date**) are entitled to vote on the proposed Resolutions, and any other person who is not a Member of the Company as of the cut-off date shall treat this Notice for information purpose only.

In compliance of the MCA Circulars and Listing Regulations, the Company is sending this Notice only in electronic form, to those Members whose email addresses are registered with the Company's Registrar & Share Transfer Agent / Depositories. Accordingly, physical copy of this Notice along with Postal Ballot Form is not being sent to the Members for this Postal Ballot. The voting by the Members would take place only through remote e-voting system.

The Company has availed the services of M/s. Link Intime India Private Limited, also the Registrar & Share Transfer Agent of the Company, for providing remote e-voting facility for exercising postal ballot.

---

The Board of Directors of the Company has appointed Mr. Abhay Kumar, Company Secretary in Practice, as the Scrutinizer, who consented to act as such, to scrutinise the process of remote e-voting in a fair and transparent manner and to submit its report thereon within the timelines.

Pursuant to the MCA Circulars and in compliance with the Listing Regulations, the manner of voting on the proposed resolution is restricted to only remote e-voting, i.e., by casting votes electronically instead of submitting postal ballot forms. The detailed instructions for remote e-voting are appended to this Notice.

Members are requested to carefully read the instructions mentioned in this Notice and record their assent ('FOR') or dissent ('AGAINST') on the proposed resolution through e-voting process. The schedule of remote e-voting is as under:

| Commencement of remote e-voting           | Conclusion of remote e-voting         |
|-------------------------------------------|---------------------------------------|
| Wednesday, February 14, 2024 at 9.00 A.M. | Thursday, March 14, 2024 at 5.00 P.M. |

The remote e-voting facility will be disabled by Link Intime India Pvt Ltd immediately thereafter.

**SPECIAL BUSINESS:**

**Item No. 1 - SHIFTING OF REGISTERED OFFICE FROM THE STATE OF NEW DELHI TO THE STATE OF HARYANA AND ALTERATION OF MEMORANDUM OF ASSOCIATION**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 30 of the Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, subject to the approval of Central Government (power delegated to Regional Directors) and/or any authority(ies) as may be prescribed from time to time, and subject to such approvals, permissions, consents and sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as 'Board', which term shall deem to include any of its duly constituted Committee), the consent of members of the Company be and is hereby accorded for shifting of the Registered Office from the state of New Delhi to the state of Haryana.

**RESOLVED FURTHER THAT** upon shifting of the registered office being effective, the existing clause II of the Memorandum of Association of the Company be substituted with the following new clause:

**"II. The Registered Office of the Company will be situated in the state of Haryana."**

**RESOLVED FURTHER THAT** upon the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from the "State of New Delhi" to such place in the "State of Haryana" as may be determined by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** the Board and/or any other person so authorised by the Board, be and is hereby authorised on behalf of the Company to make modification(s), variation(s), or alteration(s) stipulated by any Authority, while according approvals, consents as may be considered necessary and

---

to appoint counsels/consultants and advisers, file applications/petitions, issue notices, advertisements, obtain orders for shifting of Registered Office from the Authorities concerned and to do all such acts, deeds and things as may be deemed necessary and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

**Item No. 2 – APPOINTMENT OF MR. RAVI KUMAR (DIN: 00854635) AS A NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) of the Companies Act, 2013, read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013, (including any statutory modifications and re-enactment thereof) (the ‘Act’), Regulation 16(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘Listing Regulations’), and provisions of the Articles of Association of the Company and subject to such sanctions, approvals, permissions, consent as may be required, under any other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in accordance with the relevant provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of the Board, **Mr. Ravi Kumar (DIN: 00854635)**, who was appointed by the Board of Directors as Additional Non-Executive Independent Director with effect from **February 09, 2024**, being eligible for appointment, who has consented to act as Independent Director of the Company and meets the criteria of Independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, to hold office for a period of five (5) consecutive years on the Board of the Company with effect from **February 09, 2024**.

**RESOLVED FURTHER THAT** Mr. Ravi Kumar (DIN: 00854635) shall be entitled to receive sitting fees for attending meetings of Board or Committees thereof as well as commission within the overall limits prescribed under the Act, as approved by the Board from time to time.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Board of Directors or any person authorised by the Board be and are hereby severally authorised, on behalf of the Company, to sign and execute all such documents and papers (including appointment letters) and to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect the above matter along with filling of necessary e-forms and other documents.”

