

BY E-FILING/FAX/COURIER

7th January, 2014

To,

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Rotuda Building, Dalal Street,
Mumbai-400 001

Fax-022-22722039

To,

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor
Plot No. C/1 G Block, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Fax- 022-26598237/38

Sub-Quarterly Corporate Governance Report for the quarter ended 31st December, 2013

Dear Sir,

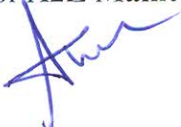
We enclose herewith a Quarterly Corporate Governance Report for the quarter ended 31st December, 2013 under clause 49 of the Listing Agreement.

This is for your information & records please.

Thanking you,

Yours Truly

For **A2Z Maintenance & Engineering Services Limited**


(Atul Kumar Agarwal)
Company Secretary cum Compliance Officer
FCS-6453



Encl: as above

A2Z Maintenance & Engineering Services Limited

Regd Office : 0-116, First Floor, Shopping Mall, Arjun Marg, DLF City, Phase - 1, Gurgaon-122002, Haryana (INDIA)

Corporate Office : Plot No. B-38, Sector 32, Institutional Area, Gurgaon - 122001, Haryana (INDIA),
Tel : 0124-4517600, Fax: 0124-4380014, Website: www.a2zgroup.co.in

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: **A2Z Maintenance & Engineering Services Limited**
 Quarter ending on: **31st December, 2013**

| Particulars | Clause of Listing Agreement | Compliance Status Yes /No | Remarks |
|--|-----------------------------|---------------------------|---|
| I Board of Directors | 49 I | | |
| (A) Composition of Board | 49(IA) | Yes | |
| (B) Non-executive Directors' Compensation & Disclosures | 49 (IB) | Yes | |
| (C) Other Provisions as to Board and Committees | 49 (IC) | Yes | |
| D) Code of Conduct | (49 (ID) | Yes | |
| II. Audit Committee | 49 (II) | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | Yes | |
| (B) Meeting of Audit Committee | 49 (IIB) | Yes | |
| (C) Powers of Audit Committee | 49 (IIC) | Yes | |
| (D) Role of Audit Committee | 49 II(D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (IIE) | Yes | |
| III. Subsidiary Companies | 49 (III) | Yes | |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of Related Party Transactions | 49 (IV A) | Yes | |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | N.A | As there was no different treatment, hence, no disclosure |
| (C) Board Disclosures | 49 (IV C) | Yes | |
| (D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc. | 49 (IV D) | N.A. | |
| (E) Remuneration of Directors | 49 (IV E) | N.A. | will be complied in the next Annual Report |
| (F) Management | 49 (IV F) | Yes | |
| (G) Shareholders | 49 (IV G) | Yes | |
| V.CEO/CFO Certification | 49 (V) | N.A. | will be complied in the next Annual Report |
| VI. Report on Corporate Governance | 49 (VI) | N.A | will be complied in the next Annual Report |



A2Z Maintenance & Engineering Services Limited

Regd Office : 0-116, First Floor, Shopping Mall, Arjun Marg, DLF City, Phase - 1, Gurgaon-122002, Haryana (INDIA)

**Corporate Office : Plot No. B-38, Sector 32, Institutional Area, Gurgaon - 122001, Haryana (INDIA),
 Tel : 0124-4517600, Fax: 0124-4380014, Website: www.a2zgroup.co.in**

| | | | |
|----------------|----------|------|--|
| VII Compliance | 49 (VII) | N.A. | will be complied in the next Annual Report |
|----------------|----------|------|--|

Note:

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- 2) In the column No.3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49 (IV A).
- 3) In the remarks column, reasons for non-compliance may be indicated. For example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as – “will be complied with at the AGM”. Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

For A2Z Maintenance & Engineering Services Limited

Atul Kumar Agarwal
 Company Secretary cum Compliance Officer
 FCS-6453

