

August 10, 2023

To,
The General Manager
BSE Limited
P.J. Towers, Dalal Street,
Mumbai – 400 001

BSE Scrip: 530839

Dear Sir/ Madam,

Sub.: Outcome of Board Meeting

Ref: Regulation 30 of Securities and Exchange Board of India (“SEBI”) (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of Clio Infotech Limited (“the Company”) at its meeting held today i.e., August 10, 2023 approved, inter alia, the following businesses:

1. Approved Unaudited Financial Results for the Quarter ended on June 30, 2023 along with Limited Review Report.
2. Appointment of Mr. Nirav Rohitkumar Shah (DIN: 07246610) as an Additional Independent Director and chairman of the Company, pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Took note of the resignation of Mrs. Sejal Hitesh Jain, Independent Director of the Company, who had tendered her resignation, effective from August 10, 2023. Enclosed herewith the Resignation Letter of the same.

Further, the Company has received confirmation from Mrs. Sejal Hitesh Jain that there are no other material reasons for her resignation other than those which are provided in the Letter of Resignation.

4. Appointment of firm of M/s. Bhaveshkumar and Company, Chartered Accountant (FRN: 135873W) for conducting Internal Audit for FY 2023-24.
5. Appointment of firm of M/s. Deepti & Associates, Practicing Company Secretaries (FRN: S2016DE438900) for conducting Secretarial Audit and issuing certificate u/r 24A for FY 2023-24.
6. Reclassification of status from promoters to public Shareholders.

Pursuant to the provisions of Regulations 30 and 31A(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board has inter alia considered and approved the respective request letters received from Mr. Suresh Babulal Bafna, Mrs. Manju Suresh Bafna and Mr. Ashok Daulatraj Bafna, Promoter of the Company, seeking re-classification from the ‘promoter and promoter group’ category to ‘public’ category shareholder in accordance with Regulation 31A of the Listing Regulations inter alia subject to approval from (a) the members of the Company in accordance with Regulation 31A(3)(a)(iii) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

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Goregaon (E), Mumbai 400 063 Tel:91 22 4321 1800 Fax:91 22 4321 1875
Email:clio_infotech@yahoo.com Website :www.clioinfotech.in
CIN No:L65990MH1992PLC067450



and (b) the stock exchange where the equity shares of the Company are listed namely, Bombay Stock Exchange Limited.

As required under Regulation 31A (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the extract of the minutes of the meeting of the Board approving the said reclassification request is attached herewith.

The detailed information of the above persons as per requirement of Regulation 30 of Listing Regulations read with SEBI circular CIR/CFD/CMD/4/2015 dated 09th September, 2015 are given in the Annexures provided below.

The meeting commenced at 03:00 P.M and concluded at 05:15 P.M

Kindly take the same on your record.
Thanking you,

For Clio Infotech Limited

Hasmukh Kantilal Sharma
Director
DIN: 09815101

Annexure-A

Additional Details as required under Regulation 30 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Appointment of Mr. Nirav Rohitkumar Shah as an Additional Independent Director of the Company.

Sr. No.	Details of events that needs to be provided	Mr. Nirav Rohitkumar Shah
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Mr. Nirav Rohitkumar Shah (DIN: 07246610) has been appointed as an Additional Independent Director and Chairman of the Company w.e.f. August 10, 2023.
2.	Date of appointment/ cessation (as applicable) & term of appointment;	August 10, 2023 Mr. Nirav Rohitkumar Shah (DIN: 07246610) appointed as an Additional Independent Director and Chairman of the Company for a period of 5 years subject to the approval of shareholders at ensuing General Meeting of the Company.
3.	Brief profile (in case of appointment);	Mr. Nirav Rohitkumar Shah is a MD in diabetologist. He has an experience of more than 15 years' in the healthcare Industry and Worked as Consultant Physician at Kiran Multispecialty Hospital.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Nirav Rohitkumar Shah is not related to any director of the Company.
5.	Information as required pursuant to BSE circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24 dated June 20, 2018.	Mr. Nirav Rohitkumar Shah is not debarred from holding the office of Director by virtue of any SEBI order or any other authority or any such other authority in accordance with circular dated June 20, 2018 issued by Stock Exchanges

Annexure-B

2. Resignation of Mrs. Sejal Hitesh Jain, as an Independent Director of the Company.

Sr. No.	Details of events that needs to be provided	Mrs. Sejal Hitesh Jain
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	As per the Letter of Resignation enclosed
2.	Date of appointment/cessation (as applicable) & term of appointment;	With effect from August 10, 2023
3.	Brief profile (in case of appointment);	NA
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Names of listed entities in which Mrs. Sejal Hitesh Jain holds directorships, indicating the category of Directorship and membership of board committees of entities:

