

Date: September 27, 2017

To
The Manager - Listing,
Deptt. of Corporate Services
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers ,
Dalal Street,
Mumbai- 400001

Company Code: 534612

ISIN: INE436N01029

Sub:- Disclosure of Voting Results of 6th Annual General Meeting

Dear Sir / Madam,

We wish to inform you that the 6th Annual General Meeting of the Members of Advance Metering Technology Limited was duly convened and held on Tuesday, 26th September, 2017 at 09:00 A.M. at Time Farm, Khasra No. 13, Palla Bakhtawar Pur Road, New Delhi -110036.

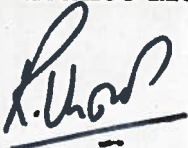
In this regards, please find enclosed:-

- 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



Resolution No -1

Adoption of the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended March 31, 2017 together with the Reports of the Board of Directors and Auditors' thereon.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes $(3) = [(2) / (1)] * 100$ | No. of | | No. of Votes- against | % of Votes in favour on votes polled | % of Votes against on votes polled | | | | | |
|-----------------------------|----------------|--------------------|---------------------|---|------------------|---------|--------------------------|--|--|----------------|----------|----------|------|---------|
| | | | | | Votes -in favour | | | | | | | | | |
| Promoter and Promoter Group | E-Voting | 1,02,04,716 | 1,02,04,717 | 131.97 | 10204717 | 0 | 0 | 100.00 | 0.00 | | | | | |
| | | | | | | | | | | Polling Papers | 3262870 | 13467587 | 0 | 0 |
| | | | | | | | | | | | | | | |
| | | | | | | | | | | E-Voting | 0 | 0 | 0 | 0.00 |
| Polling Papers | 0 | 0 | 0 | 0.00 | | | | | | | | | | |
| | | | | | Total | 0 | 0 | 0 | 0.00 | | | | | |
| Public- Non Institutions | E-Voting | 5852750 | 244 | 3.59 | | | | | | 244 | 0 | 100.00 | 0.00 | |
| | | | | | Polling Papers | 209923 | 0 | 0 | | | | | | |
| | | | | | | | | | Total | | | | | 5852750 |
| | | | | | E-Voting | 0 | 0 | 0 | | | | | | |
| Polling Papers | 209923 | 0 | 0 | 0.00 | | | | | | | | | | |
| | | | | | Total | 5852750 | 244 | 0 | 0.00 | | | | | |
| Grand Total | Total | 1,60,57,466 | 210167 | 13677754 | | | | | | 210167 | 13677754 | 100.00 | 0.00 | |



For Advance Metering Technology Ltd.

Executive Director

Resolution No -2

Re-appointment of Mr. Vikram Ranade (DIN: 00006021) who retires by rotation.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes | No. of | | No. of Votes- against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|----------------|--------------------|---------------------|-------------------|------------------|------------------|-----------------------|--------------------------------------|------------------------------------|
| | | | | | Votes -in favour | Votes -in favour | | | |
| | | 1 | 2 | (3)=[(2)/(1)]*100 | 4 | 5 | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 | |
| Promoter and Promoter Group | E-Voting | 10204716 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Polling Papers | | 0 | | 0 | 0 | | | |
| | Total | 10204716 | 0 | | 0 | 0 | | | |
| Public Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Polling Papers | | 0 | | 0 | 0 | | | |
| | Total | 0 | 0 | | 0 | 0 | | | |
| Public- Non Institutions | E-Voting | 5852750 | 244 | 3.59 | 144 | 100 | 99.95 | 0.05 | |
| | Polling Papers | | 209923 | | 209923 | 0 | | | |
| | Total | 5852750 | 210167 | | 210067 | 100 | 99.95 | 0.05 | |
| Grand Total | | 16057466 | 210167 | | 210067 | 100 | 99.95 | 0.05 | |



For Advance Metering Technology Ltd.

