

BY E-FILING**REF No.:-001/A2ZINFRA/SE/2024-25/035****September 28, 2024****To,****BSE Limited****PhirozeJeejeebhoy Towers
Rotuda Building, Dalal Street,
Mumbai-400 001****Fax: 022-22722039****BSE Code: 533292****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****NSE Code: A2ZINFRA****Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - Brief Proceeding and details of the Voting Results & Scrutinizer's Report of the 23rd Annual General Meeting of the Company.****Dear Sir(s),**

We wish to inform you that the 23rd Annual General Meeting of the Company (AGM) of A2Z Infra Engineering Limited ("the Company") held today i.e., Saturday, September 28, 2024 at 12:00 P.M. through Video Conferencing/Other Audio Visual Means ("VC/OAVM"). In this regard, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), please find enclosed herewith the Summary proceedings of the AGM as Annexure A.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the SEBI Listing Regulations, we are submitting herewith the details regarding the Voting Results of the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer dated September 28, 2024, on the remote e-voting and e-voting at the AGM as Annexure B and Annexure C respectively. All the resolutions at AGM were passed with requisite majority.



A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



The above information will be uploaded on the website of the Company i.e. www.a2zgroup.co.in and on the website of National Securities Depository Ltd. i.e. www.evoting.nsdl.com.

You are requested to take the same on records.

Thanking You,

Yours truly,

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

Encl: As above

Annexure-A**Proceedings of the AGM**

The Twenty Third (23rd Annual General Meeting ('AGM') of A2Z Infra Engineering Limited ('the Company') was held today, i.e., Saturday, September 28, 2024 at 12:00 P.M. (IST) through Video Conferencing ("VC")/ Other Audio-Visual means("OAVM").

Mr. Atul Kumar Agarwal, Company Secretary welcomed all the Members to the AGM and informed that the 23rd Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means (VC/OAVM), in accordance with various circulars issued by the Ministry of Corporate Affairs and SEBI and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

Ms. Atima Khanna, Chairperson of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 12:00 p.m. The Meeting was attended by 78 Members through VC / OAVM facility provided through WebEx and Webcast facility of National Securities Depository Limited (NSDL). The Chairperson welcomed the Members to the AGM.

Mr. Atul Kumar Agarwal introduced the Members of the Board who were attending the Meeting and in particular confirmed the presence of Ms. Atima Khanna, Chairperson and Independent Director and also the Chairperson of Audit Committee, Mr. Amit Mittal, Managing Director & CEO, Ms. Dipali Mittal, Non-Executive - Non Independent Director and Chairperson of Stakeholders' Relationship Committee, Mr. Arun Gaur, Non-Executive - Non Independent Director, Mr. Manoj Tiwari, Non-Executive Non-Independent Director, Ms. Ritu Goyal, Non-Executive Independent Director and Chairperson of Nomination & remuneration Committee, Mr. Parmatma Singh Rathor Non-Executive Independent Director and Mr. Lalit Kumar, Chief Financial Officer. Mr. Atul Kumar agarwal informed that Mr. Saurabh Kuchhal, representative of Statutory Auditors "MRKS and Associates" and Mr. Suchitta Koley, representative of Secretarial Auditors "DR Associates" were also attending the meeting.

The Company Secretary also informed the Members that there was no proxy facility available for this meeting, as it was dispensed by MCA and SEBI while statutory registers and other applicable documents were available for inspection at the request of the members.

Mr. Atul Kumar Agarwal, Company Secretary informed that Statutory Auditors, MRKS and Associates has given their disclaimer of opinion on the Standalone and Consolidated Financial Statements as on March 31, 2024, on the following matters:-

1. that they are unable to comments on the ability of the Company to continue as a going concern;
2. non-recognition of interest on NPA Borrowings aggregating to INR 2,983.20 Lakhs for the year ended March 31, 2024 and
3. realisation of non-current investments amounting to INR 7,992.84 Lakhs in its associate Company namely Greeneffect Waste Management Ltd.

Board of Directors has given their explanation to the same in their report. He further informed that the Notice of the meeting had already been circulated to all the members at their email ids registered with the Company/Depositories and therefore, it was taken as read. He also mentioned that the Secretarial Auditors' Report does not contain any qualification, observation or adverse comment

Mr. Atul Kumar Agarwal, Company Secretary of the Company informed the Members that in Compliance with the provisions of the Companies Act and SS-2, issued by ICSI for General Meetings, the Company had provided the facility of "remote e-voting" for voting on the resolutions contained in the Notice calling the AGM. He also informed that the Company had provided the facility to vote at the meeting through e-voting platform of NSDL to those Members who did not exercise their vote through remote e-voting. He further informed that Mr. Suchitta Koley, partner of M/s DR Associates, Practicing Company Secretaries were appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and they would hand over the combined report on voting within prescribed timelines.

