

A2Z INFRA ENGINEERING LTD.

(Previously Known as A2Z Maintenance & Engineering Services Limited)

CIN NO. L74999HR2002PLC034805



REF. No.:- A2ZINFRA/SE/2020-21/16

BY E-FILING

20th July, 2020

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

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

Fax-022-22722039
BSE Code- 533292

Fax- 022-26598237/38
NSE Code- A2ZINFRA

Dear Sir,

Sub: - Secretarial Compliance Report

Please find enclosed the Secretarial Compliance Report of the Company for the year ended March 31, 2020.

Kindly take the above information in your records.

Thanking you,
Yours Truly

For A2Z INFRA ENGINEERING LTD.

A handwritten signature in blue ink, appearing to read 'Atul', is written over a circular stamp.



Atul Kumar Agarwal
Company Secretary
FCS-6453

Add: - Plot No. B-38, Institutional Area,
Sector-32, Gurgaon-122001, 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

Secretarial compliance report of A2Z Infra Engineering Limited for the financial year ended 31st March 2020

We, DR Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by A2Z Infra Engineering Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March 2020 in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

and based on the above examination, we hereby report that, during the year under review:

Secretarial Compliance Report of A2Z Infra Engineering Limited



- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued except in respect of matters specified below:

| Sr. No | Compliance Requirement (Regulations/ circulars/guidelines including specific clause) | Deviations | Observations/Remarks of the Practicing Company Secretary |
|-------------------------------------|--|---|---|
| Quarter 4 (January to March) | | | |
| 1. | Delay in approval of Quarterly Financial Results under Regulation 33 of SEBI (LODR) for the quarter ended 31/12/2019 and consequential late submission and publication thereon; Due date- 14 th February 2020 | Quarterly Financial Results submitted on 20 th February 2020 | Fine paid by the Company both to NSE & BSE as per SEBI Circular no. SEBI/ HO/ CFD/CMD/CIR/P/ 2018/77 dt. 3 rd May 2018 |

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

| Sr. No | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|----------------------------------|-----------------|--|--|--|
| Quarter 1 (April to June) | | | | |
| 1. | NSE | Late filing of financial results under Regulation 33 of SEBI (LODR) for the Quarter ended 31/12/2019 | Fine paid to NSE INR 20,000 + GST | Fine paid as per SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2018 /77 dt. 3 rd May 2018 |
| 2. | BSE | Late filing of financial results Under Regulation 33 of SEBI (LODR) for the Quarter ended 31/12/2019 | Fine paid to BSE INR 20,000 + GST | |

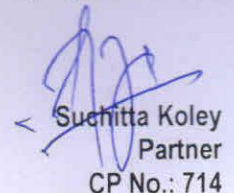


(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No | Observation of the Practicing Company Secretary in the previous reports | Observation made in the secretarial compliance report for the year ended 31 st March 2020 | Actions taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|--------|--|---|---|--|
| 1 | No observation in the previous Secretarial Compliance Report for the financial year ended 31 st March 2019. | In the Secretarial Compliance Report for the financial year ended on 31 st March 2020, there is only one observation pertaining to delay in approval of quarterly Financial Results under Regulation 33 of SEBI (LODR) for the quarter ended 31/12/2019 and consequential late submission and publication thereon. | The Company has paid the fine in respect of the default pertaining to late submission of financial results for the quarter ended 31 st December 2019. Further, the management shall strive to comply all the applicable laws in the Company in future. | The Company has paid the fine in respect of the default pertaining to late submission of financial results for the quarter ended 31 st December 2019. |



For DR Associates
Company Secretaries


Suchitta Koley
Partner
CP No.: 714

UDIN: F001647B000472656

Place: New Delhi
Date: 20th July 2020