

MIRZA INTERNATIONAL LIMITED

Regd. Ofc.: 14/6, Civil Lines, Kanpur – 208001

CIN: L19129UP1979PLC004821

July 28, 2020

National Stock Exchange of India Ltd.

Exchange Plaza, Bandra Kurla Complex
Bandra (East),
Mumbai- 400 051

BSE Ltd.

Floor 25, P.J Towers,
Dalal Street,
Mumbai- 400 001

Sub: Outcome of the Board Meeting

Sir(s),

In continuation of our letter dated July 21, 2020, and pursuant to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company has at its meeting held today:

1. Approved the Audited Standalone and Consolidated Financial Statements and Audited Standalone and Consolidated Financial Results for the quarter and year ended March 31, 2020

Further, pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, we are hereby attaching the following documents for the year ended March 31, 2020

1) Audited Standalone and Consolidated Financial Results, Statement of Assets and Liabilities of the Company and declaration on unmodified opinion on Auditor's Report;

2) Auditors Report on Standalone and Consolidated Audited Financial Results

The Exchanges are also informed that the Board Meeting commenced at 11:30 A.M. and concluded at 03:00 P.M. of the Company.

Kindly take it on your records.

Thanking You

Yours faithfully

For MIRZA INTERNATIONAL LTD

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MISHRA

(Ankit Mishra)

**Company Secretary
& Compliance Officer**

Encl: a.a

MIRZA INTERNATIONAL LIMITED

Regd. Office : 14/6, CIVIL LINES, KANPUR

CIN- L19129UP1979PLC004821

Website : www.mirza.co.in E-mail: ankit.mishra@redtapeindia.com

STATEMENT OF STANDALONE AND CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON MARCH 31, 2020

(Rupees in Lakhs except Earning per share data)

Sr. No.	Particulars	Standalone					Consolidated				
		Quarter Ended		Year Ended			Quarter Ended		Year Ended		
		31.03.2020 (Audited)	31.12.2019 (Un-audited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.12.2019 (Un-audited)	31.03.2019 (Audited)	31.03.2020 (Audited)	31.03.2019 (Audited)
I	Revenue from Operations	24890.13	39743.57	28695.91	126017.77	115169.53	24939.00	39773.40	28696.66	126119.47	115170.28
II	Other Income	82.33	58.77	168.36	167.39	209.39	82.33	58.77	168.36	167.39	209.39
III	Total Income (I+II)	24972.46	39802.34	28864.27	126185.16	115378.92	25021.33	39832.17	28865.02	126286.86	115379.67
IV	Expenses :										
a	Cost of material consumed	7300.65	7541.68	6613.04	31755.77	30622.55	7300.65	7522.68	6613.04	31755.77	30622.55
b	Purchase of Stock-in-Trade	7215.16	13495.25	7452.80	37532.43	39347.18	7218.77	13538.54	7452.80	37579.33	39347.18
c	Change in inventories of finished goods, work-in-progress and Stock-in-Trade	-2938.59	1733.44	3026.62	994.17	(4023.27)	-2938.6	1733.44	3026.62	994.16	(4023.27)
d	Employee Benefit Expenses	2893.05	2794.12	2333.03	10758.94	9515.57	2913.41	2794.12	2333.03	10779.30	9515.57
e	Finance Costs	1040.29	1146.96	913.69	4556.85	3430.90	1041.06	1146.96	913.69	4557.62	3430.90
f	Depreciation and amortization expenses	1743.55	1637.67	990.48	6338.21	3545.91	1749.23	1637.67	990.48	6343.89	3545.91
g	Other Expenses	7016.89	8297.87	6443.86	27809.19	25342.52	7019.51	8314.51	6447.03	27832.45	25342.52
	Total Expenses (IV)	24271.00	36646.99	27773.52	119745.56	107781.36	24304.03	36687.92	27776.69	119842.52	107781.36
V	Profit / (loss) before exceptional items and tax (III-IV)	701.46	3155.35	1090.75	6439.60	7597.56	717.30	3144.25	1088.33	6444.34	7598.31
VI	Exceptional Items										-
VII	Share of Profit/ (Loss) of Associates and Joint Ventures										
VIII	Profit / (loss) before tax (V-VI-VII)	701.46	3155.35	1090.75	6439.60	7597.56	717.30	3144.25	1088.33	6444.34	7598.31
IX	Tax Expenses										
	(1) Current Tax	251.00	846.70	357.20	1827.00	2562.80	251.00	846.7	357.20	1827.00	2562.80
	(2) Deferred Tax	(251.30)	155.30	19.10	(154.00)	155.70	(251.30)	155.3	19.10	(154.00)	155.70
X	Profit for the period (VIII-IX)	701.76	2153.35	714.45	4766.60	4879.06	717.60	2142.25	712.03	4771.34	4879.81
XI	Other comprehensive income, net of income tax										
a	Items that will not be reclassified to profit or loss	517.40	(547.88)	54.05	(2.25)	374.32	518.84	(547.88)	54.05	(0.76)	374.32
b	Items that will be reclassified to profit or loss										
XII	Total Comprehensive Income for the period (X+XI)	1219.16	1605.47	768.50	4764.35	5253.38	1236.44	1594.37	766.08	4770.58	5254.13
XIII	Paid-up Equity Share Capital (Face Value of Rs. 2 each)	2406.12	2406.12	2406.12	2406.12	2406.12	2406.12	2406.12	2406.12	2406.12	2406.12
XIV	Other Equity excluding Revaluation Reserve				60379.97	58758.00				60386.42	58759.00
XV	Earning Per Share (EPS)										
(i)	Basic	0.58	1.79	0.59	3.96	4.06	0.60	1.78	0.59	3.97	4.06
(ii)	Diluted	0.58	1.79	0.59	3.96	4.06	0.60	1.78	0.59	3.97	4.06

