

INEOS Styrolution India Limited 6th Floor, ABS Towers, Old Padra Road.

Vadodara – 390 007, Gujarat, India

ineos-styrolution.com

13 August 2016

To,

National Stock Exchange of India Limited

Exchange Plaza,
Plot No. C/1, 'G' Block,
Bandra- Kurla Complex,
Bandra ('E)
Mumbai 400 051
Stock code No. INEOSSTYRO

BSE Limited
Dept. DSC_CRD
Phiroze Jeejeebhoy Towers,
Dalal Street
Bandra ('E)
Mumbai 400 001
Stock code No. 506222

Subject: Declaration of Voting Results of the 43rd 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 evoting 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

ON PION OF STANFORD

Head Office:

INEOS Styrolution India Limited CIN: L25200GJ1973PLC002436

6th Floor, ABS Towers. Old Padra Road,

Vadodara - 390 007, Gujacat, India Tele: +91 265-2303201/02 Fax No: +91 265-2303203

E mail : secshare@ineosstyrolutionindia.com Website: www.ineosstyrolutionindia.com Registered Office:

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

CIN: 125200G31973PtC002436 Shi Hook, ABS Towers, Old Padra Road.



INEOS Styrolution India Limited 6th Floor, ABS Towers, Old Padra Road,

Vadodara - 390 007, Gujarat, India

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Annexure -1

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

	Friday, 12 August 2016
Total Number of Shareholders as on record date	57
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Nii (Not Arranged)

Head Office:

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RegisteredOffice:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN: L252006J1973PLC002436
CIN: L252006J1973PLC002436
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Email: secshare@ineosstyrolutionindia.com Website: www.ineasstyrolutionindia.com



Resolution requi	red: (Ordinary/ §	Resolution required: (Ordinary/ Special) : Ordinary	,	1. Adoption of the as at 31 March 2 that date and the Auditors thereon.	f the audited arch 2016, the and the repor ereon.	financial stateme Statement of Pr ts of the Board	ent including audil ofit and Loss for t of Directors ('th	Adoption of the audited financial statement including audited Balance Sheet as at 31 March 2016, 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 promot	er/ promoter gr	Whether promoter/ promoter group are interested in the agenda/reso	d 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]	
	E- voting		0	0	0	0	0	0	
Promoter and	Poll	((((((((((((((((((((13,189,218	100	13,189,218	0	100	0	
Promoter Group	Postal Ballot	13,189,218	NA	NA	NA	NA	NA	NA	
	Total	1	13,189,218	100	13,189,218	0	100	0	
				***************************************			~		
	E- voting		911,218	93.31	911,218	0	100	0	
Public	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot	9/6,550	NA	NA	NA	NA	NA	NA	
	Total	J	911,218	93.31	911,218	0	100	0	
	E- voting		9.819	0.29	9,792	27	99.73	0.27	
Public- Non	Poll		3,759	0.11	3,759	0	100	0	
Institutions	Postal Ballot	3,419,847	NA	NA	NA	NA	NA	NA	
	Total		13578	0.40	13,551	27	99.80	0.20	100
TOTAL		17,585,625	14,114,014	80.26	14,113,987	27	100	0.00*	100 100 00 00 00 00 00 00 00 00 00 00 00
*Negligible								V	710
Head Office: INEOS Styrolution India Limited	imited					Registe INEOS S (Forme	Registered Office. INEOS Styrolution India Limited Formerly: Styrolution ABS (India) Limited)		ADODA ADODA

INEOS Styrolution India Limited CIN: 1252006.11973Ptd.002436 Head Office:

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Resolution required: (Ordinary/ Special) : Ordinary	ed: (Ordinary/ S	pecial) : Ordinan	>	2. Declaration March 2016.	of Dividend or	f Rs. 4 per equi	ty share for the	eclaration of Dividend of Rs. 4 per equity share for the year ended on 31 1arch 2016.
Whether promoter/ promoter group are interested in the agenda/resolution?	er/ promoter gn	oup are intereste	ed in the agenda/	resolution?	an week	No	· Addressed	The state of the s
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)	(2)	(6) =[(4)/(2)*100]	(7) = [(5)/(5)*100]
	E- voting	***************************************	0	0	0	0	0	0
Promoter and	Poll	0	13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	13,189,218	NA	NA	NA	NA	NA	AN
•	Total		13,189,218	100	13,189,218	0	100	0
	E-voting		911.218	93.31	911,218	0	100	0
Priblic	Poll	•	0	0	0	0	0	0
Institutions	Postal Ballot	976,560	NA	NA	NA	NA	NA	NA
	Total		911,218	93.31	911,218	0	100	0
	E- voting	100000	9,819	0.29	9,792	27	99.73	0.27
Public- Non	Poll		3,759	0,11	1,680	2,079	44.69	55.31
Institutíons	Postal Ballot	3,419,847	AN	NA	NA	NA	NA	NA
	Total		13,578	0.40	11,472	2,106	84.49	15.51 OS STYRO
TOTAL	Table and the second	17,585,625	14,114,014	80.26	14,111,908	2,106	99,99	0.01
- planting	The state of the s	1000					: :	VALOUS

