

A2Z INFRA ENGINEERING LTD.

(Previously Known as A2Z Maintenance & Engineering Services Limited)

CIN NO. L74999HR2002PLC034805

REF No. :- 001/A2ZINFRA/SE/2016-17/052



19th July, 2016

To,
Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Rotunda Building,
Dalal Street,
Mumbai-400 001

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

FAX: 022- 22722039

FAX: 022-26598237/38

Sub: Results of Postal Ballot under regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref.:- Scrip ID: A2ZINFRA, Scrip Code: - 533292, ISIN: - INE619I01012

Dear Sir,

As per the requirements of regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other applicable provisions therein, we are enclosing herewith the "Details regarding the voting results of the Postal Ballot" declared on July 19, 2016 along with the Scrutinizer Report.

You are requested to kindly take the same on your record.

Thanking you,

Yours Truly

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

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



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

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

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DETAILS OF VOTING RESULTS



Date of the AGM/EGM	NA (Two Special Resolution passed through Postal Ballot)
Date of the declaration of results of Postal Ballot	19 th July, 2016
Total number of shareholders on record date i.e. June 10, 2016	24,688 (as at the closure of the business hours on 10 th June, 2016 as per details furnished by the depositories.)
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	Not Applicable
Promoters and Promoter Group	
Public	

Sl. No.	Details of the Agenda	Resolution required (Ordinary/Special)	Whether promoter/promoter group are interested in the agenda/resolution?	Mode of voting (Show of Hands/Poll/Postal Ballot/E-voting)	Result
1.	Alteration of the Object Clause of the Memorandum of Association of the Company	Special Resolution	No	Postal Ballot/E-voting	Passed
2.	Amendment of the Liability Clause of the Memorandum of Association of the Company	Special Resolution	No	Postal Ballot/E-voting	Passed



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Details of the Postal Ballot and e-Voting:

Resolution No.-1: Alteration of the Object Clause of the Memorandum of Association 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		57,081,683	93.65%	57,081,683	0.00	100%	0.00%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		3,870,957	6.35%	3,870,957	0.00	100%	0.00%
	Total	60,952,640	60,952,640	100%	60,952,640	0.00	100%	0.00%
Public - Institutional holders	E-Voting		0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15,603,788	0	0	0	0	0	0
Public- Others	E-Voting		1,380,036	2.74%	1,367,268	12,768	99.07%	0.93%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		3,628,427	7.21%	3,628,427	0	100%	0.00%
	Total	50,337,552	5,008,463	9.94%	4,995,695	12,768	99.75%	0.25%
Total		126,893,980	65,961,103	51.98%	65,948,335	12,768	99.98%	0.02%

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



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Resolution No.-2: Amendment of the Liability Clause of the Memorandum of Association of the Company

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding 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)]*1 00
Promoter and Promoter Group	E-Voting		57,081,683	93.65%	57,081,683	0.00	100%	0.00%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		3,870,957	6.35%	3,870,957	0.00	100%	0.00%
	Total	60,952,640	60,952,640	100%	60,952,640	0.00	100%	0.00%
Public - Institutional holders	E-Voting		0	0	0	0	0	0
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15,603,788	0	0	0	0	0	0
Public- Others	E-Voting		13,81,111	2.74%	13,63,778	17,333	98.74%	1.26%
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		3,628,277	7.20%	3,628,277	0	100%	0.00%
	Total	50,337,552	5,009,388	9.95%	49,92,055	17,333	99.65%	0.35%
Total		126,893,980	65,962,028	51.98%	65,944,695	17,333	99.97%	0.03%

* 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.
(Formerly Known as A2Z Maintenance & Engineering Services Limited)

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



Add: - Plot No. B-38,

Institutional Area sector 32 Gurgaon

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ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT

Postal Ballot Notice dated May 28, 2016 was issued to shareholders pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014, to take their approval by way of Postal Ballot for passing of the following resolutions: -

1. Alteration of the Object Clause of the Memorandum of Association of the Company.
2. Amendment of the Liability Clause of the Memorandum of Association of the Company

The last date for casting of vote through e-Voting and receipt of duly completed postal ballot forms from the shareholders was Sunday, July 17, 2016. Mr. Nitin Goyal, Partner of Nitin Goyal & Associates, Practicing Company Secretaries who was appointed as scrutinizer, has submitted his report on Postal Ballot and result of the Postal Ballot are as follows: -

Resolution No.-1: Alteration of the Object Clause of the Memorandum of Association of the Company.