**Item No. 3 – RE-DESIGNATION OF MR. MUNISH BANSAL (DIN: 01442703) FROM INDEPENDENT DIRECTOR TO NON-EXECUTIVE NON-INDEPENDENT DIRECTOR**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

---

**"RESOLVED THAT** pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, read with Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirement), 2015, including any statutory modifications or re-enactment(s) thereof for the time being in force, in accordance with the relevant provisions of the Articles of Association of the Company and pursuant to the recommendation of the Nomination & Remuneration Committee and approval of the Board, consent of the members be and is hereby accorded to the change the designation of Mr. Munish Bansal (DIN: 01442703) from 'Non-Executive – Independent Director' to 'Non-Executive – Non-Independent Director' of the Company liable to retire by rotation, with effect from **February 09, 2024**.

**RESOLVED FURTHER THAT** Mr. Munish Bansal (DIN: 01442703) shall be entitled to receive sitting fees for attending meetings of Board or Committees thereof as well as commission within the overall limits prescribed under the Act, as approved by the Board from time to time.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Board of Directors or any person authorised by the Board be and are hereby severally authorised, on behalf of the Company, to sign and execute all such documents and papers (including appointment letters) and to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect the above matter along with filling of necessary e-forms and other documents."

**By Order of the Board of Directors  
For Infollion Research Services Limited**

MADHUMITA  
PRAMANIK

Digitally signed by MADHUMITA  
PRAMANIK  
Date: 2024.02.12 15:09:12 +05'30'

**Madhumita Pramanik  
Company Secretary & Compliance Officer  
M. No. 35693**

**Place:** New Delhi

**Date:** February 12, 2024

---

## Notes & Instructions:

1. The Ministry of Corporate Affairs ('MCA') vide General Circular No. 09/2023 read with other circulars issued for this purpose from time to time ( the 'MCA Circulars') has permitted the companies to transact items through postal ballot in accordance with the framework provided therein, in compliance with the applicable provisions of the Companies Act, 2013 ('Act') & the Rules framed thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').
2. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, (the "Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, in respect of the business as set out in the Notice in annexed hereto.
3. In view of the MCA Circulars, the Notice is being sent only in electronic form to those Members, whose names appear in the Company's Register of Members / List of Beneficial Owners as received from the **Link Intime India Private Limited**, the Company's Registrar and Transfer Agent ("RTA") as on **Friday, February 09, 2024 ("Cut-Off Date")** and whose e-mail addresses are registered with the Company / RTA / Depositories / Depository Participants (in case of electronic shareholding) or who will register their e-mail address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the Paid-up Equity Share Capital of the Company as on the **Cut-Off Date, i.e. Friday, February 09, 2024**.
4. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only.

It is however, clarified that all Members of the Company as on the Cut-off Date, including those Members who may not have received this Notice due to non-registration of their e-mail IDs with the Company/RTA/ Depositories, shall be entitled to vote in relation to the resolution specified in this Notice in accordance with the process specified hereinafter, in this Notice.

5. Members are requested to carefully follow the instructions under the Section 'Instructions for Remote E-voting' in this Notice, for exercising their votes.
  6. The Notice is also available at the website of the Company at <https://investors.infollion.com/> as well as on the National Stock Exchanges of India Limited ("**NSE**") at [www.nseindia.com](http://www.nseindia.com), and on the website of Link Intime India Private Limited, RTA and remote E-voting facility provider at <https://instavote.linkintime.co.in>.
  7. In terms of the MCA Circulars, since the matter as proposed in the Postal Ballot Notice shall be passed by the Members of the Company through remote e-voting only, therefore, the vote in this Postal Ballot cannot be exercised through proxy.
  8. The Company has appointed Link Intime India Private Limited, Registrar & Share Transfer Agents ('LINKINTIME' or 'RTA'), to provide remote e-voting facility for the Postal Ballot.
-

