



RESULT OF THE POSTAL BALLOT

This to confirm that the Result of the voting conducted through Postal Ballot on the Special Resolution contained in the Postal Ballot Notice dated 28th July, 2012 to be passed in terms of the Companies (Passing of the Resolutions by the Postal Ballot) Rules, 2001 has been passed today i.e.27th September, 2012 as a Special Resolution, in terms of the Report of the Scrutinizer dated 25th September, 2012, enclosed herewith.

Number of valid postal ballot forms received	43
Votes in favour of the Resolution	100%
Votes against the Resolution	NIL
Number of invalid postal ballot forms received	10

The Resolution has therefore been approved by the Shareholders with the requisite majority.

For MIRZA INTERNATIONAL LTD.

**IRSHAD MIRZA
(CHAIRMAN)**

PLACE: KANPUR

DATE: 27th September, 2012

TIME: 4:00 P.M.

Mr. IRSHAD MIRZA
Chairman
Mirza International Ltd.
14/6, Civil Lines,
Kanpur-208 001.

25.09.2012

Dear Sir,

Re: SCRUTINIZER'S REPORT

Pursuant to your letter dated July 28, 2012, I have been appointed as Scrutinizer for the voting by postal ballot to be carried out by the Company under the provisions of Section 192A of the Companies Act, 1956.

Based on the postal records, the postal ballots were sent to all members on 28th July, 2012 Under Postal Certificate. In accordance with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, all ballots received on or before 20th September, 2012 have been considered for my scrutiny.

The details relating to the ballot papers are set out in the table below:

Total number of ballot papers dispatched to equity shareholders with notice Under Postal Certificate (UPC).	26708
Last date upto which ballot papers received by the Company have been considered.	September 20, 2012
Total number of ballot papers received	43
Invalid ballot papers	10
Number of valid ballot papers	33

Contd.....2



S. Kumar & Company
Company Secretaries

Off. : 74/232, Dhankutti,
Kampur - 208 001
Tel. # 0512 - 319964

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The particulars relating to the equity share capital of the Company is under:

Particulars	No of Shares	Value (Rs.)
Authorized Equity Share Capital of Rs. 2/- Share	22,50,00,000	45,00,00,000
Issued and Subscribed Share capital of Rs. 2/- Share	9,27,06,000	18,54,12,000
Paid up Equity Share capital	9,27,06,000	18,54,12,000

I would like to inform you that the Special resolution No. 1, 2 & 3 has been passed with the requisite majority. The summary of the results are as given in the attachments to this letter.

Yours truly,

For S. Kumar & Company
Sanjay Kumar Gupta
Scrutinizer



Resi. (S. K. Gupta) : 74/232, Dhankutti, Kamapur - 1 • Tel. # 0512 - 319964

Resi. (S. K. Gupta) : 74/232, Dhankutti, Kamapur - 1 • Tel. # 0512 - 319964

email : skg@skgscs.com

S. Kumar & Company
Dhankutti, Kamapur - 1

Company Name: MIRZA INTERNATIONAL LIMITED

RESULTS OF POSTAL BALLOT

SL No.	PARTICULARS	RESOLUTION NO.- 1 (Special Resolution)
1.	Total Number of Postal Ballot Papers received	43
2.	Total Number of Valid Ballot Papers	33
3.	Total Number of Invalid Ballot Papers	10
4.	Votes in favour of the Resolution (Number of Shares with % age)	54721641 (100.00%)
5.	Votes against the Resolution (Number of Shares with % age)	Nil (0.00%)
6.	Total Number of Rejected Shares	31077

RESULTS OF POSTAL BALLOT

SL No.	PARTICULARS	RESOLUTION NO.- 2 (Special Resolution)
1.	Total Number of Postal Ballot Papers received	43
2.	Total Number of Valid Ballot Papers	33
3.	Total Number of Invalid Ballot Papers	10
4.	Votes in favour of the Resolution (Number of Shares with % age)	54721641 (100.00%)
5.	Votes against the Resolution (Number of Shares with % age)	Nil (0.00%)
6.	Total Number of Rejected Shares	31077

RESULTS OF POSTAL BALLOT

SL No.	PARTICULARS	RESOLUTION NO.- 3 (Special Resolution)
1.	Total Number of Postal Ballot Papers received	43
2.	Total Number of Valid Ballot Papers	33
3.	Total Number of Invalid Ballot Papers	10
4.	Votes in favour of the Resolution (Number of Shares with % age)	54721641 (100.00%)
5.	Votes against the Resolution (Number of Shares with % age)	Nil (0.00%)
6.	Total Number of Rejected Shares	31077



Resi. (S. K. Gupta) : 74/232, Dhankutti, Kamrup - 1 • Tel. # 0512 - 319964

Resi. (S. K. Gupta) : 74/232, Dhankutti, Kamrup - 1 • Tel. # 0512 - 319964

email : s.kumar@skc.com

S. Kumar & Company (Pty) Ltd.

POSTAL BALLOT RESULT

Clause 35A

	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares $(3) = \frac{(2)}{(1)} * 100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6) = \frac{(4)}{(2)} * 100$	% of Votes against on votes polled $(7) = \frac{(5)}{(2)} * 100$
Promoter/Public	(1) 61155981	(2) 54701381	89.45	(4) 54701381	(5) NIL	100	NIL
Promoter and Promoter Group	63908	0	0	0	NIL	0	NIL
Public - Institutional holders	31486111	20260	0.06	20260	NIL	100	NIL
Public-Others	92706000	54721641	59.027	54721641	NIL	100	NIL
Total							

