

Date: 05-10-2015

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: RESULTS OF POSTAL BALLOT PURSUANT TO CLAUSE 35A

Dear Sir,

This is reference to the postal ballot notice dated 08th August, 2015 sent by the Company to all the members of the Company for obtaining their assent or dissent by way of postal ballot or by e-voting on the resolution mentioned in the notice.

The last date for voting (both by e-voting and by physical postal ballot) was 29th September, 2015.

In connection with the pursuant to Clause 35A of the Listing Agreement, we would like to inform you that the resolution mentioned in the notice was passed by the shareholders by the requisite majority.

Attached are the voting results of the said postal ballot.

Kindly take the same on record and oblige.

Yours Faithfully

For ADVANCE METERING TECHNOLOGY LIMITED


RAKESH DHÖDY
AVP (CORPORATE AFFAIRS) & COMPANY SECRETARY

Encl. as above

INFORMATION UNDER CLAUSE 35A OF THE LISTING AGREEMENT

Name of Company	ADVANCE METERING TECHNOLOGY LIMITED
Date and time of commencement of voting period (both by e-voting and postal ballot)	31 st August, 2015 at 9.00 a.m.
Date and time of end of voting period (both by e-voting and postal ballot)	29 th September, 2015 at 5.00 p.m.
Total number of shareholders on record date (i.e 21 st August 2015, record date for E-Voting and postal ballot)	14007
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	N.A.
Public	N.A.
No. of Shareholders attended the meeting through Video Conferencing	
N.A.	

VOTING RESULTS

RESOLUTION PASSED BY E-VOTING AND POSTAL BALLOT

Item No.	Particulars of resolution	Resolution Required	mode of voting (Show of hands/Poll/Postal ballot/E-voting)	Remarks
1	Alteration in the object clause of the Memorandum of Association of the Company	Special	Postal Ballot and e-voting	The resolution was passed with requisite majority

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

RESOLUTION REQUIRED – SPECIAL**MODE OF VOTING- E-VOTING/POSTAL BALLOT**

Alteration in the object clause of the Memorandum of Association of the Company.

Promoter/ Public	Number of Shares held	Number 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 [(5)/(2)]*100]
	(1)	(2)	(3)= [(2)/(1)]*100]	(4)	(5)	(6)= [(4)/(2)]*100]	(7)= [(5)/(2)]*100]
Promoter and promoter group	1,02,04,716	1,02,04,716	100.00	1,02,04,716	0	100.00	0.00
Public Institutional holders	0	0	0	0	0	0	0
Public- others	58,52,750	21,077	0.36	20,001	1,076	94.89	5.11
Total	1,60,57,466	1,02,25,793	63.68	1,02,24,717	1,076	99.99	0.01

For ADVANCE METERING TECHNOLOGY LIMITED
RAKESH DHODY
AVP(CORPORATE AFFAIRS) & COMPANY SECRETARY



**To,
The Chairman
Advance Metering Technology Limited
Regd Office: 207 Modi Tower, 98 Nehru Place
New Delhi - 110019**

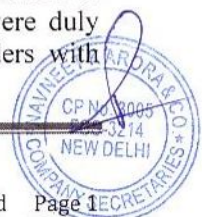
SCRUTINIZER'S REPORT

Dear Sir,

The Board of Directors of the Company had vide resolution passed in the Board Meeting held on **08th August 2015** appointed me as Scrutinizer for conducting the Postal Ballot voting process in pursuance to provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014 to seek the approval of the holders of Equity Shares for passing of the **(One) Special Resolution in respect of Alteration in object clause of the Memorandum of Association of the Company.**

I have completed the scrutiny of online voting of postal ballot (e-voting) and postal ballot forms received and submit my report as under:

