

A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



REF. No.:- A2ZINFRA/SE/2020-21/13

BY E-FILING

13th July, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Rotunda 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, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Fax-022-22722039
BSE Code- 533292

Fax- 022-26598237/38
NSE Code- A2ZINFRA

Dear Sir,

Sub: -Corporate Governance Report for the Quarter (Q1) ended 30th June, 2020


Pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we are enclosing herewith the Corporate Governance Report for the Quarter (Q1) ended 30th June, 2020.

Kindly, take the above information on your records.

Thanking you,

Yours Truly

For A2Z INFRA ENGINEERING LTD.


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, 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

A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



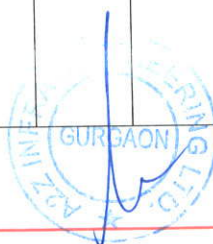
...ent POWER ing the nation

Quarterly Compliance Report on Corporate Governance

Name of the Company: - A2Z INFRA ENGINEERING LTD.
Quarter ending as on:- 30th June, 2020 (Q1)

I. Composition of Board of Directors

| Title (Mr./Ms.) | Name of the Director | PAN & DIN \$ | Category (Chairperson/Executive/Non-Executive/independent/Nominee) | Initial Date of Appointment | Date of Re-appointment | Date of Cessation | Tenure* | Date of Birth | No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity [in reference to provision 17A(1)] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
|-----------------|-----------------------|------------------------------------|--|-----------------------------|------------------------|-------------------|---------|---------------|---|---|---|--|
| Mr. | Surender Kumar Tuteja | DIN : 00594076 PAN : AAGPT7092R | Chairman - Independent Director | 25/07/2008 | 28/09/2019 | NA | 5 Years | 15/06/1945 | 3 | 3 | 9 | 5 |
| Dr. | Ashok Kumar | DIN : 00054771 PAN : AAJPK8131B | Non-Executive - Independent Director | 01/05/2013 | 28/09/2019 | NA | 5 Years | 05/09/1956 | 1 | 1 | 3 | 3 |



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

A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



| | | | | | | | | | | | | |
|---|-------------------------|---|---|----------------|----------------|----|------------|----------------|---|---|---|---|
| M r. | Amit Mittal | DIN: 00058944 PAN: ACWPK6 478J | Executive- Non Independen t Director (Managing Director) | 01/01/ 2005 | 01/01/ 2018 | NA | NA | 07/01 /1968 | 1 | 0 | 1 | 0 |
| Dr | Ashok Kumar Saini | DIN:03593 179 PAN : AODPS91 59M | Non- Executive - Non Independen t Director | 13/11/ 2014 | 01/12/ 2018 | NA | NA | 01/09 /1969 | 1 | 0 | 0 | 0 |
| M r. | Rajesh Jain | DIN: 07015027 PAN : ACIPJ4389 H | Executive - Non Independen t Director (Whole time Director & CEO) | 13/11/ 2014 | 13/11/ 2017 | NA | NA | 12/06 /1973 | 1 | 0 | 1 | 0 |
| M s. | Dipali Mittal | DIN: 00872628 PAN : AGCPM3 667K | Non Executive - Non Independen t Director | 01/04/ 2005 | 14/08/ 2017 | NA | NA | 05/03 /1973 | 1 | 0 | 1 | 0 |
| M s. | Atima Khanna | DIN: 07145114 PAN : BDKPK30 81R | Non- Executive - Independen t Director | 23/05/ 2019 | 28/09/ 2019 | NA | 5 Years | 06/01 /1983 | 1 | 1 | 6 | 0 |
| Whether Regular chairperson appointed - Yes | | | | | | | | | | | | |
| Whether Chairperson is related to managing director or CEO - No | | | | | | | | | | | | |

II. Composition of Committees

| Name of Committee | Whether Regular chairperson appointed | Name of Committee members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) | Date of Appointment | Date of Cessation |
|--------------------|---------------------------------------|---------------------------|--|---------------------|-------------------|
| 1. Audit Committee | | Dr. Ashok Kumar | Chairperson & Independent Director | 01/05/2013 | |
| | | Mr. Surender Kumar Tuteja | Non-Executive & Independent Director | 09/12/2008 | |

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

| | | | | | |
|--|--|---------------------------|---|------------|--|
| | | Ms. Atima Khanna | Non-Executive & Independent Director | 23/05/2019 | |
| | | Mr. Rajesh Jain | Whole Time Director cum Chief Executive Officer | 21/09/2017 | |
| 2. Nomination & Remuneration Committee | | Dr. Ashok Kumar | Chairperson & Independent Director | 06/05/2014 | |
| | | Ms. Dipali Mittal | Non Executive & Non Independent Director | 21/09/2017 | |
| | | Mr. Surender Kumar Tuteja | Non-Executive & Independent Director | 06/05/2014 | |
| 3. Stakeholders Relationship Committee | | Dr. Ashok Kumar | Chairperson & Independent Director | 03/02/2014 | |
| | | Ms. Atima Khanna | Non-Executive & Independent Director | 13/08/2019 | |
| | | Ms. Dipali Mittal | Non-Executive & Non-Independent Director | 13/08/2012 | |

*Risk management Committee is not applicable to the Company.

III. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met* | Number of Directors present* | Number of independent directors present* | Maximum gap between any two consecutive (in number of days) |
|---|---|------------------------------------|------------------------------|--|---|
| 20 th February 2020 | NA | NA | NA | NA | NA |

*to be filled in only for the current quarter meetings



IV. Meeting of Committees

| Name of the Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | Number of Directors present | Number of independent directors present | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days |
|--|---|---|-----------------------------|---|---|--|
| 1. Audit Committee | NA | NA | NA | NA | 20 th February 2020 | NA |
| 2. Stakeholders Relationship Committee | NA | NA | NA | NA | 4 th March 2020 | NA |
| 3. Nomination and Remuneration Committee | NA | NA | NA | NA | 4 th March 2020 | NA |

V. Related Party Transactions

| Subject | Compliance status (Yes/No/NA)refer note below |
|--|---|
| Whether prior approval of audit committee obtained | NA |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA |

Note :-

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015- **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 -
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not Applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here - **No Comments**

FOR A2Z INFRA ENGINEERING LIMITED



Atul K. Agarwal
Company Secretary/Compliance Officer
FCS-6453

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