Particulars	Standalone					Consolidated				
	Quarter Ended			Year Ended		Quarter Ended			Year Ended	
	31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019	31.03.2020	31.12.2019	31.03.2019	31.03.2020	31.03.2019
	(Audited)	(Un-audited)	(Audited)	(Audited)	(Audited)	(Audited)	(Un-audited)	(Audited)	(Audited)	(Audited)
(A1) Domestic & Export Sale under brand - Redtape & Bondstreet	24023.06	26441.35	15189.18	24023.06	15189.18	24023.06	26441.35	15189.18	24023.06	15189.18
(A2) Export & Other Sale	9790.27	10411.66	10934.97	9790.27	10934.97	9793.35	10412.15	10934.97	9793.35	10934.97
Total	33813.33	36853.01	26124.15	33813.33	26124.15	33816.41	36853.50	26124.15	33816.41	26124.15
Segment (B)										
Garment & Accessories (Under Brand Redtape)	15751.98	16199.1	7494.97	15751.98	7494.97	15751.46	16199.1	7494.97	15751.46	7494.97
Leather	11873.01	9420.74	14794.96	11873.01	14794.96	11873.01	9420.74	14794.96	11873.01	14794.96
Unallocated	1764.8	2015.81	1926.43	1764.8	1926.43	1764.8	2015.81	1926.43	1764.8	1926.43
Total	63203.12	64488.66	50340.51	63203.12	50340.51	63205.68	64489.15	50340.51	63205.68	50340.51

NOTES :

- The above Standalone and Consolidated Ind AS Financial Results were reviewed by Audit Committee and subsequently approved by the Board of Directors at their meeting held today .
- The above Consolidated Financial Results of Mirza International Limited (The Company) and its Wholly Owned Subsidiaries (WOS) Mirza (H.K.) Limited and Mirza Bangla Limited are drawn in terms of Regulation 33 of SEBI (LODR) Regulations , 2015 .
- The statement have 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 format of above Financial Results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated November 30, 2015 has been modified to Comply with the requirements of SEBI's Circular CIR/CFD/FAC/62/2016 dated July 05, 2016 .
- Effective April 1, 2019 (transition date), the Company has adopted Ind AS 116 "Leases " applied to all Lease Contracts existing on 01/04/2019, using the modified retrospective method . At the transition date, the Right - of Use asstes (ROU) is measured at an amount equal to the lease liability . Accordingly , the comparative information is not restated . Due to adoption of new Accounting Standard , rent expenses for the current quarter is reduced by Rs. 6.98 crore whereas depreciation and finance cost for the current quarter is up by Rs. 6.40 crore and Rs. 3.49 crore respectively resulting into lower profit before tax of Rs. 2.91 crore .
Due to adoption of new accounting standard , rent expenses for the full year is reduced by Rs.. 27.16 crore . where as depreciation and finance cost of the full year is up by Rs. 24.40 crore and Rs.10.89 crore respectively resulting in to lower profit before tax of Rs. 8.13 crores
- Figures for the year have been regrouped /rearranged wherever necessary in order to make them comparable with previous year figures .

