

Date: 27th July, 2023

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra(E)
Mumbai - 400 051

NSE Symbol: **IRISDOREME**

Sub: Outcome of the Extra-Ordinary General Meeting (EGM) of the Company held on 27th July, 2023
Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is to inform you that the Extra-Ordinary General Meeting (EGM) of the Company was held on Thursday, 27th day of July, 2023 at 11.00 a.m. at the registered office of the Company situated at 103/24/1, Foreshore Road, Shibpur, Howrah - 711102 to transact the businesses as stated in the EGM Notice dated 21st June, 2023.

In this regard, please find enclosed herewith the followings as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- a) Summary of the proceedings of the EGM;
- b) Details of alteration of Memorandum of Association.

This is for your information and records.

Thanking you.

Yours faithfully,

For Iris Clothings Limited

SANTOSH Digitally signed by
SANTOSH LADHA
H LADHA Date: 2023.07.27
17:41:11 +05'30'

Santosh Ladha
Managing Director
(DIN: 03585561)

Encl: As above
Iris Clothings Limited

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF M/S. IRIS CLOTHINGS LIMITED HELD ON THURSDAY, 27TH July, 2023 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 103/24/1, FORESHORE ROAD, SHIBPUR, HOWRAH - 711102



The Extra-Ordinary General Meeting ("EGM" / "Meeting") of the Company was held on Thursday, 27th July, 2023 at 11.00 a.m. at the registered office of the Company situated at 103/24/1, Foreshore Road, Shibpur, Howrah - 711 102.

The Company Secretary, welcomed the Members to the Meeting and introduced the Board of Directors present at the Meeting.

All the Directors were present at the Meeting except Mrs. Vranda Manish Rathi, who could not attend the meeting due to pre-occupation. Mr. Nikhil Saraf, the Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee was also present at the EGM. The representatives of Statutory Auditor and Secretarial Auditor cum Scrutinizer for the remote e-voting and the e-voting during the EGM, were also present at the Meeting. Requisite Quorum being present, the Company Secretary requested Mr. Santosh Ladha, Managing Director to chair the meeting and commence the proceedings of the Meeting.

The Chairman welcomed the members who were present at the meeting. Total 32 members were present at the meeting.

The Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013 read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), the Company has provided a facility to its members to exercise their right to vote electronically for the Extra-Ordinary General Meeting through remote electronic voting (e-voting) service facilitated by the Central Depository Services (India) Limited (CDSL), on all the resolutions set out in the EGM Notice. The remote e-voting facility commenced on Monday, 24th July, 2023 at 9.00 A.M. (IST) and ended on Wednesday, 26th July, 2023 at 5.00 P.M. (IST). The shareholders who were present at the meeting and who have not or could not exercise their vote through remote e-voting option, could vote at this meeting through poll. The Board of Directors had appointed Mr. Rajesh Ghorawat, Practicing Company Secretary, as the Scrutinizer for this meeting. The Voting Results along with Scrutinizer Report would be submitted to Stock Exchange within 2 working days of the conclusion of the meeting and would be available on the website of the Company and CDSL.

With the consent of the Chairman, the Notice convening the EGM was taken as read.

In terms of the Notice dated 21st June, 2023 convening the EGM of the Company, following businesses were transacted at the Meeting:

Iris Clothings Limited

103/24/1, Foreshore Road, Howrah 711 102, India
+91 33 2637 3856 / 2640 4674 | info@irisclothings.in
CIN: L18109WB2011PLC166895

DOREME.in

Special Business:

1. Approval of Sub-division of Equity Shares of the Company (Ordinary Resolution).
2. Approval of Increase in Authorized Share Capital of the Company (Ordinary Resolution).

The shareholders were then invited for interaction and thereafter the meeting concluded at 12.30 p.m. with a Vote of Thanks to the Chairman and the Members for their continued support and for attending and participating in the Meeting.

For Iris Clothings Limited

SANTOSH
H LADHA

Digitally signed
by SANTOSH
LADHA
Date: 2023.07.27
17:41:39 +05'30'

Santosh Ladha
Managing Director
(DIN: 03585561)

Iris Clothings Limited

103/24/1, Foreshore Road, Howrah 711 102, India
+91 33 2637 3856 / 2640 4674 | info@irisclothings.in
CIN: L18109WB2011PLC166895

DOREME.in



Summary of amendment in the MOA

V. The Authorised Share Capital of the Company is Rs. 40,00,00,000/- (Rupees Forty Crores only) divided into 20,00,00,000 (Twenty Crores) Equity Shares of Rs. 2/- (Rupee Two) each with rights, privileges and conditions attached thereto as are provided by the regulations of Company for time being with the power to increase or reduce the capital of the Company and to divide the shares in the capital for time being into classes and attach thereto respectively subject to the laws for the time being in force, such rights, privileges, or conditions as may be determined by or in accordance with regulations of the Company and to vary, modify abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the regulations of the Company.

