

Amit Mittal

TG-2B/4, Garden Estate, M. G. Road, Gurugram-122002

04th October, 2019

To
BSE 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

Dear Sir,

Sub- Disclosure of reasons for encumbrance by promoter in terms of Circular issued by SEBI SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019.

This is to inform you that as on 30th September, 2019, I Amit Mittal, Promoter alongwith persons acting in concert holding 5,04,96,785 equity shares (i.e. 28.67% of the total paid-up share capital) of A2Z INFRA ENGINEERING LTD.

Now, I submit the following in necessary format which is required in terms of Circular issued by SEBI SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019 under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 disclosing the reasons for encumbrance.

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

Thanking You

Yours faithfully



Amit Mittal
DIN No. : - 00058944
Place: Plot No. B-38, Institutional area,
Sector-32, Gurugram- 122001, Haryana.

CC: The Compliance Officer
M/s. A2Z INFRA ENGINEERING LTD.
O-116, First Floor, DLF Shopping Mall,
Arjun Marg, DLF City Phase-I,
Gurugram-122002, Haryana

Format for disclosure of reasons for encumbrance

Name of listed company	A2Z Infra Engineering Limited
Name of the recognised stock exchanges where the shares of the company are listed	BSE Ltd. and National Stock Exchange of India Ltd.
Name of the promoter(s) / PACs whose shares have been encumbered	1. Amit Mittal 2. Mestric Consultants Private Ltd
Total promoter shareholding in the listed company	No. of shares - 5,04,96,785 % of total share capital - 28.67%
Encumbered shares as a % of promoter shareholding	98.13%
Whether encumbered share is 50% or more of promoter shareholding	Yes
Whether encumbered share is 20% or more of total share capital	Yes

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: 30.10.2014)	Encumbrance 2 (Date of creation of encumbrance: 30.12.2014)	Encumbrance 3 (Date of creation of encumbrance: 10.08.2015)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge
No. and % of shares encumbered	No. of shares: 1,48,300 (Shares held by Mr. Amit Mittal) % of total share capital: 0.08%	No. of shares: 2,72,02,301 (Shares held by Mr. Amit Mittal) % of total share capital: 15.45%	No. of shares: 2,22,00,000 (Shares held by Mestric Consultants Private Ltd.) % of total share capital: 12.61%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Globe Fincap Limited	SBICAP Trustee Company Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	Yes	Yes SBICAP Trustee Company Limited is acting as the Security Trustee for and on behalf of State Bank of India, the Lead banker of the Consortium of Lenders

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	Names of all other entities in the agreement	NA	NA	Mestric Consultants Private Ltd.
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No	No	No
Security Cover/ Asset Cover	Value of shares on the date of event/agreement (A)	Rs. 33,07,090/-	Rs. 49,91,80,728/-	Rs. 61,16,10,000/-
	Amount involved (against which shares have been encumbered) (B)	Rs. 34,71,834/-	Rs. 1627,74,00,000/-	
	Ratio of A/B	0.95	0.03	0.04
End use of money	<p>Borrowed amount to be utilized for what purpose</p> <p>-</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount,</p>	For personal use by the promoter.	<p>For the benefit of Listed Company</p> <p>The Company is into Corporate Debt Restructuring (CDR) package for restructuring of its debts and entered into Master Restructuring Agreement (MRA) executed on March 27, 2014 among the Company and Consortium of Lenders.</p> <p>For securing the due repayment, discharge and redemption of all the Facilities by the Company to the CDR Lenders together with interest,</p>	

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	<p>repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>		<p>additional interest, liquidated damages, and other monies in accordance with the MRA, the CDR Lenders of the Company appointed SBICAP Trustee Company Limited (SBICAP) as their Security Trustee and the security was created by way of charge on the assets of the Company and pledge of shares of the Promoter/Promoter Group in favour of the security trustee for and on behalf of the CDR Lenders.</p> <p>Aggregate Loan amount of Rs. 1627.74 Crore was borrowed by the Company from the consortium of Lenders comprising various banks/financial institutions, from time to time and utilised for the business activities of the Company as mentioned in the respective sanction letters issued by various Lenders and repayment of the borrowed loan amount is as per the MRA executed by and between the Company and the consortium of Lenders.</p>
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Name: Amit Mittal
DIN: - 00058944
Place: Gurugram
Date: 04.10.2019