

BY E-FILING/FAX/COURIER**May 5, 2015**

To,
BSE Limited
PhirozeJeejeebhoy Towers
Rotunda Building, Dalal Street,
Mumbai-400 001

Fax-022-22722039

To,
National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor
Plot No. C/1 G Block, BandraKurla Complex, Bandra (E),
Mumbai-400051
Fax- 022-26598237/38

Subject: Report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith report under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 pertaining to allotment of 1,23,40,000 Equity Shares of Rs. 10/- each on preferential basis under approved CDR package.

This is for your information & records please. Kindly acknowledge the receipt.

Thanking you**Yours truly**


Mr. Amit Mittal
Promoter & Managing Director of Target Company

Date - 5th May, 2015**Place - Gurgaon****Cc:**

1. M/s A2Z Infra Engineering Ltd. (formerly known as A2Z Maintenance & Engineering Services Limited) O-116, 1st floor, DLF Shopping Mall, Arjun Marg, DLF Phase-I, Gurgaon-122002, Haryana

Format for Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	M/s A2Z INFRA ENGINEERING LTD. (Formerly known as A2Z Maintenance & Engineering Services Limited)	
2.	Name of the acquirer(s)	Mr. Amit Mittal, Promoter & Managing Director of the Target Company	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited	
4.	Details of the transaction including rationale if any for the transfer/ acquisition of shares.	Allotment of 1,23,40,000 Equity Shares at Rs. 10 each on preferential basis pursuant to CDR package approved by CDR Cell in its meeting held on December 24, 2013.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - Whether disclosure was made and whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange.	N.A. N.A. N.A.	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosure under regulation 10(5) are actually made
	a. Name of the transferor / seller	N.A.	N.A.
	b. Date of acquisition	N.A.	N.A.
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N.A.	N.A.
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N.A.	N.A.
	e. Price at which shares are proposed to be acquired / actually acquired	N.A.	N.A.

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8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	Each Acquirer / Transferee(*) - Mr. Amit Mittal	2,67,17,301	36.02%	3,90,57,301	45.14%
	Each Seller / Transferor - N.A.	N.A.	N.A.	N.A.	N.A.


Mr. Amit Mittal

Promoter & Managing Director of Target Company

Date - 5th May, 2015

Place - Gurgaon

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

Annexure I**Details of the transactions including rationale, for the acquisition of shares**

A2Z Infra Engineering Ltd. (Formerly known as A2Z Maintenance & Engineering Services Limited) ('the Company') is an EPC company involved in project execution in Power sector. Due to slow down in the economy and industry and adverse market conditions the operation of the Company came under strain resultant liquidity constraints. As a result, the ability of the Company to meet its repayment obligations/liabilities under the various facilities availed by it were adversely affected. The Lead Bank of the Consortium of Banks the Company made a reference to corporate debt restructuring cell under CDR guidelines issued by the Reserve Bank of India, for efficient restructuring of the debts of the Company on March 22, 2013 through CDR mechanism.

After considering the proposal made by the Company, the final Corporate Debt Restructuring Package ("CDR Package") was approved by the Corporate Debt Restructuring Empowered Group at its meeting held on December 24, 2013 and communicated to the CDR Lenders vide Letter of Approval dated December 28, 2013.

In terms of the CDR package the promoter(s) is/are required to introduce/bring funds in the Company on the basis of certain percentage of sacrifice being made by the CDR lenders. Therefore, as per the terms of LOA, I as a promoter of the Company has introduced 12,34,00,000/- (Rupees Twelve Crore Thirty Four Lacs Only) into the Company for acquisition of 1,23,40,000 Equity Shares of Rs. 10/- each for cash at par, of the Company.

**Mr. Amit Mittal****Promoter & Managing Director of Target Company****Date - 5th May, 2015****Place - Gurgaon**