

IRIS CLOTHINGS LTD.

Fashions for junior

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

Office: +91 8100074062, 26373856.

Fax: +91 33 26404674

email: info@irisclothings.in

website : www.irisclothings.in

CIN : U18109WB2011PLC166895

PAN : AACCI6963K

Date: 31st August, 2019

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: Proceedings of the 8th Annual General Meeting of IRIS CLOTHINGS LIMITED

We hereby inform you that the 8th Annual General Meeting (AGM) of the Company was held on Saturday, 31st day of August, 2019 at 11.00 a.m. at the registered office of the Company at 103/24/1, Foreshore Road, Shibpur, Howrah-711102, to transact the business as stated in the AGM notice dated 10th July, 2019.

In this regard, enclosed please find herewith the summary of the proceedings of the AGM as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you.

Yours faithfully,

For Iris Clothings Limited

B. Ladha

Baldev Das Ladha

Director

(DIN: 03585566)



Encl: As above

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PROCEEDINGS OF THE 8TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF M/S. IRIS CLOTHINGS LIMITED HELD ON SATURDAY, 31ST AUGUST, 2019 AT 11.00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT 103/24/1, FORESHORE ROAD, SHIBPUR, HOWRAH-711102

The 8th Annual General Meeting (AGM) of the Company was held on Saturday, 31st day of August, 2019 at 11.00 a.m. at the registered office of the Company at 103/24/1, Foreshore Road, Shibpur, Howrah-711102.

Mr. Baldev Das Ladha, Director of the Company occupied the Chair.

The Company Secretary with the permission of the Chairman introduced the Directors and the committee members present at the meeting.

20 members were present in person or through proxies including bodies corporate at the meeting. The Chairman called the meeting in order as the requisite quorum was present throughout the meeting.

The Chairman welcomed the members and delivered Chairman's speech.

With the consent of the shareholders, the Notice convening the AGM, the Directors' Report and the Auditor's Report were taken as read.

Thereafter, the Chairman briefed the members on the business to be transacted at 8th Annual General Meeting:-

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year 2018- 19 together with Report of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Baldev Das Ladha (DIN: 03585566), who retires by rotation and being eligible, offers himself for re-appointment as a Director.
3. To appoint M/s. AMK & Associates, Chartered Accountants, of the Company for a period of 5 (five) years from the conclusion of this meeting till the conclusion of the Annual General Meeting to be held in the year 2024.



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Special Business:

4. To appoint Mr. Nikhil Saraf (DIN: 00611163) as an Independent Director of the Company for a period of 3 (three) consecutive years with effect from April 22, 2019.

For Item No. 2 Mr. Santosh Ladha, Managing Director and shareholder chaired the meeting.

The Chairman then gave opportunity to the present members to ask the questions and seek clarification(s). The Chairman appropriately responded to the questions raised.

The Chairman thereafter ordered poll for the members to vote on the resolutions above mentioned. Mr. Rajesh Ghorawat, Practicing Company Secretary was appointed as the scrutinizer to conduct the poll process.

The Chairman further informed the Members that the voting results of the poll shall be intimated to the stock exchange and shall be made available on the website of the Company.

After that the Chairman thanked all the members present at the meeting.

The meeting concluded at 12.15 p.m. after the members cast their votes.

For Iris Clothings Limited

B. Ladha

Baldev Das Ladha
Director
(DIN: 03585566)



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Date: 31st August, 2019

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 Annual General Meeting (AGM) held on 31st August, 2019

Enclosed please find herewith the voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 along with Scrutinizers Report.

This is for your information and records.

Thanking you.

Yours faithfully,
For Iris Clothings Limited

B. Ladha

Baldev Das Ladha
Director
(DIN: 03585566)



Encl: As above

IRIS CLOTHINGS LIMITED - AGM Attended and Voting Summary

Format for Voting Result

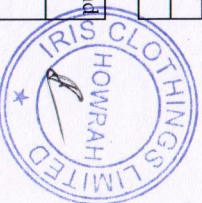
Date of the AGM	31st August, 2019
Total Number of Shareholders on record date	84
No. of shareholders present in the meeting either in person or through proxy or through E-voting:	
Promoter & Promoter group	6
Public	14
Total	20
No. of shareholders attended the meeting through Video Conferencing:	N.A.
Promoter & Promoter group	
Public	
Total	

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

1. Ordinary Resolution	Whether promoter/promoter group are interested in the agenda/resolution ?	No	To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year 2018-19 together with Report of the Board of Directors and the Auditors thereon.						
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	0	0	0	0	0	0	
	Poll		2552621	81.2528	2552621	0	100.0000	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		2552621	81.2528	2552621	0	100.0000	0	
Public - Institutional holders	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		0	0	0	0	0	0	
Public - Non Institution	E-Voting	1519600	0	0.0000	0	0	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		0	0.0000	0	0	100.0000	0	
	Total	4661179	2552621	54.7634	2552621	0	100.0000	0.0000	

2. Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?	To appoint a director in place of Mr. Baldev Das Ladha (DIN: 03585566), who retires by rotation and being eligible, offers himself for re-appointment as a Director.	Yes
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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	0	0	0	0	0	0
	Poll		2552621	81.2528	2552621	0	100.0000	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutional holders	Total	2552621	2552621	81.2528	2552621	0	100.0000	0
	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
Public - Non Institutional	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1519600	0	0.0000	0	0	0.0000	0
	E-Voting		0	0.0000	0	0	0.0000	0
Total	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	4661179	2552621	54.7634	2552621	0	100.0000	0.0000

3. Ordinary Resolution

To appoint M/s. AMK & Associates, Chartered Accountants, of the Company for a period of 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2024.

