

| General information about company   |                                |                   |
|---|--------------------------------|-------------------|
| Scrip code  | 540735                         |                   |
| NSE Symbol  | IRIS                           |                   |
| MSEI Symbol   | NOTLISTED                      |                   |
| ISIN  | INE864K01010                   |                   |
| Name of the entity  | IRIS Business Services Limited |                   |
| Date of start of financial year   | 01-04-2025                     |                   |
| Date of end of financial year   | 31-03-2026                     |                   |
| Reporting Quarter Type  | Half Yearly                    |                   |
| Date of Quarter Ending  | 30-09-2025                     |                   |
| Type of company   | Equity                         |                   |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?                                  | Yes                            |                   |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?  | Yes                            |                   |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | Yes                            |                   |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?                                | No                             | Nothing to report |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?               | No                             | Nothing to report |
| Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?       | No                             | Nothing to report |
| Risk management committee   | Not Applicable                 |                   |
| Market Capitalisation as per immediate previous Financial Year  | Top 2000 listed entities       |                   |
| Is SCORE ID Available ?   | Yes                            |                   |
| SCORE Registration ID   | comz00125                      |                   |
| Reason For No SCORE ID  |                                |                   |

|  |          |
|--|----------|
| Type of Submission                                   | Original |
| Remarks (website dissemination)                      |          |
| Remarks for Exchange (not for Website Dissemination) |          |

## **Annexure I**

### **Annexure I to be submitted by listed entity on quarterly basis**

#### **I. Composition of Board of Directors**

| Disclosure of notes on composition of board of directors explanatory |                 |  |            |          |                                      |                         | Textual Information(1)  |               |
|--|-----------------|--|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|
| Whether the listed entity has a Regular Chairperson                  |                 |  |            |          |                                      |                         | Yes                     |               |
| Whether Chairperson is related to MD or CEO                          |                 |  |            |          |                                      |                         | No                      |               |
| Sr   | Title (Mr / Ms) | Name of the Director                   | PAN        | DIN      | Category 1 of directors              | Category 2 of directors | Category 3 of directors | Date of Birth |
| 1  | Mr              | Balachandran Krishnan                  | ACQPN4620B | 00080055 | Executive Director                   | Not Applicable          | CEO                     | 13-04-1963    |
| 2  | Ms              | Deepta Rangarajan                      | AAAPR0471J | 00404072 | Executive Director                   | Not Applicable          |                         | 23-04-1966    |
| 3  | Mr              | Bhaswar Mukherjee                      | AAAPM3502B | 01654539 | Non-Executive - Independent Director | Not Applicable          |                         | 03-05-1953    |
| 4  | Mr              | Vinod Balmukand Agarwala               | AABPA7952N | 01725158 | Non-Executive - Independent Director | Chairperson             |                         | 30-10-1949    |
| 5  | Mr              | Ashok Venkatramani                     | ADXPA6170D | 02839145 | Non-Executive - Independent Director | Not Applicable          |                         | 24-02-1964    |
| 6  | Mr              | Haseeb Ahmad Drabu                     | AFFPD0513B | 00489888 | Non-Executive - Independent Director | Not Applicable          |                         | 10-04-1961    |
| 7  | Mr              | Puthenpurackal Kuncheria Xavier Thomas | AAVPT3899H | 09760233 | Executive Director                   | Not Applicable          |                         | 25-05-1964    |

| <b>I. Composition of Board of Directors</b>                                       |                                       |                                |                              |                             |                |
|---|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| <b>Disqualification of Directors under section 164 of the Companies Act, 2013</b> |                                       |                                |                              |                             |                |
| Sr  | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
| 1   | No                                    |                                |                              |                             | Active         |
| 2   | No                                    |                                |                              |                             | Active         |
| 3   | No                                    |                                |                              |                             | Active         |
| 4   | No                                    |                                |                              |                             | Active         |
| 5   | No                                    |                                |                              |                             | Active         |
| 6   | No                                    |                                |                              |                             | Active         |
| 7   | No                                    |                                |                              |                             | Active         |

| I. Composition of Board of Directors |   |                                    |                             |                        |                   |                                |  |   |   |  |                      |                             |                             |
|--------------------------------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|----------------------|-----------------------------|-----------------------------|
| Sr                                   | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Reason for Cessation | Notes for not providing PAN | Notes for not providing DIN |
| 1                                    | NA  |                                    | 03-10-2000                  | 01-05-2024             |                   |                                | 1  | 0   | 3   | 0  |                      |                             |                             |
| 2                                    | NA  |                                    | 03-10-2000                  | 01-05-2024             |                   |                                | 1  | 0   | 1   | 0  |                      |                             |                             |
| 3                                    | NA  |                                    | 09-10-2017                  | 09-10-2022             |                   | 95.21                          | 1  | 1   | 2   | 2  |                      |                             |                             |
| 4                                    | Yes   | 25-08-2022                         | 27-11-2017                  | 27-11-2022             |                   | 94.03                          | 2  | 2   | 1   | 0  |                      |                             |                             |
| 5                                    | NA  |                                    | 09-10-2017                  | 09-10-2022             |                   | 95.21                          | 1  | 1   | 1   | 0  |                      |                             |                             |
| 6                                    | NA  |                                    | 13-11-2020                  | 13-11-2020             |                   | 58.17                          | 2  | 2   | 1   | 0  |                      |                             |                             |
| 7                                    | NA  |                                    | 11-11-2022                  | 11-11-2022             |                   |                                | 1  | 0   | 0   | 0  |                      |                             |                             |

