FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

(other than OPCs and Small **Companies**)

Form language	English	Hindi
Pofor the instruct	tion kit for fil	ing the form

ronn language	English	Tilliui
Refer the instruc	tion kit for fil	ing the form.

I. REGISTRATION AND OTHER	RDETAILS		
(i) * Corporate Identification Number (Cl	* Corporate Identification Number (CIN) of the company		
Global Location Number (GLN) of the	he company		
* Permanent Account Number (PAN)	of the company	AAECM:	3626M
(ii) (a) Name of the company		MIRZA I	NTERNATIONAL LIMITE
(b) Registered office address			_
14/6CIVIL LINES KANPUR NA UTTAR PRADESH Jyotiba Phule Nagar Uttar Pradesh 208001			#
(c) *e-mail ID of the company		complia	nce@mirzaindia.com
(d) *Telephone number with STD co	de	051225	30775
(e) Website		www.m	irza.co.in
(iii) Date of Incorporation		05/09/1	979
(iv) Type of the Company	Category of the Company		Sub-category of the Company
Public Company	Company limited by share:	5	Indian Non-Government company
(v) Whether company is having share ca	pital • Ye	es () No
(vi) *Whether shares listed on recognize	d Stock Exchange(s) 🌘 Ye	es () No

(a) Details of stock exchanges where shares are listed

*Number of business activities

S. No.	Stock Exchange Name	Code
1	National Stock Exchange Limited	1,024
2	BSE Limited	1

(b) CIN of the Registrar and	Transfer Agent	L72400TG2017PLC117649	Pre-fill
Name of the Registrar and	Transfer Agent		
KFIN TECHNOLOGIES LIMITED)		
Registered office address o	f the Registrar and T	ransfer Agents	I
Selenium, Tower B, Plot No-3 anakramguda, Serili ngampa		ict, N	
) *Financial year From date	1/04/2023	(DD/MM/YYYY) To date 31/03/2024	(DD/MM/YYYY
ii) *Whether Annual general m	eeting (AGM) held	Yes	_
(a) If yes, date of AGM			
(b) Due date of AGM	30/09/2024		
(c) Whether any extension f	or AGM granted		

	Main Activity group code		Business Activity Code		% of turnover of the company
1	С	Manufacturing	C2	Textile, leather and other apparel products	85.23
2	G	Trade	G1	Wholesale Trading	14.56
3	G	Trade	G2	Retail Trading	0.21

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given	3	Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held

1	T N S HOTELS AND RESORTS PI	U55101UP2007PTC185484	Subsidiary	100
2	RTS Fashion Limited		Subsidiary	100
3	Mirza (U.K.) Limited		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	296,922,500	138,201,900	138,201,900	138,201,900
Total amount of equity shares (in Rupees)	593,845,000	276,403,800	276,403,800	276,403,800

Number of classes	1
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	·			
Class of Shares Equity	Muthoricod	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	296,922,500	138,201,900	138,201,900	138,201,900
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	593,845,000	276,403,800	276,403,800	276,403,800

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes	0
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Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Nı	umber of sh	ares	Total nominal amount	Total Paid-up amount	Total premium	
Equity shares	Physical	DEMAT	Total				
At the beginning of the year	418,597	137,783,303	138201900	276,403,800			
Increase during the year	0	50,010	50010	100,020	100,020	0	
i. Pubic Issues	0	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	0	
vi. Sweat equity shares allotted	0	0	0	0	0	0	
vii. Conversion of Preference share	0	0	0	0	0	0	
viii. Conversion of Debentures	0	0	0	0	0	0	
ix. GDRs/ADRs	0	0	0	0	0	0	
x. Others, specify		50,010	50010	100,020	100,020		
Decrease during the year	50,010	0	50010	100,020	100,020	0	
i. Buy-back of shares	0	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0	
iv. Others, specify Dematerialisation of Shares	50,010		50010	100,020	100,020		
At the end of the year	368,587	137,833,313	138201900	276,403,800	276,403,80		
Preference shares							

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
At the end of the year	0	0	0	0	0	

ISIN of the	equity	shares	of the	company
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(ii) Details of stock split/consolidation during the year (for each class of shares)

