

Mirza International Limited

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August 26, 2022

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip Code: 526642	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 NSE symbol: MIRZAINIT
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Dear Sir / Madam,

Sub.: Details of Voting Results of Postal Ballot conducted through remote e-voting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Further to our letter dated July 25, 2022, intimating about the intimation of the process of postal ballot ("Postal Ballot") by the Company for seeking approval of the shareholders by way of special resolutions in terms of the Postal Ballot Notice dated July 22, 2022.

In connection with the above, post receipt of the Scrutinizer Report, we would like to inform you that all the resolutions mentioned in the aforesaid Postal Ballot Notice have been passed by the shareholders with the requisite majority.

Accordingly, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of voting results in the prescribed format along with the Scrutinizer's Report is enclosed herewith.

This is for your information.

Thanking you.

Yours faithfully,

For **Mirza International Limited**



Harshita Nagar

Company Secretary and Compliance Officer

Encl.: As above.

MIRZA INTERNATIONAL LIMITED

Details of Voting Results, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Resolutions as set out in the Postal Ballot Notice dated July 22, 2022 and passed by the Members of the Company by means of Postal Ballot including remote e-voting on August 25, 2022 duly declared by the Company on August 26, 2022.

Date of declaration of Postal Ballot Results	August 26, 2022
Total number of shareholders on record date i.e. July 22, 2022	67,741
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	NOT APPLICABLE

Resolution No. 1

Increase in remuneration of Mr. Shuja Mirza, Whole Time Director of the Company								
Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	81,700,441	71,498,342	87.51	71,498,342	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,498,342	87.51	71,498,342	-	100.00	-
Public-Institutions	E-voting	7,941,534	7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
Public-Non Institutions	E-voting	30,664,025	2,690,305	8.77	2,509,543	180,762	93.28	6.72
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,690,305	8.77	2,509,543	180,762	93.28	6.72
Total		120,306,000	81,251,769	67.54	78,502,492	2,749,277	96.62	3.38

Resolution No. 2

Increase in remuneration of Mr. Tauseef Ahmad Mirza, Whole Time Director of the Company								
Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	81,700,441	71,498,342	87.51	71,498,342	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,498,342	87.51	71,498,342	-	100.00	-
Public-Institutions	E-voting	7,941,534	7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
Public-Non Institutions	E-voting	30,664,025	2,690,305	8.77	2,509,503	180,802	93.28	6.72
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,690,305	8.77	2,509,503	180,802	93.28	6.72
Total		120,306,000	81,251,769	67.54	78,502,452	2,749,317	96.62	3.38



Resolution No. 3

Increase in remuneration of Mr. Tasneef Ahmad Mirza, Whole Time Director of the Company

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	81,700,441	71,498,342	87.51	71,498,342	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,498,342	87.51	71,498,342	-	100.00	-
Public-Institutions	E-voting	7,941,534	7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
Public-Non Institutions	E-voting	30,664,025	2,690,305	8.77	2,509,549	180,756	93.28	6.72
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,690,305	8.77	2,509,549	180,756	93.28	6.72
Total		120,306,000	81,251,769	67.54	78,502,498	2,749,271	96.62	3.38

Resolution No. 4

Re-appointment of Mr. Shuja Mirza as Whole-time Director of the Company

Resolution Required : (Ordinary/Special)							Special	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	81,700,441	71,498,342	87.51	71,498,342	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		71,498,342	87.51	71,498,342	-	100.00	-
Public-Institutions	E-voting	7,941,534	7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		7,063,122	88.94	4,494,607	2,568,515	63.63	36.37
Public-Non Institutions	E-voting	30,664,025	2,697,045	8.80	2,539,449	157,596	94.16	5.84
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		2,697,045	8.80	2,539,449	157,596	94.16	5.84
Total		120,306,000	81,258,509	67.54	78,532,398	2,726,111	96.65	3.35





Scrutinizer's Report

Report of Scrutinizer on Postal Ballot conducted through remote E-Voting

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 and read with Rules 20 & 22 of the
Companies (Management and Administration) Rules, 2014 as amended)

To,
The Chairman
Mirza International limited
CIN: L19129UP1979PLC004821
14/6, Civil Lines,
Kanpur 208001

**Sub.: Report of Scrutinizer on Voting Process through Remote E-voting conducted pursuant to
the provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with
Companies (Management and Administration) Rules, 2014**

Dear Sir,

I, Ankit Misra, Proprietor of M/s Ankit Misra & Co, Practicing Company Secretary having office at 122/715, First Floor, ICICI Bldg, Shastri Nagar, Kanpur-208005, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. e-voting under the provisions of Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), on the resolution(s) mentioned in Postal Ballot Notice dated July 22, 2022.