1. The Company has completed on **30th August, 2015**, the dispatch of Notice along with Postal Ballot Forms and a self addressed postage prepaid business reply envelope to its members through courier, whose email ID was not registered with the Company or its Registrar and Transfer Agent and sent an email through **National Securities Depository Limited (NSDL)** along with the details of Login ID and password to its members whose email ID was registered with the Company or its Registrar and Transfer Agent as on cut-off date **i.e. 21st August 2015**. Total shareholders of the Company as on the cut-off date are **14007**.
2. The shareholders of the Company had option to vote on resolutions either through the postal ballot forms physically or through the e-voting facility. Shareholders opting for e-voting facility, cast their votes on the designated website <https://evoting.nsdl.com/> of NSDL.
3. The particulars of all Postal Ballot forms received from the Members as well as details of e-voting as recorded through online platform provided by NSDL have been consolidated and entered in a Computerized Register separately maintained for the purpose.
4. The physical postal ballot forms were kept under our safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
5. The ballot box was duly opened after business hours **i.e. 05.00 p.m. on 29th September 2015** in my presence with due identification marks placed by me and the electronic votes were duly examined. The Ballot papers were diligently scrutinized and the detail of shareholders with signature was verified on random basis.





6. The postal ballot forms were duly scrutinized and the Shareholding was matched / confirmed with the Register of Shareholder(s) of the Company.
7. All the postal ballot forms received either in physical or by casting of votes electronically through NSDL portal up to the close of working hours i.e. **05.00 p.m. on 29th September 2015**, the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.
8. The postal ballot papers which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
9. No envelopes containing postal ballot forms was received after the close of working hours i.e. after **05.00 p.m. on 29th September 2015**.
10. No Envelopes containing postal ballot forms received by me returned undelivered.
11. I have not found any defaced or mutilated ballot paper.
12. No duplicate ballot forms were issued by the Company as the Company has provided facility of downloading blank ballot forms itself from the website of the Company in case of requirement of duplicate ballot forms hence no need of issuance of duplicate ballot forms by the Company.
13. In terms of point no. 9 of notes given in the Notice, in case members cast their votes through both the modes, voting done by e voting will be considered valid and votes cast through physical Postal Ballot Forms will be treated as invalid.
14. A summary of the Postal Ballot forms received / votes cast electronically as well as details of voting results as per clause 35A of the Listing Agreement are given below:



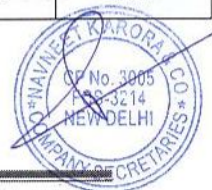


Item No -1- Result of Postal ballot – Alteration in object clause of the Memorandum of Association of the Company

Sr. No.	Particulars	Physical	Electronic	Total
a)	Total Postal Ballot forms received / no. of members who exercised votes through e-voting	5	37	42
b)	Less: Invalid Postal Ballot forms/ no. of members who exercised invalid votes through e-voting	-	-	-
c)	Net valid Postal ballot forms received / no. of members who exercised votes through e-voting	5	37	42
d)	Total Number of votes cast	650	1,02,25,143	1,02,25,793
e)	Less: Invalid no of votes cast	-	-	-
f)	Valid No of votes cast (Net)	650	1,02,25,143	1,02,25,793
g)	Total no of votes with assent for the Resolution	650	1,02,24,067	1,02,24,717
h)	Total no of votes with dissent for the Resolution	-	1,076	1,076
i)	% of Total votes cast in favor of the resolution			99.99%
j)	% of Total votes cast against the resolution			0.01%

Details of voting results as per clause 35A of the Listing Agreement:


Promoter / Public	No. of shares held	Total 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) total	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	1,02,04,716	1,02,04,716	100.00	1,02,04,716	-	100.00	0.00
Public – Institutional holders	-	-	-	-	-	-	-
Public – Others	58,52,750	21,077	0.36	20,001	1076	94.89	5.11
Total	1,60,57,466	1,02,25,793	63.68	1,02,24,717	1076	99.99	0.01





15. I would like to inform you that all the above Special Resolution(s) at Item No 1 of the Notice dated **08th August 2015** have been passed with requisite majority. You may accordingly declare the result of the postal ballot voting.
16. The Poll papers and all other relevant records shall be handed over to Mr. P.K. Ranade, Chairman and Managing Director of the Company for safe keeping in compliance with the provisions of Section 110 of Companies Act, 2013 read with Rule 22(11) of Companies (Management and Administration) Rules 2014.

Thanking you,
Yours faithfully,


CS Navneet Arora
FCS:3214, COP-3005
Scrutinizer
Prop: Navneet K Arora & Co.,
Company Secretaries
Place: New Delhi
Date: 03rd October, 2015

