

# A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



BY E-FILING

REF No.:-001/A2ZINFRA/SE/2020-21/034

30<sup>th</sup> September, 2020

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

Fax-022-22722039

To,  
National Stock Exchange of India Limited  
Listing Department  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1 G Block, BandraKurla  
Complex, Bandra (E), Mumbai-400051  
Fax- 022-26598237/38

BSE Code-533292

NSE Code-A2ZINFRA

Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("Listing Regulations")-Brief Proceeding and details of the voting results of the 19<sup>th</sup> Annual General Meeting of the Company.

Dear Sir(s),

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR, 2015), please find enclosed herewith the proceedings of the 19<sup>th</sup> Annual General Meeting of the Company(AGM) duly held on 30<sup>th</sup> September, 2020 at 10:50 A.M. through Video Conferencing / Other Audio Visual Means ("VC/ OAVM") as Annexure A.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the SEBI LODR 2015, we are also submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer as Annexure B and Annexure C respectively. All the resolutions at AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company i.e. [www.a2zgroup.co.in](http://www.a2zgroup.co.in) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) .

You are requested to take the same on records.

Thanking You,  
Yours truly,  
For A2Z INFRA ENGINEERING LIMITED

(Atul K. Agarwal)  
Company Secretary cum Compliance Officer  
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, Gurugram-122002, Haryana (INDIA)

**Corporate Office :** Plot No. B-38, Sector 32, Institutional Area, Gurugram - 122001, Haryana (INDIA), Tel : 0124-4517600, Fax:0124-4380014

**Website:** [www.a2zgroup.co.in](http://www.a2zgroup.co.in), E-mail : [info@a2zemail.com](mailto:info@a2zemail.com)

# A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



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Annexure-A

## Proceedings of the AGM

The Nineteenth Annual General Meeting ('AGM') of A2Z Infra Engineering Limited ('the Company'), was held on Wednesday, September 30, 2020 at 10:50 A.M. through Video Conference or Other Audio-Visual means.

Mr. Atul Kumar Agarwal, Company Secretary informed the Members that in view of the continuing COVID-19 pandemic, and to ensure social distancing norms, the 19<sup>th</sup> Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means (VC/OAVM), in accordance with various circulars issued by the Ministry of Corporate Affairs and SEBI and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI LODR 2015.

The members of the Board and attendees including representatives of Statutory Auditors "Walker Chandiook & Co. LLP" and Secretarial Auditors "DR Associates" attending the meeting introduced themselves.

Mr. Surender Kumar Tuteja, Chairman of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 10:50 a.m. The Chairman welcomed the Members to the AGM.

The Company Secretary also informed the Members that there was no proxy facility available for this meeting, as it was dispensed by MCA while other statutory registers were available for inspection electronically.

Mr. Atul Kumar Agarwal, Company Secretary informed that Statutory Auditors, Walker Chandiook & Co. LLP has modified its opinion on the financial statements as on March 31, 2020 and they are unable to comments on the ability of the Company to continue as a going concern. He further informed that the Notice of the meeting was already sent to the members and with the permission of members, it was taken as read. He also mentioned that the Secretarial Auditors' Report does not contain any qualification, observation or adverse comment

Mr. Atul Kumar Agarwal, Company Secretary of the Company informed the Members that the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company has provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Suchitta Koley of M/s. DR Associates, Practicing Company Secretaries were appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and they would hand over the combined report on voting within forty eight hours of conclusion of the AGM.

Mr. Surender Kumar Tuteja, Chairman and Mr. Amit Mittal, Managing Director addressed the shareholders highlighting inter-alia the financial performance of the Company for the financial year 2019-20, performance of various businesses, etc.

It was informed the members that the Company had provided the facility to the Members to express their views/ask questions during the AGM. All the queries received by Company shall be addressed and answered in the sensible manner.

The Chairman thanked the Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges.



