

September 23, 2025

To,

BSE Limited

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

Scrip Code: 540735

National Stock Exchange of India Limited

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

Symbol: IRIS

Sub: Scrutinizer's Report and Declaration of Voting Results of the 25th Annual General Meeting as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

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

Dear Sir/Madam,

This is to inform you that the 25th Annual General Meeting ('AGM') of the company was held on Tuesday, September 23, 2025, at 11.00 a.m. through Video Conferencing /Other Audio-Visual Means to seek approval of Shareholders of the Company on the resolutions mentioned in the notice of the said AGM.

Kindly note that AGM proceedings have been submitted separately.

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

- a) Details of voting results through remote e-voting prior to the AGM and e-voting during the AGM on each of the resolutions set out in the notice.
- b) Consolidated Scrutinizer's Report dated September 23, 2025, on remote e-voting prior to the AGM and e-voting during the AGM.

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

You are requested to kindly take the same on record.

Thanking You,

For **IRIS Business Services Limited**

Santoshkumar Sharma

Company Secretary & Compliance Officer

(Membership Number - ACS 35139)

Encl.: As above

IRIS Business Services Limited

Tower 2 3rd Floor International Infotech Park Vashi Navi Mumbai 400703 Maharashtra India

Tel: 022 6723 1000 | Email: cs@irisbusiness.com | www.irisbusiness.com

CIN L72900MH2000PLC128943 | GSTIN 27AAACI9260R1ZV

Voting Results

Name of the company	IRIS Business Services Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23-09-2025
Start time of the meeting	11:00
End time of the meeting	11:45
Total number of Shareholders on Record Date	11033 (As on Cut-off date 17.09.2025)
Number of Shareholders present in the meeting in person or through proxy:	
Promoters and Promoter Group	Nil
Public	Nil
Number of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group	2
Public	47

Notes:

1. The mode of voting for all resolutions was remote e-voting before the 25th Annual General Meeting (“AGM”) and e-voting during the AGM.
2. All the resolution(s) contained in the notice of the 25th Annual General Meeting of the Company were passed with requisite majority, as per the Report of the Scrutinizer – M/s. Priti J. Sheth & Associates, Company Secretaries.

Scrutinizer Details

Name of the Scrutinizer	Priti J Sheth
Firms Name	Priti J Sheth & Associates
Qualification	CS
Membership Number	6833
Date of Board Meeting in which appointed	13.08.2025
Date of Issuance of Report to the company	23.09.2025

Resolution Required :Ordinary			1 - Adoption of Audited Financial Statements for the Financial Year ended March 31, 2025.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7123520	7123520	100.0000	7123520	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7123520	100.0000	7123520	0	100.0000	0.0000
Public Institutions	E-Voting	2640845	2275347	86.1598	2275347	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2275347	86.1598	2275347	0	100.0000	0.0000
Public Non Institutions	E-Voting	10793882	1703624	15.7832	1703624	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1703624	15.7832	1703624	0	100.0000	0.0000
Total		20558247	11102491	54.0050	11102491	0	100.0000	0.0000

Resolution Required :Ordinary			2 - Appointment of Ms. Deepta Rangarajan (DIN: 00404072) as a Director liable to retire by rotation, who being eligible has offered herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7123520	7123520	100.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7123520	100.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	2640845	2275347	86.1598	2275347	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2275347	86.1598	2275347	0	100.0000	0.0000
Public Non Institutions	E-Voting	10793882	1703624	15.7832	1703624	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1703624	15.7832	1703624	0	100.0000	0.0000
Total		20558247	11102491	54.0050	3978971	0	100.0000	0.0000

Resolution Required :Ordinary			3 - Re-Appointment of KKC & associates LLP (formerly Khimji Kunverji & Co LLP) as the Statutory Auditor of the Company for a term of 5 (five) years starting from financial year 2025-26 till financial year 2029-30.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7123520	7123520	100.0000	7123520	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7123520	100.0000	7123520	0	100.0000	0.0000
Public Institutions	E-Voting	2640845	2275347	86.1598	2275347	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2275347	86.1598	2275347	0	100.0000	0.0000
Public Non Institutions	E-Voting	10793882	1703624	15.7832	1703619	5	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1703624	15.7832	1703619	5	99.9997	0.0003
Total		20558247	11102491	54.0050	11102486	5	100.0000	0.0000

Resolution Required :Ordinary			4 - Appointment of Priti J. Sheth & Associates as the Secretarial Auditor of the Company and to fix their remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7123520	7123520	100.0000	7123520	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7123520	100.0000	7123520	0	100.0000	0.0000
Public Institutions	E-Voting	2640845	2275347	86.1598	2275347	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2275347	86.1598	2275347	0	100.0000	0.0000
Public Non Institutions	E-Voting	10793882	1703624	15.7832	1703619	5	99.9997	0.0003
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1703624	15.7832	1703619	5	99.9997	0.0003
Total		20558247	11102491	54.0050	11102486	5	100.0000	0.0000

IRIS Business Services Limited

Resolution Required :Special		5 - Approval of remuneration payable to Mr. Puthenpurackal Kuncheria Xavier Thomas (P K X Thomas), Whole Time Director, for the remaining period of his tenure from November 22, 2025 to November 21, 2027.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7123520	7123520	100.0000	7123520	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		7123520	100.0000	7123520	0	100.0000	0.0000
Public Institutions	E-Voting	2640845	2275347	86.1598	2275347	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2275347	86.1598	2275347	0	100.0000	0.0000
Public Non Institutions	E-Voting	10793882	1703624	15.7832	1673174	450	98.2126	0.0264
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1703624	15.7832	1673174	450	98.2126	0.0264
Total		20558247	11102491	54.0050	11072041	450	99.7257	0.0041

