

# A2Z INFRA ENGINEERING LTD.

CIN NO. L74999HR2002PLC034805



REF. No.:- A2ZINFRA/SE/2019-20/023

## BY E-FILING

11<sup>th</sup> July, 2019

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Rotunda 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  
BSE Code- 533292

Fax- 022-26598237/38  
NSE Code- A2ZINFRA

Dear Sir,

Sub: -Corporate Governance Report for the Quarter (Q1) ended 30<sup>th</sup> June, 2019

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 30<sup>th</sup> June, 2019.

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

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## Quarterly Compliance Report on Corporate Governance

Name of the Company: - A2Z INFRA ENGINEERING LTD.

Quarter ending as on: - 30<sup>th</sup> June, 2019 (Q1)

### I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairpers on/Executi ve/Non- Executive/i ndependen t/Nominee)	Date of Appointme nt in the current term /cessation	Tenure*	No of Director ships in listed entities includin g this listed entity  (Refer Regulati on 25(1) of Listing Regulati ons)	Number of membershi ps in Audit/ Stakeholde r Committee (s) including this listed entity  (Refer Regulation 26(1) of Listing Regulation s)	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 - Independe nt Director	27/09/2014	5 Years	4	5	5
Dr.	Ashok Kumar	DIN : 00054771  PAN : AAJPK8131B	Non- Executive - Independe nt Director	27/09/2014	5 Years	1	1	1
Mr.	Amit Mittal	DIN: 00058944  PAN: ACWPK6478J	Executive- Non Independe nt Director (Managing Director)	01/01/2018	NA	1	0	0



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

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Dr.	Ashok Kumar Saini	DIN:03593179 PAN : AODPS9159M	Non-Executive - Non Independent Director (Whole time Director)	15/02/2018	NA	1	0	0
Mr.	Rajesh Jain	DIN: 07015027 PAN : ACIPJ4389H	Executive - Non Independent Director (Whole time Director & CEO)	13/11/2017	NA	1	1	0
Ms.	Dipali Mittal	DIN: 00872628 PAN : AGCPM3667K	Non Executive - Non Independent Director	14/08/2017	NA	1	1	0
Ms.	Atima Khanna	DIN: 07145114 PAN : BDKPK3081R	Non-Executive - Independent Director	23/05/2019	5 Years	1	4	0

\* Tenure has been taken from the date of appointment of Independent Director in the current tenure without any cooling off period as prescribed in circular CIR/CFD/CMD/5/2015 dated 24<sup>th</sup> September, 2015.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	Mr. Surender Kumar Tuteja	Chairperson & Independent Director
	Dr. Ashok Kumar	Non-Executive & Independent Director
	Mr. Rajesh Jain	Whole Time Director cum Chief Executive Officer
	Ms. Atima Khanna	Non-Executive & Independent Director
2. Nomination & Remuneration Committee	Dr. Ashok Kumar	Chairperson & Independent Director
	Ms. Dipali Mittal	Non Executive & Non Independent Director
	Mr. Surender Kumar Tuteja	Non-Executive & Independent Director

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3. Stakeholders Relationship Committee	Dr. Ashok Kumar	Chairperson & Independent Director
	Mr. Surender Kumar Tuteja	Non-Executive & Independent Director
	Ms. Dipali Mittal	Non-Executive & Non-Independent Director

\*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	Maximum gap between any two consecutive (in number of days)
13 <sup>th</sup> February, 2019	23 <sup>rd</sup> May, 2019	68 Days (in between 15 <sup>th</sup> March, 2019 to 23 <sup>rd</sup> May, 2019 i.e. two consecutive Meetings)
15 <sup>th</sup> March, 2019	21 <sup>st</sup> June, 2019	28 Days (in between 23 <sup>rd</sup> May, 2019 to 21 <sup>st</sup> June, 2019 i.e. two consecutive 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)	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	23 <sup>rd</sup> May, 2019	Yes	13 <sup>th</sup> February, 2019	98 Days (in between 13 <sup>th</sup> February, 2019 to 23 <sup>rd</sup> May, 2019 i.e. two consecutive Meetings)
2. Stakeholders Relationship Committee	23 <sup>rd</sup> May, 2019	Yes	13 <sup>th</sup> February, 2019	98 Days (in between 13 <sup>th</sup> February, 2019 to 23 <sup>rd</sup> May, 2019 i.e. two consecutive Meetings)



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## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
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 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 Kumar Agarwal  
Company Secretary cum Compliance Officer  
FCS-6453

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Sector-32, Gurugram-122001, Haryana