

A2Z INFRA ENGINEERING LTD.

(Previously Known as A2Z Maintenance & Engineering Services Limited)

CIN NO. L74999HR2002PLC034805



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REF. No. : - A2ZINFRA/SE/2016-17/009

BY E-FILING

19th April, 2016

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

Dear Sir,

Sub: Reconciliation of Share capital & Audit Report of the quarter ended Q4 - 31st March, 2016

Dear Sir,

We enclose herewith Reconciliation of Share capital & Audit Report for the quarter ended Q4 - 31st March, 2016 under regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996.

You are requested to please take the information in your records.

Thanking you,

Yours truly,

For A2Z INFRA ENGINEERING LTD.
(Formerly known as A2Z Maintenance & Engineering Services Ltd.)

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)

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



**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT OF A2Z INFRA
ENGINEERING LIMITED (formerly A2Z MAINTENANCE & ENGINEERING SERVICES
LIMITED)**

We have examined the register of members and other details furnished by A2Z Infra Engineering Limited and its Registrar and Transfer Agents, Alankit Assignment Limited, for issuing this Certificate in accordance with Circular no. D&CC/FITTC/CIR - 16/2002 dated December 31, 2002, issued by the Securities Exchange Board of India.

In our opinion and to the best of our knowledge and according to information and explanations given to us and based on such verifications, as we considered necessary, we hereby certify that

1. For Quarter Ended : March 31, 2016
 2. ISIN : INE 619I01012
 3. Face Value : Rs. 10/- each
 4. Name of the Company : A2Z Infra Engineering Limited
 5. Registered Office Address : O-116, First Floor, DLF Shopping Mall, Arjun Marg, DLF City, Phase - 1, Gurgaon -122002.
 6. Correspondence Address : Plot No. B-38, Sec 32, Institutional Area, Gurgaon-122001
 7. Telephone & Fax No. : 0124-4517600, Fax No. 0124-4380014
 8. E-mail Address : atulagarwal@a2zemail.com
 9. Name of the Stock Exchange where the Company's securities are listed - **BSE & NSE**
- | | Number of
Shares | % of Total
Issued Share |
|-------------------------------------------------------------------------------------------|---------------------|----------------------------|
| 10. Issued Share : | 12,68,93,980 | 100 |
| 11. Listed Share (Exchange- wise)
(as per company records for all the Stock Exchanges) | | |
| National Stock Exchange of India Limited | 12,67,16,480 * | 100 |
| Bombay Stock Exchange Limited | 12,67,16,480 * | 100 |



DR ASSOCIATES
Company Secretaries



3/31, First Floor, West Patel Nagar,
New Delhi – 110 008
Tel:- 91-11-45063990
Mobile: 98-114-23461, 98-733-18964
E-mail: dr@drassociates.org
Website: www.drassociates.org

12.	Held in dematerialized form in NSDL	10,87,43,987	85.33%
13.	Held in dematerialized form in CDSL	1,79,64,996	14.66%
14.	Physical	7,497	.01%
15.	Total No. of Shares (12+13+14)	<u>12,67,16,480 **</u>	<u>100%</u>

16. Reasons for difference if any, between (10&11), (10&15), (11&15):

* The reason for difference between (10 & 11) is that the Company has allotted 1,77,500 equity shares of Rs. 10/- each pursuant to exercise of ESOP's under A2Z Employee Stock Option Plan, 2013 and Listing approval were received on 06th April 2016 from NSE and 07th April 2016 from BSE i.e. after the end of the quarter 31st March 2016.

** The reason for difference between (10 & 15) is that the effect of Company has allotted 1,77,500 equity shares of Rs. 10/- each pursuant to exercise of ESOP's under A2Z Employee Stock Option Plan, 2013 and final credit of the shares has been done after 31st March, 2016..

17. Certifying the details of changes in Shares during the quarter under consideration as per Table below:

Particulars***	of Shares	Applied/ Not Applied for Shares	Registered on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In- Prin. Appr. Pending for SE (Specify Names)
Equity Shares on conversion of warrants	36,50,786	Yes	Yes (BSE Ltd. & National Stock Exchange of India Ltd.)	Yes	Yes	NIL
ESOPs under A2Z Stock Option Plan 2013	1,77,500	Yes	No #	Yes	Yes	Final Approval has been received from BSE & NSE

** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any Other (to specify).

Listing approval of 1,77,500 Equity Shares allotted pursuant to ESOPs has been received from the NSE & BSE on 06th April 2016 and 07th April 2016 respectively i.e. after the end of the quarter 31st March 2016.





18. Register of Members is updated (Yes / No): **Yes**
(If not, updated upto which date)
19. Reference of previous quarter with regards to excess dematerialized Shares, if any;
---N.A.---
20. Has the company resolved the mentioned in point no. 19 above in the current quarter?
If not, reason why? ---N.A.---
21. Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: NIL

Total No. of demat requests	No. of requests	No. of Shares	Reasons for delay
Confirmed after 21 days	Nil	N.A.	N.A.
Pending for more than 21 days	Nil	N.A.	N.A.

22. Name, Telephone & Fax No. of the Compliance Officer of the Company:
Atul Kumar Agarwal, Company Secretary cum Compliances officer, 0124-4517600, Fax No. 0124-4380014
23. Name, Telephone & Fax No. of the Company Secretary in practice of the Company:
Deepak Gupta, Company Secretary in Practice, 011-45063990
24. Appointment of common agency for share registry work, if yes (name & address):
Yes, Alankit Assignment Limited
2E/21, Alankit House
Jhandewalan Ext,
New Delhi - 110055
25. Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from SE):

For DR Associates
Company Secretaries

Deepak Gupta
Partner
C.P. No: 4629



Dated: 19, April, 2016
Place: New Delhi