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Vadodara -- 290.007, Suprat, Tedo Tele: 491.265-2303201/02 Fax No; 491.265-2303203

INEOS Styralutian India Linated CIN : LZS2005/1973PUC002436 6th Floor, ABS Towers. Old Padra Road,



Resolution requ	iired: (Ordinary/	Resolution required: (Ordinary/ Special) : Ordinary	>	3. Appointmer by rotation	nt of Director ir and, being elig	Appointment of Director in place of Mr. Stephen Mar by rotation and, being eligible, seeks re-appointment	ephen Mark Harn pointment	Appointment of Director in place of IVIr. Stephen Mark Harrington, who retires by rotation and, being eligible, seeks re-appointment	
Whether promo	oter/promoter gr	Whether promoter/ promoter group are interested in the agenda/resolut	ed in the agenda/	resolution?		No		A A A A MORNING HOUSE AND A STATE OF THE A STATE OF	
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	Noofvotes 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)	(2)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]	
And the second s	E- voting		0	0	0	0	0	0	,
Promoter and	Poll	0	13,189,218	100	100	0	100	0	······································
Promoter Group	Postal Ballot	13,189,218	NA	NA	AN	NA	NA	NA	
	J		13,189,218	100	13,189,218	0	100	0	
- A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A-A	E- voting		911,218	93.31	911,218	0	100	0	
Public	Poll	1	0	0	0	0	0	0	
Institutions	Postal Ballot	976,560	AN	NA	NA NA	NA	NA	NA	
	Total		911,218	93.31	911,218	0	100	0	
a de constante de la constante	E- voting		6996	0.28	9542	127	69.86	1.31	
Public- Non	Poll	,	3759	0.11	3759	0	100	0	
Institutions	Postal Ballot	3,419,847	AN	NA	NA	NA	NA	NA	
	Total		13428	0.39	13301	127	99,05	0.95	SIVRO.
TOTAL	- Asset	17,585,625	14,113,864	80.25	14,113,737	127	100.00	×00.0	
*Negligible						Registe	Registered Office:	e VADO	NONI MC

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Resolution requi	red: (Ordinary/ \$	Resolution required: (Ordinary/ Special) : Ordinary	>-	4. Appointmen	ıt of Statutory	Appointment of Statutory Auditors of the Company.	Company.	
Whether promot	er/ promoter gr	Whether promoter/ promoter group are interested in the agenda/resolution	d in the agenda/	resolution?		No	The state of the s	a company and the company of the com
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	Noofvotes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		3	(2)	(3)= [(2)/(1)* 100]	(4)	(2)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
a a de Addition de de	E- voting		0	0	0	0	0	0
Promoter and	Poll	6	13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	13,189,218	NA	NA	NA	NA	NA	NA
•	Total		13,189,218	100	13,189,218	0	100	0
44004114			The state of the s	1			00.5	
	E- voting		911,218	93.31	911,218	0	100	0
Public	Poll		0	0	0	0	0	0
Institutions	Postal Ballot	- 9/6,560	AN	NA	NA	NA	NA	NA
	Total		911,218	93.31	911,218	0	100	0
America	E- voting	THE PARTY OF THE P	9,819	0.29	9692	127	98.71	1.29
Public- Non	Poll		3,759	0.11	3759	0	100	0
Institutions	Postal Ballot	3,419,847	NA	NA	NA	NA	NA	NA STY 70
	Total		13,578	0.40	13451	127	90'66	7.0
TOTAL		17,585,625	14,114,014	80.26	14,113,887	127	100.00	*00.0
*Negligible								

INEOS Styrolution India Limited Head Office:

CIN: 1.25-20-66 13-72-Pt.CGO.343-6 6th Fronc. ABS Fowers. Old Pasta Boad. Vadodara – 390 007. Suparat. India Tele: +91.265-2303-201/02 Fax No: +91.265-2303-203 E-mail: secshare@incosstyrolutionindia.com Website: www.ineosstyrolutionindia.com

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4TYROLLS against on votes (7) = [(5)/(2)*100]= VADC 5. Appointment of Mr. Sanjiv Vasudeva as a Director liable to retire by rotation. % of votes polled *00.0 3.08 2,15 Ϋ́ ٨ ¥ 0 0 0 0 0 0 0 favor on votes (6) = [(4)/(2)*100]% of votes in polled 100.00 97.85 96.92 100 100 100 ۸ 100 Ϋ́ 100 Ϋ́ 0 No of votes against 267 ξ ž ٨ 267 267 3 0 0 0 0 0 0 0 2 No ofvotes 14,112,609 13,189,218 in favor 911,218 911,218 12,173 8,414 3,759 100 Ϋ́ ₹ Σ ۲ 0 0 % of votes polled on outstanding (3)=[(2)/(1)*100]shares 93.31 80.25 93,31 0.25 0.11 0.36 100 100 NA ۲ Ž 0 Whether promoter/ promoter group are interested in the agenda/resolution? No. of votes 13,189,218 13,189,218 14,112,876 polled 911,218 911,218 8,681 3,759 12,440 Ϋ́ ٨ ٧ 2 0 Resolution required: (Ordinary/ Special): Ordinary No. of shares 13,189,218 17,585,625 3,419,847 976,560 held. 豆 Postal Ballot Postal Ballot Postal Ballot Mode of E- voting Voting E- voting E- voting Total Total P0| Total Poll Pol Promoter Group Promoter and Institutions Public- Non Institutions Category Public TOTAL

