

## A2Z INFRA ENGINEERING LTD.

(Previously Known as A2Z Maintenance & Engineering Services Limited)

CIN NO. L74999HR2002PLC034805



### LETTER OF INTIMATION OF ISSUE OF WARRANTS OF A2Z INFRA ENGINEERING LIMITED (FORMERLY KNOWN AS A2Z MAINTENANCE & ENGINEERING SERVICES LIMITED)

Date: September 18, 2015

To,  
Mr. Shankar Shashi Sharma  
Unit No. 301 Marina View Towers A  
Dubai Marina UAE- 4BR Dubai- 111111

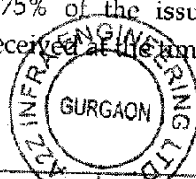
Dear Sir,

**Sub: Intimation of allotment of warrants (the "Warrants") on a private placement basis through a preferential offer by A2Z Infra Engineering Limited (Formerly known as A2Z Maintenance & Engineering Services Limited) (the "Company")**

This is to inform you that the Board of Directors of the Company in its meeting duly held on September 17, 2015 has allotted 82,00,000 Warrants pursuant to the private placement offer letter dated August 18, 2015, as amended vide letter dated August 20, 2015 (the "Offer Letter") to you.

1.	Registered holder of the Warrants	Shankar Shashi Sharma
2.	Total number of Warrants allotted	82,00,000 (Eighty Two Lacs)
3.	Issue price per Warrant	Rs. 21.66/- (Rupees Twenty One and Paise Sixty Six only)
4.	Amount paid (as 25% of the Subscription Amount).	Rs 4,44,03,000/- (Rupees Four Crore Forty Four Lacs Three Thousand only)
5.	Balance amount payable (at the time of conversion of warrants)	Rs. 13,32,09,000/- (Rupees Thirteen Crores Thirty Two Lacs Nine Thousand only)

Each Warrant is convertible into one equity share of Rs. 10/- each (exercisable in one or more tranches) at the option of the holder thereof at any time within 18 (eighteen) months after the allotment. The balance amount i.e., 75% of the issue price is payable at the time of conversion, failing which the amount received at the time of application (i.e., 25% of the issue



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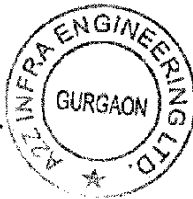
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price) would stand forfeited by the Company. The Warrants mentioned herein are non-transferable (can only be exercised by the registered holder of the Warrants) and are subject to the terms and conditions of the Offer Letter. Further, please note that this is not a letter/certificate of allotment of Warrants.

Yours faithfully,

For and on behalf of  
A2Z Infra Engineering Limited  
(Formerly known as A2Z Maintenance & Engineering Services Limited)

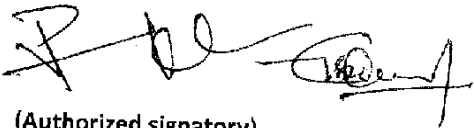
(Amit Mittal)  
Managing Director  
Date : 18.09.2015  
Place : Gurgaon



Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011				
Part A - Details of the Acquisition				
1. Name of the Target Company	A2Z INFRA ENGINEERING LIMITED			
2. Name(s) of the acquirer and Person Acting in Concert (PAC)	Acquirer: Shankar Shashi Sharma			
3. Whether the acquirer belongs to the promoter/promoter group	NO.			
4. Name of the stock exchanges where the TC are listed	BOMBAY STOCK EXCHANGE LIMITED & NATIONAL STOCK EXCHANGE			
5. Details of the acquisitions holding of the acquirer and PAC	Number of shares	%w.r.t total share /voting	% of total diluted	
<b>Before the acquisition under consideration, holding of:</b>	Nil	-	-	
a) Shares carrying voting rights				
b) Voting rights otherwise than by shares				
c) Warrants/convertible securities/anyother instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)				
<b>Total</b>	Nil	-	-	
<b>Details of acquisition</b>		Nil		
a) Shares carrying voting rights	-			
b) voting rights otherwise than by shares	-			
c) warrants/convertible securities/anyother instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	82,00,000			
<b>Total</b>	82,00,000	Nil		
<b>After the acquisition, holding of</b>		Nil		
a) Shares carrying voting rights	-			
b) voting rights otherwise than by shares	-			
c) warrants/convertible securities/anyother instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	82,00,000			
<b>Total</b>	82,00,000	Nil		

Mode of acquisition (e.g.open market/public issue/rights issue/preferential allotment/inter-se transfer/encumbrance,etc)	Preferential allotment	
Date of acquisition of shares/VR or date of receipt of intimation of allotment of shares,whichever is applicable	Sept 18,2015	
Equity share capital/total voting capital of the TC before the said acquisition.	10,87,17,694.00	
Equity share capital/total voting capital of the TC after the said acquisition.	10,87,17,694.00	
Total diluted share /voting capital of the TC after the said acquisition	116917694 *	
(*) Diluted shares/ voting capital means total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.		

On behalf of Mr. Shankar Shashi Sharma (Category -NRI)  
Orbis Financial Corporation Ltd (Custodian cum POA holder)



(Authorized signatory)

Place : Gurgaon

Date : 23/09/2015