Sr. No.	Particulars	Details
1	Directorships indicating the category of Directorship	Looks Health Services Limited – Independent Director
2	Chairmanship / Membership of Committees	Looks Health Services Limited Audit Committee - Member Nomination and remuneration committee - Member Stakeholders Relationship Committee - Member

Annexure-C

3. Appointment of firm of M/s. Bhaveshkumar and Company, as Internal Auditor of the company.

Sr. No.	Details of events that needs to be provided	M/s. Bhaveshkumar and Company
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment as Internal Auditor
2.	Date of appointment/cessation (as applicable) & term of appointment;	August 10, 2023 M/s. Bhaveshkumar and Company, (FRN-135873W), Chartered Accountants, is appointed as Internal Auditor of the Company for Financial Year 2023-24.

3.	Brief profile (in case of appointment);	M/s. Bhaveshkumar and Company is a Chartered Accountants firm working for more than 12 years in the field of Company Audit, Direct Tax & Compliances, and Transfer Pricing with international compliance, International Taxation, Sales Tax Matters, Advisory on Merger and Acquisitions with cross Boarder agreements etc.
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Annexure-D

4. Appointment of firm of M/s. Deepti & Associates, as Secretarial Auditor of the company.

Sr. No.	Details of events that needs to be provided	M/s. Deepti & Associates
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	In accordance with the provisions of Section 204 of Companies Act, 2013, the Company has appointed Secretarial Auditor for conducting the secretarial audit of the Company for the financial year 2023-24.
2.	Date of appointment/ cessation (as applicable) & term of appointment;	M/s. Deepti & Associates, Company Secretaries, is appointed as the Secretarial Auditor of the Company at Board Meeting of the Company held on Thursday, August 10, 2023, to conduct the secretarial audit of the Company for the financial year 2023-24 at such remuneration as decided by the Board of Directors and M/s. Deepti & Associates, mutually.
3.	Brief profile (in case of appointment);	M/s. Deepti & Associates a firm of Practicing Company Secretaries possessing more than 6 years of extensive experience in the fields of Corporate Laws & Procedures, Secretarial Compliance Audit, SEBI Regulations, SEBI Listing Regulations, FEMA Compliances, Takeover Regulations, Prohibition of Insider Trading Regulation, Corporate Restructuring, Mergers/ Amalgamations and other related compliances. Mr. Deepti Grover, Partner (COP: 17546) of M/s. Deepti & Associates has accorded consent to act as Secretarial Auditor of the Company and is qualified and eligible for appointment in accordance with the requirements of the Companies Act, 2013.
4.	Disclosure of relationships between directors (in case of appointment of a director).	NA

Annexure-E

CERTIFIED TRUE COPY OF THE EXTRACT OF MINUTES OF THE MEETING OF BOARD OF DIRECTORS OF CLIO INFOTECH LIMITED HELD ON THURSDAY, AUGUST 10, 2023 AT 03.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY

REVIEW THE REQUESTS RECEIVED FROM MR. SURESH BABULAL BAFNA, MRS. MANJU SURESH BAFNA AND MR. ASHOK DAULATRAJ BAFNA FOR RECLASSIFICATION FROM PROMOTERS TO PUBLIC SHAREHOLDERS

The Board was informed that Mr. Suresh Babulal Bafna, Mrs. Manju Suresh Bafna and Mr. Ashok Daulatraj Bafna, persons belonging to the 'promoter and promoter group' of the Company, had each vide their respective letters dated July 26, 2023 requested the Company for re-classification from the 'promoter and promoter group' category to 'public' category shareholder of the Company. The Company intimated the aforesaid requests for reclassification to Bombay Stock Exchange of India Limited on July 26, 2023.

The letters received from Mr. Suresh Babulal Bafna, Mrs. Manju Suresh Bafna and Mr. Ashok Daulatraj Bafna were placed before the Board for its perusal.

The Board was informed that Mr. Suresh Babulal Bafna holds 2,39,555 Equity Shares, Mrs. Manju Suresh Bafna holds 4,05,797 equity shares of the Company and Mr. Ashok Daulatraj Bafna holds 1,17,254 equity shares of the Company.

It was also informed that Mr. Suresh Babulal Bafna, Mrs. Manju Suresh Bafna and Mr. Ashok Daulatraj Bafna in their respective request letters informed the Company that they are neither a part of the Board nor do they hold any key managerial position in the Company. Further, they had confirmed in their letters that they do not participate in the management of the Company in any manner or capacity and do not have any special rights in the Company through formal or informal arrangements, including any shareholder agreement.

