

Date: 20th September, 2022

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 11th Annual General Meeting (AGM) of the Company for the Financial Year 2021-22
Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is to inform you that the 11th Annual General Meeting (AGM) of the Company was held on Monday, 19th day of September, 2022 at 4.00 P.M. through Video Conferencing (VC)/ Other Audio-Visual means (OAVM) to transact the businesses as stated in the AGM Notice dated 27th July, 2022.

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 AGM;
- b) Brief profile of Directors re-appointed at the Annual General Meeting (AGM).

This is for your information and records.

Thanking you.
Yours faithfully,
For **Iris Clothings Limited**

Santosh Ladha
Managing Director
(DIN: 03585561)

Encl: As above

Iris Clothings Limited

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CIN: L18109WB2011PLC166895

PROCEEDINGS OF THE 11TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF M/S. IRIS CLOTHINGS LIMITED HELD ON MONDAY, 19TH SEPTEMBER, 2022 AT 4:00 P.M. THROUGH VIDEO-CONFERRING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM)

The 11th Annual General Meeting ("AGM" / "Meeting") of the Company was held on Monday, 19th September, 2022 at 4:00 p.m. through Video Conferencing (VC)/ Other Audio-Visual means (OAVM).

The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI'). Mrs. Sweta Agarwal, 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. Mr. Nikhil Saraf, the Chairperson of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee was also present at the AGM. Mr. Manish Kumar Agarwal, representative of Statutory Auditor and Mr. Rajesh Ghorawat, Secretarial Auditor and Scrutinizer for the remote e-voting and the e-voting during the AGM, were also present at the Meeting through VC/OAVM. Requisite Quorum being present through Video Conferencing, Mrs. Sweta Agarwal, 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 through Video Conferencing (VC)/ Other Audio-Visual means (OAVM). Total 20 members were present at the meeting.

The Chairman then proceeded to deliver his speech, giving an overview of the financial performance of the Company for the Financial Year 2021-22.

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 11th Annual 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 AGM Notice. The remote e-voting facility commenced on 16th September, 2022 at 9:00 A.M. and ended on 18th September, 2022 at 5:00 P.M. The shareholders who are present at this virtual meeting and who have not or could not exercise their vote through remote e-voting option, could vote at this meeting. This facility will remain active till 15 minutes after the conclusion of this meeting. 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. The Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which directors are interested were made available for online inspection by the members.

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

In terms of the Notice dated 27th July, 2022 convening the 11th AGM of the Company, following businesses were transacted at the Meeting:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet as at 31st March, 2022, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Geeta Ladha (DIN: 03585488), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-election.

Special Business:

3. Re-appointment of Mr. Nikhil Saraf (DIN: 00611163) as a Non-Executive Independent Director of the Company for a second term of five consecutive years w.e.f. 31st August, 2022.

The pre-registered speakers were invited for interaction and thereafter the meeting concluded at 4:43 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 Ladha
Managing Director
(DIN: 03585561)

Details of Directors reappointed at the Annual General Meeting

| Name of Director | Geeta Ladha | Nikhil Saraf |
|--|--|---|
| Date of birth | 7 th June, 1979 | 11 th September, 1977 |
| Nationality | Indian | Indian |
| Date of first appointment on the board | 27 th August, 2011 | 22 nd April, 2019 |
| Qualification | Graduate (Commerce) | Chartered Accountant, Chartered Financial Analyst and Company Secretary |
| Experience in functional area | She has an experience of 18 years with an unmatched exuberance in providing creative and innovative ideas to update the products and has been with the Company since inception | Twenty years of rich experience into finance, taxation and consultancy |
| Relationship with other Directors | Wife of Mr. Santosh Ladha (Managing Director) and daughter in law of Mr. Baldev Das Ladha (Non-Executive Director) | Nil |
| Shareholding in the Company | 77,50,914 shares | Nil |
| List of directorships held in other Listed Companies | Nil | Nil |
| Committee membership in other Listed Companies | Nil | Nil |