

Mirza International Limited

A-7, Mohan Coop. Indl. Estate, Mathura Road, New Delhi - 110044 Ph. +91 11 4095 9500 / 9501 CIN: L19129UP1979PLC004821 Email: marketing@mirzaindia.com Website: www.mirza.co.in

July 29, 2024

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001

Scrip Code: 526642

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East).

Mumbai 400 051

NSE symbol: MIRZAINT

Dear Sir(s),

Sub.: Voting Results of 45th Annual General Meeting held on July 27, 2024

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of voting results for the businesses transacted at the 45th Annual General Meeting of the members of the Company held on July 27, 2024 along with the scrutinizer's report are enclosed in the prescribed format.

Thanking you.

Yours faithfully, For Mirza International Limited

Harshita Nagar Company Secretary and Compliance Officer

Encl.: As above.

| | Details of voting results of Annual General Meeting | |
|---|---|--|
| Company Name | Mirza International Limited | |
| Date of the AGM | 27-Jul-24 | |
| Total number of shareholders on record date | 85373 | |
| No. of shareholders present in the meeting either in person or through proxy: | | |
| Promoters and Promoter Group: | 3 | |
| Public: | 38 | |
| No. of Shareholders attended the meeting through Video Conferencing | | |
| Promoters and Promoter Group: | Not applicable | |
| Public: | Not applicable | |

| Resolution required: (Ordinary/ Special) | Ordinary- To receive, consid 2024 together with the Repo | | | | Financial Stater | nents for the Fi | nancial Year ende | d March 31, | |
|---|---|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No 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)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 | |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | 0 | 100.00 | 0.00 | |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | 0.0 | 100.00 | 0.00 | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 9,04,53,202 | 0 | 0.00 | 0 | 0 | 0,00 | 0.00 | |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | 0 | 100.00 | 0.00 | |
| | E-Voting | | 2,66,758 | 49.48 | 2,66,758 | 0 | 100.00 | 0.00 | |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| Public- Institutions | Postal Ballot (if applicable) | 5,33,123 | 0 | 0.00 | 0 | C | 0.00 | 0.00 | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,66,758 | (| 100.00 | 0.00 | |
| | E-Voting | | 6,29,166 | 1.61 | 6,29,014 | 152 | 99.98 | 0.02 | |
| | Poll | 3,91,63,493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 | |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,493 | 0 | 0.00 | 0 | (| 0.00 | 0.00 | |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | 6,38,263 | 172 | 99.97 | 0.03 | |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,94,04,303 | 172 | 100.00 | 0.00 | |

| Resolution required: (Ordinary/ Special) | | Ordinary - To appoint a Director in place of Mr. Tauseef Ahmad Mirza (DIN: 00049037), Managing Director, 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)]*10 0 | % of Votes against on votes polled {7}={{5}/{2}}*10 0 | | |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | 0 | 100.00 | 0.00 | | |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | 0 | 100.00 | 0.00 | | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 3,04,33,282 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | 0.00 | 100.00 | 0.00 | | |
| | E-Voting | | 2,66,758 | 49.48 | 2,58,542 | 8,216 | 96.92 | 3.08 | | |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| Public- Institutions | Postal Ballot (if applicable) | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,58,542 | 8,216 | 96.92 | 3.08 | | |
| | E-Voting | | 6,29,166 | 1.61 | 6,28,991 | 175 | 99.97 | 0.03 | | |
| | Poll | 3,91,63,493 | 9,269 | 0.02 | 9249 | 20 | 99.78 | 0.22 | | |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,433 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | 6,38,240 | 195 | 99.97 | 0.03 | | |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,93,96,064 | 8,411 | 99.99 | 0.01 | | |