0	
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Class of shares		(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	Face value per share			

of the first return at any time since the incorporation of the company) * Nil [Details being provided in a CD/Digital Media] O No Not Applicable Separate sheet attached for details of transfers Yes No Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown. Date of the previous annual general meeting Date of registration of transfer (Date Month Year) Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock Number of Shares/ Debentures/ Amount per Share/ Units Transferred Debenture/Unit (in Rs.) Ledger Folio of Transferor Transferor's Name middle name Surname first name Ledger Folio of Transferee Transferee's Name middle name first name Surname Date of registration of transfer (Date Month Year) Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock Number of Shares/ Debentures/ Amount per Share/ Debenture/Unit (in Rs.) Units Transferred

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case

Ledger Folio of Tr	ransferor											
Transferor's Name	е											
		Surnam	ne			middle	e name			first name		
Ledger Folio of Tr	ransferee											
Transferee's Nam	ie											
		Surnam	ne		middle name					first name		
(iv) *Debentures ((Outstand		at the en				ear) nal value	per	Total valı	1 0	\neg	
						unit						
lon-convertible debentures			0			0		0				
artly convertible debentures		0			0		0					
Fully convertible debent	tures			0			0			0		
Total										0		
Details of debenture	es		•					'			_	
Class of debentures			iding as at inning of the	Increas year	e duri	ng the	Decrease year	during th	the end	ding as at of the year		
Non-convertible deber			0		0			0		0		
Partly convertible deb		0		0		0		0				
Fully convertible debe	Ily convertible debentures			0		0		0				
(v) Securities (other t	han shares	and dek	pentures)						0			
	umber of ecurities		Iominal Valu ach Unit	ue of	Total Value	Nomir e	nal	Paid up ' each Un		Total Paid	up Value	е
Total												╗

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i)				

\sim	$\Delta \Delta \Delta$	E 17	,890
n	บหล	24/	890
Ο,	000	,	,000

(ii) Net worth of the Company

4,702,460,632

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equi	ty	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	98,669,191	71.39	0		
	(ii) Non-resident Indian (NRI)	0	0	0		
	(iii) Foreign national (other than NRI)	0	0	0		
2.	Government					
	(i) Central Government	0	0	0		
	(ii) State Government	0	0	0		
	(iii) Government companies	0	0	0		
3.	Insurance companies	0	0	0		
4.	Banks	0	0	0		
5.	Financial institutions	0	0	0		
6.	Foreign institutional investors	0	0	0		
7.	Mutual funds	0	0	0		
8.	Venture capital	0	0	0		
9.	Body corporate (not mentioned above)	0	0	0		
10.	Others	0	0	0		
	Tota	98,669,191	71.39	0	0	

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	34,941,076	25.28	0	
	(ii) Non-resident Indian (NRI)	1,007,808	0.73	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	1,500	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	466,381	0.34	0	
7.	Mutual funds	4,500	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	656,688	0.48	0	
10.	Others	2,454,756	1.78	0	
	Total	39,532,709	28.61	0	0

Total number of shareholders (other than promoters)

87,825

Total number of shareholders (Promoters+Public/ Other than promoters)

87,833

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

15

Name of the FII		Date of Incorporation	Number of shares held	% of shares held
CC&L Q EMERGING MA	'1111 WEST GEORGIA ST SUITE 220		79,441	0.06
AMERICAN CENTURY I	4500 MAIN STREET KANSAS CITY N		663	0
AMERICAN CENTURY I	4500 MAIN STREET KANSAS CITY N		9,808	0.01
AMERICAN CENTURY I	4500 MAIN STREET KANSAS CITY N		31,525	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CC& L Q GLOBAL EQU	1111 WEST GEORGIA STREET SUITI +			12,432	0.01
CC&L Q INTERNATION	1111 WEST GEORGIA STREET SUITI +			5,172	0.01
UBS FUND MANAGEM	AESCHENPLATZ 6			88,369	0.06
DIMENSIONAL EMERG	251 Little Falls Drive New Castle Co +			20,258	0.01
STATE STREET GLOBA	ONE LINCOLN STREET BOSTON M.			106,855	0.08
CC&L Q GLOBAL SMAI	2300 1111 WEST GEORGIA STREET			616	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			9,687	0.01
STATE STREET MSCI E	ONE LINCOLN STREET BOSTON M.			20,246	0.01
COPTHALL MAURITIUS	C/O CIM CORPORATE SERVICES LT			29,177	0.02
WORLD EX U.S. TARGE	6300 Bee Cave Road Building One			11,137	0.01
THE HONGKONG AND	Hong Kong, Central, Queen's Roac			40,995	0.03