9. Members desirous of inspecting the documents referred to in the Notice or Statement can access the same at website of the Company at [www.infollion.com](http://www.infollion.com) or may send their requests to [investors@infollion.com](mailto:investors@infollion.com) from their registered e-mail addresses mentioning their names, folio number / DP Id and Client Id, between the period Wednesday, February 14, 2024, and Thursday, March 14, 2024.
10. Corporate / Institutional shareholders (i.e., other than individuals/HUF, NRI, etc.) intending to authorise their representative(s) to vote through remote e-voting are requested to upload in the e-voting portal <https://instavote.linkintime.co.in>, the scanned certified true copy (PDF Format) of the board resolution/authority letter/ power of attorney, etc., together with attested specimen signature(s) of the duly authorised representative(s) or alternatively can e-mail, to the Scrutinizer at [abhaycsjha@gmail.com](mailto:abhaycsjha@gmail.com) with a copy marked to [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) and [investors@infollion.com](mailto:investors@infollion.com). The scanned image of the above-mentioned documents should be in the name format "Infollion – E-Voting through Postal Ballot".
11. Members of the Company under the category of Institutional Investors are encouraged to vote in the Postal Ballot.
12. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the SEBI Listing Regulations, the details pertaining to this Postal Ballot will be published in one National daily newspaper circulating throughout India (in English language) and one daily newspaper circulating in Delhi (in vernacular language, i.e. Hindi).
13. All papers relating to Postal Ballot including voting by Remote e-Voting shall be under the safe custody of the scrutinizer till the Chairman considers, approves and signs the minutes.
14. Some of the important details regarding the Remote e-Voting facility are provided below:

|                                                                                                                              |                                                 |
|------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|
| <b>Cut-off date for determining the Members entitled to receive Notice of Postal Ballot and vote through remote e-voting</b> | Friday, February 09, 2024                       |
| <b>Commencement of e-voting period</b>                                                                                       | Wednesday, February 14, 2024 at 9.00 A.M. (IST) |
| <b>End of e-voting period</b>                                                                                                | Thursday, March 14, 2024 at 5.00 P.M. (IST)     |

The remote e-voting module will be disabled by the RTA after 5:00 P.M. (IST) on Thursday, March 14, 2024.

15. Subject to the receipt of requisite number of votes through Postal Ballot, resolutions is deemed to have been duly passed on the last date specified for the remote e-voting i.e. Thursday, March 14, 2024, in terms of SS-2 issued by the Institute of Company Secretaries of India.
16. [SEBI has made an amendment to Regulation 40 of the Listing Regulations with respect to mandatory dematerialization for transfer of securities](#). Pursuant to the aforesaid amendment,
-

Listed Companies and their Registrars and Transfer Agents (RTAs) are advised to ensure that shares which are lodged for transfer are mandatory in dematerialized form with effect from April 01, 2019. Therefore, shareholders are requested to get their physical shareholding, if any, dematerialized for any further transfers.

17. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).

SEBI vide its Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2021/601 dated July 23, 2021, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023, also provided for mandatory furnishing of PAN, KYC details, nomination, contact details, Bank A/c details and specimen signature for their corresponding folio numbers. The security holders whose folio(s) have been frozen shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing the aforesaid complete documents details or for any payment including dividend, interest or redemption payment in respect of such frozen folios, only through electronic mode with effect from April 01, 2024. However, an intimation shall be sent by the Company to the security holder that such payment is due and shall be made electronically only upon complying with the aforesaid requirements. Frozen folios shall be referred by the RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on December 31, 2025.

Accordingly, such shareholders are requested to submit the requisite information / documents at the earliest with the RTA of the Company. The relevant documents for same may be accessed from the Company's website at: [www.infollion.com](http://www.infollion.com)

18. SEBI vide its Circular No. [SEBI/HO/MIRSD/POD-1/P/CIR/2023/193](#) dated December 27, 2023, has extended the last date for submission of 'choice of nomination' for demat accounts and mutual funds folios respectively to **June 30, 2024**. Demat Account holders are requested to fulfil the requirement for nomination/opting out of nominations as per the procedure prescribed by the respective Depositories.

**19. Redressal of investor grievances through the SEBI Complaint Redressal (SCORES) Platform and linking it to Online Dispute Resolution Platform:**

The Securities Exchange Board of India vide its circular dated July 31, 2023, has introduced a common Online Dispute Resolution Portal ("**ODR Portal**") to facilitate online resolution of all kinds of disputes arising in the Indian Securities Market. The ODR Portal provides members with an additional mechanism to resolve their grievances. Any unresolved issues pertaining to any service-related complaints between members and listed entity including its Registrar & Share Transfer Agents in the securities market, will be resolved in accordance with the above-mentioned SEBI Circular.