*Negligible

INEOS Styrolution India Linited GIN: 125200531973Pt.C002436

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ON-INDIA

(Formerly: Styrolution ABS (India) Limited) CIN: L25.2006/1973PLC002436 Registered Office: INEOS Styrolution India Limited

6th Floor, ABS Towers,

Old Padra Road,

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			THE REAL PROPERTY OF THE PROPE	6. Appointmer	nt of Mr. Sar	ijiv Vasudeva a	a Managing D	Appointment of Mr. Sanjiv Vasudeva as a Managing Director and Chief
Resolution required: (Ordinary/ Special) : Special	ed: (Ordinary/ :	Special) : Special		Executive U March 2016	executive Unicer or tne Compan March 2016 to 28 February 2019.	ompany ror a p y 2019.	eriod of 3 years v	Executive Unicer or the Company for a period of 3 years with effect from 1 March 2016 to 28 February 2019.
Whether promoter/ promoter group are interested in the	er/ promoter gr	oup are intereste		agenda/resolution?		No	***************************************	The state of the s
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	Noofvotes 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)	(2)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
	E- voting	and the same of th	0	0	0	0	0	0
Promoter and	Poli		13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	13,189,218	NA	NA	NA	NA	NA	NA
•	Total		13,189,218	100	13,189,218	0	100	0
	× = ; + = :		011 018	93.31	911 218	0	100	0
<u></u>	E- VOUIEB		0+3(4+)		0	0	0	0
rubilc	Postal Ballot	976,560	AN	NA	NA	NA	ΑN	NA
	Total		911,218	93.31	911,218	0	100	0
	F- voting		9,644	0.28	8,902	742	92.31	7.69
Public- Non	Poll		3,759	0.11	3,759	0	100	0
Institutions	Postal Ballot	3,419,847	NA	NA	NA	NA	NA	NA
	Total		13,403	0.39	12,661	742	94.46	5,54
TOTAL		17,585,625	14,113,839	80.26	14,113,097	742	99.99	0.01
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Vadodara ~ 390 007, Gupirat, Initia

IMEOS Styrolution India Limited CIN : 1.253006.13573PEC003436 6th Flour, ABS Towers. Old Padra Read.

Head Office.



			r -					ı	1	T				-	2 2			
7. Appointment of Mr. Bhupesh P. Porwal, as a Director liable to retire by rotation.	The second secon	% of votes against on votes polled	(7) = [(5)/(2)*100]	0	0	NA	0		56./	0	NA	7.99	1.73	0	AN	1.25	0.52	100
, as a Director li		% of votes in favor on votes polled	(6) =[(4)/(2)*100]	0	100	NA	100	20 00	92,01	0	NA	92.01	98.27	100	NA	98.75	99.48	
ıpesh P. Porwal,	No	No of votes against	(5)	0	0	NA	0	4 0 0 0	72842	0	NA	72842	167	0	NA	167	73,009	
nt of Mr. Bhu		Noofvotes in favor	(4)	0	100	NA	13,189,218		838376	0	NA	838376	9,477	3,759	NA	13236	14,040,830	
7. Appointmer rotation.	agenda/resolution?	% of votes polled on outstanding shares	(3)=[(2)/(1)* 100]	0	100	NA	100		93.31	0	NA	93.31	0.28	0.11	NA	0.39%	80.26	
>		No. of votes polled	(2)	0	13,189,218	NA	13,189,218		911218	0	NA	911218	9,644	3,759	NA	13,403	14,113,839	
pecial) : Ordinar	oup are intereste	No. of shares held.	(1)		0	13,189,218	·	- Continue		070	9/6/200	1		1	3,419,847		17,585,625	
ed: (Ordinary/ S	er/ promoter gr	Mode of Voting		E- voting	Poll	Postal Ballot	Total	thin the same of t	E- voting	Poll	Postal Ballot	Total	E- voting	Poll	Postal Ballot	Total		
Resolution required: (Ordinary/ Special) : Ordinary	Whether promoter/ promoter group are interested in the	Category		== +++===++++=========================	Promoter and	Promoter Group	•			Public	Institutions		- The state of the	Public- Non	Institutions		TOTAL	

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Head Office: INEOS Styrolution India Limited CIN: LZ5200611973PLC002436 eth Floor, ABS Towers,



