

Date: 30-09-2015

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: Proceedings of the 4th Annual General Meeting of Advance Metering Technology Limited held on, Wednesday, September 30, 2015

Dear Sir/Madam,

This is to inform you that the 4th Annual General Meeting (“4th AGM”) of the Company was held on Wednesday, 30th day of September, 2015 at 9.00 a.m. at Roshan Farms, Palla- Bakhtawar Pur Road, G.T. Karnal Road, Delhi-110036.

Presents:

Mr. P.K. Ranade	-	Chairman & Managing Director
Mr. Vikram Ranade	-	Executive Director
Mr. Prashant Ranade	-	Executive Director
Mr. R.C. Bansal	-	Independent Director (Chairman * of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee)
Mr. Rakesh Dhody	-	AVP (Corporate Affairs) & Company Secretary
Mr. Ravinder Singh	-	Chief Financial Officer
Mr. K.K. Tulshan	-	Partner of M/s. S.S. Kothari Mehta & Co. Statutory Auditor

In terms of Article 68 (1) of the Articles of Association of the Company and Secretarial Standard on General Meeting, Mr. P.K. Ranade, Chairman & Managing Director of the Company chaired the Meeting.



Total 41 members (all present in person) attended the meeting as per the attendance records.

The meeting started at 09:00 A.M.

The Chairman welcomed the members present at the meeting.

The Chairman informed the members that Mr. A.K. Ghosh and Dr. Priya Somaiya, Directors could not attend the meeting due to pre-occupation.

On the request of the Chairman, Mr. Rakesh Dhody (AVP Corporate Affairs) & Company Secretary read out the Auditor's Report to the members of the company for the year ended 31st March 2015 and informed them that the Auditor's Report does not have any qualifications and reservations.

Mr. Rakesh Dhody also informed the members that Secretarial Audit report for the financial year 2014-15 does not have any qualifications and reservations.

The Chairman gave an overview of the financial performance of the Company for the financial year 2014-15 and its future outlook.

On invitation by the Chairman, several members 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, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, the Company has provided an electronic voting facility to members of the Company in respect of businesses to be transacted at the 4th AGM. The remote e-voting period commenced on 26th September, 2015 at 09.00 A.M. and ended on 29th September, 2015 at 5.00 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 remote e-voting and voting by poll in a fair and transparent manner.

The Chairman took the following agenda items one by one and discussed the objective and implications of passing the resolutions.

Ordinary Business

1. To receive, consider and adopt the financial statement of the company (standalone and consolidated) i.e. the Balance sheet as at March 31, 2015, the profit & loss account of the company and cash flow statement for the year ended March 31, 2015 and the report of Directors and Auditors thereon.



2. 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.
3. To ratify the appointment of M/s S. S. Kothari Mehta & Co., Chartered Accountants as the Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the Next Annual General Meeting at a remuneration fix by the board.

Special Business

4. Re- appointment of Mr. P. K. Ranade (DIN: 00005359) as Chairman & Managing Director of the Company.
5. Re-appointment of Mr. Vikram Ranade (DIN: 00006021) as an Executive Director of the Company.
6. Re-appointment of Mr. Prashant Ranade (DIN: 00006024) as an Executive Director of the Company.
7. Appointment of Dr. Priya Somaiya (DIN: 07173195) as an Independent Director of the Company.

The Chairman further informed that as per Section 107 of the Companies Act, 2013, all the resolutions to be passed in the meeting would be voted upon by poll. Accordingly, members of the Company who had not cast their vote through remote e-voting, may cast their vote by way of poll.

The Chairman requested Mr. Navneet Arora proprietor of M/s. Navneet K Arora & Co., Scrutinizer, to carry out the poll.

Mr. Navneet Arora carried out the poll.

Thereafter the Chairman informed the members that after receipt of scrutinizer report, the combined results of remote e-voting and poll will be notified to the stock exchanges where the shares of the Company are listed and will also be placed on the website of the Company and NSDL.

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