Thereafter, Ms. Atima khanna, Chairperson and Mr. Amit Mittal, Managing Director & CEO addressed the shareholders highlighting inter-alia the financial performance of the Company for the financial year 2023-24, performance of various businesses etc. and showed their sincere gratitude and heartily appreciation to the Board and the Stakeholders of the Company.

Following items of business, as set out in the Notice convening the 23rd AGM were recommended for members' consideration and approval:-

S. No.	Business conducted at the AGM	Type of Resolution
1.	a) Adoption of the Audited Standalone Financial Statements of the Company consisting of the Standalone Balance Sheet as at March 31, 2024, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date along with the Reports of Board of Directors and the Auditors' thereon. b) Adoption of the Audited Consolidated Financial Statements of the Company consisting of the Consolidated Balance Sheet as at March 31, 2024, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date along with Auditors' Report thereon.	Ordinary

2.	Appointment of Director in place of Mr. Manoj Tiwari (DIN: 03597274), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary
3.	Appointment of Branch Auditors for branch offices of the Company outside India.	Ordinary
4.	Ratification of Remuneration to Cost Auditor.	Ordinary

Mr. Atul Kumar Agarwal, then invited the Members who had registered themselves as Speakers in advance by sending requests from their registered e-mail id to express their views/ask questions at the AGM. He further conveyed that all the queries received will be addressed and answered in the sensible manner.

He also informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes.

The Chairperson thanked the Members for attending the Meeting and declared the Meeting as concluded and authorized the Company Secretary of the Company to receive the voting results and intimate same to the stock exchanges.

The said AGM commenced at 12:00 p.m. (IST) and concluded at 12.53 p.m. (IST) (including time allowed for e-Voting during AGM).

Kindly take the above information into your records.

Thanking You,

Yours truly,

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

Annexure-B**DETAILS OF VOTING RESULTS**

Date of AGM	September 28, 2024
Date of the declaration of results of Postal Ballot	NA
Total number of shareholders on record date	As on August 30, 2024 (For dispatch) :- 42,517 As on September 21, 2024 (For e-voting) :- 42,307
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	Not Applicable
Public	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	4
Public	74

A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



Details of Voting:

Resolution No. 1: Adoption of the Audited Standalone and Consolidated Financial Statements including the Balance Sheet as at March 31, 2024, together with the reports of the Board of Directors and the Auditors thereon:

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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
Public - Institutio nal holders	E-Voting	3053738	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3053738	0	0.0000	0	0	0.0000	0.0000
Public- Others	E-Voting	123505137	1406093	1.1385	1400871	5222	99.6286	0.3714
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	123505137	1406093	1.1385	1400871	5222	99.6286	0.3714
Total		176119858	50967076	28.9389	50961854	5222	99.9898	0.0102

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

A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



Resolution No. 2: Appointment of Director in place of Mr. Manoj Tiwari (DIN: 03597274), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment:

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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
Public - Instituti onal holders	E-Voting	3053738	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3053738	0	0.0000	0	0	0.0000	0.0000
Public- Others	E-Voting	123505137	1400993	1.1344	1395781	5212	99.6280	0.3720
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	123505137	1400993	1.1344	1395781	5212	99.6280	0.3720
Total		176119858	50961976	28.9360	50956764	5212	99.9898	0.0102

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

A2Z INFRA ENGINEERING LIMITED

CIN No.: L74999HR2002PLC034805



Resolution No. 3: Appointment of Branch Auditors for branch offices of the Company outside India:

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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
Public - Instituti onal holders	E-Voting	3053738	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3053738	0	0.0000	0	0	0.0000	0.0000
Public- Others	E-Voting	123505137	1406093	1.1385	1384694	21399	98.4781	1.5219
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	123505137	1406093	1.1385	1384694	21399	98.4781	1.5219
Total		176119858	50967076	28.9389	50945677	21399	99.9580	0.0420

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

Resolution No. 4: Ratification of Remuneration to Cost Auditor:

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)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	49560983	49560983	100.0000	49560983	0	100.0000	0.0000
Public - Institutional holders	E-Voting	3053738	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3053738	0	0.0000	0	0	0.0000	0.0000
Public-Others	E-Voting	123505137	1406093	1.1385	1384494	21599	98.4639	1.5361
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	123505137	1406093	1.1385	1384494	21599	98.4639	1.5361
Total		176119858	50967076	28.9389	50945477	21599	99.9576	0.0424

* 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.