				· company.				
hether promote	er/ promoter gr	Whether promoter/ promoter group are interested in the agenda/resolution?	d in the agenda/	resolution?	- Additional Control of the Control	No	**************************************	military.
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	Noofvotes in favor	No of votes against	% of votes in favor on votes polled	% of votes against on votes polled
		(7)	(2)	(3)= [(2)/(1)* 100]	(4)	(2)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
- Calling	E- voting		0	0	0	0	0	0
Promoter and	Poll	(13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	13,189,218	AN	NA	NA	NA	NA	NA
•	Total		13,189,218	100	13,189,218	0	100	0
100000000000000000000000000000000000000	E- voting	11/11/12	911,218	93.31	911,218	0	100	0
Pihlic	Poll		0	0	0	0	0	0
Institutions	Postal Ballot	976,560	NA	NA	NA	NA	NA	NA
	Total		911,218	93,31	911,218	0	100	0
	E- voting		669'2	0.23	7,432	267	96.53	3.47
Public- Non	Poll		3,759	0.11	3,759	0	100	0
Institutions	Postal Ballot	3,419,847	NA	NA	NA	NA	NA	
	Total	-	11,458	0.34	11,191	267	97.67	2.33
TOTAL		17,585,625	14,111,894	80.25	14,111,627	267	100.00	*00.0

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Fax No: +91.265-2303203



STYRO (P) against on votes (7) = [(5)/(2)*100]9. Appointment of Ms. Ryna Karani as an Independent Director of the company. % of votes polled *00.0 1.24 NA Ϋ́ 0 0 0 0 0 0 0 favor on votes (6) = [(4)/(2)*100]% of votes in polled 100.00 98.76 98.27 100 100 NA 100 100 Ϋ́ 100 Ν 0 No of votes against ₹ ž ٨ 167 167 167 (5) 0 0 0 0 0 0 0 S Noofvotes 13,189,218 14,113,697 in favor 911,218 911,218 13,261 9502 3759 100 ۷ A Ϋ́ € 0 % of votes polled on outstanding (3)=[(2)/(1)*100]shares 93,31 93.31 80.26 0.28 0.39 100 0.11 100 ۲ ٨ ž 0 Whether promoter/ promoter group are interested in the agenda/resolution? No. of votes 13,189,218 13,189,218 14,113,864 polled 911,218 911,218 13,428 699'6 3,759 AN ۷ ΑN 2 0 Resolution required: (Ordinary/ Special): Ordinary No. of shares 13,189,218 17,585,625 3,419,847 976,560 held. Ξ Postal Ballot Postal Ballot Postal Ballot Mode of E- voting E- voting Voting E- voting Total Total P0| Total Poll Poll Promoter Group Promoter and Institutions Public- Non Institutions Category Public TOTAL

*Negligible

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CON INO

Vadodara – 390 007. Gujarat, India Tele: +91 265-2303201/02 +91 265-2303203 Fax No:



Resolution requir	red: (Ordinary/ S	Resolution required: (Ordinary/ Special) : Ordinary	>-	10. Approval to	Material Relat	10. Approval to Material Related Party Transactions	tions	
Whether promot	er/ promoter gr	oup are intereste	Whether promoter/ promoter group are interested in the agenda/resolution?	resolution?		Yes		The state of the s
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]
and the state of t	E- voting		0	0	0	0	0	0
Promoter and	Poll		0	0	0	0	100	0
Promoter Group	Postal Ballot	13,189,218	AN	NA	NA	NA	NA	NA
•	Total		0	0	0	0	100	0
11.000			10000000					-
***************************************	E- voting		911,218	93.31	911,218	0	100	0
Public	Poll	, () () ()	0	0	0	0	0	0
Institutions	Postal Ballot	095,976	NA	NA	NA	NA	NA	NA
	Total	Alternation	911,218	93.31	911,218	0	100	0
	E- voting		699'6	0.28	8,957	712	92.64	7.36
Public- Non	Poll		3,759	0.11	3,759	0	100	0
Institutions	Postal Ballot	3,419,847	NA	NA	NA	NA	NA	NA
	Total		13,428	0.39	12,716	712	94.70	5.30
TOTAL		17,585,625	924,646	5.26	923,934	712	99.92	0.08
								WI

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* VADO

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
CIN : L252006J1973PLC002436
6th Floor, ABS Towers.
Okl Padra Road.
Vadodara – 390 007. Gujarat. India
Tele: +91 265-2303201/02
Fax No: +91 265-2303203

Vartadara ~ 390 007. Suparat: India Tele: ~91 265-2303201/02 Fax No: ~91 265-2303203 E mail::secshare@ineosstyrolutionindia.com INEOS Styrolution india Limited CIN : 1252006/1973PL0003436 64ti Flooi, ABS Towers, Old Padra Road,

Head Office.

