

REF. No.:-A2ZINFRA/SE/2024-25/041

**BY E-FILING**

**October 21, 2024**

**To,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Rotuda Building, Dalal Street,  
Mumbai-400 001

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

**Fax-022-22722039**

**Fax- 022-26598237/38**

**BSE Code- 533292**

**NSE Code- A2ZINFRA**

Dear Sir,

**Sub: -Corporate Governance Report for the Quarter (Q2) and half year ended September 30, 2024**

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 (Q2) and half year ended September 30, 2024.**

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: - Ground Floor, Plot No. 58,  
Sector-44, Gurugram-122003, Haryana

# A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



## Quarterly Compliance Report on Corporate Governance

Name of the Company: A2Z INFRA ENGINEERING LTD.

Quarter ending as on: September 30, 2024 (Q2)

### 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 Directors in listed entities including this listed entity [in reference to Regulation 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)
Ms.	Atima Khanna	DIN : 07145114 PAN : BDKP K3081R	Chairperson-Independent Director	23/05/2019	23/05/2024	NA	64.08	06/01/1983	2	2	5	2



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Mr.	Amit Mittal	DIN: 00058944 PAN: ACWPK6478J	Executive-Non Independent Director (Managing Director cum Chief Executive Officer)	01/01/2005	01/01/2024	NA	NA	07/01/1968	1	0	1	0
Ms.	Dipali Mittal	DIN: 00872628 PAN: AGCPM3667K	Non-Executive Non-Independent Director	01/04/2005	14/08/2017	NA	NA	05/03/1973	1	0	1	1
Mr.	Arun Gaur	DIN: 08328873 PAN: AETPG6808F	Non-Executive Non-Independent Director	16/11/2021	19/09/2022	NA	NA	10/02/1973	1	0	2	0
Mr.	Manoj Tiwari	DIN: 03597274 PAN: AAXPT9037F	Non-Executive Non-Independent Director	20/07/2022	19/09/2022	NA	NA	20/06/1965	1	0	1	0
Ms.	Ritu Goyal	DIN: 05180676PAN: AQLPG9537B	Non-Executive Independent Director	11/08/2023	11/08/2023	NA	13.21	06/01/1986	3	3	3	1
Mr.	Parma tma Singh Ratho r	DIN: 03346747 PAN: AIDPR4195E	Non-Executive Independent Director	11/08/2023	11/08/2023	NA	13.21	02/10/1971	1	1	1	0
Whether Regular chairperson appointed - Yes												
Whether Chairperson is related to Managing Director or CEO - No												



# A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



## II. Composition of Committees

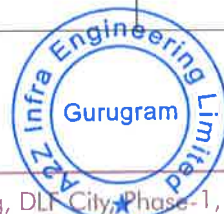
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Ms. Atima Khanna	Non-Executive-Independent Director, Chairperson	23/05/2019	
		Ms. Ritu Goyal	Non-Executive-Independent Director, Member	20/09/2023	
		Mr. Parmatma Singh Rathor	Non-Executive-Independent Director, Member	20/09/2023	
		Mr. Arun Gaur	Non-Executive Non Independent Director, Member	16/11/2021	
2. Nomination & Remuneration Committee	Yes	Ms. Ritu Goyal	Non-Executive-Independent Director, Chairperson	20/09/2023	
		Ms. Atima Khanna	Non-Executive-Independent Director, Member	30/07/2020	
		Ms. Dipali Mittal	Non-Executive Non Independent Director, Member	21/09/2017	
3. Stakeholders Relationship Committee	Yes	Ms. Dipali Mittal	Non-Executive-Non Independent Director, Chairperson	13/08/2012	
		Ms. Atima Khanna	Non-Executive-Independent Director, Member	10/11/2020	
		Mr. Arun Gaur	Non-Executive Non Independent Director, Member	16/11/2021	

\*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 (Including Independent Director)	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
May 15, 2024	August 14, 2024	Yes	7	3	90 Days (in between May 15, 2024 to August 14, 2024 i.e. two consecutive Meetings)

\*to be filled in only for the current quarter meetings



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## 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 (Including Independent Director)	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	August 14, 2024	Yes	4	3	May 15, 2024	90 Days (in between May 15, 2024 to August 14, 2024 i.e. two consecutive Meetings)
2. Stakeholders Relationship Committee	August 14, 2024	Yes	3	1	May 15, 2024	90 Days (in between May 15, 2024 to August 14, 2024 i.e. two consecutive Meetings)
3. Nomination and Remuneration Committee	August 14, 2024	Yes	3	2	-	-

## Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	NA
Brief details of the event	NA



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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	Yes

## 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 1000 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 cum Compliance Officer  
FCS-6453  
Add:- Ground Floor, Plot No. 58,  
Sector-44, Gurugram-122003, Haryana

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## Affirmations

Broad Heading	Regulation Number	Compliance Status
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

## Notes:

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

Name : Atul K. Agarwal  
Designation : Company Secretary



# A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending- 30<sup>th</sup> September, 2024

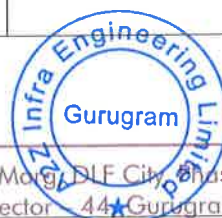
## I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter group or any other entity controlled by them	Nil	Nil
Directors(including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, inconnection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	NA	NIL	NIL
Promoter group or any other entity controlled by them	NA	NIL	NIL
Directors(including relatives) or any other entity controlled by them	NA	NIL	NIL
KMPs or any other entity controlled by them	NA	NIL	NIL



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CIN No.: L74999HR2002PLC034805



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NIL	NIL
Promoter group or any other entity controlled by them	NA	NIL	NIL
Directors(including relatives) or any other entity controlled by them	NA	NIL	NIL
KMPs or any other entity controlled by them	NA	NIL	NIL

## II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.



Amit Mittal  
Managing Director cum CEO ★  
DIN- 00058944

## Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company ; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

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