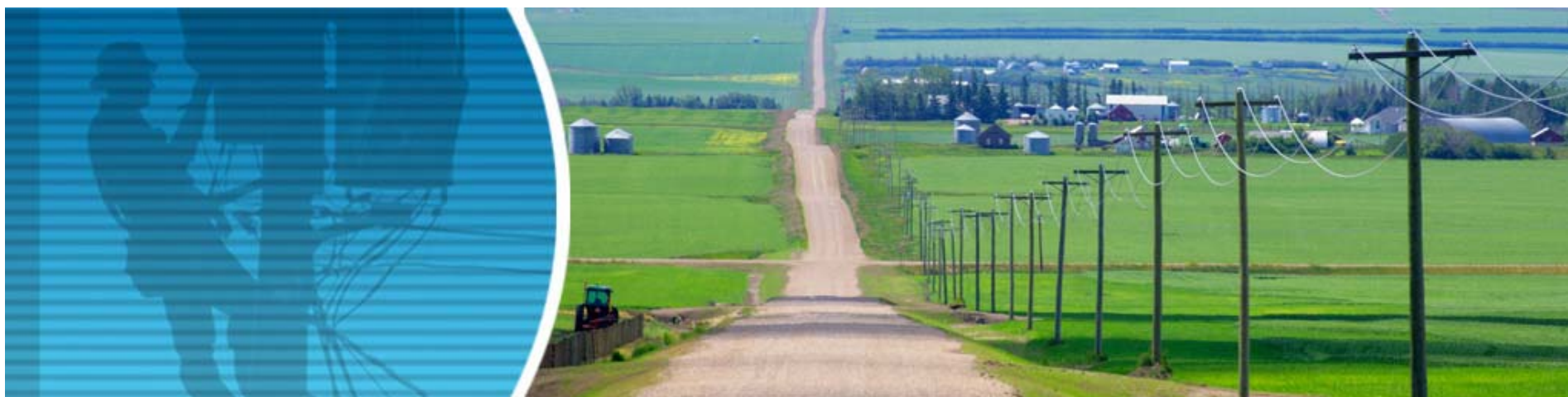




It's Time to Teach an Old Grid New Tricks®



Ambient Corporation
Annual Meeting of
Stockholders
June 19, 2009

Election Results



Proposals

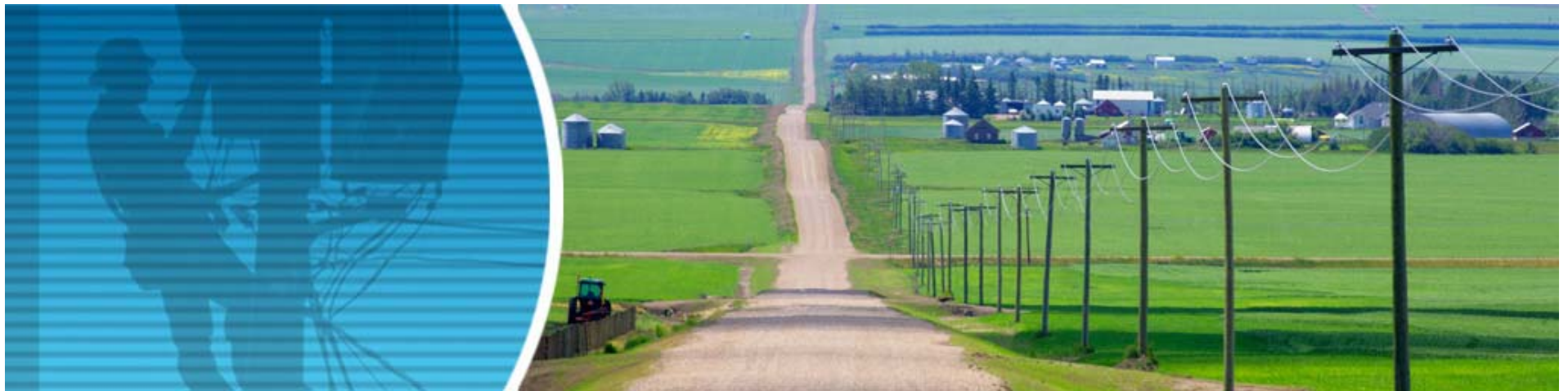
- 1) Elect Directors
- 2) Ratify the appointment of Rotenberg Meril Solomon Bertiger & Guttilla, P.C. Ambient's accountants



