



Corporate Office:
PKR Tower, 6th Floor
Plot No. 19 & 20, Sector - 142
Noida 201 304, U.P., India

Registered Office:
15th Floor, Eros Corporate Tower
Nehru Place, New Delhi 110 019
CIN # L31401DL2011PLC271394

Tel: +91 120 6869 500 / 6869 501
Fax: +91 120 6869 502
Email: corporate@pkrgroup.in
Web: www.pkrgroup.in

Date: 21st May, 2019

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

**Company Code: 534612
ISIN: INE436N01029**

Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) 2015 for the financial year ended on 31.03.2019.

Dear Sir,

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, We enclose herewith a copy of Annual Secretarial Compliance Report for the year ended on 31st March 2019 issued by M/s Navneet K Arora & Co LLP, Secretarial Auditor of the Company.

Kindly take the same on record.

For Advance Metering Technology Limited

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

SECRETARIAL COMPLIANCE REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

[Pursuant to regulation 3.b. of SEBI Circular No CIR / CFD/ CMD1 / 27 / 2019 dated
8th February 2019 under SEBI (Listing Obligations & Disclosure Requirements)
Regulations, 2015]

To,
The Board of Directors,
ADVANCE METERING TECHNOLOGY LIMITED
Corporate Office: 06th Floor, Plot No. 19 & 20,
Sector - 142 Noida 201304

WeM/s Navneet K Arora & Co LLP have examined:

- all the documents and records made available to us and explanation provided by **Advance Metering Technology Limited** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March, 2019** ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined to the extent applicable during the period under review include: -



- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (There were no events / instance during the Review Period which attract the applicability of the Regulation)
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Registrars to an issue and Shares Transfer Agents) Regulations, 1993;

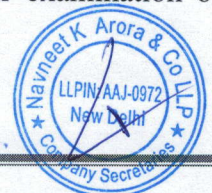
and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL	NIL	NIL	NIL

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from our examination of those records.



Navneet K Arora & Co LLP Company Secretaries - LLPIN: AJ-0972

Regd. Office: E-8/1, Near Geeta Bhawan Mandir, Malviya Nagar, New Delhi 110017 Tel: +91-11-26686432, 26684877, 49901507, 9810328141.
Email: info@navneetaroracs.com, Website: www.navneetaroracs.com

Annual Secretarial Compliance Certificate –Advance Metering Technology Limited



- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
NIL	NIL	NIL	NIL	NIL

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March 2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NA	NA	NA	NA	NA

For Navneet K Arora & Co LLP
Company Secretaries



CS Navneet Arora
Managing Partner

FCS: 3214, COP: 3005

Place: New Delhi

Date: 20th May, 2019

Navneet K Arora & Co LLP Company Secretaries - LLPIN: AJ-0972

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