| Resolution required: (Ordinary/ Special) | Ordinary - Ratification of the | Ordinary - Ratification of the remuneration payable to Cost Auditors | | | | | | | | |
|---|--------------------------------|--|----------------------------|--|---------------------------------|-------------------------------|---|---|--|--|
| 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)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 | | |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | 0 | 100.00 | 0.00 | | |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | 0 | 100.00 | 0.00 | | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 3,04,53,202 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | 0 | 100.00 | 0.00 | | |
| | E-Voting | | 2,66,758 | 49.48 | 2,66,758 | 0.00 | 100.00 | 0.00 | | |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| Public- Institutions | Postal Ballot (if applicable) | 3,33,123 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,66,758 | 0 | 100.00 | 0.00 | | |
| | E-Voting | 100 | 6,29,166 | 1.61 | 6,28,999 | 167 | 99.97 | 0.03 | | |
| | Poll | 3,91,63,493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 | | |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,493 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | 6,38,248 | 187 | 99.97 | 0.03 | | |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,94,04,288 | 187 | 100.00 | 0.00 | | |

| Resolution required: (Ordinary/ Special) | Special - Re-appointment of | Mr. Sanjay Bhalla (Di | N: 00699901) as a | an Independent (| Director of the C | ompany | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | BER. | | No | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | 0 | 100.00 | 0.00 |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | 0 | 100.00 | 0.00 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | | 0.00 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | 0 | 100.00 | 0.00 |
| | E-Voting | | 2,66,758 | 49.48 | 1,69,097 | 97,661 | 63.39 | 36.62 |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Institutions | Postal Ballot (if applicable) | 3,33,123 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 169097 | 97,661 | 63.39 | 36.63 |
| | E-Voting | | 6,29,155 | 1.61 | 6,28,761 | 394 | 99.94 | 0.06 |
| | Poli | 3,91,63,493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 |
| Public- Non Institutions | Postal Ballot (If applicable) | 3,31,03,493 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| 7102 | Total | 3,91,63,493 | 6,38,424 | 1.63 | 6,38,010 | 414 | 99.94 | 0.06 |
| Total | | 13,82,01,900 | 9,94,04,464 | 71.93 | 9,93,06,389 | 98,075 | 99.90 | 0.10 |

| Resolution required: (Ordinary/ Special) | Special - Re-appointment of | Ms. Saumya Srivasta | va (DIN: 0820654 | 7) as an Independ | dent Director of | the Company | | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polied 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)}*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 | |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | (| 100.00 | 0.00 | |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | (| 100.00 | 0.00 | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 3,04,23,202 | 0 | 0.00 | 0 | (| 0.00 | 0.00 | |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | (| 100.00 | 0.00 | |
| | E-Voting | | 2,66,758 | 49.48 | 2,66,758 | (| 100.00 | 0.00 | |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | (| 0.00 | 0.00 | |
| Public- Institutions | Postal Ballot (if applicable) | 3,33,123 | 0 | 0.00 | 0 | | 0.00 | 0.00 | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,66,758 | | 100.00 | 0.00 | |
| | E-Voting | | 6,29,166 | 1.61 | 6,28,772 | 394 | 99.94 | 0.06 | |
| | Poll | 3,91,63,493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 | |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,433 | 0 | 0.00 | 0 | | 0.00 | 0.00 | |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | 6,38,021 | 414 | 99.94 | 0.06 | |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,94,04,061 | 414 | 100.00 | 0.00 | |

| Resolution required: (Ordinary/ Special) | Special - Re-appointment of | Mr. Sanjiv Gupta (DII | N: 02240256) as a | n Independent D | irector of the Co | mpany | | |
|---|-------------------------------|---------------------------|----------------------------|---|---------------------------------|-------------------------------|---|---|
| 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)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | 0 | 100.00 | 0.00 |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | 0 | 100.00 | 0.00 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 3,04,33,202 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | 0 | 100.00 | 0.00 |
| | E-Voting | | 2,66,758 | 49.48 | 0 | 2,66,758 | 0.00 | 100.00 |
| | Poli | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Institutions | Postal Ballot (if applicable) | 3,33,123 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 5,39,125 | 2,66,758 | 49.48 | - | 2,66,758 | 0.00 | 100.00 |
| | E-Voting | | 6,29,166 | 1.61 | 6,28,772 | 394 | 99.94 | 0.06 |
| | Poll | 3,91,63,493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,433 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | - 7-3 | 414 | 99.94 | 0.06 |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,91,37,303 | 2,67,172 | 99.73 | 0.27 |