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

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



The Chairperson,
A2Z Infra Engineering Limited,
O-116, 1st Floor, DLF Shopping Mall, Arjun Marg, DLF PH-I,
Gurgaon, Haryana- 122002

Reg.: Scrutinizers Report on voting for 23rd Annual General Meeting of A2Z Infra Engineering Limited duly held on 28th September, 2024

I Suchitta Koley, Partner of DR Associates, Company Secretaries, had been appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the Twenty Third Annual General Meeting of the Shareholders of A2Z Infra Engineering Limited (hereinafter referred to as the Company) held on Saturday, 28th September, 2024 at 12:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

The Company hosted the notice of AGM on its website, website of NSDL (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited.

Remote e-voting process

- Agency

The National Securities Depository Limited ("NSDL") as the agency for providing the platform for remote e-voting and e-voting during the AGM.

- Remote e-voting period

Remote e-voting platform was open from 09:00 A.M., Wednesday, September 25, 2024 till 05:00 P.M., Friday, September 27, 2024 and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

The Members of the Company as on the "cut off" date i.e. Saturday, September 21, 2024, were entitled to avail the facility of remote e-voting or e-voting during AGM on the proposed resolution(s) as set out in the Notice.

Voting at the AGM

- The Company had also provided e-voting facility to the Shareholders present at the AGM through VC and who had not cast their vote earlier.
- Accordingly, NSDL the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.



DR ASSOCIATES
Company Secretaries



Unit No. 212, Tower- C, Bhutani Cyber Park,
Plot No. C-28-29, Sector- 62, Noida- 201301
Tel:- 91-120- 4462384
E-mail: deepak@drassociates.org
Website: www.drassociates.org
Peer Review Certificate No.: 609/2019

- On completion of e-voting during the AGM, I unblocked and downloaded the results of remote e-voting and e-voting by members at the AGM in presence of following two witnesses (non-employees of Company) around 1:35 P.M. on 28th September 2024.


(Aman Pal)

RN-15, Behind Mithaas
Near Metro station Sector 62
Noida 201301



(Pradyumna Nagar)
RN-15, Behind Mithaas Near
Metro Station Sector 62
Noida 201301

- The consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 14th August, 2024 is enclosed herewith as **Annexure A**.

Dated: 28.09.2024
Place: Noida





(Suchitta Koley)
Scrutinizer
Partner of DR Associates
C.P. No. 714
UDIN:F001647F001359190

Countersigned by:

Atul K. Agarwal
Company Secretary



ANNEXURE-A

CONSOLIDATED RESULTS ON REMOTE E-VOTING AND E-VOTING AT THE 23RD AGM OF A2Z INFRA ENGINEERING LTD. HELD ON 28TH SEPTEMBER, 2024

Item No. 1 of the Notice (Ordinary Resolution): Adoption of the Audited Standalone and Consolidated Financial Statements including the Balance Sheet as at March 31, 2024 together with the reports of the Board of Directors and the Auditors thereon.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Nos.	Votes	Nos.	Votes	Nos.	Votes	
Assent	162	5,09,61,761	1	93	163	5,09,61,854	99.99
Dissent	22	5,222	0	0	22	5,222	0.01
Total	184	5,09,66,983	1	93	185	5,09,67,076	100

Item No. 2 of the Notice (Ordinary Resolution): To appoint a Director in place of Mr. Manoj Tiwari (DIN:03597274), who is liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Nos.	Votes	Nos.	Votes	Nos.	Votes	
Assent	161	5,09,56,671	1	93	162	5,09,56,764	99.99
Dissent	21	5,212	0	0	21	5,212	0.01
Total	182	5,09,61,883	1	93	183	5,09,61,976	100

Item No.3 of the Notice (ORDINARY RESOLUTION): Appointment of Branch Auditors for branch offices of the Company outside India.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Nos.	Votes	Nos.	Votes	Nos.	Votes	
Assent	160	5,09,45,584	1	93	161	5,09,45,677	99.96
Dissent	24	21,399	0	0	24	21,399	0.04
Total	184	5,09,66,983	1	93	185	5,09,67,076	100





Item No.4 of the Notice (ORDINARY RESOLUTION): Ratification of Remuneration to Cost Auditor.

Particulars	Remote E-Voting		E-Voting at AGM		Total		Percentage (%)
	Nos.	Votes	Nos.	Votes	Nos.	Votes	
Assent	159	5,09,45,384	1	93	160	5,09,45,477	99.96
Dissent	25	21,599	0	0	25	21,599	0.04
Total	184	5,09,66,983	1	93	185	5,09,67,076	100

Dated: 28.09.2024
Place: Noida




(Suchitra Koley)
Scrutinizer
Partner of DR Associates
C.P. No. 714
UDIN: F001647F001359190

Countersigned by:

Atul K. Agarwal
Company Secretary