Date : - 28-07-2020

Place : -Kanpur

ON BEHALF OF BOARD OF DIRECTORS

RASHID
AHMED MIRZA
CHAIRMAN

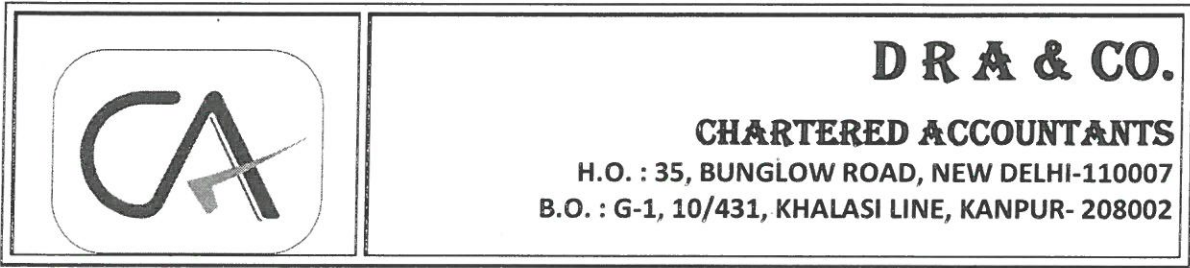
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STANDALONE AND CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES AS AT MARCH 31, 2020
(Rs. In Lakh)

	Particulars	Standalone		Consolidated	
		As at 31.03.2020 (Audited)	As at 31.03.2019 (Audited)	As at 31.03.2020 (Audited)	As at 31.03.2019 (Audited)
	ASSETS				
	Non-current assets				
a	Property, Plant and Equipment	42787	40853	42810	40853
b	Capital work-in-progress	1065	539	1065	539
c	Right of Use Assets	15707		15707	
d	Investment Property				
e	Goodwill				
f	Other Intangible assets				
g	Intangible assets under development				
h	Biological Assets other than bearer plants				
i	Financial Assets:				
	i. Investments	151	60	110	58
	ii. Trade receivables				
	iii. Loans				
	iii. Others (advances)	1292	1190	1294	1190
j	Deferred tax assets (net)				
k	Other non-current assets	189	240	189	240
	Sub-total- non-current assets	61191	42882	61175	42880
	Current assets				
a	Inventories	41324	43360	41324	43360
b	Financial Assets:				
	i. Investments				
	ii. Trade receivables	14051	15568	14051	15568
	iii. Cash and cash equivalents	1532	722	1557	727
	iv. Bank balances other than (iii) above				
	iii. Loans				
	iii. Others (advances)				
c	Current Tax Assets (Net)				
d	Other current assets	7890	8972	7891	8972
	Sub-total- current assets	64797	68622	64823	68627
	TOTAL- ASSETS	125988	111504	125998	111507
	EQUITY AND LIABILITIES				
	Equity				
a)	Equity Share Capital	2406	2406	2406	2406
b)	Other Equity	60379	58758	60386	58759
	Total Equity	62785	61164	62792	61165
	LIABILITIES				
1	Non-current liabilities				
a	Financial Liabilities				
	i. Borrowings	1800	2157	1800	2157
	iii. Other financial liabilities (other than those specified in item (b), to be specified)				
b	Provisions	1393	1273	1393	1273
c	Deferred tax liabilities (Net)	1765	1927	1765	1927
d	Other non-current liabilities	16012	1058	16012	1058
	Sub-total Non-current liabilities	20970	6415	20970	6415
2	Current liabilities				
a	Financial Liabilities				
	i. Borrowings	25214	31656	25214	31656
	ii. Trade Payables				
	a. Micro enterprises and Small enterprises	431	299	431	299
	b. Other than Micro enterprises and Small enterprises	9111	7825	9112	7826
	iii. Other financial liabilities (other than those specified in item (b), to be specified)	7181	3885	7183	3886
b	Other current liabilities	205	162	205	162
c	Provisions	91	98	91	98
d	Current Tax Liabilities (Net)				
	Sub-total-Current liabilities	42233	43925	42236	43927
	TOTAL- EQUITY AND LIABILITIES	125988	111504	125998	111507

MIRZA INTERNATIONAL LIMITED
Statement of Cash Flows for the period ended March 31, 2020