The Board was also apprised that each of them are satisfying all the conditions specified in Regulation 31A (3)(b) of the Listing Regulations. The Board was further informed that in terms of Regulation 31A of the Listing Regulations, the said re-classification shall require the approval of the Board, shareholders/ members of the Company and the stock exchange where the shares of the Company are listed namely, Bombay Stock Exchange of India Limited.

Accordingly, on the basis of the rationale provided above and in accordance with the provisions of Regulation 31A of the Listing Regulations, the Board was of the view that the respective requests of Mr. Suresh Babulal Bafna, Mrs. Manju Suresh Bafna and Mr. Ashok Daulatraj Bafna for re-classification from the 'promoter and promoter group' category to 'public' category shareholder be accepted and approved, which shall be subject to the approvals of shareholders and the Stock Exchange, and/or such other approval, if any as may be necessary in this regard.

The Board considered the matter and passed the following resolution unanimously:

"RESOLVED THAT pursuant to the provisions of the Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), and subject to the approvals of the shareholders and the approval of the Stock Exchange where the equity shares of the Company are listed namely Bombay Stock Exchange of India Limited, and/or such other approval, if any, as may be required in this regard, the approval of the Board of Directors be and

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is hereby accorded to the respective requests received from Mr. Suresh Babulal Bafna, Mrs. Manju Suresh Bafna and Mr. Ashok Daulatraj Bafna, members of the promoter and promoter group of the Company, for reclassification from the 'promoter and promoter group' category to 'public' category shareholder of the Company.

RESOLVED FURTHER THAT approval be and is hereby given to the Company to seek shareholders' approval in relation to the re-classification in accordance with Regulation 31A (3) (a) (iii) of the Listing Regulations and the Company is hereby authorized to take all necessary steps in this regard.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, any of the Director of the Company, be and is hereby authorized on behalf of the Company to do, either by themselves or through delegation to any person, as he may in his absolute discretion deem fit, all such acts, deeds, matters and things as he may at his discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the Stock Exchanges to seek their approval for the re-classification in accordance with Listing Regulations and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf.

RESOLVED FURTHER THAT a certified true copy of any of the resolutions and/ or extracts of the minutes of the board meeting be issued under the signature of any of the directors or key managerial personnel of the Company to the concerned person with a request to act thereon."

**Certified to be true
For Clio Infotech Limited**

**Hasmukh Kantilal Sharma
Director
DIN: 09815101**

**Date: August 10, 2023
Place: Mumbai**

CLIO INFOTECH LIMITED
CIN: L65990MH1992PLC067450

Regd. Office : Office no.901/902, 9th Floor, Atlanta Centre, Opp.Udyog Bhavan, Sonawala Road, Goregaon (East), Mumbai 400063
Tel: 022-43211800 ; Email: clio_infotech@yahoo.com ; Website: www.clioinfotech.in