An investor/client shall first take up his/her/their grievance with the Company by lodging a complaint directly with the Company. If the grievance is not redressed satisfactorily, the investor/client may, in accordance with the SCORES guidelines, escalate the same through

---

SCORES Portal in accordance with the process laid out therein. After exhausting all the available options for resolutions of the grievance, if the investor/client is still not satisfied with the outcome, he/she/they can initiate dispute resolution through ODR Portal.

As per the latest SEBI Circular no. SEBI/HO/OIAE/IGRD/CIR/P/2023/183 dated December 01, 2023, the Circular SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated September 20, 2023, shall rescind the Master Circular on the redressal of investor grievances through the SEBI Complaints Redress System (SCORES) platform SEBI/HO/OIAE/IGRD/P/CIR/2022/0150 dated November 07, 2022 on SCORES **with effect from April 01, 2024.**

## 20. INSTRUCTIONS/PROCEDURE FOR REMOTE E-VOTING:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the Depository or will have the option of accessing various ESP portals directly from their demat accounts.

**Login method for Individual shareholders holding securities in demat mode is given below:**

1. Individual Shareholders holding securities in demat mode with NSDL
    1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login"" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.
    2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
    3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINKINTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.
  2. Individual Shareholders holding securities in demat mode with CDSL
    1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
-

2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.
  3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
  4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
3. Individual Shareholders (holding securities in demat mode) login through their depository participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on **"Sign Up"** under **'SHARE HOLDER'** tab and register with your following details: -

**A. User ID:**

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

---

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

*\*Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above*

*\*Shareholders holding shares in **NSDL form**, shall provide 'D' above*

► Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

► Click "confirm" (Your password is now generated).

3. Click on 'Login' under '**SHARE HOLDER**' tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on '**Submit**'.

#### **Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select '**View**' icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

#### **Guidelines for Institutional shareholders:**

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

#### **Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:**

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022 – 4918 6000.

---

### Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

| Login type                                                                | Helpdesk details                                                                                                                                                                                                           |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Individual Shareholders holding securities in demat mode with NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000                  |
| <b>Individual Shareholders holding securities in demat mode with CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |

### Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

### Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

21. The Board of Directors has appointed Mr. Abhay Kumar, Company Secretary in Practice, (Membership No. 60309 & C.P. No. 22630), who has communicated his willingness to be appointed, to act as a Scrutinizer, to scrutinize the remote e-voting process in a fair and transparent manner.
22. The Scrutinizer shall after the conclusion of the remote e-voting period, prepare and submit his Report within two working days of conclusion of the remote e-voting period, to the Chairman or the Managing Director or to the Company Secretary & Compliance Officer of the Company who shall countersign the same. The result of e-voting shall be declared forth upon receipt of the Scrutinizer's Report.
23. The E-voting results declared along with Scrutinizers Report shall be posted on the Company's website at <https://investors.infollion.com/fy-2022-23> and will also be posted on the website of LINKINTIME at <https://instavote.linkintime.co.in/> immediately after the result is declared by the Chairman/Managing Director/Company Secretary & Compliance Officer of the Company and simultaneously be communicated to the National Stock Exchange of India Limited.
24. Members may reach out to the Company or RTA for any grievance / query relating to the conducting of the Postal Ballot, at the address given below:

| Name                         | Infollion Research Services Ltd.                                                      | Link Intime India Pvt. Ltd.                                                                            |
|------------------------------|---------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------|
| Address                      | 3 <sup>rd</sup> Floor, Tower B, Unitech Cyber Park, Sector 39, Gurugram, HR – 122 002 | "Noble Heights" 1 <sup>st</sup> Floor, C-1 Block, Near Savitri Market, Janak Puri, New Delhi – 110 058 |
| Phone No.                    | +91-124-427 2967                                                                      | +91-11-494 11 000                                                                                      |
| Email Id                     | investors@infollion.com                                                               | delhi@linkintime.co.in                                                                                 |
| Website                      | www.infollion.com                                                                     | <a href="https://linkintime.co.in/">https://linkintime.co.in/</a>                                      |
| Contact Person               | Ms. Madhumita Pramanik                                                                | Ms. Jyoti Singh                                                                                        |
| Contact Person's Designation | Company Secretary & Compliance Officer                                                | Team Member                                                                                            |

