

Mirza International Limited

A-7, Mohan Coop. Indl. Estate, Mathura Road,
New Delhi - 110044 (India)
Ph. +91 11 4095 9500 / 9501, 2695 9553
Fax. +91 11 2695 0499
CIN : L19129UP1979PLC004821
E-mail : marketing@redtapeindia.com
Website : www.redtape.com

25th September, 2021

The Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
1st Floor, New Trading Ring,
Rotunda, Dalal Street,
Mumbai - 400 001

The Secretary
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

Dear Sir/Ma'am,

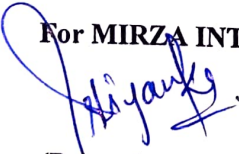
Sub: Disclosure of Voting Results in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We hereby inform you that 42nd Annual General Meeting of Mirza International Limited was held on Friday, 24th September, 2021 at Auditorium of Directorate of Extension, Chandra Shekhar Azad (CSA) University of Agriculture and Technology, Nawabganj, Kanpur-208002 at 11:00 AM.

Please find enclosed herewith necessary disclosure of voting results of the said meeting in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2015 as amended along with Scrutinizer Report thereon.

This is for your reference and record.

For MIRZA INTERNATIONAL LIMITED


(Priyanka Pahuja)
Company Secretary and Compliance Officer

Name: Priyanka Pahuja
Address: A-7, Mohan Co-operative Industrial Estate, Mathura Road, Delhi-110044
Membership No.: 59086

Company Name	MIRZA INTERNATIONAL LIMITED
Date of the AGM/EGM	
Total number of shareholders on record	66351
No. of shareholders present in the meeting	
Promoters and Promoter Group:	8
Public:	34
No. of Shareholders attended the meeting	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/Special)	ORDINARY - Consideration and adoption of the audited financial statements of the Company for the financial year ended 31st March, 2021 alongwith the reports of the Board of Directors and Auditors thereon and the audited							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	81400441	0	0.0000		0	0.0000	0.0000
	Poll	81400441	32534019	0.0000	32534019	0	100.0000	0.0000
	Postal Ballot (if applicable)							
Public- Institutions	E-Voting	1762063	748950	42.5042	748950	0	100.0000	0.0000
	Poll	1762063	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
Public- Non Institutions	E-Voting	37143496	80825	0.2176	76496	4329	94.6439	5.3560
	Poll	37143496	1175378	0.0000	1175378	0	100.0000	0.0000
	Postal Ballot (if applicable)							
Total		120306000	34539172	28.7094	34534843	4329	99.9875	0.0125

Resolution required: (Ordinary/Special)	ORDINARY - Appointment of a Director in place of Mr. Narendra Prasad Upadhyaya (DIN: 00049196), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	81400441	0	0.0000	00	0	0.0000	0.0000
	Poll	81400441	32534019	0.0000	32534019	0	100.0000	0.0000
	Postal Ballot (if applicable)							
Public- Institutions	E-Voting	1762063	963847	54.6999	00	963847	0.0000	100.0000
	Poll	1762063	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)							
Public- Non Institutions	E-Voting	37143496	80825	0.2176	69513	11312	86.0043	13.9956
	Poll	37143496	1175378	0.0000	1173378	2000	99.8298	0.1702
	Postal Ballot (if applicable)							
Total		120306000	34754069	28.8881	33776910	977159	97.1884	2.8116

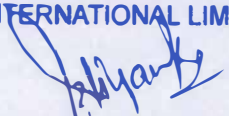
For MIRZA INTERNATIONAL LIMITED

 Company Secretary

Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of the Remuneration payable to Cost Auditor							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	81400441	0	0.0000	00	0	0.0000	0.0000
	Poll	81400441	32534019	0.0000	32534019	0	100.0000	0.0000
	Postal Ballot (if applicable)	81400441	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	1762063	963847	54.6999	963847	0	100.0000	0.0000
	Poll	1762063	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1762063	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	37143496	80324	0.2163	75729	4595	94.2794	5.7205
	Poll	37143496	1175378	0.0000	1175378	0	100.0000	0.0000
	Postal Ballot (if applicable)	37143496	0	0.0000	00	0	0.0000	0.0000
Total		120306000	34753568	28.8876	34748973	4595	99.9868	0.0132

