

# MIRZA INTERNATIONAL LIMITED

CIN-L19129UP1979PLC004821



February 13, 2020

**National Stock Exchange of India Limited**  
Exchange Plaza, Bandra - Kurla Complex  
Bandra (East)  
Mumbai 400 051

**BSE Ltd.**  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street  
Mumbai 400 001

**Ref.: Scrip Code : 526642**

Dear Sir / Madam,

**Sub: Extract of Board Meeting Minutes for Re-classification of Promoters under Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We refer to our letter dated February 12, 2020 informing you about the request received from Mrs. Huma Mirza for Re-classification from Promoter and Promoter Group to Public category and further our letter dated February 12, 2020 regarding outcome of the Board Meeting, whereby the Board of Directors have also approved (subject to the approval of the Members and Stock Exchanges and subject to the compliance of conditions as enumerated in sub-regulation 3(b) of regulation 31A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended thereof and / or such other approvals, if any, as may be required).

Further, in accordance with Regulation 31A of the Listing Regulations, the Extract of the minutes of the meeting of the Board of Directors of the Company approving the request for re-classification as stated above are enclosed herewith.

Kindly take the above information on record.

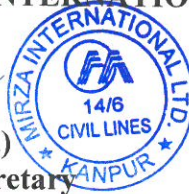
Thanking You

Yours faithfully

**For MIRZA INTERNATIONAL LTD.**

  
(Ankit Mishra)  
Company Secretary  
& Compliance Officer

Encl: a.a



**CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF MIRZA INTERNATIONAL LIMITED HELD ON WEDNESDAY, FEBRUARY 12, 2020**

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**To consider and analyze the request received from Mrs. Huma Mirza for re-classification from Promoter and Promoter Group category to Public Category**

The Board was informed that Mrs. Huma Mirza, wife of Mr. Tauseef Ahmad Mirza, Promoter and Whole-Time Director, holding 33,59,800 (Thirty Three Lakh Fifty Nine Thousand Eight Hundred) equity shares had vide her e-mail dated February 11, 2020 requested the Company for re-classification of her shareholding from Promoter and Promoter Group Category to Public Category.

As per the request of Mrs. Huma Mirza, the Board was also informed about the rationale for such re-classification that she is separated for over four years from her husband and is living entirely separate and independent life. She has no interaction with her husband except briefly relating to their children or to matters of their imminent legal separation. She has no access to any information pertaining to the company that is not already in the public domain and nor she is, in any way, involved with / privy to any of the business of the company or its functioning or any of the decision making by the management.

Further the Board was also briefed that Mrs. Huma Mirza along with her spouse i.e. Mr. Tauseef Ahmad Mirza is holding more than 10 percent of the voting rights of the Company and for this, she has specifically mentioned to place her request at the Board Meeting of the Company and, after due analysis, recommend it to the shareholders for consideration at the general meeting. This recommendation can only be conditional on her divorce with Mr. Tauseef Ahmad Mirza going through before the date of the general meeting, for the compliance of condition as specified in sub-regulation 3(b)(i) of regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly on the basis of the rationale and subject to the compliance of regulation 31A of the Listing Regulations, the Board was of the view that the above mentioned request for reclassification be accepted and recommended by the Board of Directors of the Company.

The Board considered the matter and passed the following resolution:

**“RESOLVED THAT** pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘the Listing Regulations’) and subject to the approval of the Members of the Company, BSE Ltd. and The National Stock Exchange of India Ltd. and subject to the compliances of conditions specified in sub-regulation 3(b) of regulation 31A of Listing Regulation and such other approval, if any, as may be required, the request for reclassification as received from Mrs. Huma Mirza for re-classification of her shareholding from Promoter and Promoter Group Category to Public Category be and is hereby recommended by the Board of Directors of the Company.



**RESOLVED FURTHER THAT** the Directors and Company Secretary of the Company be and are hereby severally authorized to sign applications, papers, documents etc. and to do all such acts, deeds, matters and things as it may, in their absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubts that may arise in order to give effect to the above resolution for and or behalf of the Company.”

For **MIRZA INTERNATIONAL LIMITED**



**(ANKIT MISHRA)**

**Company Secretary**

**M.No.: A30650**