**By Order of the board**  
**For Infollion Research Services Limited**  
**MADHUMITA**  
**PRAMANIK**  
 Digitally signed by MADHUMITA PRAMANIK  
Date: 2024.02.12 15:09:31 +05'30'  
**Madhumita Pramanik**  
**Company Secretary & Compliance Officer**  
**M. No. 35693**

**Date:** February 12, 2024  
**Place:** New Delhi

## **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM NO. 1: SHIFTING OF REGISTERED OFFICE FROM THE STATE OF NEW DELHI TO THE STATE OF HARYANA AND ALTERATION OF MEMORANDUM OF ASSOCIATION**

The Registered Office of the Company is currently located at 80/28, Malviya Nagar, New Delhi - 110017, and the Corporate Office is at 3<sup>rd</sup> Floor, Tower B, Unitech Cyber Park, Sector 39, Gurugram, Haryana 122002. The Corporate Office is the head office of the Company wherein majority of the day-to-day operations are carried on. Accordingly, in order to exercise better administrative and to streamline its operations as well as the management of affairs, the Board of Directors in its meeting held on February 08, 2024, has approved the shifting the Registered Office of the Company from the State of New Delhi to the state of Haryana. The Board believes that this change would enhance the efficiency of corporate operations and communications and would be in the best interest of the Company and will not be detrimental to any of its stakeholders.

As per provisions of Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013, and Rules made there under, such shifting of Registered Office from one state to another requires the Company to alter Memorandum of Association of the Company and to obtain necessary approval of the Shareholders by way of special resolution and thereafter approval from the Central Government (power delegated to Regional Director).

A copy of Memorandum of Association together with the proposed alterations will be available for inspection by the members of the Company at its Registered Office during the normal business hours on all working days and on the website of the Company up to the date of the conclusion of remote e-voting period.

None of the Promoters, Directors, Key Managerial Personnel and their respective relatives are concerned or interested, financially or otherwise except to their shareholding interest, if any, in the Company, in the foregoing Resolution at item no. 1 of the Notice.

Accordingly, the Board recommends the Resolution as set out in Item No. 1 of the Notice for the approval of the Shareholders as a **Special Resolution**.

### **ITEM NO. 2: APPOINTMENT OF MR. RAVI KUMAR (DIN: 00854635) AS A NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY**

The Board of Directors, upon the recommendation of Nomination & Remuneration Committee, in its meeting held on February 08, 2024, considered and approved the appointment of Mr. Ravi Kumar (DIN: 00854635) as Additional Director designated as Non-Executive Independent Director with effect from February 09, 2024, and further recommended to the shareholders for their approval for appointment of Mr. Kumar for a period of five (5) consecutive years with effect from February 09, 2024.

Mr. Ravi Kumar (DIN: 00854635) was associated with the Company as a Non-Executive Director from October, 2013, till August, 2022. Due to personal and unavoidable circumstances, Mr. Kumar resigned from the office of Directorship on August 16, 2022.

---

Mr. Kumar is the Co-Founder and Chief Executive Officer of Cubastion Consulting Private Limited and has more than seventeen (17) years of vast experience in the field of business development, strategic directions, IT and heads Consulting.

The Board is of the view that his association as a Non-Executive Independent Director will be beneficial and in the interest of the Company considering that Mr. Kumar was associated with the Company for almost 10 years and understands the business operations of the Company. He has industry relevant experience/expertise to contribute in driving the business and good corporate governance of the Company.

In the opinion of the Nomination and Remuneration Committee and the Board, Mr. Kumar is the person having integrity, possesses relevant expertise/experience and fulfils the conditions specified in the Act, rules thereunder and the Listing Regulations for the appointment as an Independent Director.

The terms and conditions of the appointment as Non-Executive Independent Director is uploaded in the website of the Company at [www.infollion.com](http://www.infollion.com).

Mr. Ravi Kumar (DIN: 00854635) is neither disqualified from being appointed as a Director in terms of Section 164 of the Act, nor debarred from holding the office of Director pursuant to any SEBI Order or any other Regulatory Authorities.

As an Independent Director, he will be entitled to receive sitting fees for attending Board Meetings within the overall limits prescribed under the Act as approved by the Board from time to time.

