

IRIS CLOTHINGS LTD.

103/24/1, Foreshore Road, Binani Metal Compound, Howrah – 711102

Office: +91 33-2640 4674, 33-2637 3856.

email: accounts@irisclothings.in

website : www.irisclothings.in

CIN : L18109WB2011PLC166895

GSTIN : 19AACCI6963K1Z0

Date: 1st October, 2020

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra(E)
Mumbai-400051
NSE Symbol: **IRISDOREME**

Sub: Outcome of Postal Ballot (Remote E-voting) Result as per Regulation 44(3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015

Dear Sir/Madam,

Further to our letter dated 29th August, 2020 enclosing Postal ballot notice along with Explanatory Statement seeking consent of shareholders, we are pleased to inform you that the resolutions as stated in the Postal Ballot Notice dated 26th August, 2020 has been passed by the shareholders by unanimously.

In this regard, please find enclosed herewith the following:

1. Voting Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Scrutinizer's Report pursuant to provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014.

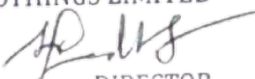
The Voting Results along with the Scrutinizer's Report will also be available at the website of the Company.

This is for your information and records.

Thanking you.

Yours faithfully,

For **Iris Clothings Limited**

IRIS CLOTHINGS LIMITED

DIRECTOR

Santosh Ladha
Managing Director
(DIN: 03585561)

Encl: As above

IRIS CLOTHINGS LIMITED - Voting Results of Postal Ballot

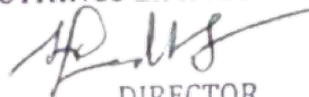
Format for Voting Result

Date of the declaration of results of Postal Ballot	1st October, 2020
Total Number of Shareholders on record date	80
No. of shareholders present in the meeting either in person or through proxy or through E-voting: Promoter & Promoter group Public Total	N.A.
No. of shareholders attended the meeting through Video Conferencing: Promoter & Promoter group Public Total	N.A.

Agenda - wise disclosure (to be disclosed separately for agenda item)

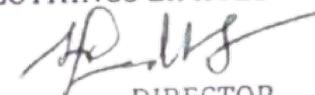
1 . Ordinary Resolution			Issue of Bonus Equity Shares in the ratio of 5:2 to the existing shareholders of the Company					
Whether promoter/promoter group are interested in the agenda/resolution ?			Yes, only to the extent of shares held, if any, by them in the Company.					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	3141579	3141579	100.00	3141579	0	100.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		3141579	100.00	3141579	0	100.00	0
Public - Institutional holders	E-Voting	0	0	0.00	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		0	0.00	0	0	0.00	0
Public - Non Institution	E-Voting	1519600	450900	29.67	450900	0	100.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		450900	29.67	450900	0	100.00	0
Total		4661179	3592479	77.07	3592479	0	100.00	0.0000

2. Special Resolution	Migration of Equity Shares of the Company from SME Platform to Main Board of National Stock Exchange of India Limited
Whether promoter/promoter group are interested in the agenda/resolution ?	No

IRIS CLOTHINGS LIMITED

 DIRECTOR

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	3141579	3141579	100.00	3141579	0	100.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		3141579	100.00	3141579	0	100.00	0
Public - Institutional holders	E-Voting	0	0	0.00	0	0	0.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		0	0.00	0	0	0.00	0
Public - Non Institution	E-Voting	1519600	450900	29.67	450900	0	100.00	0
	Poll		0	0.00	0	0	0.00	0
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0
	Total		450900	29.67	450900	0	100.00	0
Total		4661179	3592479	77.07	3592479	0	100.00	0.0000

IRIS CLOTHINGS LIMITED


DIRECTOR

SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To
The Chairman,
Iris Clothings Limited
103/24/1, Foreshore Road,
Shibpur,
Howrah - 711 102

Dear Sir,

I, Rajesh Ghorawat, Practicing Company Secretary, was appointed as the Scrutinizer, by the Board of Directors of the Company at their meeting held on 26th August, 2020, for the purpose of scrutinizing the Postal Ballot (through remote e-voting process) carried out by the Company as per the provisions of Section 110 and 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended from time to time, and General Circular Nos. 14/2020 dated 8th April, 2020 and No. 17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs ("the MCA Circulars"), in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19", for the resolutions mentioned in the notice of Postal Ballot dated 26th August, 2020 in a fair and transparent manner.

