

A2Z INFRA ENGINEERING LTD.

(Previously Known as A2Z Maintenance & Engineering Services Limited)
CIN NO. L74999HR2002PLC034805



BY E-FILING/FAX/COURIER

REF. No. : - A2ZINFRA/SE/2015-16/119

26th September, 2015

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Rotuda Building, Dalal Street,
Mumbai-400 001

Fax-022-22722039
BSE Code-533292

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
NSE Code-A2ZINFRA

Subject: - Outcome of the 14th Annual General Meeting duly held on 26th September, 2015

Dear Sir,

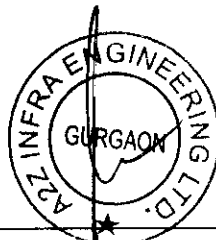
The 14th Annual General Meeting of the Company duly held on Saturday, the 26th September, 2015 at 10.30 a.m. at HSIIDC Hall, Udyog Vihar, Phase - V, Gurgaon-122016. The Requisite quorum for Annual General Meeting of the Company was present.

The Scrutinizer had submitted its report on E-voting, Ballot received from member and Poll Process conducted at the 14th Annual General Meeting of the Company to the chairman.

In View of the same the following resolutions have been approved by the Member (with requisite majority) of the Company:

As Ordinary Resolution:-

1. Adoption of the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended on that date along with the Reports of Directors' and Auditors' thereon.



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, E-mail : info@a2zemail.com

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2. Appointment of Ms. Dipali Mittal (DIN 00872628), who retires by rotation and being eligible, offers herself for re-appointment.
3. Ratification of the Appointment of M/s. Walker, Chandiook & Co LLP, Chartered Accountants, as a statutory Auditor of the Company for the Financial Year 2015-16 and to fix their remuneration.
4. Appointment of Mr. Rajesh Jain (DIN 07015027) as a director of the Company.
5. Appointment of Mr. Ashok Kumar Saini (DIN 03593179) as a director of the Company.
6. Appointment of Branch Auditor for branch offices of the Company outside India.
7. Ratification of remuneration payable to M/s. H A M & Associates, Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2016.

Further we also enclosing the Scrutinizer Report (Combined Report) on voting along with voting result under clause 35A of the Listing Agreement

Thanking you,

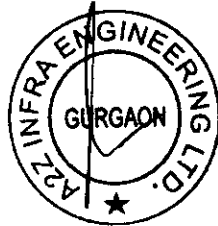
Yours truly

FOR A2Z INFRA ENGINEERING LTD.

(Formerly Known as A2Z Maintenance & Engineering Services Limited)

A handwritten signature in black ink, appearing to read 'Atul', written over a white background.

(Atul Kumar Agarwal)
Company Secretary
FCS-6453



Add: - Plot No. B-38, Institutional area,
Sector-32, Gurgaon-Haryana

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

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REF. No. A2ZINFRA/2015-16/121

September 26, 2015

To,
Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Rotunda Building,
Dalal Street,
Mumbai-400 001

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

FAX: 022- 22722039

FAX: 022-26598237/38

Sub: Result of the Annual General Meeting (AGM) held on 26th September, 2015 - Declaration of Results of E-voting and poll at AGM

Ref.:- Scrip ID: A2ZMES, Scrip Code: - 533292, ISIN: - INE619I01012

As per the provisions of the Companies Act, 2013 and clause 35B of the Listing Agreement, the Company had provided the facility of e-voting to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Annual General Meeting (AGM). The e-voting commenced from Wednesday at 9.00 a.m. on 23rd September, 2015 to Friday at 5:00 p.m. on 25th September, 2015.

In line with the provisions of the Companies Act, 2013 and in terms of the clarifications issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the shareholders. Therefore, at the AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Deepak Gupta, Partner of DR Associates, Practicing Company Secretaries (CP. No. 4629) as Scrutinizer for conducting e-voting and polling at the AGM in a fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the votes casted in electronic form and received up to 25th September, 2015 and poll received till the conclusion of the meeting and submitted their report on 26th September, 2015.