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

**Corporate Office : Plot No. B-38, Sector 32, Institutional Area, Gurugram - 122001, Haryana (INDIA), Tel : 0124-4517600, Fax: 0124-4380014**

**Website: www.a2zgroup.co.in, E-mail : info@a2zemail.com**



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Following items of business, as set out in the Notice convening the 19<sup>th</sup> AGM were recommended for members' consideration and approval:-

S. No.	Business conducted at the AGM	Type of Resolution
1.	a) Adoption of the Audited Standalone Financial Statements of the Company consisting of the Standalone Balance Sheet as at March 31, 2020, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date alongwith the Reports of Board of Directors and the Auditors' thereon. b) Adoption of the Audited Consolidated Financial Statements of the Company consisting of the Consolidated Balance Sheet as at March 31, 2020, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date alongwith Auditors' Report thereon.	Ordinary
2.	Appointment of Director in place of Mr. Ashok Kumar Saini (DIN 03593179), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary
3.	Re-appointment of Mr. Rajesh Jain (DIN: 07015027) as Whole Time Director of the Company.	Ordinary
4.	Reappointment of Mr. Amit Mittal (DIN 00058944) as Managing Director of the Company.	Ordinary
5.	Appointment of Branch Auditors for branch offices of the Company outside India.	Ordinary
6.	Ratification of remuneration payable to M/s. JSN & Co., Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2021.	Ordinary

All the resolutions were passed with requisite majority.

Kindly take the same on record.

Thanking You,

Yours truly,

For A2Z INFRA ENGINEERING LIMITED

(Atul K. Agarwal)

Company Secretary cum Compliance Officer

FCS: 6453

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# A2Z INFRA ENGINEERING LTD.

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## Annexure-B

### DETAILS OF VOTING RESULTS

Date of the AGM/EGM	September 30, 2020
Date of the declaration of results of Postal Ballot	NA
Total number of shareholders on record date	As on August 28, 2020 (For dispatch) :- 39,408 As on September 23, 2020 (For e-voting) :- 40,493
No. of Shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group	
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	4
Public	76



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## Details of Voting:

**Resolution No.-1: Adoption of the Standalone and Consolidated Audited Financial Statements including the Balance Sheet as at March 31, 2020, together with the reports of the Board of Directors and the Auditors thereon.**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50446785	49560983	98.2441	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		50446785	49560983	98.2441	49560983	0	100.0000
Public - Institio nal holders	E-Voting	2916438	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		2916438	0	0	0	0	0
Public- Others	E-Voting	122756635	1456794	1.1867	1455743	1051	99.9279	0.0721
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	<b>Total</b>		122756635	1456794	1.1867	1455743	1051	99.9279
<b>Total</b>		176119858	51017777	28.9676	51016726	1051	99.9979	0.0021

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



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Resolution No.-2: Appointment of Director in place of Mr. Ashok Kumar Saini (DIN 03593179), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)= [(4)/(2)]*10 0	(7)= [(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting	50446785	49560983	98.2441	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	50446785	49560983	98.2441	49560983	0	100.0000	0
Public - Instituti onal holders	E-Voting	2916438	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2916438	0	0	0	0	0	0
Public- Others	E-Voting	122756635	1456794	1.1867	1454683	2111	99.8551	0.1449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	122756635	1456794	1.1867	1454683	2111	99.8551	0.1449
Total		176119858	51017777	28.9676	51015666	2111	99.9959	0.0041

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

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**Resolution No.-3: Re-appointment of Mr. Rajesh Jain (DIN: 07015027) as Whole Time Director of the Company**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] ]*100	(4)	(5)	(6)= [(4)/(2)]*10 0	(7)= [(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting	50446785	49560983	98.2441	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	50446785	49560983	98.2441	49560983	0	100.0000	0
Public - Institutio nal holders	E-Voting	2916438	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2916438	0	0	0	0	0	0
Public- Others	E-Voting	122756635	1456794	1.1867	1454583	2211	99.8482	0.1518
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	122756635	1456794	1.1867	1454583	2211	99.8482	0.1518
Total		176119858	51017777	28.9676	51015566	2211	99.9957	0.0043

