

Date: 01st October 2019

To,

**The Listing Department,
BSE Ltd.
Deptt. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001**

**Company Code: 534612
ISIN: INE436N01029**

Sub:- Disclosure of Voting Results of 8th Annual General Meeting

Dear Sir / Madam,

We wish to inform you that the 8th Annual General Meeting of the Members of Advance Metering Technology Limited was duly convened and held on Monday, 30th September, 2019 at 09:00 A.M. at Time Farm, Khasra No. 13, Palla Bakhtawar Pur Road, New Delhi -110036.

In this regards, please find enclosed:-

- 1) Voting Results (e-voting and physical ballot) in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- 2) Scrutinizer's Report.

Kindly take the same in your record and oblige.

Thanking you,

For Advance Metering Technology Limited



**Rakesh Dhody
AVP (Corporate Affairs)
& Company Secretary**



Encl. As above

General information about company	
Scrip code	534612
NSE Symbol	
MSEI Symbol	
ISIN	INE436N01029
Name of the company	ADVANCE METERING TECHNOLOGY LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2019
Start time of the meeting	09:00 AM
End time of the meeting	10:30 AM

For Advance Metering Technology Ltd.

AVP-Corporate Affairs
& Company Secretary

Scrutinizer Details	
Name of the Scrutinizer	CS NAVNEET ARORA
Firms Name	NAVNEET K ARORA & CO LLP
Qualification	CS
Membership Number	FCS-3214
Date of Board Meeting in which appointed	08-08-2019
Date of Issuance of Report to the company	30-09-2019

For Advance Metering Technology Ltd.


AVR Corporate Affairs
& Company Secretary

Voting results	
Record date	23-09-2019
Total number of shareholders on record date	10988
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	5
b) Public	47
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

For Advance Metering Technology Ltd.


AVP-Corporate Affairs
& Company Secretary

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			TO RECEIVE, CONSIDER AND THE AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 AND THE REPORTS OF THE BOARD OF DIRECTORS' AND AUDITORS THEREON.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding 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	10204716	8452560	82.8299	8452560	0	100	0
	Poll		1091757	10.6986	1091757	0	100	0
	Postal Ballot (if applicable)							
	Total		10204716	9544317	93.5285	9544317	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	5852750	867	0.0148	867	0	100	0
	Poll		103263	1.7644	103263	0	100	0
	Postal Ballot (if applicable)							
	Total		5852750	104130	1.7792	104130	0	100
Total		16057466	9648447	60.087	9648447	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Advance Metering Technology Ltd.



AVP-Corporate Affairs
& Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For Advance Metering Technology Ltd.


AVP-Corporate Affairs
& Company Secretary

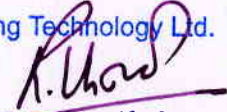
Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Description of resolution considered			TO APPOINT A DIRECTOR IN PLACE OF MR. VIKRAM RANADE (DIN: 0006021) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding 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	10204716	7796481	76.4008	7796481	0	100	0
	Poll		1091757	10.6986	1091757	0	100	0
	Postal Ballot (if applicable)							
	Total		10204716	8888238	87.0993	8888238	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Non Institutions	E-Voting	5852750	867	0.0148	482	385	55.594	44.406
	Poll		103263	1.7644	103263	0	100	0
	Postal Ballot (if applicable)							
	Total		5852750	104130	1.7792	103745	385	99.6303
Total		16057466	8992368	56.0012	8991983	385	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Advance Metering Technology Ltd.


 AVP-Corporate Affairs
& Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For Advance Metering Technology Ltd.



AVP - Corporate Affairs
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Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				ALTERATION OF OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding 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	10204716	8452560	82.8299	8452560	0	100	0
	Poll		1091757	10.6986	1091757	0	100	0
	Postal Ballot (if applicable)							
	Total	10204716	9544317	93.5285	9544317	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5852750	867	0.0148	832	35	95.9631	4.0369
	Poll		103263	1.7644	103263	0	100	0
	Postal Ballot (if applicable)							
	Total	5852750	104130	1.7792	104095	35	99.9664	0.0336
Total		16057466	9648447	60.087	9648412	35	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For Advance Metering Technology Ltd.