### **Text Block**

Textual Information(1)

Mr. Vineet Kandoi has been appointed as the CFO of the Company w.e.f August 14, 2025. However since this File does not have any option for adding the same, his appointment is not recorded in the Composition below

| Audit Committee Details                               |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |                                      |                         |                     | Yes               |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 01654539   | Bhaswar Mukherjee         | Non-Executive - Independent Director | Chairperson             | 27-11-2017          |                   |         |
| 2   | 01725158   | Vinod Balmukand Agarwala  | Non-Executive - Independent Director | Member                  | 27-11-2017          |                   |         |
| 3   | 02839145   | Ashok Venkatramani        | Non-Executive - Independent Director | Member                  | 27-11-2017          |                   |         |
| 4   | 00080055   | Balachandran Krishnan     | Executive Director                   | Member                  | 13-09-2017          |                   |         |
| 5   | 00489888   | Haseeb Ahmad Drabu        | Non-Executive - Independent Director | Member                  | 14-02-2022          |                   |         |

| <b>Nomination and remuneration committee</b>                                |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      |                         |                     | Yes               |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 02839145   | Ashok Venkatramani        | Non-Executive - Independent Director | Chairperson             | 27-11-2017          |                   |         |
| 2   | 01725158   | Vinod Balmukand Agarwala  | Non-Executive - Independent Director | Member                  | 27-11-2017          |                   |         |
| 3   | 01654539   | Bhaswar Mukherjee         | Non-Executive - Independent Director | Member                  | 19-03-2019          |                   |         |

| Stakeholders Relationship Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |                                      |                         |                     | Yes               |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 01654539   | Bhaswar Mukherjee         | Non-Executive - Independent Director | Chairperson             | 27-11-2017          |                   |         |
| 2   | 00404072   | Deepta Rangarajan         | Executive Director                   | Member                  | 08-03-2013          |                   |         |
| 3   | 00080055   | Balachandran Krishnan     | Executive Director                   | Member                  | 08-03-2013          |                   |         |

| <b>Risk Management Committee</b>                                |            |  |                                      |                         |                     |                   |         |
|---|------------|--|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |  |                                      |                         |                     | Yes               |         |
| Sr  | DIN Number | Name of Committee members              | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00489888   | Haseeb Ahmad Drabu                     | Non-Executive - Independent Director | Chairperson             | 22-05-2021          |                   |         |
| 2   | 00404072   | Deepta Rangarajan                      | Executive Director                   | Member                  | 22-05-2021          |                   |         |
| 3   | 01654539   | Bhaswar Mukherjee                      | Non-Executive - Independent Director | Member                  | 22-05-2021          |                   |         |
| 4   | 09760233   | Puthenpurackal Kuncheria Xavier Thomas | Executive Director                   | Member                  | 13-02-2023          |                   |         |

| <b>Corporate Social Responsibility Committee</b>                                |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                                      |                         |                     |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 02839145   | Ashok Venkatramani        | Non-Executive - Independent Director | Chairperson             | 27-11-2017          |                   |         |
| 2   | 00404072   | Deepta Rangarajan         | Executive Director                   | Member                  | 26-06-2014          |                   |         |
| 3   | 00080055   | Balachandran Krishnan     | Executive Director                   | Member                  | 14-05-2025          |                   |         |

| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory |   |  | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr. No.  | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter |   |                              |  |   |   |   |
| 1  | 14-05-2025  |  |   |                              | Yes  | 7   | 7   | 4   |
| 2  | 20-06-2025  |  | 36  |                              | Yes  | 7   | 6   | 3   |
| 3  |   | 02-07-2025   | 11  |                              | Yes  | 7   | 6   | 3   |
| 4  |   | 13-08-2025   | 41  |                              | Yes  | 7   | 6   | 3   |

## Annexure 1

### IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory |   |   |   |                         |                               |  |  |  |   |  |
|--|---|---|---|-------------------------|-------------------------------|--|--|--|---|--|
|  |   |   |   |                         |                               |  |  |  |   |  |
| Sr   | Name of Committee                         | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1  | Audit Committee                           | 14-05-2025  |   |                         |                               | Yes  | 5  | 5  | 4   | 0  |
| 2  | Risk Management Committee                 | 19-06-2025  | 35  |                         |                               | Yes  | 4  | 4  | 2   | 0  |
| 3  | Corporate Social Responsibility Committee | 19-06-2025  |   |                         |                               | Yes  | 3  | 3  | 1   | 0  |
| 4  | Stakeholders Relationship Committee       | 19-06-2025  |   |                         |                               | Yes  | 3  | 3  | 1   | 0  |
| 5  | Nomination and remuneration committee     | 20-06-2025  | 0   |                         |                               | Yes  | 3  | 3  | 3   | 0  |
| 6  | Audit Committee                           | 20-06-2025  |   |                         |                               | Yes  | 5  | 4  | 3   | 0  |

