

**MIRZA INTERNATIONAL LIMITED**

CIN : L19129UP1979PLC004821  
Regd. Off : 14/6, Civil Lines, Kanpur-208001  
Phone : 0512-2530775 Fax : 2530166  
E-mail : [mirzaknp@redtapeindia.com](mailto:mirzaknp@redtapeindia.com) Website : [www.mirza.co.in](http://www.mirza.co.in)

**BALLOT FORM**

**(Please read the instructions printed overleaf carefully before exercising the vote)**

1. Name(s) of Member(s) :  
(including Joint holders, if any)
2. Registered address of the sole/  
First named Shareholder :
3. Registered Folio No./  
DP ID No. & Client ID No. :  
(In case of share held in demat form)
4. No. of Shares held
5. EVEN (e-voting EVENT Number) : 1261
6. User ID :
7. Password :
8. I/We hereby exercise my/ our vote(s) in respect of the Resolutions set out in the Notice of the 35<sup>th</sup> Annual General Meeting (AGM) of the Company to be held on Saturday, 20<sup>th</sup> September, 2014, by sending my / our assent or dissent to the said resolutions by placing the tick(✓) mark at the appropriate column in the box below:

Item No.	RESOLUTION	No. of Shares	I/We assent to the resolution (For)	I/We dissent to the resolution(Against)
1	Increase in the borrowing powers of the Board			
2	Consent to hypothecate/mortgage and/or charge all or any part of the movable and/or immovable properties of the Company			

Place :

Date :

(Signature of Shareholder)

Note: Please read the instructions carefully before exercising your vote.

**INSTRUCTIONS**

1. This Ballot form is provided for the benefit of Members who do not have access to e-voting facility.
2. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through post to declare the final result for each of the resolutions forming part of the notice of the AGM.

**Process and manner for Members opting to vote by using the Ballot form:**

1. Please complete and sign the Ballot form (no other form or photocopy thereof is permitted) and send it so as to reach the scrutiner appointed by the Board of Directors of the Company, Mr. Sanjay Gupta, Practicing Company Secretary, ( Membership No. 5381) Address: C/o Mirza International Limited, 14/6 Civil Lines, Kanpur-208001.
2. The Form should be signed by the Member as per the specimen signature registered with the Company/ Depositories. In case of Joint holding, the form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted through proxy.
3. In case the shares are held by companies, trusts, societies etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/ Authorisation.
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
5. The voting rights if shareholders shall be in the proportion of the share held by them in the paid up equity share capital of the company as on August 8, 2014 and as per the Register of Members of the Company.
6. Duly completed Ballot Form should reach the Scrutinizer not later than Tuesday, September 16, 2014. (6.00 p.m. IST) Ballot Form received after that will be strictly treated as if the reply from the Member has not been received.
7. A Member may request for a duplicate Ballot Form, if so required. However, duly filled in and signed duplicate Form should reach the Scrutinizer not later than the date and time specified in serial no.6 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent it makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature can not be verified.
9. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
10. The results shall be placed on the Company's web site [www.mirza.co.in](http://www.mirza.co.in) within two days of the AGM of the Company on September 20, 2014 and communicated to Bombay Stock Exchange Limited and National stock Exchange of India Limited where the shares of the Company are listed.