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30.06.2023					
(Rs. In lacs Except EPS)					
Sr. No.	Particulars	Quarter Ended			Year Ended
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
		Unaudited	Audited	Unaudited	Audited
1	Income from operations				
a)	Revenue from Operations	-	1.45	-	1.84
b)	Other Income	5.61	5.24	6.47	24.73
	Total Income (a+b)	5.61	6.69	6.47	26.57
2	Expenses				
a)	Purchase of Stock - in -Trade	-	-	-	-
b)	Changes in Inventories of Finished goods, Stock-in-Trade and Work in Progress	-0.57	1.79	-0.67	-2.23
c)	Operating Expenses	-	-	-	-
d)	Employees Benefit Expenses	0.40	0.40	2.20	5.53
e)	Depreciation and amortization expenses	-	-	-	-
f)	Finance Costs	8.89	8.18	13.27	46.91
g)	Other Expenses	1.61	1.51	1.67	6.50
	Total Expenses (2)	10.32	11.87	16.47	56.71
3	Profit / (Loss) from ordinary activities before exceptional & extraordinary items and Tax (1 + 2)	-4.71	-5.18	-10.00	-30.14
4	Exceptional Items & Prior Period Items	-	-	-	-
5	Profit / (Loss) from ordinary activities before extraordinary items & tax (3 + 4)	-4.71	-5.18	-10.00	-30.14
6	Extraordinary Items	4.37	-	-	-
7	Profit / (Loss) from ordinary activities before tax (5+6)	-9.08	-5.18	-10.00	-30.14
8	Tax Expenses	-	-	-	-
9	Net Profit / (Loss) from ordinary activities after Tax (7+8)	-9.08	-5.18	-10.00	-30.14
10	Other Comprehensive Income				
A (i)	Items that will not be reclassified to profit or loss	-	-	-	-
(ii)	Remeasurements of the defined benefit Plans	-	-	-	-
(iii)	Equity Instruments through Other Comprehensive Income	0.18	0.02	-0.02	0.01
(iv)	Income tax related to items that will not be reclassified to Profit or Loss	-	-	-	-
B (i)	Items that will be reclassified to profit or loss	-	-	-	-
(ii)	Income tax related to items that will be reclassified to profit or loss	-	-	-	-
	Other Comprehensive Income for the year, net of tax	0.18	0.02	-0.02	-30.13
11	Total Comprehensive Income for the period	-8.90	-5.16	-10.02	-30.13
12	Details of Equity Share Capital				
	Paid-up Equity Share Capital	1,101.10	1,101.10	1,101.10	1,101.10
13	(Face Value : 10 Rs Per share)	10.00	10.00	10.00	10.00
14	Earnings per Equity Share of Rs. 10/- each				
i (a)	Before extra-ordinary items (not annualised)				
(i)	Basic	-0.08	-0.05	-0.09	-0.27
(ii)	Diluted	-0.08	-0.05	-0.09	-0.27
ii (b)	After extra-ordinary items (not annualised)				
(i)	Basic	-0.08	-0.05	-0.09	-0.27
(ii)	Diluted	-0.08	-0.05	-0.09	-0.27

Notes:

- The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on 10th August, 2023 and the Statutory Auditors have carried out the limited review of the same.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable.
- The Company is having single reportable segment as defined in Accounting Standard-108 on 'Operating Reporting'
- The IND-AS financial Results and financial information for the quarter ended 30th June, 2023 have been compiled by the management after making necessary adjustments to give a true and fair view of the results.
- The Figures have been regrouped & rearranged where necessary to confirm the figures of the current period. The figures for the quarter ended March 2023 are balancing figures between the audited Figures in respect of full Financial Year FY 2022-23 and Published unaudited year to date Figure upto the third quarter ended 31/12/2022.
- Previous period / year figures have been regrouped/ reclassified, wherever found necessary, to conform to current period/ year classification
- These financial result will be made available on the Company's website viz. www.clioinfotech.in and on the website of BSE Ltd. viz www.bseindia.com respectively.

Place : Mumbai
Date : 10-08-2023

FOR CLIO INFOTECH LIMITED

HASMUKH SHARMA
DIRECTOR
DIN: 09815101



PAREKH
SHAH
&
LODHA

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Chartered Accountants

Independent Auditor's Review Report on the Quarterly Unaudited Financial Results of the Company

**To the Board of Directors of
CLIO INFOTECH LIMITED**

1. We have reviewed the accompanying statement of unaudited financial results ('the Statement') of **CLIO INFOTECH LIMITED** ('the Company') for the quarter ended June 30, 2023, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 ('the Act') and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including the manner in which it is to be disclosed, or that it contains any material misstatement.

For PAREKH SHAH & LODHA
Chartered Accountants

Firm Registration No. : 107487W



Place: Mumbai

Date: 10.08.2023

UDIN: 23048350B6WTHA1006

Ravindra Chaturvedi
(Partner)

M. No. : 048350

SEJAL JAIN

15/16, Ronak Bhavan, Daftary Road, Bachani Nagar, Pushpa Park, Malad East, Mumbai – 400097

Date: 10/08/2023

To
The Board of Directors
Clio Infotech Limited
901 - 902, Atlanta Centre,
Sonawala Lane, Opp Udyog Bhavan,
Goregaon (East),
Mumbai - 400063

Sub.: Resignation from the position of Non-Executive Independent Director

Dear Sir/Madam,

I hereby tender my resignation from the position of Non-Executive Independent Director of the Company with effect from closing hours of 10/08/2023. I am not able to devote my time to the company's business due to pre-occupation. Kindly accept this letter as my resignation with effect from closing hours of 10/08/2023 and relieve me of my duties. I confirm there is no other material reason for resignation other than the one mentioned above.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary documents and forms with the office of the Registrar of Companies/Exchanges.

Thanking You.

Yours sincerely,

SEJAL HITESH JAIN	Digitally signed by SEJAL HITESH JAIN Date: 2023.08.10 11:04:30 +05'30'
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(Sejal Jain)

Director

DIN: 09092276