For Iris Clothings Limited

SANTOSH Digitally signed
by SANTOSH
H LADHA
Date: 2023.07.27
17:42:05 +05'30'

Santosh Ladha
Managing Director
(DIN: 03585561)

Iris Clothings Limited

103/24/1, Foreshore Road, Howrah 711 102, India
+91 33 2637 3856 / 2640 4674 | info@irisclthings.in
CIN: L18109WB2011PLC166895

DOREME.in

Date: 27th July, 2023

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**

Dear Sir/Madam,

Sub: Voting Results of the Extra-Ordinary General Meeting (EGM) held on 27th July, 2023

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

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the Voting Results along with Scrutinizers Report of the Extra-Ordinary General Meeting (EGM) held on 27th July, 2023.

This is for your information and records.

Thanking you.

Yours faithfully,

For Iris Clothings Limited

SANTOSH LADHA Digitally signed by
SANTOSH LADHA
Date: 2023.07.27
17:42:59 +05'30'

Santosh Ladha
Managing Director
(DIN: 03585561)

Encl: As above

Iris Clothings Limited

103/24/1, Foreshore Road, Howrah 711 102, India
+91 33 2637 3856 / 2640 4674 | info@irisclothings.in
CIN: L18109WB2011PLC166895

DOREME.in

IRIS CLOTHING LIMITED - EOGM Attendance and Voting Summary

Format for Voting Result

Date of the EOGM	27th July, 2023
Total Number of Shareholders on record date	1597
No. of shareholders present in the meeting either in person or through proxy or through E-voting:	
Promoter & Promoter group	6
Public	26
Total	32
No. of shareholders attended the meeting through Video Conferencing:	N.A.
Promoter & Promoter group	
Public	
Total	

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

Approval of Sub-division of Equity Shares of the Company.									
1. Ordinary Resolution									
Whether promoter/promoter group are interested in the agenda/resolution ?		No							
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		10247625	0.0000	10247625	0	100.0000	0.0000	
	Poll		1316459	11.3752	1316459	0	100.0000	0.0000	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total	11573084	11564084	99.9222	11564084	0	0.0000	0.0000	
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot (if applicable)	0	-	-	-	0	0.0000	0.0000	
	Total	0	0	0.0000	0	0	0.0000	0.0000	
Public - Non Institution	E-Voting		25431	0.5364	25431	0	100.0000	0.0000	
	Poll		58	0.0012	58	0	100.0000	0.0000	
	Postal Ballot (if applicable)	4741042	-	-	-	-	-	-	
	Total	4741042	25489	0.5376	25489	0	100.0000	0.0000	
Total		16314126	11589573	71.0401	11589573	0	100.0000	0.0000	

2. Ordinary Resolution		Approval of increase in Authorized Share Capital of the Company.						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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		10247625	0.0000	10247625	0	100.0000	0.0000
	Poll		1316459	11.3752	1316459	0	100.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	11573084	11564084	99.9222	11564084	0	0.0000	0.0000
Public - Institutional holders	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		-	-	-	0	0.0000	0.0000
	Total	0	0	-	-	-	-	-
Public - Non Institution	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		25431	0.5364	25431	0	100.0000	0.0000
	Postal Ballot (if applicable)		58	0.0012	58	0	100.0000	0.0000
	Total	4741042	25489	0.5376	25489	-	-	-
Total		16314126	11589573	71.0401	11589573	0	100.0000	0.0000

For Iris Clothing Limited

SANTOS

Digitally signed by

SANTOSH LADHA

Date: 2023.07.27

17:40:09 +05'30'

Santosh Ladha

Managing Director

(DIN: 03585561)

RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

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

To
The Chairman
Iris Clothings Limited
103/24/1, Foreshore Road
Shibpur, Howrah - 711102

Dear Sir,

At the outset, I would like to thank the Board of Directors of the Company for appointing me as the Scrutinizer to scrutinize the voting process for the votes casted by remote e-voting and poll by your members during the Extra-Ordinary General Meeting of the Company (EGM) held on Thursday, 27th July, 2023 at 11.00 a.m. at the registered office of the Company situated at 103/24/1, Foreshore Road, Shibpur, Howrah - 711102.