Executive Director

Resolution No -3
 Ratification of Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Firm Registration No. 000756N), as the Statutory Auditors of the Company and fix their remuneration.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes | No. of | | No. of Votes- against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|-----------------------------|----------------|--------------------|---------------------|------------------------------------|------------------|-------------------|------------------------------------|--------------------------------------|------------------------------------|
| | | | | | Votes -in favour | Votes -in against | | | |
| Promoter and Promoter Group | E-Voting | 1 | 2 | $(3) = \frac{(2)}{(1)} \times 100$ | 4 | 5 | $(6) = \frac{(4)}{(2)} \times 100$ | $(7) = \frac{(5)}{(2)} \times 100$ | |
| | | | 6941846 | | 6941846 | | | | 0 |
| | Polling Papers | | 3262870 | | 3262870 | | 0 | | |
| | Total | | 10204716 | | 10204716 | | 0 | | |
| Public Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | | | 0 | | 0 | | | | 0 |
| | Polling Papers | | 0 | | 0 | | 0 | | |
| | Total | | 0 | | 0 | | 0 | | |
| Public- Non Institutions | E-Voting | 5852750 | 244 | 3.59 | 144 | 100 | 99.95 | 0.05 | |
| | | | 209923 | | | | | | 0 |
| | Polling Papers | | 209923 | | 209923 | | 0 | | |
| Grand Total | Total | 5852750 | 210167 | | 210067 | 100 | 100.00 | 0.00 | |
| | | 16057466 | 10414883 | | 10414783 | 100 | | | |



For Advance Metering Technology Ltd.

Executive Director

Resolution No -4

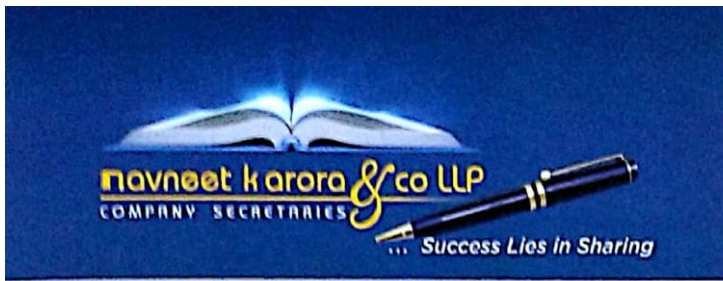
To Grant Approval u/s 20 of the Companies Act, 2013.

| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes | No. of | | No. of Votes- against | % of Votes in favour on votes polled | % of Votes against on votes polled | | |
|-----------------------------|----------------|--------------------|---------------------|------------|------------------|-----|-----------------------|--------------------------------------|------------------------------------|---------|----------|
| | | | | | Votes -in favour | | | | | | |
| Promoter and Promoter Group | E-Voting | 10204716 | 6941846 | 100.00 | 6941846 | 0 | 0 | 100.00 | 0.00 | | |
| | | | | | | | | | | 3262870 | 0 |
| | | | | | | | | | | Total | 10204716 |
| Public Institutions | E-Voting | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | | | | | | | | | | 0 | 0 |
| | | | | | | | | | | Total | 0 |
| Public- Non Institutions | E-Voting | 5852750 | 244 | 3.59 | 144 | 100 | 100 | 99.95 | 0.05 | | |
| | | | | | | | | | | 209923 | 0 |
| | | | | | | | | | | 209923 | 0 |
| Grand Total | Total | 5852750 | 210167 | | 210067 | 100 | 100 | 100.00 | 0.00 | | |
| | | 16057466 | 10414883 | | 10414783 | 100 | 100 | | | | |



For Advance Metering Technology Ltd.