Sr. No.		Standalone		Consolidated	
		Year Ended 31-03-2020	Year Ended 31-03-2019	Year Ended 31-03-2020	Year Ended 31-03-2019
(A)	CASH FROM OPERATING ACTIVITIES				
	Net profit before tax	6439	7597	6444	7598
	Adjustments for				
	Add :				
	(Profit)/Loss on sale of Property, Plant & Equipment	4	(60)	4	(60)
	Depreciation & amortisation Expenses	6338	3546	6344	3546
	Finance cost	4557	3431	4558	3431
		10899	6917	10906	6917
	Less :				
	Interest Income	113	158	113	158
	Income from Govt. Grant	30	30	30	30
	Operating Profit before Working Capital Changes	17195	14326	17207	14327
	Adjustments For				
	Trade & other Receivables	1517	(2319)	1517	(2319)
	Inventory	2036	(5083)	2036	(5083)
	Trade Payables	2433	(895)	2426	(893)
	Others	1553	374	1555	374
	Cash Generated from Operations	24734	6403	24741	6406
	Direct Taxes Paid	(1951)	(2857)	(1951)	(2857)
	Cash flow before extra ordinary items	22783	3546	22790	3549
	Net Cash generated from Operating Activity	22783	3546	22790	3549
(B)	CASH FLOW FROM INVESTING ACTIVITIES				
	Purchase of Property, Plant & Equipment	(6912)	(7194)	(6941)	(7194)
	Sales of Property, Plant & Equipment	601	298	601	298
	Interest Received	113	158	113	158
	Purchase of Investment	(91)	(2)	(50)	0
	Net Cash used in Investing Activities	(6289)	(6740)	(6276)	(6738)
(C)	CASH FLOW FROM FINANCING ACTIVITIES				
	Dividend Paid	(2142)	(1069)	(2142)	(1069)
	Dividend Tax Paid	(445)	(223)	(445)	(223)
	Proceeds from Long Term Borrowings	864	2303	864	2303
	Repayment of Long Term Borrowings	(1384)	(1250)	(1384)	(1250)
	Proceeds from Short Term Loan Borrowings	(6395)	6304	(6395)	6304
	Repayment of Short Term Borrowings	(2716)		(2716)	
	Finance cost	(3466)	(3431)	(3466)	(3431)
	Net cash used in financing activities	(15684)	2634	(15684)	2634
	Net Increase/(Decrease) in Cash & Equivalents	810	(560)	830	(555)
	Cash & Equivalents at the beginning of the year	722	1282	727	1282
	Cash & Equivalents at the end of the year	1532	722	1557	727



Independent Auditor's Report on Audited standalone Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

INDEPENDENT AUDITOR'S REPORT

To The Board of Directors of Mirza International Limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying standalone quarterly financial results of **Mirza International Limited** for the quarter ended 31st March 2020 and the year to date results for the period from 1st April 2019 to 31st March 2020, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the quarter ended 31st March 2020 as well as the year to date results for the period from 1st April 2019 to 31st March 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



We did not audit the financial statements / information of Unit 8 and Unit 9 situated at Plot No 18 & 19, Nandnagar Industrial Estate, Kashipur included in the standalone Ind AS financial statements of the Company whose financial statements reflect total assets of Rs. 2345.87 lakh as at 31st March, 2020 and total revenues of Rs 223.41 lakh for the year ended on that date, as considered in the financial statements / information of these units have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of branches, is based solely on the report of such branch auditors.

Our opinion is not modified in respect of these matters.

Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year to date standalone financial results have been prepared on the basis of the interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:



1. Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
4. Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For DRA & Co.
Chartered Accountants
ERN: 0064476N



CA Himanshu Singh

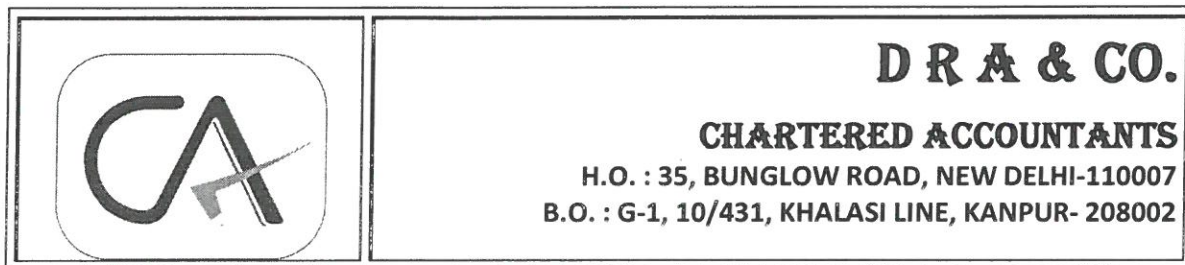
Partner

M.No- 418577

UDIN: 20418577AAABA4837

Place: Kanpur

Date: 28th July 2020



Independent auditor's report on the annual consolidated financial results pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Mirza International Limited

