Secretarial Compliance Report of IRIS Business Services Limited
for the year ended on 31st March, 2025

I, Priti J Sheth of Priti J Sheth & Associates, Company Secretary in whole-time Practice have examined:

(a) all the documents and records made available to us and explanation provided by IRIS Business Services Limited ("the listed entity"),
(b) the filings/ submissions made by the listed entity to the stock exchanges,
(c) website of the listed entity,
(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2025 ("Review Period") in respect of compliance with the provisions of :

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

(i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(ii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(iii) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(iv) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable as there were no reportable events during the period under review)**

(v) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(vi) Securities and Exchange Board of India (Issue and Listing of Non Convertible Securities) Regulations, 2021; **(Not Applicable as there were no reportable events during the period under review)**

Address: 804, G Square, Near BMC Office, Jawahar Road, Ghatkopar (East) Mumbai - 400077.Contact Numbers:9819087464, 9820087464; Email: priti@pjsassociates.com

(vii) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable as there were no reportable events during the period under review)**

(viii) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(ix) SEBI (Depositories and Participants) Regulations, 2018, as amended

(x) Other applicable Regulations and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the review period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of matters specified below:-

	Compliance Requirement (Regulations/circulars/guidelines including Specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
None										

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Compliance Requirement (Regulations/ circulars/ guidelines including Specific clause)	Intimation about the meeting of the board of directors for considering financial results should be given at least 5 days in advance as per Regulation 29 (2) / 29 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
Regulation / Circular No.	Regulation 29 (2) / 29 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
Deviation	Prior intimation about the meeting of the board of directors for the meeting held on November 13, 2021 for considering financial results was given on 8th November, 2021
Action Taken by	BSE Limited

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Type of Action	Fine of Rs. 11,800/- levied on December 14, 2021.
Details of Violation	Delay in furnishing prior intimation about the meeting of the board of directors for the meeting held on November 13, 2021 for financial results required under Regulation 29 (2) / 29 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015
Fine Amount	11,800/-
Observations/ Remarks of the Practicing Company Secretary	The Company had made a representation to BSE for waiver of said fine. BSE vide its email dated 19.05.2022, declined the request for the said waiver to which the Company has again made its representation.
Management Response	BSE's response and action was awaited. The Company, however chose to make the payment and close the matter.
Remarks	The penalty was paid by the Company on 30th May, 2024.

In Addition to the abovementioned regulations /circulars the following affirmations are being provided hereunder:

S No	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with theapplicable Secretarial Standards (SS) issued by the Institute ofCompany Secretaries India (ICSI)	Yes	
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations andhas been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under aseparate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	

4.	Disqualification of Director: None of the Director of the Company are disqualified underSection 164 of Companies Act, 2013	Yes	
5.	To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	 NA Yes	Company does not have material subsidiaries
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	 Yes Yes	
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	 Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6)SEBI (Prohibition of Insider Trading) Regulations, 2015	 Yes	

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11.	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	Yes	
12.	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBIregulation/circular/guidance note etc.	Yes	

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



Priti J Sheth
FCS No: 6833
CP No: 5518

UDIN: **F006833G000325910**
Peer Review No: 1888/2022

Date: 13/05/2025
Place: Kiel