### MIRA LP Form SC 13D/A April 03, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 1)

THE MEXICO EQUITY & INCOME FUND, INC. (Name of Issuer)

COMMON STOCK (Title of Class of Securities)

592834105

(CUSIP Number)

Terence S. Leighton, Esq. One Chase Manhattan Plaza, 44th Floor New York, New York 10005

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 28, 2002 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box / /

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

SCHEDULE 13D

| CUSIP | NO. 592834105  |  |   |  |  |  |  |
|-------|--|--|---|--|--|--|--|
|       |  |  |   |  |  |  |  |
| 1     |  | NAME OF REPORTING PERSON<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON          |   |  |  |  |  |
|       | Mira, L.P.   |  |   |  |  |  |  |
| 2     | CHECK THE APPRO  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*                                      |   |  |  |  |  |
| 3     | SEC USE ONLY   | SEC USE ONLY   |   |  |  |  |  |
| 4     | SOURCE OF FUNDS*   |  |   |  |  |  |  |
|       | Not applicable   |  |   |  |  |  |  |
| 5     | CHECK BOX IF DI  | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e |   |  |  |  |  |
| 6     | CITIZENSHIP OR PLACE OF ORGANIZATION   |  |   |  |  |  |  |
|       | Delaware   |  |   |  |  |  |  |
|       | NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH |  | SOLE VOTING POWER<br>O                                |  |  |  |  |
|       |  | 8  | SHARED VOTING POWER<br>0                              |  |  |  |  |
|       |  | 9  | SOLE DISPOSITIVE POWER<br>0                           |  |  |  |  |
|       |  | 10   | SHARED DISPOSITIVE POWER<br>0                         |  |  |  |  |
| 11    | AGGREGATE AMOUN  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                           |   |  |  |  |  |
|       | 0  |  |   |  |  |  |  |
| 12    | CHECK BOX IF TH  | E AGGREG   | AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* |  |  |  |  |
| 13    | PERCENT OF CLAS  | S REPRESE  | REPRESENTED BY AMOUNT IN ROW (11)                     |  |  |  |  |

|       | 0%   |   |   |  |  |  |  |
|-------|--|---|---|--|--|--|--|
| 14    | TYPE OF REPO   | RTING PERSC                                       | DN*   |  |  |  |  |
|       | PN   |   |   |  |  |  |  |
|       |  |   |   |  |  |  |  |
|       | INCLUDE BOTH   | SIDES OF TH                                       | CTIONS BEFORE FILLING OUT!<br>HE COVER PAGE, RESPONSES TO ITEMS 1-7<br>SCHEDULE, AND THE SIGNATURE ATTESTATION. |  |  |  |  |
|       |  |   | 2   |  |  |  |  |
|       |  |   | SCHEDULE 13D  |  |  |  |  |
| CUSIP | NO. 592834105  |   |   |  |  |  |  |
|       |  |   |   |  |  |  |  |
| 1     | NAME OF REPORTING PERSON<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON          |   |   |  |  |  |  |
|       | Zurich Capital Markets Inc.  |   |   |  |  |  |  |
| 2     | CHECK THE AP   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* |   |  |  |  |  |
| 3     | SEC USE ONLY   |   |   |  |  |  |  |
| 4     | SOURCE OF FU   |   |   |  |  |  |  |
|       | Not applicab   | le  |   |  |  |  |  |
| 5     | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e |   |   |  |  |  |  |
| 6     | CITIZENSHIP OR PLACE OF ORGANIZATION   |   |   |  |  |  |  |
|       | Delaware   |   |   |  |  |  |  |
|       | NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH | 7   | SOLE VOTING POWER<br>0  |  |  |  |  |
|       |  | 8   | SHARED VOTING POWER<br>0  |  |  |  |  |
|       |  | 9   | SOLE DISPOSITIVE POWER<br>0   |  |  |  |  |

|    | 10                      | SHARED DISPOSITIVE POWER<br>0                   |
|----|-------------------------|---|
| 11 | AGGREGATE AMOUNT BENEFI | CIALLY OWNED BY EACH REPORTING PERSON           |
|    | 0                       |   |
| 12 | CHECK BOX IF THE AGGREG | ATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* |
|    |                         |   |
| 13 | PERCENT OF CLASS REPRES | ENTED BY AMOUNT IN ROW (11)                     |
|    | 0%                      |   |
| 14 | TYPE OF REPORTING PERSO | N*  |
|    | СО                      |   |
|    |                         |   |

#### \*SEE INSTRUCTIONS BEFORE FILLING OUT! INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

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This Amendment No. 1 to Schedule 13D is filed on behalf of Mira, L.P. ("Mira") and Zurich Capital Markets Inc. ("ZCMI") to amend and update the Schedule 13D filed on December 7, 1999 relating to shares of the Common Stock, par value \$.01 per share (the "Common Stock"), of The Mexico Equity & Income Fund, Inc. (the "Company") as set forth below. All capitalized terms not otherwise defined herein shall have the meanings assigned to them in the Schedule 13D, as amended. Items not included in this amendment are either not amended or are not applicable.

1. Items 4 and 6 are hereby amended to add the following additional disclosure:

In March 2002, Mira disposed of 2,324,480 shares of Common Stock of the Company pursuant to a tender offer by the Company to purchase outstanding shares of Common Stock of the Company. Mira received \$11.18 for each share of Common Stock which it sold to the Company pursuant to the tender offer, for an aggregate sales price of approximately \$25,987,686.40. The Company notified Mira of the acceptance of the tendered shares on March 28, 2002.

2. Item 5 is hereby amended to add the following additional disclosure:

(a) Neither Mira, nor ZCMI as the general partner of Mira, beneficially owns any shares of Common Stock.

(b) Neither Mira, nor ZCMI as the general partner of Mira, has sole or shared power to direct the voting or disposition of any shares of Common Stock.

(c) In March 2002, Mira disposed of 2,324,480 shares of Common Stock of the Company pursuant to a tender offer by the Company to purchase outstanding shares of Common Stock of the Company. Mira received \$11.18 for each share of Common Stock which it sold to the Company pursuant to the tender offer, for an

aggregate sales price of approximately \$25,987,686.40. The Company notified Mira of the acceptance of the tendered shares on March 28, 2002.

(e) On March 28, 2002, Mira and ZCMI ceased to be the beneficial owners of more than five percent of the Common Stock.

#### SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: April 3, 2002

MIRA, L.P.

By: Zurich Capital Markets Inc. Its: General Partner

By: /s/ MARTIN HOVANCE

Name: Martin Hovance Title: Senior Vice President

ZURICH CAPITAL MARKETS INC.

By: /s/ MARTIN HOVANCE Name: Martin Hovance Title: Senior Vice President

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