Executive Director



Regd. Office: E-8/1, LGF,
Near Geeta Bhowan Mandir,
Malviya Nagar, New Delhi-110017
+91-11-26686432, 26684877, 49901507
+91 9810328141, 8076401996

Info@navneetaroras.com
aroranavneet@rediffmail.com
www.navneetaroras.com
LLPIN-AAJ-0972

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
06th Annual General Meeting of the Equity Shareholders of
ADVANCE METERING TECHNOLOGY LIMITED
Held On 26th September, 2017 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 22nd May, 2017, 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) Regulation, 2015 to seek the approval of the Equity Shareholders for passing through remote e-voting / polling paper received in respect of the following **(Four) Ordinary Resolutions** as per the Notice of the **06th Annual General Meeting** of the members of the Company held on **Tuesday, the 26th September, 2017 at 9:00 am at Time Farm, Khasra No. 13, Palla Bakhtawar Pur Road, New Delhi-110036**

| Resolution No(s). | Particulars |
|-------------------------------|---|
| Ordinary Resolution(s) | |
| 1. | Adoption of the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended March 31, 2017 together with the Reports of the Board of Directors and Auditors' thereon. |





| | |
|----|---|
| 2. | Re-appointment of Mr. Vikram Ranade (DIN: 00006021) who retires by rotation. |
| 3. | Ratification of Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Firm Registration No. 000756N), as the Statutory Auditors of the Company and fix their remuneration. |
| 4. | To Grant Approval u/s 20 of the Companies Act, 2013. |

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 **27th August 2017** 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 **19th September, 2017**. Total shareholders of the Company as on the cut-off date were **11684**.
3. The remote e-voting period remained open from **9:00 am (IST) on 23rd September, 2017 up to 05:00 pm (IST) on 25th September, 2017**. All the votes received by casting of votes electronically through CDSL portal up to **05:00 p.m. on 25th September, 2017**, 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) Ms. Raj Laxmi R/o 115A, Chirag Delhi, New Delhi-110017 and (2) Mr. Gulshan Ahuja, R/o H 7/10, 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: Raj Laxmi

Name: Gulshan Ahuja

7. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
8. 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 **Tuesday, the 26th September, 2017 at 12:48 pm (IST)** in the presence of 2 (Two) witnesses namely Ms. Raj Laxmi and Mr. Gulshan Ahuja, 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: Raj Laxmi

Name: Gulshan Ahuja

9. Thereafter, the details containing interalia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of CDSL.





10. 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 -I- Ordinary Resolution

Adoption of the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended March 31, 2017 together with 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 | 18 | 6942090 | 66.66 |
| Voting through polling paper(in person or by proxy) | 28 | 3472793 | 33.34 |
| Total | 46 | 10414883 | 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

Re-appointment of Mr. Vikram Ranade (DIN: 00006021) who retires by rotation.

(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 | 16 | 144 | 0.07 |
| Voting through polling paper (in person or by proxy) | 23 | 209923 | 99.88 |
| Total | 39 | 210067 | 99.95 |

(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 | 100 | 0.05 |
| Voting through polling paper (in person or by proxy) | NIL | NIL | NIL |
| Total | 1 | 100 | 0.05 |

(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 | 1 | 6941846 |
| Voting through polling paper (in person or by proxy) | 5 | 3262870 |
| Total | 6 | 10204716 |





Item No -3- Ordinary Resolution

Ratification of Appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Firm Registration No. 000756N), as the Statutory Auditors of the Company and fix their remuneration.

(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 | 17 | 6941990 | 66.66 |
| Voting through polling paper in person or by proxy) | 28 | 3472793 | 33.34 |
| Total | 45 | 10414783 | 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 | 100 | 0.00 |
| Voting through polling paper(in person or by proxy) | NIL | NIL | NIL |
| Total | 1 | 100 | 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

To Grant Approval u/s 20 of the Companies Act, 2013.

(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 | 17 | 6941990 | 66.66 |
| Voting through polling paper (in person or by proxy) | 28 | 3472793 | 33.34 |
| Total | 45 | 10414783 | 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 | 100 | 0.00 |
| Voting through polling paper(in person or by proxy) | NIL | NIL | NIL |
| Total | 1 | 100 | 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 |





11. I would like to inform you that all the above Resolution(s) as contained in the Notice dated 22nd May, 2017 have been passed with requisite majority Resolution No 1 (One) to 4 (Four) as Ordinary Resolution. You may accordingly declare the result of the voting through Remote E-voting and Polling papers at AGM.
12. 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: 27th September, 2017

