

Mirza International Limited

A-7, Mohan Coop. Indl. Estate, Mathura Road,
New Delhi - 110044 (India)
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CIN : L19129UP1979PLC004821
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NEAPS/ BSE ONLINE

19th December, 2020

The Corporate Relationship Department,
BSE Ltd.,
PhirozeJeejeebhoy Towers,
1st Floor, New Trading Ring,
Rotunda, Dalal Street,
Mumbai - 400 001

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

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

Dear Sir/Ma'am,

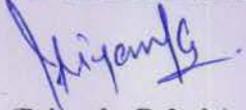
We hereby inform you that 41st Annual General Meeting of Mirza International Limited was held on Friday, 18th December, 2020 at Auditorium of Directorate of Extension, Chandra Shekhar Azad (CSA) University of Agriculture and Technology, Nawabganj, Kanpur-208002 at 11.00 a.m.

Please find enclosed herewith the necessary Disclosure of Voting Result 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 Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules, 2015 as amended alongwith Scrutinizer Report thereon.

This is for your reference and record.

Thanking You,

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

Encl.: As above



Registered & HO :
14/6, Civil Lines, Kanpur - 208 001 (Uttar Pradesh)
Ph. +91 512 253 0775 Fax. +91 512 253 0166
Email : mirzaknp@redtapeindia.com
Website : www.mirza.co.in

MIRZA INTERNATIONAL LIMITED

Details of Voting Results of e-voting and ballot paper on the Resolutions as set out in the Notice dated 10th November, 2020 of 41st Annual General Meeting of the Company held on Friday, 18th December, 2020 at Auditorium of Directorate of Extension, Chandra Shekhar Azad (CSA) University of Agriculture and Technology, Nawabganj, Kanpur-208002 at 11.00 a.m. pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting	18th December, 2020
Total number of shareholders on record date i.e. 11th December, 2020	54,077
No. of shareholders present in the meeting either in person or through Proxy:	
Promoters and Promoters Group:	6
Public:	32
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoters Group:	NOT APPLICABLE
Public:	

Resolution No. 1

Consideration and adoption of the audited financial statements of the Company for the financial year ended 31st March 2020 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 2020 and Auditors' Report thereon.

Resolution Required : (Ordinary/Special)							Ordinary		
Whether promoter/ promoter group are interested in the Agenda/resolution							No		
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled	
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100	
Promoters and Promoter Group	E-voting	84,760,241	-	-	-	-	-	-	
	Poll		31696428	37.40	31696428	0	100.00	0.00	
	Postal Ballot (Not Applicable)		-	-	-	-	-	-	-
	Total		31,596,428	37.40	31,696,428	-	100.00	0.00	
Public-Institutions	E-voting	96,995	-	-	-	-	-	-	
	Poll		-	-	-	-	-	-	
	Postal Ballot (Not Applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public-Non Institutions	E-voting	35,448,764	137854	0.39	136624	1230	99.11	0.89	
	Poll		2675446	7.55	2673446	2000	99.93	0.07	
	Postal Ballot (Not Applicable)		-	-	-	-	-	-	
	Total		2,813,300	7.94	2,810,070	3,230	99.89	0.11	
Total		120,306,000	34,509,728	28.68	34,506,498	3,230	99.99	0.01	

Resolution No. 2

Appointment of a Director in place of Mr. Rashid Ahmed Mirza (DIN 00049009) who retires by rotation and, being eligible, offers himself for re-appointment

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							Yes	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	84,760,241	-	-	-	-	-	-
	Poll		3008450	3.55	3008450	0	100.00	0.00
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		3,008,450	3.55	3,008,450	-	100.00	0.00
Public-Institutions	E-voting	96,995	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	35,448,764	137854	0.39	135019	2835	97.94	2.06
	Poll		247422	0.70	244922	2500	0.00	0.00
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		385,276	1.09	379,941	5,335	98.62	1.38
Total		120,306,000	3,393,726	2.82	3,388,391	5,335	99.84	0.16

For MIRZA INTERNATIONAL LIMITED

(Signature)
Company Secretary

Resolution No. 3

Ratification of the Remuneration payable to Cost Auditor

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	84,760,241	-	-	-	-	-	-
	Poll		31696428	37.40	31696428	0	100.00	0.00
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		31,696,428	37.40	31,696,428	-	-	-
Public-Institutions	E-voting	97,005	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	35,448,754	137854	0.39	136483	1371	99.01	0.99
	Poll		2675446	7.55	2673446	2000	0.00	0.00
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		2,813,300	7.94	2,809,929	3,371	99.88	0.12
Total		120,306,000	34,509,728	28.68	34,506,357	3,371	99.99	0.01

Resolution No. 4

Appointment of CA Sanjiv Gupta as an Independent Director of the Company

Resolution Required : (Ordinary/Special)							Ordinary	
Whether promoter/ promoter group are interested in the Agenda/resolution							No	
Category	Mode of Voting	No. of shares held	No of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	% of votes in favour on Votes Polled	% of votes against on Votes Polled
		(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
Promoters and Promoter Group	E-voting	84,760,241	-	-	-	-	-	-
	Poll		31696428	37.4000	31696428	0	100.00	0.00
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		31,696,428	37.40	31,696,428	-	100.00	0.00
Public-Institutions	E-voting	96,995	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	35,448,764	137854	0.39	134898	2956	97.86	2.14
	Poll		2674146	7.54	2672146	2000	99.93	0.07
	Postal Ballot (Not Applicable)		-	-	-	-	-	-
	Total		2,812,000	7.93	2,807,044	4,956	99.82	0.18
Total		120,306,000	34,508,428	28.68	34,503,472	4,956	99.99	0.01

For MIRZA INTERNATIONAL LIMITED

Sanjiv Gupta
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 read with General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020]

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) and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (Circulars), on the resolution(s) mentioned in Notice dated November 10, 2020 for 41st AGM of the Company held on Friday, December 18, 2020 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, December 15, 2020 at 09:00 A.M. and ended on Thursday, December 17, 2020 at 05:00 P.M. 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, December 11, 2020 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 December 11, 2020 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 Ms. Krati Srivastava and Ms. Ayushi Srivastava 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. 11th December, 2020. 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

Krati

Ayushi



SA
11/11

Resolution No. 1-

Consideration and adoption of the audited financial statements of the Company for the financial year ended 31st March 2020 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 2020 and Auditors' Report thereon.

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
21	136624	36	34369874	34506498	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
21	1230	36	2000	3230	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
-	-	-	-	-



Result:

There being 34506498 votes cast in favor of the resolution and 3230 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-

Appointment of a Director in place of Mr. Rashid Ahmed Mirza (DIN 00049009) who retires by rotation and, being **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
21	135019	36	3253372	3388391	99.84%

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
21	2835	36	2500	5335	0.16%

'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
21	0	36	31116002	31116002



Result:

There being 3388391 votes cast in favor of the resolution and 5335 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
21	136483	36	34369874	34506357	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
21	1371	36	2000	3371	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
21	0	36	0	0



Result:

There being 34506357 votes cast in favor of the resolution and 3371 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-

Appointment of CA Sanjiv Gupta as an Independent Director of the Company

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
21	134898	36	34368574	34503472	99.98%

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
21	2956	36	2000	4956	0.02%

'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
21	0	36	1300	1300



Result:

There being 34503472 votes cast in favor of the resolution and 4956 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

UDIN: A030650B001559320



Date: 19/12/2020

Place: Kanpur