

Date: 01-10-2014

To
The Manager – Listing,
Deptt. of Corporate Services
Bombay Stock Exchange Ltd.
Floor 25, P J Towers,
Dalal Street,
MUMBAI- 400001

To
National Stock Exchange of India Ltd.
“Exchange Plaza”
Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051

Sub: Proceedings of the 3rd Annual General Meeting of Advance Metering Technology Limited held on, Tuesday, September 30, 2014

Dear Sir/Madam,

The 3rd Annual General Meeting (“3rd AGM”) of the Company was held on Tuesday, 30th day of September, 2014 at 9.00 A.M. at Shiv Farms, Palla- Bakhtawarwarpur Road, Alipur, Delhi-110036.

The meeting was chaired by Mr. P.K. Ranade, Chairman & Managing Director. Total 35 members (all present in person) attended the meeting as per the attendance records.

The Chairman gave an overview of the financial performance of the Company for the financial year 2013-14 and its future outlook.

On invitation by the Chairman, several members addressed the meeting, gave their suggestions and raised queries on the Company’s financial statements and business operations which were then replied to by the Chairman and the CFO.

The Chairman informed the members that pursuant to the provisions of section 108 of the Companies Act, 2014 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company had provided an electronic voting facility to members of the Company in respect of businesses to be transacted at the 3rd AGM. The e-voting period commenced on 22nd September, 2014 at 10.00 A.M. and ended on 24th September, 2014 at 6.00 P.M.



The members were informed of the appointment of Mr. Navneet K Arora & Company, Practicing Company Secretaries, represented by Mr. Navneet K Arora as the Scrutinizer for scrutinizing the process of electronic and voting by poll in a fair and transparent manner.

The Chairman informed the members that the scrutinizer has submitted his report on the results of e-voting on 26th September, 2014 and that all the resolutions contained in the Notice of the 3rd AGM have received the requisite majority.

The Chairman further informed that all the resolutions to be passed in the meeting would be voted upon by poll and requested the members to fill in the Poll papers and drop it in the Poll Box provided for the same.

The Resolutions voted upon by poll by the members are as follows:

Ordinary Business

1. Adoption of Audited Balance Sheet as at 31st March, 2014 and the profit & loss account for the year ended on that date and the Report of Board of Directors' and the Auditors' thereon.
2. Re-appointment of Mr. Prashant Ranade as Director Liable to Retire by Rotation.
3. Appointment of Ms. S.S. Kothari Mehta & Co., as the Statutory Auditors.

Special Business

4. Appointment of Mr. R.C. Bansal as an Independent Director.
5. Appointment of Mr. A.K. Ghosh as an Independent Director.
6. Ratification of the Remuneration of the Cost Auditor.

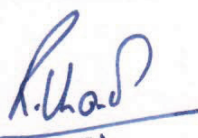
Thereafter the Chairman informed the members that the combined results of e-voting and poll will be notified to the Stock Exchanges and will also be uploaded on the Company's website.

The meeting then concluded with a vote of thanks.

Thanking You

Yours Faithfully

For ~~ADVANCE METERING TECHNOLOGY LIMITED~~



RAKESH DHODY

AVP (CORPORATE AFFAIRS) & COMPANY SECRETARY

INFORMATION UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Name of Company	ADVANCE METERING TECHNOLOGY LIMITED
Date of the AGM	30 th September 2014
Total number of shareholders on record date (i.e 21 st August 2014, record date for E-Voting)	14520
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	4
Public	31
No. of Shareholders attended the meeting through Video Conferencing	
Not Arranged	

AGENDA-WISE VOTING RESULTS

In case of Poll /E-voting

All the resolutions were carried out through e-voting and through poll conducted at the meeting:

Item No.	Particulars of resolution	Resolution Required	mode of voting (poll/e-voting)	Remarks
1	Adopt the Audited Balance Sheet as at 31 st March, 2014 and the profit & loss account for the year ended on that date and the Report of Board of Directors' and the Auditors' thereon.	Ordinary	poll/e-voting	The resolution was passed unanimously
2	Re-appointment of Mr. Prashant Ranade as Director Liable to Retire by Rotation	Ordinary	poll/e -voting	The resolution was passed with requisite majority
3	Appointment of Ms. S.S. Kothari Mehta & Co., as the statutory Auditors	Ordinary	poll/e-voting	The resolution was passed with requisite majority
4	Appointment of Mr. R.C. Bansal as an Independent Director	Ordinary	poll/ e-voting	The resolution was passed unanimously



5	Appointment of Mr. A.K. Ghosh as an Independent Director	Ordinary	poll/e-voting	The resolution was passed with requisite majority
6	Ratification of the Remuneration of the Cost Auditor	Ordinary	poll/e-voting	The resolution was passed with requisite majority

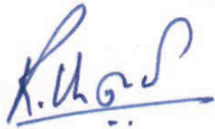
In case of Poll/ E-Voting: All

The Voting details are attached herewith in the prescribed format.