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	12	8
Members (other than promoters)	73,018	87,825
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category		Number of directors at the beginning of the year Number of directors at the end beginning of the year Number of directors at the end directors as at the end of y				
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	3	2	4	0	71.17	0
B. Non-Promoter	0	7	1	6	0	0
(i) Non-Independent	0	1	1	0	0	0
(ii) Independent	0	6	0	6	0	0

C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	9	5	6	71.17	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

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(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Tauseef Ahmad Mirza	00049037	Managing Director	34,246,604	
Shahid Ahmad Mirza	00048990	Whole-time directo	34,037,734	
Tasneef Ahmad Mirza	00049066	Whole-time directo	30,074,444	
Faraz Mirza	02536109	Whole-time directo	0	
Nirmal Sahijwani	10056433	Whole-time directo	0	
Qazi Noorus Salam	00051645	Director	0	
Yashvir Singh	00049360	Director	0	
Sudhindra Kumar Jain	00189602	Director	0	
Sanjiv Gupta	02240256	Director	0	
Saumya Srivastava	08206547	Director	0	
Sanjay Bhalla	00699901	Director	0	
Vadakke Elukkalyil Thc ∓	ADAPC0759R	Director	4,300	
Harshita Nagar	ARJPN2596E	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

8			
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Name	DIN/PAN	inaginning / diiring tha	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Rashid Ahmed Mirza	00049009	Director	18/07/2023	Cessation
Shuja Mirza	01453110	Director	18/07/2023	Cessation
Narendra Prasad Up	00049196	Director	18/07/2023	Cessation
Nirmal Sahijwani	10056433	Whole-time director	27/07/2023	Appointment
Faraz Mirza	02536109	Whole-time director	12/08/2023	Appointment
Tauseef Ahmad Mirz	00049037	Managing Director	01/10/2023	Appointment
Shahid Ahmad Mirza	00048990	Whole-time director	01/10/2023	Appointment
Tasneef Ahmad Mirz	00049066	Whole-time director	01/10/2023	Appointment

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting

Date of meeting

Date of meeting

Date of meeting

Date of meeting

Total Number of Members entitled to attend meeting

Number of members attended

Number of members shareholding

Annual General Meeting

23/09/2023

89,958

57

B. BOARD MEETINGS

*Number of meetings held 5

S. No.	Date of meeting	Total Number of directors associated as on the date			
		of meeting	Number of directors attended	% of attendance	
1	27/05/2023	12	12	100	
2	27/07/2023	9	9	100	
3	12/08/2023	10	7	70	
4	04/11/2023	11	10	90.91	
5	03/02/2024	11	7	63.64	

C. COMMITTEE MEETINGS

Number of meetings held

19

S. No.	Type of meeting		Total Number of Members as		Attendance
		Date of meeting		Number of members attended	% of attendance
1	Audit Committe	27/05/2023	4	4	100
2	Audit Committe	27/07/2023	4	4	100
3	Audit Committe	12/08/2023	4	3	75
4	Audit Committe	04/11/2023	4	4	100
5	Audit Committe	03/02/2024	4	3	75
6	Nomination an	27/07/2023	3	3	100
7	Nomination an	12/08/2023	3	2	66.67
8	Nomination an	03/02/2024	3	3	100
9	Stakeholders F	03/02/2024	3	3	100
10	Corporate Soc	27/07/2023	4	4	100