Proposal 1 – Directors	Votes For	Votes Against	Percentage For
1 – J. Joyce	597,545,207	747,225	83.1%
2 – M. Widland	595,856,314	2,436,118	82.9%
3 – H. Pierce	595,945,089	2,347,343	82.9%
4 – T. Higgins	597,626,932	665,500	83.1%
5 – S. Stastney	595,572,089	2,720,343	82.8%
	Votes For	Votes Against	Percentage For
Proposal 2 – Ratify Accountants	597,731,007	272,325	83.1%



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CEO's Presentation



Safe Harbor

This presentation contains forward-looking statements that involve substantial uncertainties and risks. These forward-looking statements are based upon our current expectations, estimates and projections about our business and our industry, and that reflect our beliefs and assumptions based upon information available to us at the date of this release. We caution readers that forward-looking statements are predictions based on our current expectations about future events. These forward-looking statements are not guarantees of future performance and are subject to risks, uncertainties and assumptions that are difficult to predict. Our actual results, performance or achievements could differ materially from those expressed or implied by the forward-looking statements as a result of a number of factors, including but not limited to, changes in economic conditions generally and the smart grid market specifically, changes in technology, legislative or regulatory changes that affect us, the availability of working capital, changes in costs and the availability of goods and services, the introduction of competing products, changes in our operating strategy or development plans, our ability to attract and retain qualified personnel, and changes in our acquisition and capital expenditure plans, and the risks and uncertainties discussed under the heading "RISK FACTORS" in Item 1 of our Annual Report on Form 10-K for the fiscal year ended December 31, 2008, and in our other filings with the Securities and Exchange Commission. We undertake no obligation to revise or update any forward-looking statement for any reason.



Agenda

- The Utilities' Challenge
- About Ambient
- Ambient Smart Grid[®] Communications Platform
- Legislative Support
- Funding
- The Road Ahead

John J. Joyce
President and CEO



The Utilities' Challenge



There is a need to create greater investment in energy efficiency as a "5th Fuel" (in addition to coal, nuclear, gas and renewables) to meet demand, which is expected to increase 40% by 2030 ... Energy efficiency means two-way, digital communications on the distribution networks, which is the backbone of the utility of the future.

**- James Rogers, Duke Chairman, President & CEO
National Electricity Delivery Forum, February 21, 2007**

Ambient's two-way communications platform, Ambient Smart Grid[®], is the solution available today that provides for the more efficient use of energy that is already generated.



The Utilities' Challenge

- Utilities are facing a demand that is predicted to grow 40% by 2030, encroaching on safety margins, and adding stress to an antiquated system.
- Utilities are struggling to find available capital to address burgeoning infrastructure requirements.
- Cost of new generation assets rising.
- Pending Federal RPS and carbon cap or tax – confounds the business case for traditional generation assets and helps to make the business case for energy efficiency.
- Smart grid - ties together energy efficiency, incorporates renewables and reduces operations & management (O & M) budgets through a single platform for utility investment.



About Ambient



About Ambient

- Designing and building utility communication platforms since 1999
- IPO in 1998 (OTCBB: ABTG)
- Proprietary products
- Significant internal growth over last 18 months to fulfill existing orders and anticipated future growth
- 275% compound annual revenue growth over the last three years

Ambient Corporation is a pioneering integrator of smart grid communication platforms, creating high-speed data networks over existing electrical infrastructures enabling the smart grid.



Ambient at a Glance

- Operations: Headquartered in Newton, MA
- Customers: Includes two of the largest utilities in the U.S. - Duke Energy and Consolidated Edison
- Employees: 40
- Products: Communication Nodes / Network Management Systems / Energy Sensing Products / Medium and Low Voltage Couplers (overhead and underground)
- Revenue: Revenues have increased from \$236,000 (2005) to \$12.6 million (2008)



Company Relationships





Highlights 2008

- Introduced X2000 communications node
 - Integration of cellular backhaul
- Awarded key Ambient Smart Grid[®] contract
 - Purchase order from Duke Energy for 9,000 units
 - Serves approximately 50K homes and businesses
- Introduced version 3.0 of AmbientNMS[®]
 - Street level view via GIS for asset mapping and outage notification.
- Received \$13.5M in funding
- Verizon Wireless Certification - X-3000
 - Smaller, lighter enclosure; cost reduction
 - Sold 2,000 units as initial deployment



