

12 August 2017

To,

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
By e-mail: corp.relations@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai - 400051
By e-mail: cmlist@nse.co.in

Subject: Declaration of Voting Results of the 44th Annual General Meeting of the Company

Dear Sir,

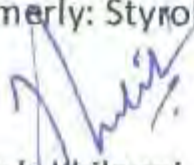
In accordance with the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies Act 2013 and Rules framed thereunder, please find enclosed herewith the voting results including e-voting and the poll conducted at the AGM, in the format as prescribed by SEBI, along with the Scrutinizers' Report.

The same shall also be uploaded on the website of the Company.

We request you to kindly take the same on your records.

Yours Faithfully,

For **INEOS Styrolution India Limited**
(Formerly: Styrolution ABS (India) Limited)



Haresh Khilnani
Company Secretary, Head – Legal and Compliance

Head Office:
INEOS Styrolution India Limited
CIN : IES200613751110240
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007, Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E-mail : corpshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : IES200613751110240
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007, Gujarat, India
Tele : +91 265 2303201/02
Fax No: +91 265-2303203

Annexure -1

Disclosures as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM/EGM	Thursday, 10 August 2017
Total Number of Shareholders as on record date	14,016
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	1 61
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Nil (Not Arranged)

Resolution required: (Ordinary/ Special) : Ordinary					1. Adoption of the audited financial statement including audited Balance Sheet as at 31 March 2017, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ('the Board') and of Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	13,189,218	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		845,787	92.62%	845,787	0	100	0
Public- Non Institutions	E- voting	3,483,243	56,183	1.61	56,058	125	99.78	0.22
	Poll		4,688	0.13	4,688	0	100.0	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		60,871	1.75	60,746	125	99.79	0.21
TOTAL		17,585,625	14,095,876	80.16	14,095,751	125	100.00	0.00*

*Negligible

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203

Resolution required: (Ordinary/ Special) : Ordinary					2. Declaration of Dividend of Rs. 4 per equity share for the year ended on 31 March 2017.			
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	100	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		845,787	92.62	845,787	0	100	0
Public- Non Institutions	E- voting	3,483,243	56,183	1.61	56,158	25	99.96	0.04
	Poll		4,688	0.13	4,568	120	97.44	2.56
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		60,871	1.75	60,726	145	99.76	0.24
TOTAL		17,585,625	14,095,876	80.16	14,095,731	145	100.00	0.00*

*Negligible

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203

Resolution required: (Ordinary/ Special) : Ordinary					3. Appointment of Director in place of Mr. Stephen Mark Harrington, who retires by rotation and, being eligible, seeks re-appointment.			
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	100	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		845,787	92.62	845,787	0	100	0
Public- Non Institutions	E- voting	3,483,243	55,833	1.60	55,708	125	99.78	0.22
	Poll		4,688	0.13	4,688	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		60,521	1.74	60396	125	99.79	0.21
TOTAL		17,585,625	14,095,526	80.15	14,095,401	125	100.00	0.00*

*Negligible

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203

Resolution required: (Ordinary/ Special) : Ordinary					4. Appointment of Statutory Auditors of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	100	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100%	0
	Poll		0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		845,787	92.62	845,787	0	100	0
Public- Non Institutions	E- voting	3,483,243	56,183	1.61	56,036	147	99.74	0.26
	Poll		4,688	0.13	4,688	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		60,871	1.75	60,724	147	99.76	0.24
TOTAL		17,585,625	14,095,876	80.16	14,095,729	147	100.00	0.00*

*Negligible

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203

Resolution required: (Ordinary/ Special) : Ordinary					5. Appointment of Mr. Anil Shankar as an Independent Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	100	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		845,787	92.62	845,787	0	100	0
Public- Non Institutions	E- voting	3,483,243	56,183	1.61	56,058	125	99.78	0.22
	Poll		4,688	0.13	4,686	2	99.96	0.04
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		60,871	1.75	60,744	127	99.79	0.21
TOTAL		17,585,625	14,095,876	80.16	14,095,749	127	100.00	0.00*