The Company has received consent to act as a Director in Form DIR-2, disclosure of his interest in Form MBP-1, intimation in Form DIR-8 under Section 164 of the Act and a Declaration of his independence and eligibility to be appointed as a Non-Executive Independent Director. The copies of these documents will be open for inspection by the members through electronic mode on all working days during the business hours upto the conclusion of remote re-voting period.

**DISCLOSURE UNDER REGULATION 30 & 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS**

|                                                   |                                                                                                                                                                                        |
|---------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Name of the Director</b>                       | <b>Mr. Ravi Kumar</b>                                                                                                                                                                  |
| Position                                          | Non-Executive Independent Director                                                                                                                                                     |
| DIN                                               | 00854635                                                                                                                                                                               |
| Age                                               | 42 years                                                                                                                                                                               |
| Qualification                                     | B. Tech, Mumbai                                                                                                                                                                        |
| Brief resume of the Director including experience | Mr. Kumar, a manifestation of Persistence and Passion of more than 17 years. He helps brands to foster relationship with Customers and Business Associates using Technology Solutions. |
| Nature of expertise in specific functional areas  | Overall organization strategic directions, Business Development, IT Consulting and Heads consulting.                                                                                   |
| Date of Appointment (Initial appointment)         | February 09, 2024                                                                                                                                                                      |

---

|                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|--------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Number of board meetings attended during the year                                                                                          | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| Number of shares held in the Company                                                                                                       | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Shareholding in the Listed Entity including shareholding as a beneficial owner (*more than 2% of the paid-up capital of the Listed Entity) | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Directorships in other Companies including listed Companies                                                                                | Listed Companies: Nil<br>Private Companies: Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Memberships in Board Committees of other Companies (includes membership details of all Committees)                                         | Nil<br>(The Board of Directors of Infollion Research Services Limited has appointed Mr. Kumar on the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of Infollion Research Services Limited in its meeting held on February 08, 2024 effective from February 09, 2024)                                                                                                                                                                                                                                                                                      |
| Listed entities from which the Director has resigned from directorship in the past three years                                             | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Inter-se relationship with any other Director or KMP of the Company                                                                        | None                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid                                 | Non-Executive Independent Director of the Company for a period of five (5) consecutive years effective from February 09, 2024, not liable to retire by rotation. Mr. Kumar will be eligible for sitting fees and re-imbursement of expenses for attending the Board Meetings as per the Company policy.                                                                                                                                                                                                                                                                                                  |
| Details of remuneration last drawn                                                                                                         | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Skills and Capabilities required for the role and the manner in which the proposed person meets such requirements                          | Expertise and experience in the areas of business strategies, IT, business development is required for the position of Director will be beneficial for business operations & growth of the Company. Mr. Kumar has more than 17 years of vast experience in overall organization strategic directions, Business Development, IT Consulting and Heads consulting. Additionally, considering that Mr. Kumar was associated with the Company for almost 10 years and understands the business operations of the Company well, his appointment will be in the interest of the Company and meets the criteria. |

Except Mr. Ravi Kumar (DIN: 00854635) and his relatives, none of the Directors or Key Managerial Personnel including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution except to their shareholding interest, if any, in the Company.

The Board recommends the above-mentioned Resolution as set out in Item No. 2 as a **Special Resolution** for your approval.

**ITEM NO. 3: RE-DESIGNATION OF MR. MUNISH BANSAL (DIN: 01442703) FROM INDEPENDENT DIRECTOR TO NON-EXECUTIVE NON-INDEPENDENT DIRECTOR**

Mr. Munish Bansal (DIN: 01442703) is associated with the Company with effect from October 20, 2022. The Board appointed Mr. Bansal (DIN: 01442703) as an Additional Independent Director with effect from October 20, 2022 and was regularised by the shareholders in their meeting held on November 30, 2022, for a period of five (5) consecutive years with effect from October 20, 2022, not liable to retire by rotation.

Mr. Bansal is the Director and Chief Executive Officer of the Simplifii Labs Private Limited. Simplifii Labs Private Limited is an IT Service Company specialises in workflow automation, Low Code Platform, Business Applications, Data Driven Applications, etc. The Company intends and desires to avail technical services for technology advancement in the business operations of the Company from Simplifii Labs Private Limited.