I am pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respect.

Thanking You,

Yours faithfully



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

UDIN: F007226E000689371

Place: Kolkata
Date: 27th July, 2023

SCRUTINIZER'S REPORT

NAME OF THE COMPANY	IRIS CLOTHINGS LIMITED
MEETING	Extra-Ordinary General Meeting
DAY, DATE & TIME	Thursday, 27 th July, 2023 at 11.00 a.m. at the registered office of the Company situated at 103/24/1, Foreshore Road, Shibpur, Howrah – 711102

A

1. Appointment as Scrutinizer:

I was appointed as the Scrutinizer to scrutinize the voting process for the votes cast by remote e-voting and poll by your members during the Extra-Ordinary General Meeting (EGM) of the Company held on Thursday, 27th July, 2023 at 11.00 a.m. at the registered office of the Company situated at 103/24/1, Foreshore Road, Shibpur, Howrah – 711102. My responsibility as a scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the Meeting:

The Company has informed that Notice of the Extra-Ordinary General Meeting was sent through electronic mode to those members whose email addresses were registered with the Company/Depositories. Members whose email ids were not registered/updated, physical copies of the notice of EGM were sent to them.

The notice of Extra-Ordinary General Meeting was also available at the Company's website www.irisclothings.in for their download. An advertisement was also published by the Company on 3rd July, 2023 in "Business Standard" (English) and "Aajkal" (Bengali), informing about the completion of dispatch of the EGM Notices.

3. Cut-off date:

The voting rights were reckoned in the proportion to the equity shares held by the Members as on close of business hours on 20th July, 2023, being the Cut-Off date for the purpose of deciding the entitlements of Members to cast their vote through remote e-voting and poll during the EGM.

4. Remote e - voting:

4.1 Agency:

The Company had made arrangements with Central Depository Services (India) Limited ("CDSL"), for providing a system of recording votes of the shareholders electronically through remote e-voting.

4.2 Remote e-voting:

Remote e-voting facility was open from 24th July, 2023 at 9.00 A.M. till 26th July, 2023 at 5.00 P.M. and the Members were required to cast their votes electronically, conveying their assent or dissent in respect of the Resolutions, as set out in the Notice, on the e-voting platform provided by CDSL.

5. Voting at the EGM:

5.1 Pursuant to Companies (Management and Administration) Rules, 2014 as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again at the EGM, I had the access, after closure of period for remote e-voting and before the start of the EGM, to the details relating to Members who have cast their votes through remote e-voting, such as their names, folios, number of shares held, except the manner in which the Members have voted.

5.2 The Company has also provided the facility for voting through Poll during the EGM to the Members who attended the EGM and did not cast their vote through remote e-voting.

6. Results:

6.1 On completion of voting at the EGM venue, I unblocked the votes cast through remote e-voting, in the presence of two witnesses who are not in the employment of the Company and downloaded the voting results.

6.2 I observed that:

- A. 26 Shareholders had cast their votes through remote e-voting.
- B. 32 Shareholders attended the EGM in person.
- C. 17 Shareholders had cast their votes through poll during EGM.

6.3 The Consolidated Results with respect to each item on the agenda as set out in the Notice is enclosed.

- 6.4 The Company may accordingly consider the result for voting process carried out through remote e-voting and poll during EGM as follows:

Item No.	Type of Resolution	Result
1	Ordinary	Passed unanimously.
2	Ordinary	Passed unanimously.

Yours faithfully



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

UDIN: F007226E000689371

Place: Kolkata
Date: 27th July, 2023

Consolidated Results

Item No. 1: Approval of Sub-division of Equity Shares of the Company.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	10273056	17	1316517	43	11589573	100
Dissent	0	0	0	0	0	0	0
Total	26	10273056	17	1316517	43	11589573	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 01 of the Notice dated 21st June, 2023, has been passed unanimously.

Yours faithfully



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

UDIN: F007226E000689371

Place: Kolkata
Date: 27th July, 2023

Consolidated Results

Item No.2: Approval of Increase in Authorized Share Capital of the Company.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	26	10273056	17	1316517	43	11589573	100
Dissent	0	0	0	0	0	0	0
Total	26	10273056	17	1316517	43	11589573	100

Based on the aforesaid results, I report that the Ordinary Resolution as set out in Item No. 02 of the Notice dated 21st June, 2023, has been passed unanimously.

Yours faithfully



Rajesh Ghorawat
Practising Company Secretary
M.No. F7226
CP No. 20897

UDIN: F007226E000689371

Place: Kolkata

Date: 27th July, 2023