Website: www.ineosstyrolutionindia.com



Resolution requi	red: (Ordinary/ S	Resolution required: (Ordinary/ Special) : Ordinary	>	11. Approval to	remuneration	Approval to remuneration to the Cost Auditors	itors		
Whether promot	ter/ promoter gr	oup are intereste	Whether promoter/ promoter group are interested in the agenda/resolution?	resolution?	***************************************	No	**************************************		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	Noofvotes 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)	(2)	(6) =[(4)/(2)*100]	(7) = [(5)/(5)*100]	
	E- voting		0	0	0	0	0	0	
Promoter and	Poll	0000	13,189,218	100	100	0	100	0	
Promoter Group	Postal Ballot	13,189,218	NA	NA	NA	NA	NA	NA	
	Total		13,189,218	100	13,189,218	0	100	0	
October 1111 Property Company	E- voting		911,218	93.31	911,218	0	100	0	
Public	Poll	() () () ()	0	0	0	0	0	0	
Institutions	Postal Ballot	976,560	AN	NA	NA	NA	NA	NA	
	Total		911,218	93.31	911,218	0	100	0	
- sitting -	E- voting		9,819	0.29	9,692	127	98.71	1.29	
Public- Non	Poll	1	3,759	0.11	3,759	0	100	0	
Institutions	Postal Ballot	3,419,847	NA	NA	NA	NA	NA	NA	
	Total	-	13,578	0.40	13,451	127	90.66	0.94	205 STV
TOTAL	- Approximately	17,585,625	14,114,014	80.26	14,113,887	127	100.00	*00.0	OLU
*Negligible								VADO	NOI
							# N	SOA	NO.
Head Office:						Registe	Registered Office:	IJ.	くないに

Head Office: INEOS Styrolution India Limited CIN : L2S200G.11973PLC602436

5th Floor, ABS Towers,

Old Padra Road. Vadodara -- 390.607, Surar at. Indo Tele : +91.265-2303201/02 Fax No: +91.265-2303203

E mail : secsbare@ineosstyrolutionindia.com Website: www.ineosstyrolutionindia.com

Registered Office:
INEOS Styrolution India Limited
(Formerly: Styrolution ABS (India) Limited)
GIN: L25200G11973PLC002436
6th Floor, ABS Towers,
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CS Devesh A. Pathals B.Com., LL.B., F.C.S. CS Vimal Betai B.Com., A.C.S.

PHONE: 0265-2362962 TEL/FAX: 0265-2362718

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DEVESH VINAL & CO

PRACTISING COMPANY SECRETARIES

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

12th August, 2016

To The Chairman INEOS STYROLUTION INDIA LIMITED 6th Floor, ABS Towers, Old Padra Road, Vadodara - 390007 Gujarat

Dear Sir/Madam,

Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the 43rd Annual General Meeting pursuant to Clause 44 of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 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 to conduct the electronic voting process in respect of all shareholders' resolutions bearing serial no. 1 to 11 to be passed at the 43rd Annual General meeting of the Company to be held on 12th August, 2016 as set out in the Notice dated 13th June, 2016 with statement setting out materials 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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 9th August, 2016 at 9.00 a.m. to 11th August, 2016 at 5.00 p.m.
- (4) The members of the Company as on the cut off date i.e. 5th August, 2016 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 12th August, 2016 at 1:00 p.m. in presence of two witnesses viz. Mr. Vijay F. Mali and Ms. Devanshi Doshi 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

To receive, consider and adopt the financial statements of the Company for the year ended 31 March 2016, including the audited Balance Sheet as at 31 March 2016, 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. (Ordinary Resolution)

Sr. No.	Particulars		Electronic	Votes	
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	44	921037	921037	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	44	921037	921037	100
4	VOTES IN FAVOUR	42	921010	921010	99.997
5	VOTES AGAINST	2	27	27	0.003
	TOTAL VALID E- VOTES	44	921037	921037	100

To declare a dividend of Rs. 4/- per equity share for the year ended on 31 March 2016. (Ordinary Resolution).

Sr. No.	Particulars		Electronic	Votes	
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	44	921037	921037	
2	LESS: INVALID VOTES	0	0	0	
3	VALID VOTES	44	921037	921037	100
4	VOTES IN FAVOUR	42	921010	921010	99.997
5	VOTES AGAINST	2	27	27	0.003
	TOTAL VALID E- VOTES	44	921037	921037	100



To appoint a Director in place of Mr. Stephen Mark Harrington (DIN: 07131679), 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	43	920887	920887			
2	LESS: INVALID VOTES	0	0	0			
3	VALID VOTES	43	920887	920887	100		
4	VOTES IN FAVOUR	40	920760	920760	99.99		
5	VOTES AGAINST	3	127	127	0.01		
	TOTAL VALID BALLOTS	43	920887	920887	100		

Resolution: 4

Appointment of Messrs Price Waterhouse Chartered Accountants LLP, as Statutory Auditors for term of four years in place of retiring auditors Messrs B S R & Co. LLP, from the conclusion of 43rd Annual General Meeting.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes						
		No. of Members	No. of E-Votes	Total	Total (%)			
1	VOTES CAST	44	921037	921037				
2	LESS: INVALID VOTES	0	0	0				
3	VALID VOTES	44	921037	921037	100			
4	VOTES IN FAVOUR	41	920910	920910	99.99			
5	VOTES AGAINST	3	127	127	0.01			
	TOTAL VALID BALLOTS	44	921037	921037	100			