The availment of services from Simplifii Labs Private Limited may affect the criteria of independence of Mr. Bansal as an Independent Director as specified under Section 149(6) of the Companies Act, 2013, and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Therefore, based on recommendation of Nomination & Remuneration Committee and the Board at its meeting held on February 08, 2024, proposed to re-designated the category of the Mr. Bansal from Independent Director to Non-Executive Non-Independent Director of the Company with effect from February 09, 2024, liable to retire by rotation, subject to the approval of the shareholders of the Company through Special Resolution.

**DISCLOSURE UNDER REGULATION 30 & 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS**

|                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|----------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of the Director | Mr. Munish Bansal                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| DIN                  | 01442703                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Age                  | 44 years                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Qualification        | Bachelors of Technology (Honours) in Electronics and Electrical Communication Engineering                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Reason for change    | <p>Simplifii Labs Private Limited is an IT Service Company specialises in workflow automation, Low Code Platform, Business Applications, Data Driven Applications, etc. The Company intends and desires to avail technical services for technology advancement in the business operations of the Company.</p> <p>Mr. Bansal, Independent Director of the Company is Director and Chief Executive Officer of the Simplifii Labs Private Limited.</p> <p>The availment of such services from Simplifii Labs Private Limited may affect the criteria of independence of Mr. Bansal as an Independent Director as specified under section 149(6)</p> |

---

|                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
|--------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                                            | of the Companies Act, 2013, and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| Brief resume of the Director including experience                                                                                          | <p>Mr. Bansal holds Bachelors of Technology (Honours) in Electronics and Electrical Communication Engineering from Indian Institute of Technology, Kharagpur. Mr. Bansal is the founder and CEO of Simplifii Labs Private Limited, a versatile business apps platform that enables companies to scale and innovate faster.</p> <p>Before founding Simplifii Labs in 2015, he co-founded and led Mobicules Technologies, a web and mobile applications development Company that served clients across the globe.</p> <p>Mr. Bansal specialises in business planning &amp; strategy, cloud technologies, product development, opportunity recognition and analysis. He has an experience of more than 13 years.</p> <p>Mr. Bansal served as an Independent Director of the Company from October 20, 2022 till February 08, 2024.</p> |
| Nature of expertise in specific functional areas                                                                                           | Business planning & strategy, cloud technologies, product development, financial management, opportunity recognition and analysis.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| Date of Appointment (Initial appointment)                                                                                                  | October 20, 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Number of Board Meetings attended during the year                                                                                          | #8 (Eight)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| Number of Shares held in the Company                                                                                                       | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Shareholding in the Listed Entity including shareholding as a beneficial owner (*more than 2% of the paid-up capital of the Listed Entity) | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Directorships in other Companies including listed Companies                                                                                | <p>Listed Companies: Nil</p> <p>Private Companies: Simplifii Labs Private Limited</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| Memberships in Board Committees of other Companies (includes membership details of all Committees)                                         | Except on the Board Committee of Nomination & Remuneration Committee and Stakeholders Relationship Committee of Infollion Research Services Limited, Mr. Bansal does not hold any Directorship or membership in Board Committees of any other Listed Company.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Listed entities from which the Director has resigned from directorship in the past three years                                             | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| Inter-se relationship with any other Director or KMP of the Company                                                                        | None                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

|                                                                                                            |                                                                                                                                                                                                                                                                                 |
|------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid | Redesignation as Non-Executive Non-Independent Director of the Company, liable to retire by rotation, effective from February 09, 2024. Mr. Bansal will be eligible for sitting fees and re-imbursement of expenses for attending the Board Meetings as per the Company policy. |
| Details of remuneration last drawn                                                                         | Sitting fees amounting to Rs.80,000/- per meeting for attending Board Meetings of the Company has been paid to Mr. Bansal during the year.                                                                                                                                      |

Except Mr. Munish Bansal (DIN: 01442703) and his relatives, none of the Directors or Key Managerial Personnel including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution except to their shareholding interest, if any, in the Company.

The Board recommends the above-mentioned Resolution as set out in Item No. 3 as a **Special Resolution** for your approval.

**By Order of the board**  
**For Infollion Research Services Limited**  
**MADHUMITA**  
**PRAMANIK**  
 Digitally signed by MADHUMITA  
PRAMANIK  
Date: 2024.02.12 15:09:46 +05'30'  
**Madhumita Pramanik**  
**Company Secretary & Compliance Officer**  
**M. No. 35693**

**Date:** February 12, 2024  
**Place:** New Delhi

---