Highlights 2009

- Entered into Joint Marketing Agreement with Verizon Wireless
 - B2B marketing
 - Partner for Ambient Smart Grid® deployments
 - U.S. investor-owned utilities
- Entered into strategic agreement with Bel Fuse, Inc. (NASDAQ: BELFB)
 - Alliance which provides Ambient with scalable design, development and global manufacturing capabilities
- Added Thomas J. Dunleavy as an advisor and consultant to the Company
 - Former NYS PSC Commissioner / NARUC Activist
- Introduced version 3.0.3 of AmbientNMS®



Ambient Smart Grid[®] Communications Platform



Ambient Corporation provides the connection point (a node at the utility transformer) and the communications network that connects consumers and businesses to utilities and smart grid applications.

Ambient's smart grid solution provides a high-speed, real-time communications network that collects, analyzes and manages energy use and availability - information to promote more reliable, affordable and environmentally friendly operations.

Ambient is to the smart grid what a router/modem is to the Internet: a powerful tool that connects real-time information with enabling applications that change how businesses and homes function.



Ambient Smart Grid[®] Communications Platform

A modular network overlaid on the medium-voltage and low-voltage segments of the electrical distribution grid. Allows for real-time insight into the operations of the grid while supporting any IP-based application.

- Node relays utility metering data
- Energy applications monitor grid performance
- Spare ports for other IP application integration

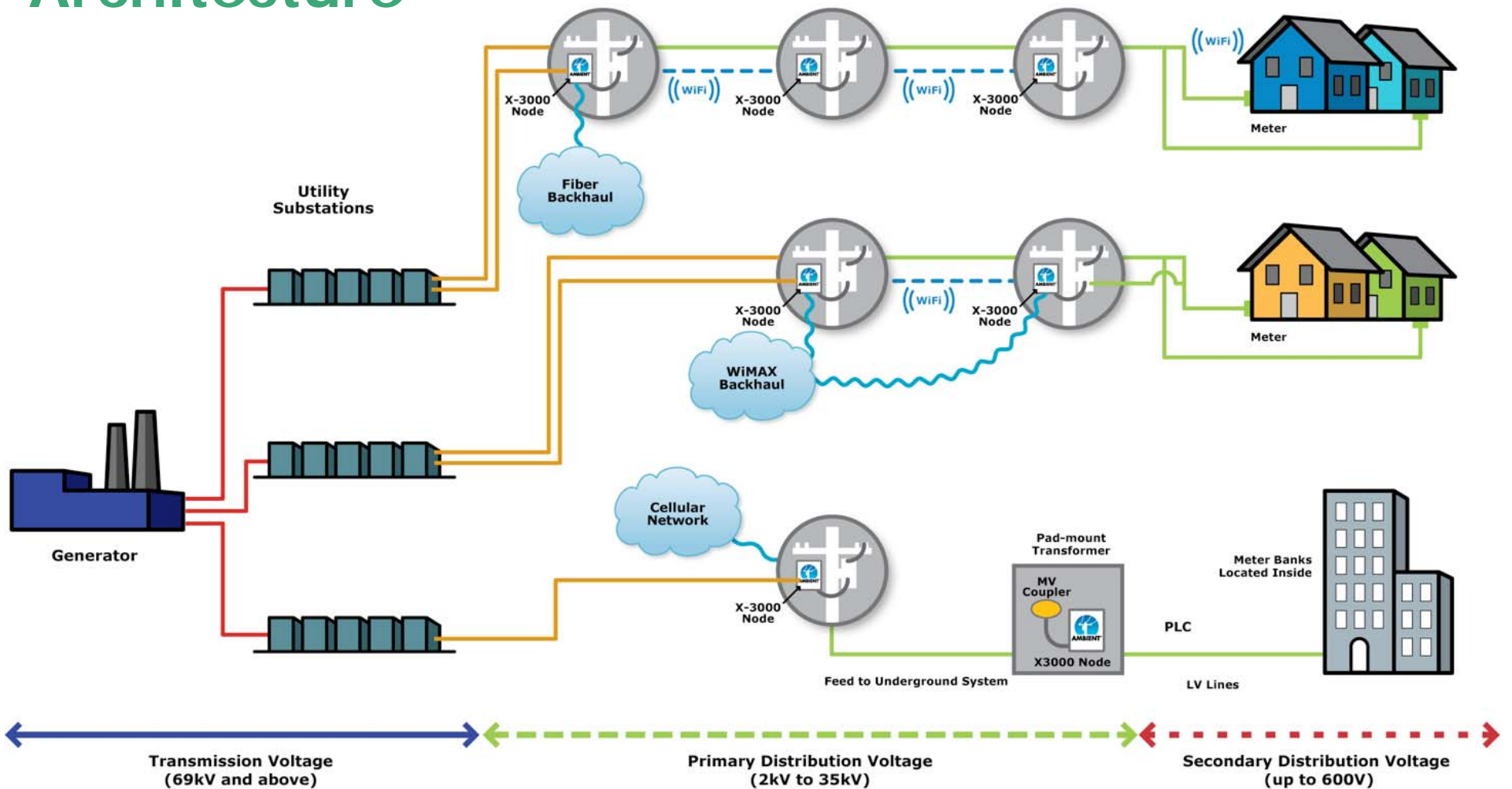
Uses a high-speed backhaul connections to connect the network at any point on the grid allowing IP data traffic to be carried via such choices of technology as fiber, cellular, low bit rate power line carrier, Wi-Fi and/or power line communications (PLC).

