

MIRZA INTERNATIONAL LIMITED

CIN-L19129UP1979PLC004821



June 06, 2020

National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (East),
MUMBAI- 400 051

BSE Ltd.
Floor 25, P.J. Towers,
Dalal Street,
MUMBAI- 400 001

Sirs,

**Sub: Annual Secretarial Compliance Report for the Financial Year Ended on
31st March, 2020**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith Annual Secretarial Compliance Report for the Financial Year Ended on 31st March, 2020 dated 05th June, 2020 issued by M/S. K.N.SHRIDHAR & ASSOCIATES, Practicing Company Secretaries, Secretarial Auditors of the Company for the Financial Year Ended on 31st March, 2020.

Kindly take it on your records.

Thanking You

Yours faithfully

For MIRZA INTERNATIONAL LTD.


(Ankit Mishra)
Company Secretary
& Compliance Officer



Encl. : As Above

**Secretarial Compliance Report of Mirza International Limited
for the year ended 31st March 2020**

I, K.N. Shridhar, FCS of K.N. Shridhar & Associates have examined:

- (a) all documents and records made available to us and explanation provided by Mirza International Limited (“the listed entity”),
- (b) the filings/submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2020 (“Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(not applicable during year under review)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(not applicable during year under review)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(not applicable during year under review)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(not applicable during year under review)**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(not applicable during year under review)**



: - 2 - :

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And based on the above examination, I hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder,

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.

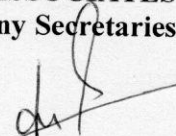
(c) No actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

Place: Kanpur
Date: 05/06/2020

For K.N.SHRIDHAR & ASSOCIATES
Company Secretaries




K.N. SHRIDHAR
FCS No. 3882
CP No. 2612

UDIN:FO03882B000321166