I submit my report on Postal Ballot (through remote e-voting process) as under:

1. In view of the ongoing COVID-19 pandemic and results restrictions on mobility and physical dispatch of documents, the Company had dispatched the notice to shareholders through electronic mode only and hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope were not sent to the Members as per the exemptions provided in the MCA circulars mentioned above.



2. E-voting facility for the Postal Ballot was provided to enable the members to cast their votes electronically, instead of casting their votes and dispatching Postal Ballot forms physically in pursuance of General Circular Nos. 14/2020 dated 8th April, 2020 and No. 17/2020 dated 13th April, 2020 issued by the Ministry of Corporate Affairs, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" and any other applicable laws and regulations, to transact the special businesses mentioned in postal ballot notice by passing resolutions through remote e-voting only.
3. The dispatch of Postal Ballot Notice was completed on 30th August, 2020 and the said notices were sent to all the shareholders whose email IDs were registered with the depositories / RTA and who were members of the Company as on Friday, 21st August, 2020 ('Cut-off date').
4. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide secured system for e-voting process.
5. The e-voting period remained open from 9.00 am on Tuesday, 1st September, 2020 to 5.00 pm on Wednesday, 30th September, 2020.
6. The Company has also published a notice on Monday, 31st August, 2020 in "Business Standard" in English Language and in "Aajkaal" in Bengali (Vernacular) Language mentioning about the business to be transacted through Postal Ballot and also specifying therein the matters prescribed in the Rules including with regard to Postal Ballot Notice, Postal Ballot Voting including Voting through Electronic Means (Remote e-Voting).
7. The voting rights of the Members was in proportion to shares held by them as on cut-off date as per the register of members and beneficial owners maintained by M/s. Cameo Corporate Services Limited, the Registrar and Transfer agents of the Company.
8. The votes cast under e-voting were unblocked in the presence of two witnesses who were not in the employment of the Company.



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD,
KASBA BAKULTALA, 3RD FLOOR,
KOLKATA-700042
MOBILE- 9831189994
Email Id-rgadvisory18@gmail.com

9. Thereafter, the details containing, inter alia, the information about equity shareholders voting 'For' and 'Against' the resolutions, were generated from the e-voting website of National Securities Depository Limited (NSDL).
10. As a scrutinizer, the report of the postal ballot voting was duly compiled, register has been maintained and updated accordingly and the result of the postal ballot which includes e-voting is as under:

Sr. No.	Particulars of Resolution	In favour of the resolution				Against the resolution			
		No. of Members		No. of Votes		No. of Members		No. of Votes	
		Nos.	% of members voted in favour of the resolution	Nos.	% of valid votes cast in favour of the resolution	Nos.	% of members voted against the resolution	Nos.	% of valid votes cast against the resolution
1.	Issue of Bonus Equity Shares	22	100	3592479	100	-	-	-	-
2.	Migration of Equity Shares of the Company from SME Platform to Main Board of National Stock Exchange of India Limited	22	100	3592479	100	-	-	-	-

Based on the data furnished to me and verified by me, the aforesaid resolutions contained in the notice of Postal Ballot are passed unanimously by the members of the Company. The Special Resolution referred to at Sr. No. 2 shall be acted upon if and only if the votes cast by the Public Shareholders (Shareholders Members other than Promoters) in favour of the proposal amounts to atleast two times the number of votes cast by the Public Shareholders against the proposal.



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

68, R. K. CHATTERJEE ROAD,
KASBA BAKULTALA, 3RD FLOOR,
KOLKATA-700042
MOBILE- 9831189994
Email Id-rgadvisory18@gmail.com

The register, all other papers and relevant records relating to Postal Ballot Voting including Voting through Electronic Means (Remote e-Voting) shall remain in my safe custody until the Chairman considers, approves and declare the Results of the Postal Ballot and the same are handed over to the Managing Director for safe keeping by the Company.

Thanking You.
Yours Faithfully,



Rajesh Ghorawat
Practicing Company Secretary
FCS: 7226; C.P. No.: 20897
UDIN: F007226B000838311

Place: Kolkata
Date: 1st October, 2020