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

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CIN NO. L74999HR2002PLC034805



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## Resolution No.-4: Reappointment of Mr. Amit Mittal (DIN 00058944) as Managing Director of the Company

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50446785	49560983	98.2441	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	50446785	49560983	98.2441	49560983	0	100.0000	0
Public - Institutio nal holders	E-Voting	2916438	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2916438	0	0	0	0	0	0
Public- Others	E-Voting	122756635	1456794	1.1867	1454683	2111	99.8551	0.1449
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	122756635	1456794	1.1867	1454683	2111	99.8551	0.1449
Total		176119858	51017777	28.9676	51015666	2111	99.9959	0.0041

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

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## Resolution No.-5: Appointment of Branch Auditors for branch offices of the Company outside India

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50446785	49560983	98.2441	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	50446785	49560983	98.2441	49560983	0	100.0000	0
Public - Instituti onal holders	E-Voting	2916438	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2916438	0	0	0	0	0	0
Public- Others	E-Voting	122756635	1456794	1.1867	1455743	1051	99.9279	0.0721
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	122756635	1456794	1.1867	1455743	1051	99.9279	0.0721
Total		176119858	51017777	28.9676	51016726	1051	99.9979	0.0021

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

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# A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



**Resolution No.-6: Ratification of remuneration payable to M/s. JSN & Co., Cost Accountants, appointed as Cost Auditors of the Company for financial year ending March 31, 2021**

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstandi ng shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	50446785	49560983	98.2441	49560983	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	50446785	49560983	98.2441	49560983	0	100.0000	0
Public - Instituti onal holders	E-Voting	2916438	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	2916438	0	0	0	0	0	0
Public- Others	E-Voting	122756635	1456794	1.1867	1455727	1067	99.9268	0.0732
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)							
	Total	122756635	1456794	1.1867	1455727	1067	99.9268	0.0732
Total		176119858	51017777	28.9676	51016710	1067	99.9979	0.0021

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

You are requested to take the above information on record.

Thanking you,  
Yours Truly

For A2Z INFRA ENGINEERING LTD.

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

Add: - O-116, 1<sup>st</sup> Floor, DLF Shopping Mall,  
Arjun Marg, DLF PH-I, Gurugram-122002, Haryana

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The Chairman  
A22 Infra Engineering Limited,  
Gurugram

**Reg.: Scrutinizers Report on voting for 19<sup>th</sup> Annual General Meeting of A22 Infra Engineering Limited duly held on 30.09.2020**

I Suchitta Koley Partner of DR Associates, Practising Company Secretaries, had been appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the Nineteenth Annual General Meeting of the Shareholders of **A22 Infra Engineering Limited** (hereinafter referred to as the Company) held on Wednesday, 30<sup>th</sup> September, 2020 at 10:50 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

The Company hosted the notice of AGM on its website, website of NSDL (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 8<sup>th</sup> September, 2020.

**Remote e-voting process**

- **Agency**

The National Securities Depository Limited ("NSDL") as the agency for providing the platform for remote e-voting and e-voting during the AGM.

- **Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m., Sunday, 27<sup>th</sup> September, 2020 till 05:00 p.m., Tuesday, 29<sup>th</sup> September, 2020** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

The Members of the Company as on the "cut off" date i.e. Wednesday, September 23, 2020 were entitled to avail the facility of remote e-voting or e-voting during AGM on the proposed resolution(s) as set out in the Notice .

**Voting at the AGM**

- The Company had also provided e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier.