| Resolution required: (Ordinary/ Special) | Special - Appointment of Mi | Special - Appointment of Mr. Sabir Amin UI Rahman (DIN: 01548381) as an Independent Director of the Company | | | | | | | | |
|---|-------------------------------|---|----------------------------|--|---------------------------------|-------------------------------|---|---|--|--|
| 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)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 | | |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | - 0 | 100.00 | 0.00 | | |
| | Poll | 9,84,99,282 | 72,000 | 0.07 | 72,000 | 0 | 100.00 | 0.00 | | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 3,04,33,202 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 9,84,99,282 | 98499282 | 100.00 | 98499282 | 0 | 100.00 | 0.00 | | |
| | E-Voting | | 2,66,758 | 49.48 | 2,66,758 | 0 | 100.00 | 0.00 | | |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| Public- Institutions | Postal Ballot (if applicable) | 3,33,123 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,66,758 | 0 | 100.00 | 0.00 | | |
| | E-Voting | | 6,29,166 | 1.61 | 6,28,814 | 352 | 99.94 | 0.06 | | |
| | Poll | 3,91,63,493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 | | |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,493 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | 6,38,063 | 372 | 99.94 | 0.06 | | |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,94,04,103 | 372 | 100.00 | 0.00 | | |

| Resolution required: (Ordinary/ Special) | Special - Appointment of Mr | . Subhash Chander Sa | apra (DIN: 000492 | 243) as an Indepe | ndent Director | of the Company | | |
|---|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| 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)]*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 |
| | E-Voting | | 9,84,27,282 | 99.93 | 9,84,27,282 | | 100.00 | 0.00 |
| | Poll | 0 84 00 787 | 72,000 | 0.07 | 72,000 | (| 100.00 | 0.00 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 5,04,53,262 | 0 | 0.00 | 0 | | 0.00 | 0.00 |
| | Total | 9,84,99,282 | 9,84,99,282 | 100.00 | 9,84,99,282 | (| 100.00 | 0.00 |
| | E-Voting | | 2,66,758 | 49.48 | 2,66,758 | (| 100.00 | 0.00 |
| | Poll | E 20 175 | 0 | 0.00 | 0 | | 0.00 | 0.00 |
| Public- Institutions | Mode of Voting | 0 | | 0.00 | 0.00 | | | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,66,758 | | 100.00 | 0.00 |
| | E-Voting | | 6,29,166 | 1.61 | 6,28,814 | 352 | 99.94 | 0.00 |
| | Poll | 3 91 63 493 | 9,269 | 0.02 | 9,249 | 20 | 99.78 | 0.22 |
| Public- Non Institutions | Postal Ballot (if applicable) | 3,31,03,433 | 0 | 0.00 | 0 | | 0.00 | 0.00 |
| | Total | 3,91,63,493 | 6,38,435 | 1.63 | 6,38,063 | 372 | 99.94 | 0.00 |
| Total | | 13,82,01,900 | 9,94,04,475 | 71.93 | 9,94,04,103 | 372 | 100.00 | 0.00 |
| | | | | | | hether resoluti | on passed or not? | Yes |

