



## MIRZA INTERNATIONAL LIMITED

CIN: L19129UP1979PLC004821

Registered Office: 14/6, Civil Lines, Kanpur 208 001

Tel.: 91-512-2530775 Fax: 91-512-2530166

Website: www.mirza.co.in; E-mail: compliance@mirzaindia.com

### POSTAL BALLOT NOTICE

Members are hereby informed that pursuant to the provisions of Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder and General Circular issued by Ministry of Corporate Affairs vide Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 ("MCA Circulars"), the Company is seeking approval of the Shareholders through Postal Ballot only by way of electronic means ("remote e-voting") in relation to the resolution set out in the Postal Ballot Notice dated May 10, 2023.

In terms of the said MCA Circulars, the Postal Ballot Notice including remote e-voting instructions has been sent only by e-mail on Monday, May 15, 2023 to all those Members whose names appear in the Register of Members / list of Beneficial Owners as on Friday, May 12, 2022 ("Cut-off Date") and who have registered their e-mail address with the Company / Depository Participants ("DPs"). Accordingly, physical copy of the Postal Ballot Notice, Postal Ballot Form and pre-paid business reply envelope has not been sent to the members for this Postal Ballot and the Shareholders are required to communicate their assent or dissent through the remote e-voting system only.

Postal Ballot Notice is also available on the Company's website at www.mirza.co.in and at the relevant sections of the websites of the Stock Exchanges on which the shares of the Company are listed.

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA Circulars, the Company has provided only remote e-voting facility to its members to enable them to cast their votes electronically instead of physical mode and for this purpose, the Company has availed the services of KFin Technologies Limited ("KFinTech") to provide the remote e-voting facility to its members. The procedure / instructions for remote e-voting are given in the Postal Ballot Notice. **The remote e-voting period shall commence from Wednesday, May 17, 2023 from 09:00 A.M. IST and shall end on Thursday, June 15, 2023 upto 05:00 P.M. IST.** The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently. The voting rights of Members shall be in proportion to the paid-up value of their shares in the total paid-up share capital of the Company carrying voting rights, as on cut-off date. A person whose name is recorded in the Register of Members / list of Beneficial Owners as on cut-off date shall only be entitled to avail the facility of remote e-voting.

In light of the MCA circulars, members who have not yet registered their e-mail address and in consequence could not receive Postal Ballot Notice may temporarily get their e-mail address registered with the Company's RTA KFin Technologies Limited by clicking the link <https://ris.kfintech.com/clientservices/postalballot/registration.aspx> and follow the registration process as guided thereafter and mentioned herein below:

- i. Members who have not registered their email address and in consequence the Postal Ballot Notice and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFinTech, by accessing the link: <https://ris.kfintech.com/clientservices/postalballot/registration.aspx>. Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
- ii. Alternatively, member may send an e-mail request at the email id [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self- attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the postal ballot notice and the e-voting instructions.
- iii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Members are requested to read the instructions pertaining to remote e-voting as given in the Postal Ballot Notice carefully. In case of any queries, you may refer to Frequently Asked Questions (FAQs) for shareholders and remote e-voting User Manual for shareholders available at the download section of <https://evoting.kfintech.com> or contact Mrs. Shobha Anand of KFin Technologies Limited At 040-67162222 or at 18003454001 (toll free) or to the Company Secretary at the Company's Corporate office or E-mail: [compliance@mirzaindia.com](mailto:compliance@mirzaindia.com).

The Board of Directors has appointed Ms. Mallika Goel, Company Secretary in Practice, (FCS No. 11658, CP No. 23020), as the Scrutinizer for conducting the Postal Ballot process, through e-voting process in fair and transparent manner.

The results of the Postal Ballot will be announced by the Company on or before Saturday, June 17, 2023. The said results along with the scrutinizer's report will be displayed on the Company's website at [www.mirza.co.in](http://www.mirza.co.in) and on the website of KFinTech at <https://evoting.kfintech.com> and shall also be communicated to the Stock Exchanges, where the shares of the Company are listed.

Date : May 15, 2023  
Place : New Delhi

For **Mirza International Limited**  
Sd/-  
(Harshita Nagar)  
Company Secretary & Compliance Officer