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Related Party Transactions with Euro Footwear Private Limited							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	81400441	0	0.0000	00	0	0.0000	0.0000
	Poll	81400441	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	81400441	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	1762063	963847	54.6999	963847	0	100.0000	0.0000
	Poll	1762063	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1762063	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	37143496	80825	0.2176	33767	47058	41.7779	58.2220
	Poll	37143496	9202	0.0000	9202	0	100.0000	0.0000
	Postal Ballot (if applicable)	37143496	0	0.0000	00	0	0.0010	0.0000
Total		120306000	1053874	0.8760	1006816	47058	95.5348	4.4652

For MIRZA INTERNATIONAL LIMITED


Company Secretary

Resolution required: (Ordinary/ Special)	ORDINARY - Approval for Related Party Transactions with Mirza (U.K.) Limited							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandi ng shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	81400441	0	0.0000	00	0	0.0000	0.0000
	Poll	81400441	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	81400441	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	1762063	963847	54.6999	963847	0	100.0000	0.0000
	Poll	1762063	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1762063	0	0.0000	00	0	0.0000	0.0000
Public- Non institutions	E-Voting	37143496	80825	0.2176	41728	39097	51.6275	48.3724
	Poll	37143496	9202	0.0000	9202	0	100.0000	0.0000
	Postal Ballot (if applicable)	37143496	0	0.0000	00	0	0.0000	0.0000
Total		120306000	1053874	0.8760	1014777	39097	96.2902	3.7098

For MIRZA INTERNATIONAL LIMITED

Shyam
Company Secretary



Consolidated Scrutinizer's Report

[Pursuant to Section 108 & 109 of the Companies Act 2013 and Rule 20 & 21 of the Companies
(Management and Administration) Rules, 2014 as amended)

To,
The Chairman
MIRZA INTERNATIONAL LIMITED
CIN: L19129UP1979PLC004821
14/6, Civil Lines,
Kanpur - 208001

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. remote e-voting and voting by poll at Annual General Meeting (AGM) under the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), on the resolution(s) mentioned in Notice dated September 01, 2021 for 42nd AGM of the Company held on Friday, September 24, 2021 at 11:00 A.M.

I submit my report as under:-

1. 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 AGM and providing proper facility for AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolution stated in the Notice.

2. The remote e-voting period commenced on Tuesday, 21st September, 2021 at 9:00 A.M. (IST) and ends on Thursday, 23rd September, 2021 at 5:00 P.M. (IST). via remote e-voting platform on the designated website of Kfin Technologies Private Limited, Authorized Agency to provide remote e-voting facility viz.: evoting@kfintech.com. The Company had also provided Ballot Paper voting facility during the AGM to the Members who attended the meeting, to enable them to cast their votes, if they had not casted their vote earlier through remote e-voting and were otherwise not barred from doing so.

3. The Members of the Company as on the "cut off" date i.e. Friday, 17th September, 2021 were entitled to avail the facility of remote e-voting as well as e-voting at AGM on the proposed resolution(s) as set out in the AGM Notice.

4. The total paid up Equity Share Capital of the Company as on 17th September, 2021 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.

5. After completion of voting at the AGM, the votes cast by the members through voting at the AGM and through remote e-voting were unblocked in the presence of two witnesses CS Krati Srivastava and Ms. Sujata Verma who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

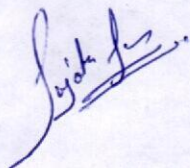
6. The data of remote e-voting and voting by poll at AGM were reconciled with the records maintained by the Registrar and Transfer Agent (RTA) of the Company and it was also confirmed by the RTA/Company that the shareholders who have participated in voting were holding shares as on cut-off date i.e. 17th September, 2021. Detailed registers were maintained containing the summary of results of remote e-voting and voting at AGM.

7. The shareholders exercised their voting either by remote e-voting or voting by poll at AGM. There was no shareholder who opted for both facilities.


8. The consolidated summary of results of voting at the AGM and remote e-voting are as under-

Resolution No. 1-

To consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2021 alongwith the reports of the Board of Directors and Auditors thereon and the audited consolidated financial statements of the Company for the financial year ended 31st March, 2021 and Auditors' Report thereon.