| Resolution required: (Ordinary/ Special) | Special - Shifting of registers | Special - Shifting of registered office of the Company outside the local limits of city but within same state | | | | | | | |
|---|---------------------------------|---|----------------------------|--|---------------------------------|-------------------------------|---|---|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | No | | | T.V. | | |
| 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)}*10 0 | % of Votes against on votes polled (7)=[(5)/(2)]*10 0 | |
| | E-Voting | | 98427282 | 99.93 | 98427282 | (| 0.00 | 0.00 | |
| | Poll | 9,84,99,282 | 72000 | 0.07 | 72000 | (| 0.00 | 0.00 | |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 3,04,33,262 | 0 | 0.00 | 0 | | 0.00 | 0.00 | |
| | Total | 9,84,99,282 | 98499282 | 100.00 | 98499282 | (| 0.00 | 0.00 | |
| | E-Voting | | 2,66,758 | 49.48 | 2,66,758 | (| 100.00 | | |
| | Poll | 5,39,125 | 0 | 0.00 | 0 | (| 0.00 | | |
| Public- Institutions | Postal Ballot (if applicable) | 3,33,143 | 0 | 0.00 | 0 | (| 0.00 | 0.00 | |
| | Total | 5,39,125 | 2,66,758 | 49.48 | 2,66,758 | (| 100.00 | 0.00 | |
| | E-Voting | | 6,29,166 | 1.61 | 6,28,814 | 352 | 99,94 | 0.06 | |
| | Poll | 3,91,63,493 | 8,759 | 0.02 | 8,739 | 20 | 99.77 | 0.23 | |
| Public- Non institutions | Postal Ballot (if applicable) | 3,31,03,493 | 0 | 0.00 | 0 | (| 0.00 | 0.00 | |
| | Total | 3,91,63,493 | 6,37,925 | 1.63 | 6,37,553 | 372 | 99.94 | 0.00 | |
| Total | | 13,82,01,900 | 9,94,03,965 | 71.93 | 9,94,03,593 | 372 | 100.00 | 0.00 | |

R&D

COMPANY SECRETARIES

Scrutinizer's Report

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with the rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Mirza International Limited
CIN: L19129UP1979PLC004821
14/6, Civil Lines
Kanpur-208 001

45th Annual General Meeting (AGM) of the Members of Mirza International Limited ("the Company") held on Saturday, 27th July, 2024 at 11:30 A.M. at the Auditorium of Directorate of Extension, Chandra Shekhar Azad (CSA) University of Agriculture and Technology, Nawabganj, Kanpur-208 002, Uttar Pradesh

Sub: Consolidated Scrutinizer's Report on process of voting through remote electronic voting and voting done through ballot paper(s) at the AGM of the Members of the Company in accordance with the provisions of Section 108 and 109 of the Companies Act, 2013 read with the rules and Regulation 44 of the SEBI (LODR) Regulations, 2015

Dear Sir/Ma'am,

I, Debabrata Deb Nath, Partner of R & D Company Secretaries, having office at 785, Pocket-E, Mayur Vihar Phase-2, Delhi-110091, have been appointed by the Board of Directors of Mirza International Limited, to act as the scrutinizer for the purpose of voting process conducted through remote electronic voting system and ballot paper(s) in a fair and transparent manner in respect of the Items(s)/Resolution(s) set forth in the Notice of the 45th AGM of the Company, dated 28th May, 2024.

The said appointment as Scrutinizer is under the provisions of Section 108 and 109 of the Companies Act, 2013 read with the rules made thereunder. As the Scrutinizer, I have to scrutinize:

- remote voting process done before the AGM using the remote electronic voting system on the dates referred to in the Notice calling the AGM; and
- ii. voting process at the AGM, through the ballot paper(s).

Management's Responsibility

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the SEBI (LODR) Regulations, 2015, relating to remote electronic voting and voting through ballot paper(s) on the resolutions contained in the Notice calling the AGM is the responsibility of the management of the company.

Branch Office: 2C Pocket-E Manual III

Scrutinizer's Responsibility

My responsibility as a scrutinizer was to ensure that the voting process conducted through remote electronic voting system as well as ballot paper(s), is conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast "in favour" or "against" and the details of invalid votes, if any, to the Chairman or a person authorised by him in writing on the resolution, based on the reports generated from the electronic voting system provided by KFin Technologies Limited (KFintech).