SPECIAL BUSINESS

Resolution: 5

Appointment of Mr. Sanjiv Vasudeva as a Retiring Director of the Company.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes					
		No. of Members	No. of E-Votes	Total	Total (%)		
1	VOTES CAST	41	919899	919899			
2	LESS: INVALID VOTES	0	0	0			
3	VALID VOTES	41	919899	919899	100		
4	VOTES IN FAVOUR	36	919632	919632	99.97		
5	VOTES AGAINST	5	267	267	0.03		
	TOTAL VALID BALLOTS	41	919899	919899	100		

Resolution: 6

Appointment of Mr. Sanjiv Vasudeva as Managing Director and Chief Executive Officer of the Company (Special Resolution)

Sr. No.	Particulars	Electronic Votes					
		No. of Members	No. of E-Votes	Total	Total (%)		
1	VOTES CAST	42	920862	920862	****		
2	LESS: INVALID VOTES	0	0	0			
3	VALID VOTES	42	920862	920862	100		
4	VOTES IN FAVOUR	37	920120	920120	99.92		
5	VOTES AGAINST	5	742	742	0.08		
	TOTAL VALID BALLOTS	42	920862	920862	100		



Appointment of Mr. Bhupesh P. Porwal as a Retiring Director of the Company.

(Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes						
		No. of Members	No. of E-Votes	Total	Total (%)			
1	VOTES CAST	42	920862	920862	****			
2	LESS: INVALID VOTES	0	0	0				
3	VALID VOTES	42	920862	920862	100			
4	VOTES IN FAVOUR	32	847853	847853	92.07			
5	VOTES AGAINST	10	73009	73009	7.93			
	TOTAL VALID BALLOTS	42	920862	920862	100			

Resolution: 8

Appointment of Mr.Bhupesh P.Porwal as Whole-time Director of the Company.
(Special Resolution)

Sr. No.	Particulars	Electronic Votes						
		No. of Members	No. of E-Votes	Total	Total (%)			
1	VOTES CAST	39	918917	918917				
2	LESS: INVALID VOTES	0	0	0				
3	VALID VOTES	39	918917	918917	100			
4	VOTES IN FAVOUR	34	918650	918650	99.97			
5	VOTES AGAINST	5	267	267	0.03			
	TOTAL VALID BALLOTS	39	918917	918917	100			



Appointment of Ms. Ryna Karani 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	43	920887	920887				
2	LESS: INVALID VOTES	0	0	0				
3	VALID VOTES	43	920887	920887	100			
4	VOTES IN FAVOUR	39	920720	920720	99.98			
5	VOTES AGAINST	4	167	167	0.02			
	TOTAL VALID BALLOTS	43	920887	920887	100			

Resolution: 10

Related Party Transactions (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes					
		No. of Members	No. of E-Votes	Total	Total (%)		
1	VOTES CAST	43	920887	920887			
2	LESS: INVALID VOTES	0	0	0			
3	VALID VOTES	43	920887	920887	100		
4	VOTES IN FAVOUR	38	920175	920175	99.92		
5	VOTES AGAINST	5	712	712	0.08		
	TOTAL VALID BALLOTS	43	920887	920887	100		



Payment of remuneration to the Cost Auditors of the Company for the FY 2016-17 (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes						
		No. of Members	No. of E-Votes	Total	Total (%)			
Ī	VOTES CAST	44	921037	921037				
2	LESS: INVALID VOTES	0	0	0				
3	VALID VOTES	44	921037	921037	100			
4	VOTES IN FAVOUR	41	920910	920910	99.99			
5	VOTES AGAINST	3	127	127	0.01			
	TOTAL VALID BALLOTS	44	921037	921037	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,

ÇS Devesh A. Pathak (FCS No. 4559)

At Vadodara, 12th day of August, 2016

Witnesses to unblocking of e-votes cast

(Vijay F. Mali)

(Devanshi Doshi)



PRACTISING COMPANY SECRETARIES

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

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

> TO CHAIRMAN, INEOS STYROLUTION INDIA LIMITED 6th Floor, ABS Towers, Old Padra Road, Vadodara - 390007

Dear Sir,

Gujarat

- I. Devesh A. Pathak, Practising Company secretary in Practice, 1. have been appointed as scrutinizer by
 - (i) The Board of Directors of INEOS Styrolution India Limited at its Meeting held on 16th May, 2016 for the purpose of e-voting process in respect conducting the shareholders' resolutions to be passed at the 43rd Annual General Meeting (AGM) pursuant to Clause 44 of the SEBI Disclosure Requirements) (Listing Obligations and Regulations, 2015 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 43rd Annual General Meeting held on 12th August, 2016 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 'Chandarva Hall', Welcom Hotel, R. C. Dutt Road, Alkapuri, Vadodara 390007, Gujarat.