 AVP- Corporate Affairs
& Company Secretary


Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For Advance Metering Technology Ltd


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Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			APPOINTMENT OF MR. ANIL KOHLI (DIN- 01614285) AS AN INDEPENDENT DIRECTOR OF THE COMPANY					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding 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	10204716	8452560	82.8299	8452560	0	100	0
	Poll		1091757	10.6986	1091757	0	100	0
	Postal Ballot (if applicable)							
	Total	10204716	9544317	93.5285	9544317	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	5852750	867	0.0148	867	0	100	0
	Poll		103263	1.7644	103263	0	100	0
	Postal Ballot (if applicable)							
	Total	5852750	104130	1.7792	104130	0	100	0
Total		16057466	9648447	60.087	9648447	0	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

For Advance Metering Technology Ltd.



 AVP-Corporate Affairs
 & Company Secretary

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

For Advance Metering Technology Ltd.


AVP Corporate Affairs
& Company Secretary

Consolidated Report of Scrutinizer on remote e-voting and voting through polling paper

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20
Of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
08th Annual General Meeting of the Equity Shareholders of
ADVANCE METERING TECHNOLOGY LIMITED
Held On 30th September, 2019 at 09:00 am,
At Time Farm, Khasra No. 13,
Palla Bakhtawar Pur Road, New Delhi-110036

Sub: Scrutinizer's Report on remote e-voting & voting through polling paper conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014 and applicable provisions of Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir,

The Board of Directors of the Company had, vide resolution passed in its Meeting held on 08th August, 2019 appointed me as a Scrutinizer for conducting the remote e-voting process and voting through polling paper in pursuance of the provision of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended from time to time and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to seek the approval of the Equity Shareholders for passing through remote e-voting / polling paper received in respect of the following resolutions as per the Notice of the 08th Annual General Meeting of the members of the Company held on Monday, the 30th September, 2019 at 9:00 am at Time Farm, Khasra No. 13, Palla Bakhtawar Pur Road, New Delhi-110036

Resolution No(s).	Particulars
Ordinary Business:	
1.	Ordinary Resolution - To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31st March, 2019 and the reports of the Board of Directors' and Auditors thereon.
2.	Ordinary Resolution - To appoint a director in place of Mr. Vikram Ranade (DIN: 00006021) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

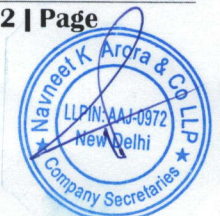


Special Business:	
3.	Special Resolution – Alteration of Object Clause of the Memorandum of Association of the Company.
4.	Ordinary Resolution – Appointment of Mr. Anil Kohli (DIN 01614285) as an Independent Director of the Company.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means and polling paper received on the resolutions contained in the Notice of Annual General Meeting. My responsibility as a scrutinizer is to ensure that the voting process through remote e-voting and polling paper are conducted in fair and transparent manner and to make a Scrutinizer's Report of the votes cast **"in favour" or "against"** the resolutions based on the report generated from the e-voting system provided by the **Central Depository Services (India) Limited (CDSL)** the authorized agency appointed by the Company for providing remote e-voting facilities and polling paper received by the Company.

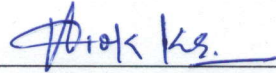
I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:-

1. The Company has engaged the services of CDSL as the Authorized Agency to provide secured system for remote e-voting process. The shareholders of the Company had been provided facility to vote on resolutions through the remote e-voting facility. Shareholders opting for remote e-voting facility, cast their votes on the designated website <https://www.evotingindia.com> of CDSL.
2. The Company has completed on **Saturday, 31st August, 2019**, the dispatch of Notice along with the details of Login ID and password to its members through registered parcel and through email by **CDSL** to members whose email ID was registered with the Company or its Registrar and Transfer Agent. The cut-off date for determining the eligibility of shareholders to exercise e-voting rights was **23rd September, 2019**. Total shareholders of the Company as on the cut-off date were **11008**.
3. The remote e-voting period remained open from **Friday, 9:00 am (IST) on 27th September, 2019 up to Sunday, 05:00 pm (IST) on 29th September, 2019**. All the votes received by casting of votes electronically through CDSL portal up to **05:00 p.m. on 29th September, 2018**, the last date and time fixed by the Company were considered for my scrutiny.
4. After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote e-voting were downloaded from the e-voting website of CDSL for the purpose of ensuring that members who have casted their votes through remote e-voting do not vote again at the AGM.

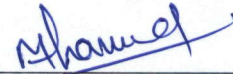




5. At the AGM, after the declaration of Poll by the Chairman, One ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
6. The locked ballot boxes were subsequently opened in my presence along with two witnesses (1) CS Alok Kumar R/o B- 40/2 Madhu Vihar, I P Extension, Gali No.15, Patparganj, New Delhi- 110092. and (2) Mohd. Sharif R/o A-45 Panchsheel Vihar, Malviya Nagar, New Delhi - 110017 who are not in the employment of the Company and poll papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Boxes being unlocked in my presence. The Polling papers have been reconciled with the records maintained by the Company / Registrar & Share Transfer Agents of the Company and the authorization / proxies lodged with the Company.