I hereby submit my report as under:

- The Annual Report and the Notice of AGM was sent on Tuesday, 2nd July, 2024 to the Members of the Company, only through electronic mode (email), for seeking their approval on the Item(s)/ Resolution(s) as set out in the Notice.
- 2. The Company has published on 3rd July, 2024, an advertisement about the dispatch of Annual Report and the Notice of AGM, in Business Standard in English language and Business Standard in Regional language.
- 3. The Company has provided facility to exercise votes on the item of business given in the Notice, through remote electronic voting as well as through ballot paper(s), to members holding shares as on Saturday, 20th July, 2023, being the Cut-off date fixed for determining voting rights of members, entitled to participate in the voting.
- 4. The remote electronic voting facility was arranged by KFin Technologies Limited (KFintech).
- The remote electronic voting period commenced from 09:00 A.M. (IST) on Wednesday, 24th July, 2024 and ended at 05:00 P.M. (IST) on Friday, 26th July, 2024, failing which it was strictly considered that no reply had been received from the Member.
- 6. The facility of voting through ballot paper(s) at the AGM was provided only to such members who had not cast their vote through remote electronic voting.
- Empty ballot box, kept for voting through ballot paper(s) at the AGM, was locked and sealed, in the presence of members and proxies present at the AGM.
- 8. The ballot box containing votes cast through ballot paper(s) at AGM was opened immediately after the conclusion of voting through ballot paper(s) at the AGM; thereafter, the votes casted through remote electronic voting were unblocked, in the presence of two witnesses, Ms Simran Kaur R/o D-50, Sector-108, Noida-201301, Uttar Pradesh and Ms Laxmi Kumari R/o B-120, Old Post Office Gali, Shakarpur, Delhi-110092, who are not in the employment of the company. The witnesses have signed below in confirmation of the ballot box being opened in their presence and unblocking of votes cast through remote electronic voting in their presence.

(Signature of witness) Witness 1: Simran Kaur (Signature of witness)
Witness 2: Laxmi Kumari

- 9. 3 ballot paper was found to be incomplete and thus considered invalid.
- 10. The consolidated results of remote electronic voting and voting through ballot paper(s) during AGM are attached and marked as Annexure No.1.
- 11. We hereby submit consolidated scrutinizer's report pursuant to applicable provisions of Companies Act, 2013, rules made thereunder and/or SEBI Regulations on the resolution contained in the notice of aforesaid AGM.
- 12. All relevant records of remote electronic voting and ballot paper(s) will remain in our safe custody until the Chairman of the AGM of the Company considers, approves and signs the minutes of declaration of results and the same shall be handed over to the Company Secretary and Compliance Officer of the Company for safe keeping.

Thanking you

Yours Sincerely

Dated: 29th July, 2024

Place: New Delhi

For R & D
Company Secretaries

Debabrata Deb Nath FCS:7775; CP:8612

partner

Peer Review Certificate No: 1403/2021 Unique Identification No: P2005DE011200

UDIN: F007775F000846030

Countersigned by:

For Mirza International Limited

Company Secretary & Compliance Officer

The result of the remote electronic voting process and voting through ballot paper(s) at the AGM is as under:

Ordinary business:

| Resolution No. 1 (Ordinary Resolution): | To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 together with |
|---|--|
| | the Reports of the Auditors and the Board of Directors thereon |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 382 |
| 5 | Total Valid Votes | 9,94,04,475 |
| 6 | Votes Against | 172 |
| 7 | Votes Against as % of total valid votes cast | 0.00% |
| 8 | Votes in Favour | 9,94,04,303 |
| 9 | Votes in Favour as % of total valid votes cast | 100.00% |

| Resolution No. 2 | To appoint a director in place of Mr Tauseef Ahmad Mirza |
|------------------|--|
| (Ordinary | (DIN: 00049037), Managing Director who retires by rotation |
| Resolution): | and being eligible, offers himself for re-appointment |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | 0.04.04.957 |
| 4 | Invalid Votes* | 9,94,04,857 |
| 5 | Total Valid Votes | 9,94,04,475 |
| 6 | Votes Against | 8,411 |
| 7 | Votes Against as % of total valid votes cast | 0.01 |
| 8 | Votes in Favour | 9,93,96,064 |
| 9 | Votes in Favour as % of total valid votes cast | 99.99 |