Report on the Audit of Consolidated Financial Results

Opinion

We have audited the accompanying consolidated annual financial results of **Mirza International Limited** (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates and jointly controlled entities for the year ended 31st March 2020, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements /financial results/ financial information of the subsidiaries, associates and jointly controlled entities, the aforesaid consolidated financial results:

(i) include the annual financial results of the following entities:

- a) Mirza HK Limited
- b) Mirza Bangla Limited

(ii) are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

(iii) give a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Group for the year ended 31st March 2020.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group, its associates and jointly controlled entities in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical



requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

We did not audit the financial statements / information of 2 Units (Unit 8 and Unit 9) included in the standalone Ind AS financial statement of the entities included in the Group whose financial statements reflect total assets of Rs. 2345.87 lakh as at 31st March, 2020 and total revenues of Rs 223.41 lakh, total net profit/(loss) after tax of Rs.222.29 lakh and cash flows (net) of Rs. (36.57) lakh for the year ended on that date, as considered in the respective standalone financial statements / information of these units have been audited by the branch auditors whose reports have been furnished to us or other auditors, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches and joint operations, is based solely on the report of such branch auditors and other auditors and the procedures by us.

Our opinion is not modified in respect of these matters.

Board of Directors' Responsibilities for the Consolidated Financial Results

These Consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group including its associates and jointly controlled entities in accordance with the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associates and jointly controlled entities and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for assessing the ability of the Group and its associates and jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates and jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its associates and jointly controlled entities.



Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
4. Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates and jointly controlled entities to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates and jointly controlled entities to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group and its associates and jointly controlled entities to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

The consolidated Financial Results include the audited Financial Results of 2 subsidiaries, Mirza Bangla Limited and Mirza (HK) Limited, whose Financial Statements/Financial Results/ financial information reflect Group's share of total assets of Rs. 47,79,337 as at 31st March 2020, Group's share of total revenue of Rs. 50,77,505 and Rs.7,50,814 respectively and Group's share of total net profit/(loss) after tax of Rs. -1,13,357 and Rs. 58,839 respectively for the quarter ended 31st March 2020 and for the period from 1st April 2019 to 31st March 2020 respectively, as considered in the consolidated Financial Results, which have been audited by their respective independent auditors. The independent auditors' reports on financial statements/ Financial Results/financial information of these entities have been furnished to us and our opinion on the consolidated Financial Results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.

Our opinion on the consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Results/financial information certified by the Board of Directors.

The Financial Results include the results for the quarter ended 31st March 2020 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

**For DRA & Co.
Chartered Accountants**

FRN.: 006476N

Himanshu Singh

Partner

M.No.418577

UDIN:20410577AAAA331406

Place: Kanpur

Date: 28th July 2020

MIRZA INTERNATIONAL LIMITED

CIN-L19129UP1979PLC004821



July 28, 2020

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
andra (East),
Mumbai- 400 051

BSE Ltd.
Floor 25, P.J Towers,
Dalal Street,
Mumbai- 400 001

Sir(s),

Sub: Declaration pursuant to Regulation 33 (3) (d) of the SEBI (LODR) Regulations, 2015

I, V.T. Cherian, Chief Financial Officer (CFO) of Mirza International Limited (the Company) hereby declare that the Statutory Auditors of the Company, M/s DRA & Co., Chartered Accountants (FRN:006476N) have issued an Audit Report with unmodified/unqualified opinion on Audited Standalone and Consolidated Financial Statements for the quarter and financial year ended on March 31, 2020.

This declaration is given in compliance to Regulation 33(3)(d) of the SEBI (LODR) Regulations, 2015.

Kindly take it on your records.

Thanking You

Yours faithfully

For MIRZA INTERNATIONAL LIMITED


(V.T. Cherian)
Chief Financial Officer