Particulars	No. of Postal Ballot Forms/e-votes	No. of Shares	% of Total Net Valid Votes (in %)	% of Total Paid-up Equity Shares
(a) Total Postal Ballot Forms/e-votes Received*	164	65964253	NA	51.98
(b) Less: Invalid Postal Ballot Forms/e-votes received	4	3150	NA	0.00
(c) Net Valid Postal Ballot Forms/e-votes received	160	65961103	NA	51.98
(d) Postal Ballot Forms with assent	146	65948335	99.98%	51.97
(e) Postal ballot Forms with dissent	14	12768	0.02%	0.01

* Includes 123 members having 58461719 shares who voted through e-voting facility of NSDL.

Accordingly, the votes casted FOR the resolution are 99.98% of the Total valid votes cast and the votes casted AGAINST the resolution are 0.02% and consequently, the above resolution is adopted as being passed with requisite majority.

Resolution No. 2: Amendment of the Liability Clause of the Memorandum of Association of the Company

Particulars	No. of Postal Ballot Forms/e-votes	No. of Shares	% of Total Net Valid Votes (in %)	% of Total Paid-up Equity Shares
(a) Total Postal Ballot Forms/e-votes Received*	167	65965178	NA	51.98
(b) Less: Invalid Postal Ballot Forms/e-votes received	4	3150	NA	0.00



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(c) Net Valid Postal Ballot Forms/e-votes received	163	65962028	NA	51.98
(d) Postal Ballot Forms with assent	145	65944695	99.97	51.97
(e) Postal ballot Forms with dissent	18	17333	0.03	0.01

* Includes 126 members having 58462794 shares who voted through e-voting facility of NSDL.

Accordingly, the votes casted FOR the resolution are 99.97% of the Total valid votes cast and the votes casted AGAINST the resolution are 0.03% and consequently, the above resolution is adopted as being passed with requisite majority.

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



Dipali Mittal
Whole Time Director
DIN:- 00872628

Date:- July 19, 2016
Place:- Gurgaon

Add:- O-116 First Floor, DLF Shopping Mall,
Gurgaon-122001

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

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NITIN GOYAL & ASSOCIATES

COMPANY SECRETARIES

Office: 28/142, Ground Floor, West Patel Nagar, New Delhi-110008

Contact No. : 98731-88433

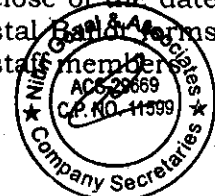
Phone: 011 45075638, E-mail: ngoyals@yahoo.com

SCRUTINIZER'S REPORT

The Board of Directors,
M/s A2Z Infra Engineering Limited
O-116, First Floor, DLF Shopping Mall,
Arjun Marg, DLF City, Phase-1, Gurgaon-122001
India

Dear Sir,

1. The Board of Directors of M/s **A2Z Infra Engineering Limited** (the Company) on 28/05/2016 has appointed me as the Scrutinizer for the purpose of postal ballot exercise on Special Resolutions, pursuant to Section 110 of the Companies Act, 2013 read with Rules thereon, to undertake:
 - 1.1. Alteration in Object Clause of Memorandum of Association of the Company (hereinafter referred to as 'Item No 1');
 - 1.2. Amendment in Liability Clause of Memorandum of Association of the Company (hereinafter referred to as 'Item No 2');
2. I submit my report as under:
 - 2.1. The Company has completed, on 17th June, 2016 through Registered Post, the dispatch of Postal Ballot Forms along with postage prepaid business reply envelope to its Members, whose names appeared on the Register of Members or records of Depositories as on 10th June, 2016.
 - 2.2. The Company has also provided e-voting facility to all the Members and has sent Postal Ballot Notice electronically on 17th June, 2016 to such Members who have registered their email ids for receipt of documents in electronic mode.
 - 2.3. Postal Ballot forms received till Sunday, 17th July, 2016 up to 5:00 P.M., being the last date and time fixed by the Company for receipt of the Postal Ballot forms were considered for my scrutiny.
 - 2.4. Particulars of all the Postal Ballot forms received from the Members have been entered in a register separately maintained for the purpose.
 - 2.5. The Postal Ballot forms were opened soon after the close of the date and time fixed by the Company for receipt of the Postal Ballot forms in my presence with the assistance of my associates/staff members.