In terms of Clause 35A of the Listing Agreement, the consolidated voting results of the Annual General Meeting (AGM) held at 10:30 a.m. on September 26, 2015 in the prescribed format is as under:-

1. Date of the AGM	September 26, 2015
2. Total number of shareholders on record date	a. 25,603 on 28 th August, 2015 for the purpose of dispatching of Notice to Shareholders. b. 25,566 on 19 th September, 2015 for the purpose of voting through POLL or E-voting.

3. No. of Shareholders present in the meeting either in person or through proxy:-

Shareholders	Present in person	Present through Proxy	Total
Promoters and Promoter Group	6	2	8
Public	48	5	53
Total	54	7	61

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5. No. of Shareholders attended the meeting through Video Conferencing: -No video conferencing facility was made available

Promoters & Promoter Group	N.A.
Public	N.A.

6. In case of Poll/Postal ballot/E-voting:-

Details of the Agenda:

Item No. 1

To consider and adopt the Standalone and Consolidated Financial Statements of the Company as at 31st March, 2015 including the Audited Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss Account for the year ended on that date along with the Reports of Directors' and Auditors' thereon.

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed

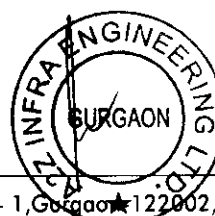
Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public-Others	35,583,427	183,469	0.516	181,464	2,005	98.907	1.093
Total	108,717,694	67,698,109	---	67,696,104	2,005	99.997	0.003

* The numbers of votes polled do not include the invalid votes and votes not polled.

Item No. 2

To appoint a Director in place of Ms. Dipali Mittal (DIN 00872628), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed



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Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public-Others	35,583,427	183,469	0.516	180,989	2,480	98.648	1.352
Total	108,717,694	67,698,109	—	67,695,629	2,480	99.996	0.004

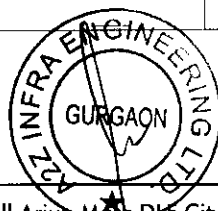
* The numbers of votes polled do not include the invalid votes and votes not polled.

Item No. 3

To ratify the appointment of M/s Walker, Chandiook & Co LLP, Chartered Accountants as Statutory Auditors of the Company, for the Financial Year 2015-16 and to fix their remuneration

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed

Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public-Others	35,583,427	183,469	0.516	181,164	2,305	98.744	1.256
Total	108,717,694	67,698,109	—	67,695,804	2,305	99.997	0.003



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Item No. 4

To consider the appointment of Mr. Rajesh Jain (DIN 07015027) as a Director of the Company.

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed

Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public- Others	35,583,427	183,469	0.516	181,064	2,405	98.689	1.311
Total	108,717,694	67,698,109		67,695,704	2,405	99.996	0.004

Item No. 5

To consider the appointment of Dr. Ashok Kumar Saini (DIN 03593179) as a Director of the Company.

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed

Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public- Others	35,583,427	182,969	0.514	180,649	2,320	98.732	1.268
Total	108,717,694	67,697,609		67,695,289	2,320	99.997	0.003

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Item No. 6

To consider and appoint Branch Auditor for branch offices of the Company outside India.

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed

Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public-Others	35,583,427	183,339	0.515	181,319	2,020	98.898	1.102
Total	108,717,694	67,697,979		67,695,959	2,020	99.997	0.003

Item No. 7

To consider and ratify remuneration payable to M/s. H A M & Associates, Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2016.