*Negligible

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203

Resolution required: (Ordinary/ Special) : Special					6. Appointment of Mr. Jal Patel as an Independent Director of the Company.			
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	100	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		845,787	92.62	845,787	0	100	0
Public- Non Institutions	E- voting	3,483,243	56,183	1.61	54,033	2,150	96.17	3.83
	Poll		4,688	0.13	4,688	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		60,871	1.75	58,721	2,150	96.47	3.53
TOTAL		17,585,625	14,095,876	80.16	14,093,726	2,150	99.98	0.02

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203

Resolution required: (Ordinary/ Special) : Ordinary					7. Approval to remuneration to the Cost Auditors.			
Whether promoter/ promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No of votes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)* 100]	(4)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
Promoter and Promoter Group	E- voting	13,189,218	0	0	0	0	0	0
	Poll		13,189,218	100	13,189,218	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
Public Institutions	E- voting	913,164	845,787	92.62	845,787	0	100	0
	Poll		0	0	0	0	0	
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		845,787	92.62	845,787	0	0	0
Public- Non Institutions	E- voting	3,483,243	56,183	1.61	56,022	161	99.71	0.29
	Poll		4,688	0.13	4,688	0	100	0
	Postal Ballot		NA	NA	NA	NA	NA	
	Total		60,871	1.75	60,710	161	99.74	0.26
TOTAL		17,585,625	14,095,876	80.16	14,095,715	161	100.00	0.00*

*Negligible

Head Office:
INEOS Styrolution India Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203
E mail : secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India
Tele : +91 265-2303201/02
Fax No: +91 265-2303203



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Bhai

B.Com., A.C.S.

DEVESH VIMAL & CO.
PRACTISING COMPANY SECRETARIES

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

FORM NO.MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

TO
CHAIRMAN
INEOS STYROLUTION INDIA LIMITED
6th FLOOR, ABS TOWERS,
OLDPADRA ROAD,
VADODARA - 390007, GUJARAT

Annual General Meeting of the Equity Shareholders of **INEOS STYROLUTION INDIA LIMITED** [formerly known as 'Styrolution ABS (India) Ltd.] held on Thursday, 10th August, 2017 at 11:30 a.m. at 'Chandarva Hall', Welcom Hotel, R.C. Dutt Road, Alkapuri, Vadodara- 390 007.

Dear Sir,

I, CS Devesh A. Pathak, Practising Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, for the 44th Annual General Meeting of the Equity Shareholders of **INEOS STYROLUTION INDIA LIMITED** (formerly known as 'Styrolution ABS (India) Ltd.) held on Thursday, 10th August, 2017 at 11:30 a.m. 'Chandarva Hall', Welcom Hotel, R.C. Dutt Road, Alkapuri, Vadodara- 390 007, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:





ORDINARY BUSINESS:

(1) Resolution No. 1

Adoption of the audited Financial Statements of the Company for the year ended on 31st March, 2017 together with the reports of the Board of Directors and of Auditors thereon.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	13193906	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast.
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.





(2) Resolution No. 2

Declaration of dividend of INR 4 per equity share for the year ended on 31st March, 2017

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
11	13193786	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	120	0.00*

*Negligible

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.





(3) Resolution No. 3

Appointment of Director in place of Mr. Stephen Mark Harrington, who retires by rotation and, being eligible, seeks re-appointment.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	13193906	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.





(4) Resolution No. 4

Ratification of appointment of Messrs Price Waterhouse Chartered Accountants LLP, Chartered Accountants (Firm Registration Number: 012754N/N500016), as Statutory Auditors of the Company from conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	13193906	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.





SPECIAL BUSINESS:

(5) Resolution No. 5

Appointment of Mr. Anil Shankar as an Independent Director of the Company.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	13193904	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	2	0.00*

*Negligible

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.





(6) Resolution No. 6

Appointment of Mr. Jal Patel as an Independent Director of the Company.

(Special Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	13193906	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.