D. *ATTENDANCE OF DIRECTORS

	Name of the director	Board Meetings			Co	Whether attended AGM		
S. No.			Meetings	% of attendance	Number of Meetings which director was	Meetings	% of attendance	held on
		entitled to attend	attended	atteridance	entitled to attend	attended	attendance	(Y/N/NA)
1	Tauseef Ahma	5	5	100	2	2	100	
2	Shahid Ahmad	5	3	60	0	0	0	
3	Tasneef Ahma	5	4	80	1	1	100	
4	Faraz Mirza	2	2	100	0	0	0	
5	Nirmal Sahijwa	3	2	66.67	0	0	0	
6	Qazi Noorus S	5	5	100	0	0	0	
7	Yashvir Singh	5	3	60	3	2	66.67	
8	Sudhindra Kur	5	5	100	5	5	100	
9	Sanjiv Gupta	5	3	60	8	6	75	

10	Saumya Sriva:	5	5	100	8	8	100	
11	Sanjay Bhalla	5	5	100	11	11	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

5			

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Tauseef Ahmad Mir ∓	Managing Direct ⊞	40,800,000	0	0	311,954.74	41,111,954.74
2	Shahid Ahmad Mirz	Whole-time dired	14,400,000	0	0	618,755	15,018,755
3	Tasneef Ahmad Mir	Whole-time dired	30,600,000	0	0	71,022	30,671,022
4	Faraz Mirza	Whole-time dired	12,996,774	0	0	153,914	13,150,688
5	Nirmal Sahijwani	Whole-time dired	1,746,516	0	0	234,921	1,981,437
	Total		100,543,290	0	0	1,390,566.74	101,933,856.7

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Vadakke Elukkalyil [·]	CFO	3,772,800	0	0	406,754	4,179,554
2	Harshita Nagar	CS	1,140,000	0	0	93,671	1,233,671
	Total		4,912,800	0	0	500,425	5,413,225

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Qazi Noorus Salam	Independent Dir	0	0	0	40,000	40,000
2	Yashvir Singh	Independent Dir	0	0	0	40,000	40,000
3	Sudhindra Kumar Ja ₩	Independent Dir	0	0	0	40,000	40,000
4	Sanjiv Gupta	Independent Dir	0	0	0	40,000	40,000
5	Saumya Srivastava	Independent Dir	0	0	0	40,000	40,000
6	Sanjay Bhalla	Independent Dir	0	0	0	40,000	40,000
7	Rashid Amhed Mirz	Director	0	0	0	0	0

S. No.	Non	20	Dociana	tion	Gross Sc	olon/	Commission	8	Stock Option/	Others		Total
3. NO.	S. No. Name		Designation		Gross Salary		Commission		Sweat equity	Others	5	Amount
8	Shuja Mirza		Directo	Director			0		0	0		0
9 1	Narendra Prasad U		Director		0		0		0	0		0
Total					0		0		0	240,00	00	240,000
* A. Whether the company has made compliances and disclosures in respect of applicable Yes No B. If No, give reasons/observations * A. DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil Name of the company directors/ officers Name of the company directors/ officers Name of the company/ directors/ officers * A. Whether the company has made compliances and disclosures in respect of applicable Yes No												
(B) DETA	ILS OF CO	MPOUNDING	G OF OFF	ENCES	S N	l il						
Name of the company/ directors/ officers				Date of Order				Part	iculars of nce	Amount of compounding (in Rupees)		
XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment Yes No (In case of 'No', submit the details separately through the method specified in instruction kit) XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES In case of a listed company or a company having paid up share capital of Ten Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8. Name Debabrata Deb Nath												
Whether associate or fellow Associate Associate Fellow												

Certificate of practice number

8612

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Deciaration		

I am Authorised by the Board of Directors of the company vide resolution no. .. 26 dated 27/07/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to
 the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by								
Director								
DIN of the director	00049037							
To be digitally signed by								
Company Secretary								
Company secretary in practice								
Membership number 43330		Certificate of practice r	number					
Attachments				List of attachments				
1. List of share holders, de	benture holders		Attach	FII.pdf				
2. Approval letter for exten	sion of AGM;		Attach	Committee meetings.pdf				
3. Copy of MGT-8;			Attach					
4. Optional Attachement(s), if any		Attach					
				Remove attachment				
Modify	Check	Form	Prescrutiny	Submit				

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company