- 2.6. The Postal Ballot forms were duly scrutinized and the shareholding was matched /confirmed with the Register of members of the Company as on 10th June, 2016.
- 2.7. The sealed Postal Ballot forms are kept under my safe custody and the same will be handed over to the Company Secretary as per calendar of events.
- 2.8. Envelopes containing Postal Ballot forms returned undelivered aggregating to 219 (Two Hundred and Nineteen only) were marked serial number from 001 to 219 till 5:00 P.M. on 17th July, 2016, being the last date for the receipt of the Postal Ballot were not opened and kept separately. Further, no envelopes containing Postal Ballot forms returned undelivered have been received after 17th July, 2016. Further, to our information 35 (Thirty Five) mails sent electronically were bounced and subsequently the company has sent physical copy of notice along with postal ballot forms by registered post to 35 shareholders.
- 2.9. None of the envelopes containing postal ballot forms received after the business hour as aforesaid were considered.
- 2.10. We have not found any case that the shareholders have voted both through e-voting and postal ballot.
3. A summary of the Postal ballot forms received is given below:

3.1. **Item No. 1:**

Particulars	No. of Postal Ballot forms	No. of Shares	% of total paid up Equity Capital
Total Postal Ballot received (Physical and Electronic)	164	65964253	51.98
Total physical Postal Ballot forms received	41	7502534	5.91
Total Postal Ballot received (Electronic)	123	58461719	46.07
Less: Invalid Postal Ballot forms (as per Register)	4	3150	0.00
Net valid Postal Ballot (as per Register) (Physical & Electronic)	160	65961103	51.98
Total Postal Ballot forms with Assent for the Resolution (Physical)	37	7499384	

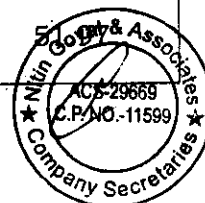


Total Postal Ballot with Assent for the Resolution (Electronic)	109	58448951	46.06
Total Postal Ballot with Assent for the Resolution (Physical and Electronic)	146	65948335	51.97
Total Postal Ballot forms with Dissent for the Resolution (Physical)	0	0	0
Total Postal Ballot with Dissent for the Resolution (Electronic)	14	12768	0.01
Total Postal Ballot with Dissent for the Resolution (Physical and Electronic)	14	12768	0.01

*Accordingly, the votes casted in favor of the Resolution are 99.98% of the total valid votes casted for the resolution.

3.2. Item No. 2:

Particulars	No. of Postal eBallot forms	No. of Shares	% of total paid up Equity Capital
Total Postal Ballot received (Physical and Electronic)	167	65965178	51.98
Total physical Postal Ballot forms received	41	7502384	5.91
Total Postal Ballot received (Electronic)	126	58462794	46.07
Less: Invalid Postal Ballot forms (as per Register)	4	3150	0.00
Net valid Postal Ballot (as per Register) (Physical & Electronic)	163	65962028	51.98
Total Postal Ballot forms with Assent for the Resolution (Physical)	37	7499234	5.91
Total Postal Ballot with Assent for the Resolution (Electronic)	108	58445461	46.06
Total Postal Ballot with Assent for the Resolution (Physical and Electronic)	145	65944695	



Total Postal Ballot forms with Dissent for the Resolution (Physical)	0	0	0
Total Postal Ballot with Dissent for the Resolution (Electronic)	18	17333	0.01
Total Postal Ballot with Dissent for the Resolution (Physical and Electronic)	18	17333	0.01

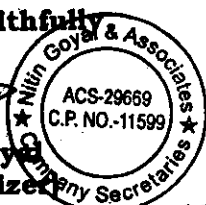
*Accordingly, the votes casted in favor of the Resolution are 99.97% of the total valid votes casted for the resolution.

4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

Yours faithfully


Nitin Goyal
 (Scrutinizer)
 M. No.: 29669 (CP - 11599)



Place: New Delhi
 Dated: 19th July, 2016