(7) Resolution No. 7

Approval of remuneration to Messrs Kailash Sankhlecha and Associates (Firm Registration No.100221), the Cost Auditors of the Company.

(Ordinary Resolution)

(I) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	13193906	100

(II) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(III) **Invalid** votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
1*	2

* One ballot is invalid as it is neither assented nor dissented.






5. A list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Chairman authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,


CS Devesh A. Pathak
FCS 4559



Place: Vadodara

Date : 12th August, 2017.



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betai

B.Com., A.C.S.

DEVESH VIMAL & CO.

PRACTISING COMPANY SECRETARIES

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

SCRUTINIZERS REPORT ON E-VOTING

TO
CHAIRMAN,
INEOS STYROLUTION INDIA LIMITED
6TH FLOOR ABS TOWERS
OLDPADRA ROAD
VADODARA 390007, GUJARAT

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the 44th Annual General Meeting pursuant to Clause 44 of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LODR") read with the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules").

- (1) I, Devesh A. Pathak, Practising Company Secretary, has been appointed as the scrutinizer by the Board of Directors of **INEOS STYROLUTION INDIA LIMITED** [formerly known as 'Styrolution ABS (India) Ltd.] to conduct the electronic voting process in respect of all shareholders' resolutions bearing serial no. 1 to 7 to be passed at the 44th Annual General meeting of the Company held on Thursday, 10th August, 2017 as set out in the Notice dated 16th June, 2017 with statement setting out material facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Clause No. 6 of this Report pursuant to Clause 44 of LODR read with Section 108 of the Act and Rule 20 of the Rules.
- (2) The Management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of LODR read with the Act and the rules framed thereunder for providing e-voting facility to its shareholders in respect of the aforesaid resolutions. My responsibility as a Scrutinizer for conducting e-voting process is restricted to report on the votes cast 'in favour' or 'against' the aforesaid resolutions based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities engaged by the Company.





- (3) The e-voting facility remained open from Monday, 7th August, 2017 at 9.00 a.m. to Wednesday, 9th August, 2017 at 5.00 p.m.
- (4) The members of the Company as on the cut off date i.e. 3rd August, 2017 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 10th August, 2017 at 2:50 p.m. in presence of two witnesses viz. Ms. Devanshi Doshi and Ms. Dhruti Chauhan who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (6) Thereafter, the details, inter alia, containing list of Equity Shareholders who e-voted for/ against each of the resolutions were generated from e-voting system provided by NSDL. A summary of the result in respect of each of the aforesaid resolution is as follows:

ORDINARY BUSINESS

Resolution: 1

Adoption of the Audited Financial Statements of the Company for the year ended on 31st March, 2017 together with the reports of the Board of Directors and of Auditors thereon.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	65	901970	901970	
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	65	901970	901970	100
4	VOTES IN FAVOUR	63	901845	901845	99.986
5	VOTES AGAINST	2	125	125	0.014
	TOTAL VALID E- VOTES	65	901970	901970	100





Resolution: 2

Approval of dividend of INR 4 per equity share for the Financial year ended on 31st March, 2017.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	65	901970	901970	
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	65	901970	901970	100
4	VOTES IN FAVOUR	64	901945	901945	99.997
5	VOTES AGAINST	1	25	25	0.003
	TOTAL VALID E- VOTES	65	901970	901970	100

Resolution: 3

Appointment of Director in place of Mr. Stephen Mark Harrington, who retires by rotation and, being eligible, seeks re-appointment.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	64	901620	901620	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	64	901620	901620	100
4	VOTES IN FAVOUR	62	901495	901495	99.986
5	VOTES AGAINST	2	125	125	0.014
	TOTAL VALID BALLOTS	64	901620	901620	100





Resolution: 4

Ratification of appointment of Messrs Price Waterhouse Chartered Accountants LLP, Chartered Accountants (Firm Registration Number: 012754N/N500016), as Statutory Auditors of the Company from conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	65	901970	901970	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	65	901970	901970	100
4	VOTES IN FAVOUR	62	901823	901823	99.984
5	VOTES AGAINST	3	147	147	0.016
	TOTAL VALID BALLOTS	65	901970	901970	100

