

February 18, 2016

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex
Bandra (East),
Mumbai- 400051

BSE Ltd.
Floor 25, P.J Towers,
Dalal Street,
Mumbai- 400001

Sub: Disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

RE: MIRZA INTERNATIONAL LIMITED

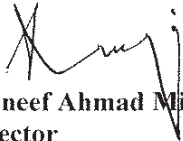
Dear Sirs,

Please find enclosed Disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of shares allotted to us by Mirza International Limited, pursuant to the Scheme of Amalgamation of Genesisfootwear Enterprises Private Limited with Mirza International Limited, as approved by the Hon'ble Allahabad High Court vide its order dated 15th December, 2015.

This is for your kind attention and record please.

Thanking you,

For and on behalf of **Promoter Group of MIRZA INTERNATIONAL LIMITED**
(Acquirer and PAC)



Tasneef Ahmad Mirza
Director
DIN : 00049066

Encl: a.a.

Disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

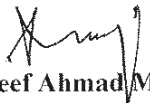
Name of the Target Company (TC)	MIRZA INTERNATIONAL LTD.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	As per list enclosed		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Ltd. National Stock Exchange of India Ltd.		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/2voting capital wherever applicable(*)	% w.r.t. total diluted share/2voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	6,11,55,981	65.97	65.97
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0	0
c) Voting rights (VR) otherwise than by shares	0	0	0
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	0	0	0
e) Total (a+b+c+d)	6,11,55,981	65.97	65.97
Details of acquisition			
a) Shares carrying voting rights acquired	1,56,00,000	As per list Attached.	
b) VRs acquired otherwise than by shares	0	0	0
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired [0% Compulsorily Convertible Preference Shares]	1,20,00,000	As per list Attached.	
d) Shares encumbered / invoked/released by the acquirer	0	0	0
e) Total (a+b+c+/-d)	2,76,00,000	As per list Attached.	
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	7,67,55,981	As per list Attached.	
b) Shares encumbered with the acquirer	0	0	0

c) Voting rights (VRs) otherwise than by shares	0	0	0
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) [0% Compulsorily Convertible Preference Shares]	1,20,00,000	As per list Attached.	
e) Total (a+b+c+d)	8,87,55,981	As per list Attached.	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Pursuant to the Scheme of Amalgamation of Genesisfootwear Enterprises Private Limited with Mirza International Limited, as approved by the Hon'ble Allahabad High Court vide its order dated 15 th December, 2015; equity shares and 0% Compulsorily Convertible Preference shares (CCPS) are allotted by Mirza International Limited to the shareholders of the Transferor Company - Genesisfootwear Enterprises Private Limited		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	18-02-2016		
Equity share capital / total voting capital of the TC before the said acquisition / sale	9,27,06,000 Equity Shares of Rs. 2/- each.		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	10,83,06,000 Equity Shares of Rs. 2/- each.		
Total diluted share/voting capital of the TC after the said acquisition	12,03,06,000 Equity Shares of Rs. 2/- each.		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange(s) under Regulation 31(1) (b) of SEBI (LODR) Regulations, 2015.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For and on behalf of **Promoter Group of MIRZA INTERNATIONAL LIMITED**
(Acquirer and PAC)


Tasneef Ahmad Mirza
Director
DIN:00049066

Place: Kanpur
Date: 18.02.2016

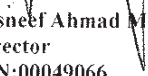
Encl: a.a.

MIRZA INTERNATIONAL LIMITED

Pre & Post Merger Promoter Group Shareholding

SN	Name of Promoter	Pre-Merger Shareholding		Pre-Merger Shareholding in the Transfer or Company	Allotment of Equity Shares Pursuant to Scheme of Amalgamation	Post Merger Shareholding Equity		Allotment of 0% Compulsorily Convertible Preference Shares Pursuant to Scheme of Amalgamation	Post Merger & Post CCPS conversion equity Shareholding	
		No. of Shares	%			No. of Shares	%		No. of Shares	% [After conversion of CCPS into Equity Shares]
1	Yasmin Mirza	11300850	12.19			11300850	10.43		11300850	9.39
2	Tasneef Ahmad Mirza	7728650	8.34	4500000	2340000	10068650	9.30	1800000	11868650	9.87
3	Tauseef Ahmad Mirza	6944000	7.49	7500000	3900000	10844000	10.01	3000000	13844000	11.51
4	Irshad Mirza	7793541	8.41			7793541	7.20		7793541	6.48
5	Rashid Ahmed Mirza	4413200	4.76	7500000	3900000	8313200	7.68	3000000	11313200	9.40
6	Shahid Ahmad Mirza	4295750	4.63	3000000	1560000	5855750	5.41	1200000	7055750	5.86
7	Faraz Mirza	3418940	3.69	1500000	780000	4198940	3.88	600000	4798940	3.99
8	Jamil Ara Begum	3397450	3.66			3397450	3.14		3397450	2.82
9	Fauzia Mirza	3008450	3.25			3008450	2.78		3008450	2.50
10	Huma Mirza	2079800	2.24	1500000	780000	2859800	2.64	600000	3459800	2.88
11	Mariya Tarannum	1000000	1.08			1000000	0.92		1000000	0.83
12	Wasia Mirza	1000000	1.08			1000000	0.92		1000000	0.83
13	Iram Mirza	939500	1.01			939500	0.87		939500	0.78
14	Hiba Mirza	750000	0.81			750000	0.69		750000	0.62
15	Sara Mirza	750000	0.81			750000	0.69		750000	0.62
16	Faiza Mirza	566850	0.61			566850	0.52		566850	0.47
17	Master Farzan Mirza	500000	0.54			500000	0.46		500000	0.42
18	Master Mustafa Mirza	500000	0.54			500000	0.46		500000	0.42
19	Amaan Mirza	447000	0.48			447000	0.41		447000	0.37
20	Yusra Mirza	322000	0.35			322000	0.30		322000	0.27
21	Shuja Mirza	0	0.00	4500000	2340000	2340000	2.16	1800000	4140000	3.44
	Total	61155981	65.97	30000000	15600000	76755981	70.87	12000000	88755981	73.78

For and on behalf of Promoter Group of MIRZA INTERNATIONAL LIMITED
(Acquirer and PAC)


Tasneef Ahmad Mirza
Director
DIN:00049066

Place: Kanpur
Date: 18.02.2016