Name: CS Alok Kumar

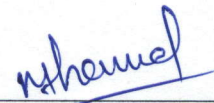


Name: Mr. Mohd. Sharif

7. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately. After counting, the votes casted by the members and proxy holders present at the AGM through polling papers, the votes casted through remote e-voting by the members were unblocked on Monday, the 30th September, 2019 at 11:52 AM (IST) in the presence of 2 (Two) witnesses namely (1) CS Alok Kumar R/o B- 40/2 Madhu Vihar, I P Extension, Gali No.15, Patparganj, New Delhi- 110092. and (2) Mohd. Sharif R/o A-45 Panchsheel Vihar, Malviya Nagar, New Delhi - 110017, who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence



Name: CS Alok Kumar



Name: Mr. Mohd. Sharif

8. Thereafter, the details containing interalia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of CDSL.
9. Based on report generated from the e-voting website of CDSL and voting through polling paper at AGM, the consolidated report on the result of voting on each resolution are given hereunder:





Item No -1- Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors' and Auditors thereon.

(i) Voted '**FOR**' the resolution :

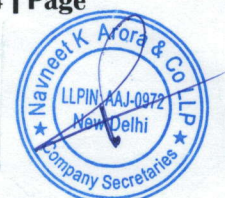
Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	24	8453427	87.61
Voting through polling paper (in person or by proxy)	21	1195020	12.39
Total	45	9648447	100.00

(ii) Voted '**AGAINST**' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting through polling paper (in person or by proxy)	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	NIL	NIL
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	NIL	NIL





Item No -2- Ordinary Resolution

To appoint a director in place of Mr. Vikram Ranade (DIN: 00006021) who retires by rotation at this Annual General Meeting and, being eligible, offers himself for re-appointment.

(i) Voted '**FOR**' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	21	7796963	86.71
Voting through polling paper in person or by proxy)	21	1195020	13.29
Total	42	8991983	100.00

(ii) Voted '**AGAINST**' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	2	385	0.00
Voting through polling paper (in person or by proxy)	NIL	NIL	NIL
Total	2	385	0.00

(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	NIL	NIL
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	NIL	NIL





Item No -3- Special Resolution

Alteration of Object Clause of the memorandum of Association of the Company

(i) Voted '**FOR**' the resolution :

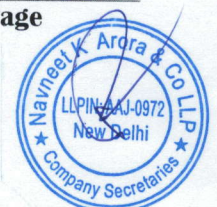
Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	23	8453392	87.61
Voting through polling paper in person or by proxy)	21	1195020	12.39
Total	44	9648412	100.00

(ii) Voted '**AGAINST**' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	1	35	0.00
Voting through polling paper(in person or by proxy)	NIL	NIL	NIL
Total	1	35	0.00

(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	NIL	NIL
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	NIL	NIL





Item No -4- Ordinary Resolution

Appointment of Mr. Anil Kohli (DIN 01614285) as an Independent Director of the Company.

(i) Voted '**FOR**' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	24	8453427	87.61
Voting through polling paper (in person or by proxy)	21	1195020	12.39
Total	45	9648447	100.00

(ii) Voted '**AGAINST**' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Voting through polling paper(in person or by proxy)	NIL	NIL	NIL
Total	NIL	NIL	NIL

(iii) Votes '**INVALID**':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	NIL	NIL
Voting through polling paper (in person or by proxy)	NIL	NIL
Total	NIL	NIL





10. I would like to inform you that all the above Resolution(s) as contained in the Notice dated 2nd September, 2019 have been passed with requisite majority **Resolution No 1 (One), 2(Two) and 4 (Four) as an Ordinary Resolution and Resolution No. 3 (Three) as Special Resolution.** You may accordingly declare the result of the voting through Remote E-voting and Polling papers at AGM.
11. The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the AGM shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the aforesaid Annual General meeting and thereafter the same will be handed over to the Chairman for safe keeping.

Thanking you
Yours faithfully,

CS Navneet Arora
Managing Partner
FCS: 3214, COP-3005
Scrutinizer
Navneet K Arora & Co LLP,
Company Secretaries
Place: New Delhi
Date: 30th September 2019