## Annexure 1

### IV. Meeting of Committees

| Sr | Name of Committee                     | Date(s) of meeting<br>(Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|---------------------------------------|--|---|-------------------------|-------------------------------|--|--|--|---|--|
| 7  | Audit Committee                       | 02-07-2025   | 11  |                         |                               | Yes  | 5  | 4  | 3   | 0  |
| 8  | Audit Committee                       | 13-08-2025   | 41  |                         |                               | Yes  | 5  | 4  | 3   | 0  |
| 9  | Nomination and remuneration committee | 13-08-2025   |   |                         |                               | Yes  | 3  | 3  | 3   | 0  |
| 10 | Nomination and remuneration committee | 01-09-2025   |   |                         |                               | Yes  | 3  | 3  | 3   | 0  |

## **Annexure 1**

### **V. Affirmations**

| Sr | Subject   | Compliance status (Yes/No) |
|----|---|----------------------------|
| 1  | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015   | Yes                        |
| 2  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee   | Yes                        |
| 3  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                    | Yes                        |
| 4  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                    | Yes                        |
| 5  | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | NA                         |
| 6  | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                               | Yes                        |
| 7  | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.                   | Yes                        |
| 8  | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.  | Yes                        |

**Annexure 1**

| Sr | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | santoshkumar sharma                      |
| 2  | Designation       | Company Secretary and Compliance Officer |

| <b>Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)</b> |  |                                      |                               |  |
|---|--|--------------------------------------|-------------------------------|--|
| <b>I. Affirmations</b>  |  |                                      |                               |  |
| Sr  | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1   | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSSR & BRSSR core, if applicable, displayed on website | 46(2)                                | Yes                           |  |
| 2   | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3   | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                           |  |
| 4   | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | Yes                           |  |
| 5   | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report   | 24A(1)                               | Yes                           |  |
| 6   | Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report   | 24A(1A),<br>24A(1B), 24A(1C)         | Yes                           |  |
| 7   | Submission of Annual Secretarial Compliance Report   | 24A(2)                               | Yes                           |  |
| 8   | Whether “Corporate Governance Report” disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                           |  |
| Any other information to be provided  |  |                                      | Textual Information(1)        |  |

### **Text Block**

Textual Information(1)

Mr. Ashok Venkatramani, chairman of the Nomination and Remuneration Committee did not attend the meeting. In his absence, Mr. Bhaswar Mukherjee was authorised to respond to shareholder Queries.

**Annexure III**

|   |                   |  |
|---|-------------------|--|
| 1 | Name of signatory | santoshkumar sharma                      |
| 2 | Designation       | Company Secretary and Compliance Officer |

| <b>Details of Cyber security incidence</b>   |                   |                            |
|--|-------------------|----------------------------|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter |                   | No                         |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter   |                   |                            |
| Sr.  | Date of the event | Brief details of the event |

| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | santoshkumar sharma                      |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | Navi Mumbai                              |
| Date                     | 30-10-2025                               |

### **Investor Grievance Details**

|   |   |
|---|---|
| No. of investor complaints pending at the beginning of Quarter                  | 0 |
| No. of investor complaints received during the Quarter                          | 0 |
| No. of investor complaints disposed off during the Quarter                      | 0 |
| No. of investor complaints those remaining unresolved at the end of the Quarter | 0 |

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:**

| Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies |  |                     |   |   | Textual Information(1)   |
|--|--|---------------------|---|---|--|
| Sr. No.  | Name of the unlisted company in which shares or voting rights have been acquired | Date of acquisition | Aggregate holding (% shares or voting rights) as at the end of the previous quarter | % shares or voting rights acquired during the quarter | Aggregate holding (% shares or voting rights) as at the end of the quarter |
| 1  | IRIS Logix Solutions Private Limited   | 02-07-2025          | 51.01   | 48.99   | 100  |
| 2  | IRIS Logix Solutions Private Limited   | 05-08-2025          | 51.01   | -51.01  | 0  |

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below: Text Block**

|                        |  |
|------------------------|--|
| Textual Information(1) | As part of the transaction of sale and transfer of the Company's GST ASP Business to Sovos Compliance Limited, United Kingdom: The Board of the Company , at its meeting held on Wednesday, July 2, 2025, approved the acquisition of 48.99% stake in its subsidiary, IRIS Logix Solutions Private Limited (IRIS Logix), from the minority joint venture partner, who held both ordinary equity shares and non-voting equity shares. Upon completion of the acquisition, IRIS Logix became a wholly owned subsidiary of the Company. The Company sold 5 % of its holding in IRIS logix to Sovos Compliance Limited on 31-07-2025 Subsequently, on August 5, 2025, the Company completed the transfer of its entire balance ownership of 95 % in IRIS Logix to Sovos Compliance Limited, United Kingdom. Accordingly, as of the quarter ended September 30, 2025, the Company holds no shares or voting rights in IRIS Logix. |
|------------------------|--|

