

Mestric Consultants Private Limited

(CINU74140HR2010PTC040689)

Regd. Office: O-116, 1st Floor, DLF Shopping Mall, DLF City, Phase-I, Arjun Marg, Gurgaon-122002, Haryana
Email: info@a2zgroup.co.in, Website: www.a2zgroup.co.in, Phone: 0124-4517600

11th May, 2015

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Rotunda 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, Bandra Kurla Complex,
Bandra (E), Mumbai-400051
Fax- 022-26598237/38
NSE Code-A2ZINFRA

Sub: Disclosure by the Promoter Group Entity to the Stock Exchanges, in terms of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

We, M/s Mestric Consultants Private Limited, the Promoter Group Company of A2Z Infra Engineering Ltd. (Formerly known as A2Z Maintenance & Engineering Services Limited), are enclosing herewith Disclosure pursuant to 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information and records please.

Thanking you.

Yours truly,

For Mestric Consultants Private Limited


Mr. Abhai Garg
Director
DIN No. 05358108



Place: B-38, Institutional Area, Sector 32, Gurgaon, Haryana
Date: May 11, 2015

Cc: Company Secretary & Compliance Officer
A2Z Infra Engineering Ltd.
(Formerly known as A2Z Maintenance & Engineering Services Limited)
O-116, First Floor, DLF Shopping Mall,
Arjun Marg, DLF Phase-I,
Gurgaon-122002, Haryana

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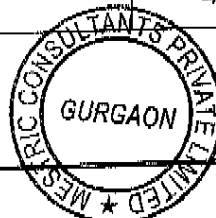
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Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers)

Regulations, 2011

1.	Name of the Target Company (TC)	A2Z INFRA ENGINEERING LTD. (Formerly known as A2Z Maintenance & Engineering Services Limited)		
2.	Name(s) of the acquirer	M/s Mestric Consultants Private Limited		
	Persons acting in concert (PAC) with the acquirer	As per Annexure I given below		
3.	Whether the acquirer belongs to Promoter/Promoter group	Yes, the acquirer belongs to the promoter group of Target Company.		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BSE Limited (BSE) 2. National Stock Exchange of India Limited (NSE)		
5.	Details of the acquisition / disposal as follows	No. of Shares	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
	Before the acquisition/disposal under consideration, holding of :			
a)	Shares carrying voting rights held by			
	i. Acquirer - M/s Mestric Consultants Private Limited	NIL	-	-
	ii. PACs as per Annexure I	4,53,14,640	52.38%	52.38%
	Total shares held by Acquirer along with PACs in TC before acquisition/sale	4,53,14,640	52.38%	52.38%
b)	Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)	-	-	-
c)	Voting rights (VR) otherwise than by equity shares	-	-	-
d)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e)	Total (a+b+c+d)	4,53,14,640	52.38%	52.38%



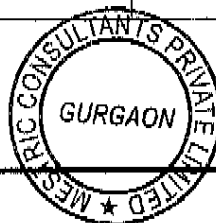
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	Details of acquisition/sale			
a)	Shares carrying voting rights acquired/sold			
	Acquirer - M/s Mestric Consultants Private Limited	2,22,00,000	20.42%	20.42%
	PACs as per Annexure I	-	-	-
b)	VRs acquired /sold otherwise than by shares	-	-	-
c)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d)	Shares encumbered / invoked/released by the acquirer.	-	-	-
e)	Total (a+b+c+d)	2,22,00,000	20.42%	20.42%
	After the acquisition/sale, holding of:			
a)	Shares carrying voting rights			
	Acquirer - M/s Mestric Consultants Private Limited	2,22,00,000	20.42%	20.42%
	PACs as per Annexure I	4,53,14,640	41.68%	41.68%
b)	Shares encumbered with the acquirer	-	-	-
c)	d) VRs acquired/ sold otherwise than by equity shares	-	-	-
d)	Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e)	Total (a+b+c+d)	6,75,14,640	62.10%	62.10%
6.	Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Preferential Allotment of 2,22,00,000 (Two Crore Twenty Two Lacs) Equity Shares of Rs. 10/- each under Chapter VII of SEBI (ICDR) Regulations, 2009 pursuant to the approved CDR Package of TC)		
7.	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever	May 9, 2015		



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	is applicable	
8.	Equity share capital / total voting capital of the TC before the said acquisition/ ~~sale~~	Rs. 86,51,76,940/- (Rupees Eighty Six Crores Fifty One Lacs Seventy Six Thousand Nine Hundred Forty Only) divided into 8,65,17,694 Equity Shares of Rs. 10/- each.
9.	Equity share capital/ total voting capital of the TC after the said acquisition/ ~~sale~~	Rs. 108,71,76,940/- (Rupees One Hundred Eight Crores Seventy One Lacs Seventy Six Thousand Nine Hundred Forty Only) divided into 10,87,17,694 Equity Shares of Rs. 10/- each.
10.	Total diluted share/voting capital of the TC after the said acquisition/ ~~sale~~	Rs. 108,71,76,940/- divided into 10,87,17,694 Equity Shares of Rs. 10/- each

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the Authorized Signatory

For Mestric Consultants Private Limited

Mr. Abhai Garg

Director

DIN No. 05358108



Place: B-38, Institutional Area, Sector 32, Gurgaon, Haryana

Date: May 11, 2015

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Annexure I

List of Promoter Group of A2Z Infra Engineering Ltd. (Formerly known as A2Z Maintenance & Engineering Services Limited)

Sl. No.	Name of Promoter	Category
1.	Ms. Babita Shivswaroop Gupta	Promoter Group
2.	Ms. Dipali Mittal	Promoter Group
3.	Mr. Amit Mittal	Promoter
4.	Mr. Priya Goel	Promoter Group
5.	Shivswaroop Gupta (HUF)	Promoter Group
6.	Devdhar Trading and Consultants Private Limited	Promoter Group