Note: Invalid votes 30,000(0.27%)

Consolidated Scrutinizer Report

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

To,

Mr. Vinod Agarwala,

The Chairman of 25th Annual General Meeting (AGM) of the members of IRIS Business Services Limited held on Tuesday, September 23, 2025 at 11.00 a.m (IST) at T-231, Tower 2, 3rd Floor, International Infotech Park, Vashi Station, Vashi - 400703, Maharashtra, India, through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")

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

Dear Sir,

I, Priti J Sheth of M/s. Priti J. Sheth & Associates, Practicing Company Secretary, appointed as the Scrutinizer for the purpose of scrutinizing the e-voting process i.e. remote e-voting and e- voting conducted at the 25th Annual General Meeting of the Shareholders of IRIS Business Services Limited pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I submit report as under:

The AGM is held through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM") in compliance with the MCA General Circular No. 09/2024 dated September 19, 2024 read with circulars issued earlier on the subject, by the Ministry of Corporate Affairs ("MCA") and The Securities and Exchange Board of India ("SEBI") Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with circulars issued earlier on the subject by Securities and Exchange Board of India ("SEBI") hereinafter collectively referred to as "the Circulars"), (allowing conducting of Annual General Meeting ("AGM") by Companies through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020 and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2024-25 was sent on 28th August, 2025 through electronic mode to those Members whose e-mail addresses were registered with the Company, RTA or CDSL/NSDL ("Depositories")

1. The e-voting facility both for e-voting prior to the AGM and e-voting at the AGM by was provided by National Securities Depository Limited ("NSDL")
2. The members of the Company as on the "cut-off" date i.e. 17th September, 2025 were entitled to vote on the resolution no 1 to 5 as set out in the notice of AGM.
3. The remote e-voting commenced on Saturday, September 20th, 2025, at 09:00 A.M. (IST) and ended on Monday, 22nd September, 2025 at 5.00 p.m. (IST)

4. At the 25th AGM of the Company held on Tuesday, September 23rd, 2025, the facility to vote through electronic voting system was provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the remote e-Voting to record their votes on the resolutions to be passed.
5. After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on September 23rd 2025 at 12: 43 p.m in the presence of two witnesses who are not in the employment of the Company.
6. I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 25th AGM based on the scrutiny of remote e-voting and the e-voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system of the National Securities Depository Limited (“NSDL”).
7. The results of the Remote e-Voting together with that of the e-voting conducted at the AGM are as under:

Particulars of Voting	Number of votes casted	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
<u>Ordinary Resolution. No: 1</u>				
Adoption of Audited Financial Statements for the Financial Year ended March 31, 2025.				
Remote e-voting	11101791	11101791	11101791	0
E-voting at the AGM	700	700	700	0
Total	11102491	11102491	11102491	0
<u>Ordinary Resolution No. 2</u>				
Appointment of Ms. Deepta Rangarajan (DIN: 00404072) as a Director liable to retire by rotation, who being eligible has offered herself for re-appointment.				
Remote e-voting	11101791	3978271	3978271	0
E-voting at the AGM	700	700	700	0
Total	11102491	3978971	3978971	0

Particulars of Voting	Number of votes casted	Number of Valid votes casted	Number of Votes Casted in Favour	Number of Votes casted against
<u>Ordinary Resolution. No: 3</u>				
Re-Appointment of KKC & associates LLP (formerly Khimji Kunverji & Co LLP) as the Statutory Auditor of the Company for a term of 5 (five) years starting from financial year 2025-26 till financial year 2029-30.				
Remote e-voting	11101791	11101791	11101786	5
E-voting at the AGM	700	700	700	0
Total	11102491	11102491	11102486	5
<u>Ordinary Resolution No. 4</u>				
Appointment of Priti J. Sheth & Associates as the Secretarial Auditor of the Company and to fix their remuneration.				
Remote e-voting	11101791	11101791	11101786	5
E-voting at the AGM	700	700	700	0
Total	11102491	11102491	11102486	5
<u>Ordinary Resolution No. 5</u>				
Approval of remuneration payable to Mr. Puthenpurackal Kuncheria Xavier Thomas (P K X Thomas), Whole Time Director, for the remaining period of his tenure from November 22, 2025 to November 21, 2027.				
Remote e-voting	11101791	11071791	11071341	450
E-voting at the AGM	700	700	700	0
Total	11102491	11072491	11072041	450

The aforesaid Resolution No. (s) 1 to 5 was passed with the requisite majority.

8. All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the 25th Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Managements Responsibility:

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting) provided at the AGM to the Members on the resolutions proposed in the Notice calling the 25th AGM of the Company was the responsibility of the Management.

Scrutiniser's Responsibility:

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

Thanking you,
Yours faithfully,

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



Priti J Sheth
Membership No. 6833
CP. No. 5518
UDIN: F006833G001317098
Peer Review No: 1888/2022

Date: 23rd September, 2025
Place: Kiel

Countersigned by



Santosh Sharma
Authorised Person
IRIS Business Services Limited

Date: 23rd September, 2025
Place: Mumbai