- Flexible deployments shaped by local environment
- Wider bandwidth allows for continual integration of advanced applications



Ambient System Architecture

Providing a Robust End-to-End Solution





Grid Management Issue

- Growing demand for generation capacity
- Power outages
- Power quality fluctuations
- Peak load balancing
- Billing and customer care

Ambient Smart Grid[®] Solution

- Energy efficiencies
- Intelligent networked nodes
- Voltage / current sensing
- Load management and control
- Advanced metering (AMI / AMR)



Ambient Smart Grid® Platform Enables:

- **Demand Side Management (DSM)** – The ability for utilities to directly control and cycle down unnecessary consumer load during grid emergencies and events.
- **Distributed Generation** – The ability to seamlessly integrate small scale generation and renewables with inconsistent generating profiles into the larger distribution grid system.
- **AMI / Smart Metering** – The ability for utilities to see real-time electrical demand and turn off and on electrical delivery behind intelligent meters.
- **Real-time Pricing** - The ability to have consumers react to fluctuation in energy prices, transferring load to off peak times.

Ambient Smart Grid® is the dedicated end-to-end, two-way, real-time communications platform required to enable all of the applications above.



Legislative Support



Federal Legislation

Recent federal and state legislation has supported the smart grid, promoting deployments and offering avenues for cost recovery.

The Energy Independence and Security Act of 2007, Title XIII - Smart Grid

- Establishment of a Federal "Smart Grid Task Force" under the Office of Electricity Delivery and Energy Reliability (OEDER)
- Requires states to consider smart grid prior to new generation investments (PURPA)

Emergency Economic Stabilization Act of 2008

- Establishes a permanent change in the depreciation rate for smart meters and other smart grid technologies from the current 20 years to 10 years.

American Recovery and Reinvestment Act of 2009

- Provides \$4.5B for smart grid
- 50% upfront matching grants for the deployment of smart grid technology





It [American Recovery and Reinvestment Act] really allows us to build our future now.

**- David Mohler, Duke Energy's CTO,
quoted from the Cincinnati Enquirer
February 9, 2009**



Funding



Funding

2002	ConEdison of NY	\$1.4M
2003 - 2006	Various Investors	\$24.7M
2007 - 2008	Single Venture Capitalist	\$23.5M



The Road Ahead



The Road Ahead 2009-2010

- Capitalize on relationship with Duke Energy & Consolidated Edison
 - Public utility commission filings in Ohio, Indiana, North Carolina
- Leverage existing relationships and develop additional customers
 - Verizon Wireless B2B sales
 - Focus on forward looking utilities
- Increase product offerings and enhance strategic alliances
 - Introduction of next generation products
 - Inventory build to support 2009 – 2010 deployments
 - Integration of additional AMI collectors
 - Incorporation of WiMAX, Zigbee and others



The Road Ahead 2009-2010

American Recovery and Reinvestment Act of 2009

Timeline for funding:

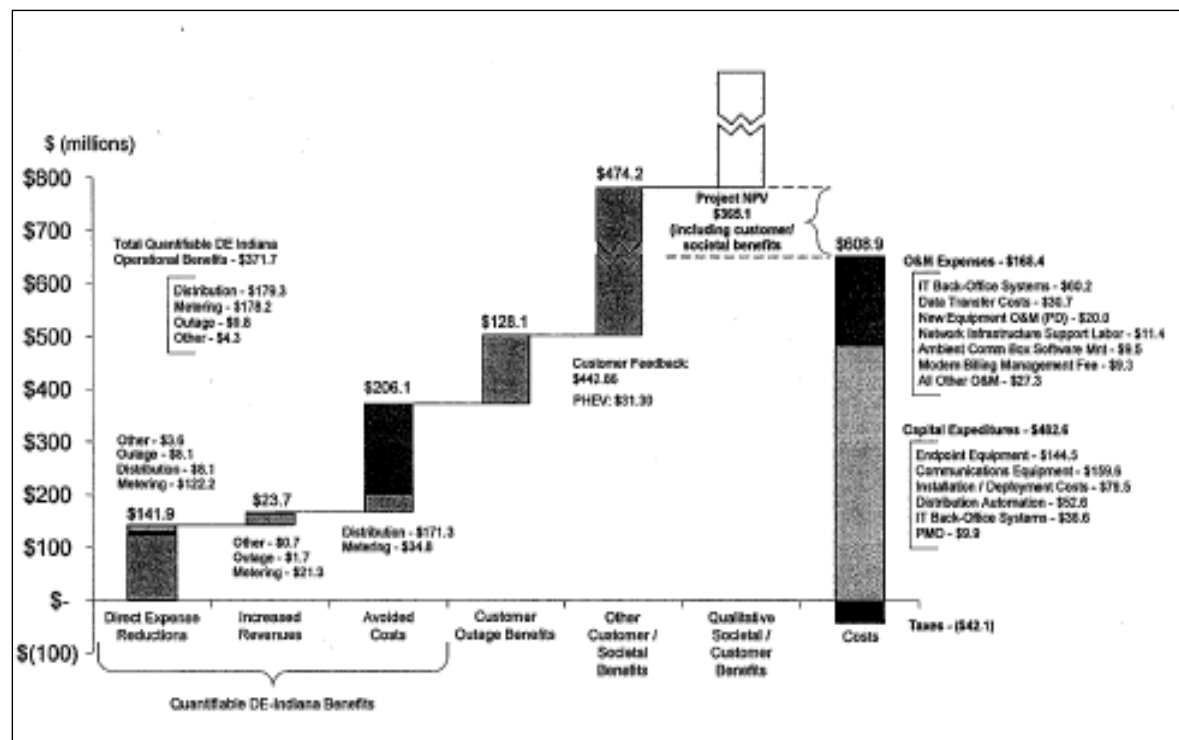
- Notice of Intent (proposed rules for allocation) - March 2009
- Begin grant distributions - 2009
- Hard deadline for funding to be fully distributed - September 2010
- Grants are for non-research and development, "shovel ready" projects



It's Time to Teach an Old Grid New Tricks®

Large Investor-owned Utility Filing

Two public utility commissions' filings specifically mention "Communications Equipment" as part of their smart grid deployment models.



One of the filing's timeline (bottom right) indicates expenditures for "Communication Equipment" of \$100M over the next five years.

	Year 1	Year 2	Year 3	Year 4	Year 5	5-Year
	2009	2010	2011	2012	2013	Total
Communication Equipment	\$16.83	\$32.26	\$33.15	\$11.50	\$6.14	\$99.88

Source: Duke Energy Ohio - Energy Security Plan filings



Standards Process

Ambient is actively involved with developing smart grid standards by engaging with, and participating in groups such as NIST, the Edison Electric Institute (EEI), the GridWise Alliance and the Demand Response and Smart Grid (DRSG) Coalition.

Ambient's engineers have also played a significant role in the standard setting process of the IEEE working groups, and will continue to actively participate in the future standard setting bodies.



Duke Energy has already spent \$35M on smart grid initiatives; it intended to spend as much as \$1B on smart grid projects over the next five years.

The government's encouragement of smart grid development is likely to speed up Duke's plans so it can accomplish in one or two years what it had planned to do in five.

**- David Mohler, Duke Energy's CTO,
quoted from InformationWeek
March 21, 2009**