- 2. The management of the Company is responsible to ensure the compliance with the requirements of Clause 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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, 2016 on the e-voting (including ballots) separate report on the Poll dtd. 12th August, 2016 on the poll 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:

	Particulars		Resolu	tion-1 (C	Ordinary Res	olution)		
Sr. No.	Ballots/E-Votes	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	28	44	72	13193277	921037	14114314	
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	44	70	13192977	921037	14114014	100
4	BALLOTS/E-VOTES IN FAVOUR	26	42	68	13192977	921010	14113987	100
5	BALLOTS/E-VOTES AGAINST	0	2	2	0	27	27	00*
	TOTAL VALID BALLOTS/E- VOTES	26	44	70.	13192977	921037	14114014	

^{*} Negligible

1,



	Particulars		Resolu	tion-2	Ordinary Re	solution)		
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)				····	%	
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
11	BALLOTS/E-VOTES RECEIVED	28	44	72	13193277	921037	14114314	
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	44	70	13192977	921037	14114014	100
4	BALLOTS/E-VOTES IN FAVOUR	23	42	65	13190898	921010	14111908	99,99
5	BALLOTS/E-VOTES AGAINST	3	2	5	2079	27	2106	0.01
	TOTAL VALID BALLOTS/E- VOTES	26	44	70	13192977	921037	14114014	100

	Particulars		Resolu	ıtion-3 (Ordinary Res	olution)		
Sr. No.	Ballots/E-Votes	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	28	43	71	13193277	920887	14114164	
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	43	69	13192977	920887	14113864	100
4	BALLOTS/E-VOTES IN FAVOUR	26	40	66	13192977	920760	14113737	99.999
5	BALLOTS/E-VOTES AGAINST	0	3	3	0	127	127	00.001
	TOTAL VALID BALLOTS/E- VOTES	26	43	69	13192977	920887	14113864	100

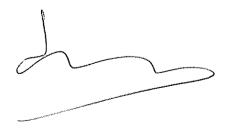




	Particulars		Res	olution-4 (Ordinary Resol	ution)		
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total
1	BALLOTS/E-VOTES RECEIVED	28	44	72	13193277	921037	14114314	
2	LESS: INVALID BALLOTS/E- VOTES .	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	44	70	13192977	921037	14114014	100
4	BALLOTS/E-VOTES IN FAVOUR	26	41	67	13192977	920910	14113887	100
5	BALLOTS/E-VOTES AGAINST	0	3	3	0	127	127	00*
	TOTAL VALID BALLOTS/E- VOTES	26	44	70	13192977	921037	14114014	100

* Negligible

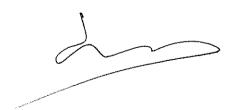
_	Particulars		Res	olution-5	(Ordinary Reso	Jution)						
Sr. No.	Ballots/E-Votes	No. of Ballots (inc	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes						
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	% Total				
1	BALLOTS/E-VOTES RECEIVED	28	41	69	13193277	919899	14113176					
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300					
3	VALID BALLOTS/E-VOTES	26	41	67	13192977	919899	14112876	100				
4	BALLOTS/E-VOTES IN FAVOUR	26	36	62	13192977	919632	14112609	99.998				
5	BALLOTS/E-VOTES AGAINST	0	5	5	0	267	267	00.002				
	TOTAL VALID BALLOTS/E- VOTES	26	41	67	13192977	919899	14112876	100				





	Particulars		Reso	olution-6 (Special Resolu	tion)		······
Sr. No.	Ballots/E-Votes	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	28	42	70	13193277	920862	14114139	
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	42	68	13192977	920862	14113839	100
4	BALLOTS/E-VOTES IN FAVOUR	26	37	63	13192977	920120	14113097	99.995
5	BALLOTS/E-VOTES AGAINST	0	5	5	0	742	742	00.005
	TOTAL VALID BALLOTS/E- VOTES	26	42	68	13192977	920862	14113839	100

	Particulars		Res	olution-7 (Ordinary Resolu	ıtion)		
Sr. No.	Ballots/E-Votes	No. of Ballots (inc	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	28	42	70	13193277	920862	14114139	
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	42	68	13192977	920862	14113839	100
4	BALLOTS/E-VOTES IN FAVOUR	26	32	58	13192977	847853	14040830	99.48
5	BALLOTS/E-VOTES AGAINST	0	10	10	0	73009	73009	00.52
	TOTAL VALID BALLOTS/E- VOTES	26	42	68	13192977	920862	14113839	100





	Particulars		Resol	ution-8 (S	pecial Resoluti	on)		
Sr. No.	Ballots/E-Votes	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	28	39	67	13193277	918917	14112194	
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	39	65	13192977	918917	14111894	100
4	BALLOTS/E-VOTES IN FAVOUR	26	34	60	13192977	918650	14111627	99.998
5	BALLOTS/E-VOTES AGAINST	0	5	5	0	267	267	00.002
	TOTAL VALID BALLOTS/E- VOTES	26	39	65	13192977	918917	14111894	100

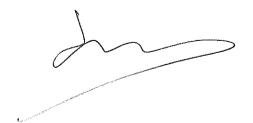
	Particulars Particulars	Resolution-9 (Ordinary Resolution)										
Sr. No.	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%				
		No. of Ballots in poll	No. of E-Voter	Total	Physical	Electronic	Total	Total				
1	BALLOTS/E-VOTES RECEIVED	28	43	71	13193277	920887	14114164					
2	LESS: INVALID BALLOTS/E- VOTES	2*	0	2*	300	0	300					
3	VALID BALLOTS/E-VOTES	26	43	69	13192977	920887	14113864	100				
4	BALLOTS/E-VOTES IN FAVOUR	26	39	65	13192977	920720	14113697	99.999				
5	BALLOTS/E-VOTES AGAINST	0	4	4	0	167	167	00.001				
	TOTAL VALID BALLOTS/E- VOTES	26	43	69	13192977	920887	14113864	100				





	Particulars		Resolt	ation-10 (O	rdinary Resolut	ilon)		% Total
Sr. No.	Ballots/E-Votes	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	763
1	BALLOTS/E-VOTES RECEIVED	28	43	71	13193277	920887	14114164	
2	LESS: INVALID BALLOTS/E-VOTES	3*	0	3*	13189518	0	13189518	***
3	VALID BALLOTS/E-VOTES	25	43	68	3759	920887	924646	100
4	BALLOTS/E-VOTES IN FAVOUR	25	38	63	3759	920175	923934	99.92
5	BALLOTS/E-VOTES AGAINST	0	5	5	0	712	712	80.00
	TOTAL VALID BALLOTS/E-VOTES	25	43	68	3759	920887	924646	100

	Particulars Particulars		Resol	ution-11 (C	rdinary Resolu	tion)		
Sr. No.	Ballots/E-Votes	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
11	BALLOTS/E-VOTES RECEIVED	28	44	72	13193277	921037	14114314	
2	LESS: INVALID BALLOTS/E-VOTES	2*	0	2*	300	0	300	
3	VALID BALLOTS/E-VOTES	26	44	70	13192977	921037	14114014	100
4	BALLOTS/E-VOTES IN FAVOUR	26	41	67	13192977	920910	14113887	99.999
5	BALLOTS/E-VOTES AGAINST	0	. 3	3	0	127	127	00.001
	TOTAL VALID BALLOTS/E-VOTES	26	44	70	13192977	921037	14114014	100



* Two ballots are invalid because no opinion was given.

**In Resolution No. 10, three ballots are invalid because no opinion was given.

- (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, 2016



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

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

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

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, BOARD OF DIRECTORS INEOS STYROLUTION INDIA LIMITED

6th Floor, ABS Towers, Old Padra Road, Vadodara – 390007 Gujarat

Annual General Meeting of the Equity Shareholders of INEOS STYROLUTION INDIA LIMITED held on Friday, 12th August, 2016 at 11:30 a.m. at 'Chandarva Hall', Welcome Hotel, R. C. Dutt Road, Alkapuri, Vadodara 390007, Gujarat.

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 43rd Annual General Meeting of the Equity Shareholders of INEOS STYROLUTION INDIA LIMITED held on Friday, 12th August, 2016 at 11:30 a.m. at 'Chandarva Hall', Welcome Hotel, R. C. Dutt Road, Alkapuri, Vadodara 390007, Gujarat, 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:

(1) Resolution No. 1

To receive, consider and adopt the financial statements of the Company for the year ended 31 March 2016, including the audited Balance Sheet as at 31 March 2016, 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.

(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
26	13192977	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.
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	300



(2) Resolution No. 2

To declare a dividend of Rs. 4/- per equity share for the year ended on 31 March 2016. (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
23	13190898	99.98%

(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
3	2079	0.02%

(III) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	300

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(3) Resolution No. 3

To appoint a Director in place of Mr. Stephen Mark Harrington (DIN: 07131679), 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	300



(4) Resolution No. 4

Appointment of Messrs Price Waterhouse Chartered Accountants LLP, as Statutory Auditors for term of four years in place of retiring auditors Messrs B S R & Co. LLP, from the conclusion of 43rd 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	300



(5) Resolution No. 5

Appointment of Mr. Sanjiv Vasudeva as a Retiring 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them	
2*	300	



(6) Resolution No. 6

Appointment of Mr. Sanjiv Vasudeva as Managing Director and Chief Executive Officer 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them	
2*	300	



(7) Resolution No. 7

Appointment of Mr. Bhupesh P. Porwal as a Retiring 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them	
2*	300	



(8) Resolution No. 8

Appointment of Mr.Bhupesh P.Porwal as Whole-time 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	300



(9) Resolution No. 9

Appointment of Ms. Ryna Karani 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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them	
2*	300	



(10) Resolution No. 10

Related Party Transactions (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
25	3759	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
3**	13189518



(11) Resolution No. 11

Payment of remuneration to the Cost Auditors of the Company for the FY 2016-17 (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
26	13192977	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
NIL	NIL	NIL

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2*	300



- 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.
- * Two ballots are invalid because no opinion was given.
- **In Resolution No. 10, three ballots are invalid because no opinion was given

Thanking you,

Yours faithfully,

Place: Vadodara

Dated: 12th August, 2016

CS Devesh A. Pathak

FCS 4559