In view of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has prescribed guidelines for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 02/2021 dated January 13, 2021, 10/2021 dated June 23, 2021 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 respectively, ("MCA Circulars"), (including any statutory modification(s) or re-enactments thereof for the time being in force), the resolutions as appended below are passed by the Member(s) of the Company through Postal Ballot, voting by remote evoting only.

Special Resolution:

1. Increase in remuneration of Mr. Shuja Mirza, Whole Time Director of the Company;
2. Increase in remuneration of Mr. Tauseef Ahmad Mirza, Whole Time Director of the Company;



3. Increase in remuneration of Mr. Tasneef Ahmad Mirza, Whole Time Director of the Company;
and
4. Re-appointment of Mr. Shuja Mirza as Whole-time Director of the Company.

I submit my report as under: -

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof including Circulars in respect of the resolutions contained in the Notice of Postal Ballot. Our responsibilities as scrutinizers are restricted to make a scrutinizer's report of the votes cast 'For' or 'Against' the resolution(s) stated in the Notice.

The Company has published on July 26, 2022, an advertisement about the dispatch of Postal Ballot Notice in Business Standards (English & Hindi), Lucknow Edition.

The remote e-voting period commenced on July 27, 2022 at 09:00 A.M. (IST) and ended on August 25, 2022 at 05:00 P.M. (IST) via remote e-voting platform on the designated website of KFin Technologies Limited, Authorized Agency to provide remote e-voting facility viz.: evoting@kfintech.com.

The total paid up Equity Share Capital of the Company as on July 22, 2022 was Rs. 24,06,12,000/- (Rupees Twenty-Four Crore Six Lakh Twelve Thousand Only) divided into 12,03,06,000 (Twelve Crore Three Lakh Six Thousand) equity shares of Rs. 2/- (Rupees Two Only) each.

After the closure of voting period on August 25, 2022, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.

The details containing list of the shareholders who casted their votes electronically on each of the resolutions was downloaded from the e-voting website of KFin Technologies Limited (<http://evoting.kfintech.com>).

I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014 for the purpose of this report.

The shareholders exercised their voting by remote e voting.

The summary of results of voting are as under:

Resolution No. 1-

Increase in remuneration of Mr. Shuja Mirza, (DIN: 01453110) as Whole Time Director of the Company



A handwritten signature in blue ink, appearing to be "S. Mirza", written over the stamp.

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	% of total number of valid votes cast
268	7,85,02,492	96.61

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' of resolution by e-voting	% of total number of valid votes cast
81	27,49,277	3.38

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Total Number of votes cast through e-voting
15	11,730	0.01

Result:

There being 7,85,02,492 votes cast in favor of the resolution and 27,49,277 votes cast against the resolution as set out in Notice as item No. 1, the resolution was passed as a **Special Resolution**.

Resolution No. 2-

Increase in remuneration of Mr. Tauseef Ahmad Mirza, (DIN: 00049037) as Whole Time Director of the Company

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	% of total number of valid votes cast
267	7,85,02,452	96.61



Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' of resolution by e-voting	% of total number of valid votes cast
82	27,49,317	3.38

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Total Number of votes cast through e-voting
15	11,730	0.01

Result:

There being 7,85,02,452 votes cast in favor of the resolution and 27,49,317 votes cast against the resolution as set out in Notice as item No. 2, the resolution was passed as a **Special Resolution**.

Resolution No. 3-

Increase in remuneration of Mr. Tasneef Ahmad Mirza, (DIN: 00049066) as Whole Time Director of the Company

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	% of total number of valid votes cast
268	7,85,02,498	96.61

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' of resolution by e-voting	% of total number of valid votes cast
81	27,49,271	3.38



[Handwritten signature]

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Total Number of votes cast through e-voting
15	11,730	0.01

Result:

There being 7,85,02,498 votes cast in favor of the resolution and 27,49,271 votes cast against the resolution as set out in Notice as item No. 3, the resolution was passed as a **Special Resolution**.

Resolution No. 4-

Re-appointment of Mr. Shuja Mirza as Whole-time Director of the Company

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	% of total number of valid votes cast
297	7,85,32,398	96.64

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' of resolution by e-voting	% of total number of valid votes cast
56	27,26,111	3.35

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Total Number of votes cast through e-voting
11	4,990	0.01



SA

Result:

There being 7,85,32,398 votes cast in favor of the resolution and 27,26,111 votes cast against the resolution as set out in Notice as item No. 4, the resolution was passed as a *Special Resolution*.

9. The register and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I, shall hand over the register and all other related papers to the Company Secretary.

Yours faithfully

For ANKIT MISRA & Co.

(Company Secretaries)



(Ankit Misra)

Proprietor C.P.: 23471

Peer Review Certificate Number 1447/2021

UDIN: A030650D000855463

Date: 26.08.2022

Place: Kanpur