SPECIAL BUSINESS

Resolution: 5

Appointment of Mr. Anil Shankar as an Independent Director of the Company.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	65	901970	901970	
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	65	901970	901970	100
4	VOTES IN FAVOUR	63	901845	901845	99.986
5	VOTES AGAINST	2	125	125	0.014
	TOTAL VALID BALLOTS	65	901970	901970	100



**Resolution: 6**

Appointment of Mr. Jal R. Patel as an Independent Director of the Company

(Special Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	65	901970	901970	
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	65	901970	901970	100
4	VOTES IN FAVOUR	61	899820	899820	99.762
5	VOTES AGAINST	4	2150	2150	0.238
	TOTAL VALID BALLOTS	65	901970	901970	100

Resolution: 7

Approval of remuneration to Messrs Kailash Sankhlecha and Associates (Firm Registration No.100221), the Cost Auditors of the Company for the F.Y 2017-18

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	65	901970	901970	
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	65	901970	901970	100
4	VOTES IN FAVOUR	61	901809	901809	99.982
5	VOTES AGAINST	4	161	161	0.018
	TOTAL VALID BALLOTS	65	901970	901970	100





- (7) I have handed over related papers/ registers and records for safe custody to Mr.Haresh Khilnani, Company Secretary of the Company authorized by the Board to supervise the process.
- (8) You may accordingly declare the result of voting.

Thanking you,



CS Deyesh A. Pathak
(FCS No. 4559)

At Vadodara, 12th day of August, 2017.

Witnesses to unblocking of e-votes cast

(Reshma Pillai)

(Dhruti Chauhan)



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Bhai

B.Com., A.C.S.

DEVESH VIMAL & CO.

PRACTISING COMPANY SECRETARIES

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

Date: 12th August, 2017.

TO
CHAIRMAN,
INEOS STYROLUTION INDIA LIMITED
6TH FLOOR ABS TOWERS
OLD PADRA ROAD
VADODARA 390007, GUJARAT

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
 - (i) The Board of Directors of **INEOS STYROLUTION INDIA LIMITED** [formerly known as 'Styrolution ABS (India) Ltd.] at its Meeting held on 26th May, 2017 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 44th Annual General Meeting (AGM) held on Thursday, 10th August, 2017 pursuant to Clause 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR") read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules').
 - (ii) The Chairman of the 44th Annual General Meeting held on Thursday, 10th August, 2017 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at 11:30 a.m. at 'Chandarva Hall', Welcom Hotel, R.C. Dutt Road, Alkapuri, Vadodara- 390 007.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of LODR read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM.





3. I have issued separate Scrutinizer's Report dtd 12th August, 2017 on the e-voting and separate report on poll dtd 12th August, 2017 on the aforesaid resolutions. As requested by the management, I submit combined report for e-voting (including ballots) and poll in respect of aforesaid resolutions as follows:

Sr. No.	Particulars	Resolution-1: Adoption of the audited Financial Statements of the Company for the year ended on 31 st March, 2017 together with the reports of the Board of Directors and of Auditors thereon. (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	14	65	79	13193908	901970	14095878	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1*	2	0	2	0.00**
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100
4	BALLOTS/E-VOTES IN FAVOUR	13	63	76	13193906	901845	14095751	99.99
5	BALLOTS/E-VOTES AGAINST	0	2	2	0	125	125	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100

* One ballot is invalid as it is neither assented nor dissented.

** Negligible

Sr. No.	Particulars	Resolution-2: Declaration of dividend of INR 4 per equity share for the year ended on 31 st March, 2017 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	14	65	75	13193908	901970	14095878	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1*	2	0	2	0.00**
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100
4	BALLOTS/E-VOTES IN FAVOUR	11	64	75	13193786	901945	14095731	99.99
5	BALLOTS/E-VOTES AGAINST	2	1	3	120	25	145	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100

* One ballot is invalid as it is neither assented nor dissented.