Thanking You

Yours Faithfully

For ADVANCE METERING TECHNOLOGY LIMITED




**RAKESH DHODY
AVP (CORPORATE AFFAIRS) & COMPANY SECRETARY**

(Agenda-wise)

ITEM NO. 1

RESOLUTION REQUIRED – ORDINARY –ORDINARY BUSINESS

Resolution 1. Adopt the Audited Balance Sheet as at 31st March, 2014 and the profit & loss account for the year ended on that date and the Report of Board of Directors' and the Auditors' thereon.

Promoter/ Public	Number of Shares held (1)	Number of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in Favour (4)	No. of Votes- Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	%of votes against on votes polled (7)=[(5)/(2)]*100
Mode of Voting- E-Voting/Poll							
Promoter and promoter group	1,01,58,862	1,01,54,542	99.96	1,01,54,542	0.00	100.00	0.00
Public Institutional holders	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public- others	58,98,604	50,204	0.85	50,204	0.00	100.00	0.00
Total	1,60,57,466	1,02,04,746	63.55	1,02,04,746	0.00	100	0.00



ITEM NO. 2

RESOLUTION REQUIRED – ORDINARY –ORDINARY BUSINESS

Resolution no. 2: Re-appointment of Mr. Prashant Ranade as Director Liabile to Retire by Rotation.

Promoter/Pu blic	Number of Shares held (1)	Number of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in Favour (4)	No. of Votes- Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	%of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter group	1,01,58,862	1,01,54,542	99.96	1,01,54,542	0.00	100.00	0.00
Public Institutional holders	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public- others	58,98,604	50,204	0.85	48,129	2,075	95.67	4.13
Total	1,60,57,466	1,02,04,746	63.55	1,02,02,671	2,075	99.98	0.02

Mode of Voting- E-Voting/Poll



ITEM NO. 3

RESOLUTION REQUIRED – ORDINARY –ORDINARY BUSINESS

Resolution no. 3. Appointment of Ms.S.S. Kothari Mehta & Co., as the Statutory Auditors.

Promoter/P ublic	Number of Shares held (1)	Number of votes polled (2)	% of polled outstanding shares (3)=[(2)/(1)]*100	No. of votes- in Favour (4)	No. of Votes- Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	%of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter group	1,01,58,862	1,01,54,542	99.96	1,01,54,542	0.00	100.00	0.00
Public Institutional holders	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public- others	58,98,604	50,204	0.85	48,204	2,000	96.02	3.98
Total	1,60,57,466	1,02,04,746	63.55	1,02,02,746	2,000	99.98	0.02

Mode of Voting- E-Voting/Poll



ITEM NO. 4

RESOLUTION REQUIRED – ORDINARY –SPECIAL BUSINESS

Resolution no. 4. Appointment of Mr.R.C. Bansal as an Independent Director.

Promoter/Pu blic	Number of Shares held (1)	Number of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in Favour (4)	No. of Votes- Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	%of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and promoter group	1,01,58,862	1,01,54,542	99.96	1,01,54,542	0.00	100.00	0.00
Public Institutional holders	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public- others	58,98,604	48,304	0.82	48,229	75	99.84	0.16
Total	1,60,57,466	1,02,02,846	63.54	1,02,02,771	75	100.00	0.00

Mode of Voting- E-Voting/Poll



ITEM NO. 5

RESOLUTION REQUIRED – ORDINARY –SPECIAL BUSINESS

Resolution no.5. Appointment of Mr. A.K. Ghosh as an Independent Director.

Mode of Voting- E-Voting/Poll									
Promoter/Pu blic	Number of Shares held (1)	Number of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in Favour (4)	No. of Votes- Against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	%of votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and promoter group	1,01,58,862	1,01,54,542	99.96	1,01,54,542	0.00	100.00	0.00		
Public Institutional holders	0.00	0.00	0.00	0.00	0.00	0.00	0.00		
Public- others	58,98,604	50,304	0.85	50,304	0.00	100.00	0.00		
Total	1,60,57,466	1,02,04,846	63.55	1,02,04,846	0.00	100.00	0.00		



ITEM NO. 6

RESOLUTION REQUIRED – ORDINARY –SPECIAL BUSINESS

Resolution no 6. Ratification of the Remuneration of the Cost Auditor.

Promoter/Pu blic	Number of Shares held (1)	Number of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	Mode of Voting- E-Voting/Poll			% of votes in favour on votes polled (6)=[(4)/(2)]*100	%of votes against on votes polled (7)=[(5)/(2)]*100
				No. of votes- in Favour (4)	No. of Votes- Against (5)			
Promoter and promoter group	1,01,58,862	1,01,54,542	99.96	1,01,54,542	0.00	100.00	0.00	
Public Institutional holders	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
Public- others	58,98,604	50,204	0.85	50,129	75	99.85	0.15	
Total	1,60,57,466	1,02,04,746	63.55	1,02,04,671	75	100.00	0.00	

FOR ADVANCE METERING TECHNOLOGY LIMITED

**RAKESH DHODY
AVP (CORPORATE AFFAIRS) & COMPANY SECRETARY**