Suchitta  
Koley

Digitally signed by  
Suchitta Koley  
Date: 2020.09.30 18:44:28  
+05'30'







- Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.
- On completion of e-voting during the AGM, I unblocked and downloaded the results of remote e-voting and e-voting by members at the AGM in presence of following two witnesses (non-employees of Company) around 11:42 A.M on 30<sup>th</sup> September 2020.

(Brahmjot Singh)  
7/118 Ramesh Nagar  
Delhi-110 015

(Anju)  
G-156 Mangol Puri,  
New Delhi – 110 084

- The consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 04<sup>th</sup> September 2020 is enclosed herewith as **Annexure A**.

Dated: 30.09.2020  
Place: New Delhi



Suchitta Koley

Digitally signed by  
Suchitta Koley  
Date: 2020.09.30 18:44:55  
+0530'

(Suchitta Koley)  
Scrutinizer  
Partner of DR Associates  
C.P. No. 714  
UDIN: F001647B00019827

Countersigned by:

Atul K. Agarwal  
Company Secretary





**ANNEXURE- A**

**CONSOLIDATED RESULTS ON REMOTE E-VOTING AND E-VOTING AT THE 19<sup>TH</sup> AGM OF A2Z INFRA ENGINEERING LTD. HELD ON 30<sup>TH</sup> SEPTEMBER 2020**

**Item No. 1 of the Notice (Ordinary Resolution):** Adoption of the Standalone and Consolidated Audited Financial Statements including the Balance Sheet as at March 31, 2020, together with the reports of the Board of Directors and the Auditors thereon.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	152	51016726	0	0	152	51016726	99.998
Dissent	13	1051	0	0	13	1051	0.002
<b>Total</b>	<b>165</b>	<b>51017777</b>	<b>0</b>	<b>0</b>	<b>165</b>	<b>51017777</b>	<b>100.00</b>

**Item No. 2 of the Notice:** Appointment of Director in place of Dr. Ashok Kumar Saini (DIN 03593179), who is liable to retire rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
Assent	150	51015666	0	0	150	51015666	99.996
Dissent	15	2111	0	0	15	2111	0.004
<b>Total</b>	<b>165</b>	<b>51017777</b>	<b>0</b>	<b>0</b>	<b>165</b>	<b>51017777</b>	<b>100.00</b>

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**Item No.3 of the Notice:** Re-appointment of Mr. Rajesh Jain (DIN: 07015027) as Whole Time Director of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
<b>Assent</b>	149	51015566	0	0	149	51015566	99.996
<b>Dissent</b>	16	2211	0	0	16	2211	0.004
<b>Total</b>	165	51017777	0	0	165	51017777	100.00

**Item No.4 of the Notice:** Re-appointment Mr. Amit Mittal (DIN 00058944), as Managing Director of the Company.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
<b>Assent</b>	150	51015666	0	0	150	51015666	99.996
<b>Dissent</b>	15	2111	0	0	15	2111	0.004
<b>Total</b>	165	51017777	0	0	165	51017777	100

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**Item No.5 of the Notice:** Appointment of Branch Auditors for branch offices of the Company outside India

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
<b>Assent</b>	152	51016726	0	0	152	51016726	99.997
<b>Dissent</b>	13	1051	0	0	13	1051	0.003
<b>Total</b>	165	51017777	0	0	165	51017777	100.00

**Item No.6 of the Notice:** Ratification of remuneration payable to M/s. JSN & Co., Cost Accountants appointed as Cost Auditors of the Company for financial year ending March 31, 2021.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	No.	Votes	Nos.	Votes	Nos.	Votes	
<b>Assent</b>	151	51016710	0	0	151	51016710	99.998
<b>Dissent</b>	14	1067	0	0	14	1067	0.002
<b>Total</b>	165	51017777	0	0	165	51017777	100.00

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(Suchitta Koley)  
Scrutinizer  
Partner of DR Associates  
C.P. No. 714  
UDIN: F001647B0001982



Counter signed by:

*(Signature)*  
(Atul K. Agarwal)  
Company Secretary