** Negligible

2



Sr. No.	Particulars	Resolution-3: Appointment of Director in place of Mr. Stephen Mark Harrington, who retires by rotation and, being eligible, seeks re-appointment. (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	14	64	78	13193908	901620	14095528	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1	2	350	2	0.00**
3	VALID BALLOTS/E-VOTES	13	64	77	13193906	901620	14095526	100
4	BALLOTS/E-VOTES IN FAVOUR	13	62	75	13193906	901495	14095401	99.99
5	BALLOTS/E-VOTES AGAINST	0	2	2	0	125	125	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	64	77	13193906	901620	14095526	100

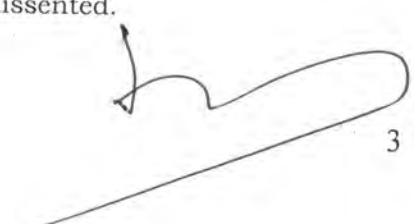
* One ballot is invalid as it is neither assented nor dissented.

** Negligible

Sr. No.	Particulars	Resolution-4: Ratification of appointment of Messrs Price Waterhouse Chartered Accountants LLP, Chartered Accountants (Firm Registration Number: 012754N/N500016), as Statutory Auditors of the Company from conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting. (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	14	65	79	13193908	901970	14095878	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1*	2	0	2	0.00**
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14098576	100
4	BALLOTS/E-VOTES IN FAVOUR	13	62	75	13193906	901823	14095729	99.99
5	BALLOTS/E-VOTES AGAINST	0	3	3	0	147	147	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14098576	100

* One ballot is invalid as it is neither assented nor dissented.

** Negligible.







Sr. No.	Particulars	Resolution-5: Appointment of Mr. Anil Shankar as a Independent Director of the Company. (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	
1	BALLOTS/E-VOTES RECEIVED	14	65	79	13193908	901970	14095878	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1*	2	0	2	0.00**
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100
4	BALLOTS/E-VOTES IN FAVOUR	12	63	75	13193904	901845	14095749	99.99
5	BALLOTS/E-VOTES AGAINST	1	2	3	2	125	127	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100

* One ballot is invalid as it is neither assented nor dissented.
** Negligible.

Sr. No.	Particulars	Resolution-6: Appointment of Mr. Jal Patel as an Independent Director of the Company. (Special Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	
1	BALLOTS/E-VOTES RECEIVED	14	65	79	13193908	901970	14095878	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1*	2	0	2	0.00**
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100
4	BALLOTS/E-VOTES IN FAVOUR	13	61	74	13193906	899820	14093726	99.99
5	BALLOTS/E-VOTES AGAINST	0	4	4	0	2150	2150	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100

* One ballot is invalid as it is neither assented nor dissented.
** Negligible.


DEVESH VIMAL & CO.



Sr. No.	Particulars	Resolution-7: Approval of remuneration to Messrs Kailash Sankhlecha and Associates (Firm Registration No.100221), the Cost Auditors of the Company for the year 2017-18. (Ordinary Resolution)						
		No. of Ballots in poll / Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	14	65	79	13193908	901970	14095878	100
2	LESS: INVALID BALLOTS/E-VOTES	1*	0	1*	2	0	2	0.00**
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100
4	BALLOTS/E-VOTES IN FAVOUR	13	61	74	13193906	901809	14095715	99.99
5	BALLOTS/E-VOTES AGAINST	0	4	4	0	161	161	0.01
	TOTAL VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100

* One ballot is invalid as it is neither assented nor dissented.
** Negligible.

- (4) I have handed over related papers/ registers and records for safe custody to Mr. Haresh Khilnani, Company Secretary of the Company authorized by the Board to supervise the process.
- (5) You may accordingly declare the result of voting.

Thanking You,

Yours faithfully,



CS DEVESH A. PATHAK
Practising Company Secretary
Membership no. 4559

Place: Vadodara
Date: 12th August, 2017