-2-


Krati

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Favour' of resolution by postal ballot / Poll	Total Number of vote cast in favour through e-voting and postal ballot / Poll	% of total number of valid votes cast
139	825446	27	33709397	34534843	99.99

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Against' of resolution by postal ballot / Poll	Total Number of vote cast in against through e-voting and postal ballot / Poll	% of total number of valid votes cast
6	4329	0	0	4329	0.01

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number of Member/ Proxies voted by postal ballot	Number of vote cast invalid by postal ballot	Total Number of votes cast through e-voting and postal ballot
1	214897	0	0	214897

Result:

There being 34534843 votes cast in favor of the resolution and 4329 votes cast against the resolution as set out in Notice as item No. 1, the resolution was passed **as an Ordinary Resolution.**

Resolution No. 2-

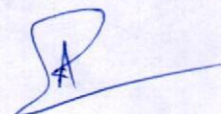
To appoint a Director in place of Mr. Narendra Prasad Upadhyaya (DIN: 00049196), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Favour' of resolution by postal ballot / Poll	Total Number of vote cast in favour through e-voting and postal ballot / Poll	% of total number of valid votes cast
120	69513	26	33707397	33776910	97.19

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Against' of resolution by postal ballot / Poll	Total Number of vote cast in against through e-voting and postal ballot / Poll	% of total number of valid votes cast
27	975159	1	2000	977159	2.81



'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number * of Member/ Proxies voted by postal ballot / Poll	Number of vote cast invalid by postal ballot / Poll	Total Number of invalid / abstained votes cast through e-voting and postal ballot / Poll
1	214897	0	0	214897

Result:

There being 33776910 votes cast in favor of the resolution and 977159 votes cast against the resolution as set out in Notice as item No. 2, the resolution was passed **as an Ordinary Resolution**.

Resolution No. 3-

Ratification of the Remuneration payable to Cost Auditor

Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Favour' of resolution by postal ballot / Poll	Total Number of vote cast in favour through e-voting and postal ballot / Poll	% of total number of valid votes cast
135	1039576	27	33709397	34748973	99.99



Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Against' of resolution by postal ballot / Poll	Total Number of vote cast in against through e-voting and postal ballot / Poll	% of total number of valid votes cast
11	4595	0	0	4595	0.01

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast invalid by postal ballot / Poll	Total Number of invalid / abstained votes cast through e-voting and postal ballot / Poll
1	501	0	0	501

Result:

There being 34748973 votes cast in favor of the resolution and 4595 votes cast against the resolution as set out in Notice as item No. 3, the resolution was passed **as an Ordinary Resolution.**

Resolution No. 4-

Approval for Related Party Transactions with Euro Footwear Private Limited



Voted in 'Favour' of Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Favour' of resolution by postal ballot / Poll	Total Number of vote cast in favour through e-voting and postal ballot / Poll	% of total number of valid votes cast
127	997614	27	9202	1006816	95.53

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Against' of resolution by postal ballot / Poll	Total Number of vote cast in against through e-voting and postal ballot / Poll	% of total number of valid votes cast
20	47058	0	0	47058	4.47

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number of Member/ Proxies voted by postal ballot	Number of vote cast invalid by postal ballot	Total Number of votes cast through e-voting and postal ballot
-	-	-	-	-

Result:

There being 1006816 votes cast in favor of the resolution and 47058 votes cast against the resolution as set out in Notice as item No. 4, the resolution was passed **as an Ordinary Resolution.**



Resolution No. 5-

Approval for Related Party Transactions with Mirza (U.K.) Limited

Voted in 'Favour' of Resolution

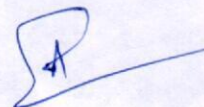
Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Favour' of resolution by postal ballot / Poll	Total Number of vote cast in favour through e-voting and postal ballot / Poll	% of total number of valid votes cast
128	1005575	27	9202	1014777	96.29

Voted 'Against' the Resolution

Number of Members voted through electronic voting system	Number of votes cast in 'Against' resolution by e-voting	Number of Member/Proxies voted by postal ballot / Poll	Number of vote cast in 'Against' of resolution by postal ballot / Poll	Total Number of vote cast in against through e-voting and postal ballot / Poll	% of total number of valid votes cast
19	39097	0	0	39097	3.71

'Invalid/Abstained' Votes

Number of Members voted through electronic voting system	Number of votes cast invalid by e-voting	Number of Member/Proxies voted by postal ballot	Number of vote cast invalid by postal ballot	Total Number of votes cast through e-voting and postal ballot
-	-	-	-	-



Result:

There being 1014777 votes cast in favor of the resolution and 39097 votes cast against the resolution as set out in Notice as item No. 4, the resolution was passed as an **Ordinary 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: A030650C001006295



Date: 25/09/2021

Place: Kanpur