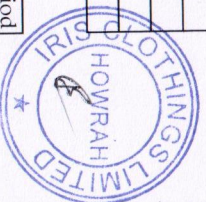
Whether promoter/promoter group are interested in the agenda/resolution ?

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	3141579	0	0	0	0	0	0
	Poll		2552621	81.2528	2552621	0	100.0000	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public - Institutional holders	Total	2552621	2552621	81.2528	2552621	0	100.0000	0
	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
Public - Non Institutional	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1519600	0	0.0000	0	0	0.0000	0
	E-Voting		0	0.0000	0	0	0.0000	0
Total	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	4661179	2552621	54.7634	2552621	0	100.0000	0.0000

4. Ordinary Resolution

To appoint Mr. Nikhil Saraf (DIN: 00611163) as an Independent Director of the Company for a period of 3 (three) consecutive years with effect from April 22, 2019.



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	3141579	0	0	0	0	0	0		
	Poll		2552621	81.2528	2552621	0	100.0000	0		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total		2552621	81.2528	2552621	0	100.0000	0		
Public - Institutional holders	E-Voting	0	0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total		0	0	0	0	0	0		
Public - Non Institution	E-Voting	1519600	0	0.0000	0	0	0.0000	0		
	Poll		0	0.0000	0	0	0.0000	0		
	Postal Ballot (if applicable)		-	-	-	-	-	-		
	Total		0	0.0000	0	0	100.0000	0		
Total		4661179	2552621	54.7634	2552621	0	100.0000	0.0000		



RAJESH GHORAWAT
PRACTISING COMPANY SECRETARY

68, R.K.CHATTERJEE ROAD,
KASBA BAKULTALA, 3RD FLOOR,
KOLKATA-700042
MOBILE- 9836029000
Email [Id-rgadvisory18@gmail.com](mailto:rgadvisory18@gmail.com)

FORM NO. MGT-13

REPORT OF SCRUTINIZER

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014)

To

The Chairman,

8th Annual General Meeting of the Equity Shareholders of Iris Clothings Limited held on
Saturday, 31st August, 2019 at 11.00 am at the registered office of the Company at
103/24/1, Foreshore Road, Shibpur, Howrah-711102.

Dear Sir,

I, Rajesh Ghorawat, appointed as Scrutinizer(s) for the purpose of the poll taken on the below
mentioned resolution(s), at the 8th Annual General Meeting of the Equity Shareholders of Iris
Clothings Limited., held on Saturday, 31st August, 2019 at 11.00 am at the registered office of
the Company at 103/24/1, Foreshore Road, Shibpur, Howrah-711102, submit my report as
under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling
was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and in presence of two
witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with
the records maintained by the Registrar and Transfer Agents of the Company and the
authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have
been treated as invalid and kept separately.
4. The results of the poll are as under:

(A) As an Ordinary Resolution – Item No.1 Passed Unanimously.

To receive, consider and adopt the Audited Financial Statement of the Company for
the Financial Year 2018-19 together with Report of the Board of Directors and the
Auditors thereon.



	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	2	2552621	100
(ii) Voted against the resolution	NIL	NIL	NIL
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	NIL	NIL	

(B) As an Ordinary Resolution = Item No.2 Passed Unanimously.

To appoint a director in place of Mr. Baldev Das Ladha (DIN: 03585566), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	2	2552621	100
(ii) Voted against the resolution	NIL	NIL	NIL
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	NIL	NIL	

(C) As an Ordinary Resolution – Item No.3 Passed Unanimously.

To appoint M/s. AMK & Associates, Chartered Accountants, of the Company for a period of 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2024.

	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast



	proxy)	them	
(i) Voted in favour of the resolution	2	2552621	100
(ii) Voted against the resolution	NIL	NIL	NIL
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	NIL	NIL	

(D) As an Ordinary Resolution – Item No.4 Passed Unanimously.

To appoint Mr. Nikhil Saraf (DIN: 00611163) as an Independent Director of the Company for a period of 3 (three) consecutive years with effect from April 22, 2019.

	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i) Voted in favour of the resolution	2	2552621	100
(ii) Voted against the resolution	NIL	NIL	NIL
(iii) Invalid votes	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
	NIL	NIL	

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Yours Faithfully,



Place: Kolkata
Date: 31/08/2019