

Mirza International Limited

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24th 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: Proceedings of the 42nd Annual General Meeting of the Company held on 24th September, 2021, pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [Listing Regulations]

Pursuant to Regulation 30(6) of the Listing Regulations read with Para A of Part A of Schedule III to the said Listing Regulations, we are submitting herewith proceedings of the 42nd Annual General Meeting of the Company, marked as 'Annexure A', duly convened on Friday, the 24th September, 2021, at the Auditorium of Directorate of Extension, Chandra Shekhar Azad (CSA) University of Agriculture and Technology, Nawabganj, Kanpur-208002 at 11:00 A.M.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the Listing Regulations is being filed with NSE and BSE separately.

Please take the above on your record.

Kindly acknowledge receipt.

For MIRZA INTERNATIONAL LIMITED

(Priyanka Pahuja)
Company Secretary

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

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Proceedings of 42nd Annual General Meeting of Mirza International Limited held on Friday, 24th September, 2021 at the Auditorium of Directorate of Extension, Chandra Shekhar Azad (CSA) University of Agriculture and Technology, Nawabganj, Kanpur-208002 at 11:00 A.M.

Owing to the absence of Mr. Rashid Ahmed Mirza, Chairman and Managing Director of the Company, Mr. Sudhindra Kumar Jain, Independent Director of the Company was unanimously elected as the Chairman of the meeting in accordance with the provisions of Article 44 of the Articles of Association of the Company. He took the chair and welcomed and introduced the Directors and Members of the Management present at the meeting.

Among other Directors, Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee were also present at the Meeting. Also present at the Meeting were the Secretarial Auditors, the Statutory Auditors and the Cost Auditors of the Company.

The details of the number of Shareholders present at the meeting are as follows:

	Promoter and Promoter Group	Public	Total
In person	8	34	42
Through proxy	0	0	0
Total	8	34	42

Requisite quorum being present, the Chairman called the meeting to order and commenced the proceedings of the meeting. Necessary registers and reports were placed before the meeting and made accessible to the Members present at the meeting.

With the permission of the Shareholders present at the meeting, the Chairman had taken the Notice dated 27th July, 2021 as read. He further informed the Members that there were no qualifications/remarks reported by the Statutory Auditors in their Report. There were few remarks reported by the Secretarial Auditor of the Company regarding delay in submission of certain disclosures to the Stock Exchanges, however, these remarks do not have any material adverse effect on the functioning of the Company.

Thereafter, Members were explained the procedure of voting on the resolutions as mentioned in the Notice dated 27th July, 2021. They were informed that the remote e-voting facilities had been arranged by the Company through a platform provided by the Registrar and Share Transfer Agents of the Company i.e. KFin Technologies Private Limited, pursuant to Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which commenced from Tuesday, the 21st September, 2021 from 9.00 am. (IST) and ended on Thursday, the 23rd September, 2021 at 5.00 pm. (IST). He further informed the Members present, that the facility to vote by means of Physical Ballot Papers at the Annual General Meeting (AGM) of the Company was also made available for those members who had not casted their vote by means of remote e-voting facility made available for them.

For MIRZA INTERNATIONAL LIMITED


Company Secretary

It was also informed to the Members present that Mr. Ankit Misra, Practicing Company Secretary (FCS: 30650, CP: 23471) was appointed as the Scrutinizer for scrutinizing the remote e-voting process and physical ballot process at the meeting in fair and transparent manner.

The Chairman briefed the Members on the workings of the Company. He also provided an overview of the financial performance of the Company for the financial year ended 31st March, 2021 and future prospects of the Company. Thereafter, Members present in person were invited to make observations and comments, if any on performance of the Company.

Mr. Ankit Misra, Scrutinizer of the meeting conducted the poll process for those Shareholders who had not casted their vote by means of remote e-voting. After ensuring that all the members and proxies participating in the poll casted their votes, the Scrutinizer locked and sealed the Ballot box in front of the members and took the custody of the same.

The following items of business as per the Notice of the AGM dated 27th July 2021, were transacted at the meeting:

1. Adoption of 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. Re-appointment of Mr. Narendra Prasad Upadhyaya (DIN: 00049196) who retires by rotation and, being eligible, offered himself for re-appointment.
3. Ratification of the Remuneration payable to Cost Auditor.
4. Approval for Related Party Transactions with Euro Footwear Private Limited.
5. Approval for Related Party Transactions with Mirza (U.K.) Limited.

The Members were also informed that the results on the resolutions deemed to be passed on the date of the AGM, shall be declared by Ms. Priyanka Pahuja, Company Secretary and Compliance Officer of the Company, authorized by the Chairman, after receipt of the Scrutinizer's Report from the Scrutinizer, on 25th September, 2021 and the same along with the Scrutinizer's Report shall be placed on the website of the Company and will be displayed on the Notice Boards at Registered Office and Corporate office of the Company and shall also simultaneously be forwarded to BSE Limited (BSE) and National Stock Exchange of India Limited (NSE), where the shares of the Company are presently listed.

The Meeting concluded with a vote of thanks to the Chair at 11:30 A.M.

For MIRZA INTERNATIONAL LIMITED

Company Secretary