Special business:

| Resolution No. 3 | Ratification of the remuneration payable to Cost Auditors |
|------------------|---|
| (Ordinary | |
| Resolution): | |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 382 |
| 5 | Total Valid Votes | 9,94,04,475 |
| 6 | Votes Against | 187 |
| 7 | Votes Against as % of total valid votes cast | 0.00 |
| 8 | Votes in Favour | 9,94,04,288 |
| 9 | Votes in Favour as % of total valid votes cast | 100 |

| Resolution No. 4 | Re-appointment of Mr Sanjay Bhalla (DIN:00699901) as a | an |
|-----------------------|--|----|
| (Special Resolution): | Independent Director of the Company | |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 393 |
| 5 | Total Valid Votes | 9,94,04,464 |
| 6 | Votes Against | 98,075 |
| 7 | Votes Against as % of total valid votes cast | 0.10 |
| • | Votes in Favour | 9,93,06,389 |
| 8 | votes in ravour | 3,33,00,30. |



Resolution No. 5 | Re-appointment of Ms Saumya Srivastava (DIN:08206547) | (Special Resolution):

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 382 |
| 5 | Total Valid Votes | 9,94,04,475 |
| 6 | Votes Against | 414 |
| 7 | Votes Against as % of total valid votes cast | 0.00 |
| 8 | Votes in Favour | 9,94,04,061 |
| | | |

| Resolution No. 6 | Re-appointment of Mr Sanjiv Gupta (DIN:02240256) | as | an |
|-----------------------|--|----|----|
| (Special Resolution): | Independent Director of the Company | | |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 382 |
| 5 | Total Valid Votes | 9,94,04,47 |
| 6 | Votes Against | 2,67,172 |
| 7 | Votes Against as % of total valid votes cast | 0.27 |
| 8 | Votes in Favour | 9,91,37,303 |
| 9 | Votes in Favour as % of total valid votes cast | 99.73 |



| Resolution No. 7 | Appointment of Mr Sabir Amin Ul Rahman (DIN:01548381) |
|-----------------------|---|
| (Special Resolution): | as an Independent Director of the Company |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 382 |
| 5 | Total Valid Votes | 9,94,04,475 |
| 6 | Votes Against | 372 |
| 7 | Votes Against as % of total valid votes cast | 0.00 |
| 8 | Votes in Favour | 9,94,04,103 |
| 9 | Votes in Favour as % of total valid votes cast | 100 |

| Resolution No. 8 | Appointment of Mr Subhash Chander Sapra (DIN:00049243) |
|------------------|--|
| (Special | as an Independent Director of the Company |
| Resolution): | |

| SI. No. | Particulars | No. of Votes | | |
|------------|--|--------------|--|--|
| 1 | Remote Electronic Voting | 9,93,23,355 | | |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 | | |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | | | |
| | [1+2] | 9,94,04,857 | | |
| 4 | Invalid Votes* | 382 | | |
| 5 | Total Valid Votes | 9,94,04,475 | | |
| 6 | Votes Against | 372 | | |
| 7 | Votes Against as % of total valid votes cast | 0.00 | | |
| 8 | Votes in Favour | 9,94,04,103 | | |
| 9 | Votes in Favour as % of total valid votes cast | 100 | | |



| Resolution No. 9 | Approval | for | shifting | of | registered | office | of | the | Company |
|-----------------------|------------|------|------------|----|--------------|---------|----|-------|---------|
| (Special Resolution): | outside th | e lo | cal limits | of | city but wit | hin sar | ne | state | • |

| SI. No. | Particulars | No. of Votes |
|------------|--|--------------|
| 1 | Remote Electronic Voting | 9,93,23,355 |
| 2 | Voting through Ballot Paper(s) at the AGM | 81,502 |
| 3 | Total Votes Cast in the meeting and through remote electronic voting process before the meeting which were considered for the purpose of this Report | |
| | [1+2] | 9,94,04,857 |
| 4 | Invalid Votes* | 892 |
| 5 | Total Valid Votes | 9,94,03,965 |
| 6 | Votes Against | 372 |
| 7 | Votes Against as % of total valid votes cast | 0.00 |
| 8 | Votes in Favour | 9,94,03,593 |
| 9 | Votes in Favour as % of total valid votes cast | 100 |

^{*}Shareholders vote considered invalid for those who abstained from voting through remote electronic voting process; and due to incorrect signature and incorrectly ticked voting in the case of voting through postal ballot.