Resolution Required : Ordinary Resolution
 Mode of Voting : E-voting/Poll
 Result : Passed

Category	No. of Shares held (1)	No. of votes polled* (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	67,514,640	67,514,640	100.000%	67,514,640	0	100.000	0
Public-Institutional holders	5,619,627	0	0	0	0	0	0
Public-Others	35,583,427	183,325	0.515	181,310	2,015	98.901	1.099
Total	108,717,694	67,697,965		67,695,950	2,015	99.997	0.003

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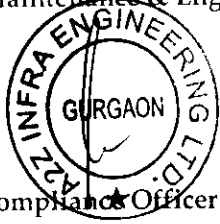
CIN NO. L74999HR2002PLC034805



You are requested to take the above information on record.

Thanking you.
Yours Truly

For A2Z Infra Engineering Ltd.
(Formerly known as A2Z Maintenance & Engineering Services Limited)



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

Add: - Plot No. B-38,
Institutional Area sector-32,
Gurgaon

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, E-mail : info@a2zemail.com

Deepak Gupta
Practicing Company Secretary

3/31, 1st Floor, West Patel Nagar,
New Delhi – 110 008
Mobile No.: 9811423461
Telefax No 011-45063990
Email- deepak@drassociates.org

SCRUTINIZER'S REPORT - COMBINED

To
The Chairman of 14th Annual General Meeting of
A2Z Infra Engineering Limited,
Gurgaon

Dear Sir,

1. I, Deepak Gupta, Company Secretary in practice, partner of DR Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of A2Z Infra Engineering Limited ('the Company') in its meeting held on August 14th, 2015 for the purpose of scrutinizing the e – voting process and Poll Process under the provisions of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, at the 14th Annual General Meeting (AGM) of the members of the Company held on Saturday, 26th September, 2015 at 10.30 A.M. at HSIIDC Hall, Udyog Vihar, Phase-V, Gurgaon – 122 016, Haryana, India.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means and poll on the resolutions contained in the notice of above – said Annual General Meeting. My responsibility as a scrutinizer for e – voting process and for the poll at the AGM is restricted to make a scrutinizer's report and to follow the duties and responsibilities as mentioned under the applicable provisions of the Companies Act., 2013 and rules and regulations made thereunder.
3. I have issued separate Scrutinizer's report dated 26th September, 2015 on the E – Voting and on Poll dated 26th September, 2015, on the resolutions contained in the notice of the AGM. As requested by the Management, I hereby submit my combined report on the results of e – voting together with that of Poll as under:

Item No. of the Notice	Voted in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of Shares	% of total number of valid votes cast (Favour and Against)	No of Shares	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice (Ordinary Resolution)	67696104	99.9970	2005	0.0030	5100

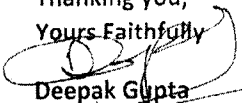


Deepak Gupta
Practicing Company Secretary

3/31, 1st Floor, West Patel Nagar,
New Delhi – 110 008
Mobile No.: 9811423461
Telefax No. 011-45063990
Email– deepak@drassociates.org

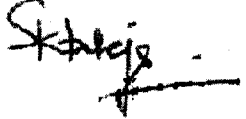
Item No. 2 of the Notice (Ordinary Resolution)	67695629	99.9963	2480	0.0037	5100
Item No. 3 of the Notice (Ordinary Resolution)	67695804	99.9966	2305	0.0034	5100
Item No. 4 of the Notice (Ordinary Resolution)	67695704	99.9964	2405	0.0036	5100
Item No. 5 of the Notice (Ordinary Resolution)	67695289	99.9966	2320	0.0034	5100
Item No. 6 of the Notice (Ordinary Resolution)	67695959	99.9970	2020	0.0030	5100
Item No. 7 of the Notice (Ordinary Resolution)	67695950	99.9970	2015	0.0030	5100

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of AGM.

Thanking you,
Yours Faithfully

Deepak Gupta
FCS-15339
CP No. 4629

Partner
DR Associates
Company Secretaries

Place: New Delhi
Date: September 26, 2015



Countersigned by Chairman of Annual General Meeting
Surender Kumar Tuteja
DIN: 00054771
Date: