



February 18th, 2016

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex
Bandra (East),
Mumbai- 400051

Bombay Stock Exchange Ltd.
Floor 25, P.J Towers,
Dalal Street,
Mumbai- 400001

Sub: Outcome of the Board Meeting held on 18th February, 2016

Dear Sirs,

This is to inform that in the meeting of the Board of Directors of the Company held on **Thursday, 18th February, 2016** (being Board Meeting number 06/2015-16), the Board of Directors, *inter-alia*, considered and approved the following:

- i. Pursuant to the Scheme of Amalgamation of Genesisfootwear Enterprises Private Ltd. (the Transferor Company) with Mirza International Ltd. (the Transferee Company), as approved by Hon'ble Allahabad High Court vide its order dated 15th December, 2015; the Board of Directors allotted 1,56,00,000 (one crore fifty six lacs) fully paid-up equity shares of Rs.2/- each and 1,20,00,000 (one crore twenty lacs) fully paid-up 0% Compulsory Convertible Preference Shares of Rs. 2/- each to the shareholders of the Transferor Company.
- ii. The Board also noted that pursuant to the Scheme of Amalgamation approved by the Hon'ble Allahabad High Court, the account of Genesisfootwear Enterprises Private Ltd. (Transferor Company) shall be amalgamated with that of account of Mirza International limited (Transferee Company) with effect from 01.04.2015.
- iii. The Board took on record the resignation of Mr. D.C. Pandey from the office of the Company Secretary and Compliance Officer of the Company with effect from 31st January, 2016; and,
- iv. The Board considered and approved the appointment of Mr. Ankit Misra, a member of the Institute of Company Secretaries of India as the new Company Secretary and Compliance Officer of the Company with effect from 15th March, 2016.

The meeting ended at 12:50 P.M

Kindly take it on your records.

Thanking You

Yours faithfully

For MIRZA INTERNATIONAL LTD.

TASNEEF AHMAD MIRZA
DIRECTOR
DIN: 00049066