

INEOS Styrolution India Limited 6th Floor, ABS Towers, Old Padra Road, Vadodara – 390 007, Gujarat, India ineos-styrolution.com

12 August 2017

To,

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 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

Head Office:
INEOS Styriolation India Limited
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ELP Plant = DS Towns
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Fax No: +91.265-2303203
E-mail: serchare@styrelution.com
Website: www.incosityrulutionindia.com

Registered Office:
INEOS Styrolucion India Limited
(Formerly, Styrolucion ABS (India) Limited
CIN: 255207-11-230 Cining in
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UIB Todra Food

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INEOS Styrolution India Limited 6th Floor, ABS Towers, Old Padra Road, Vadodara – 390 007, Gujarat, India ineos-styrolution.com

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)

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
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E mail: secshare@styrolution.com
Website: www.ineosstyrolutionindia.com

RegisteredOffice:

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CIN: L25200GJ1973PLC002436 6th Floor, ABS Towers,

Old Padra Road,



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 promote	er/ promoter gr	oup are intereste	ed 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	12 100 210	13,189,218	100	13,189,218	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
	E- voting		845,787	92.62	845,787	0	100	0
Public	Poll	913,164	0	0	0	0	0	0
Institutions	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		845,787	92.62%	845,787	0	100	0
Dublic Non	E- voting		56,183	1.61	56,058	125	99.78	0.22
Public- Non Institutions	Poll	3,483,243	4,688	0.13	4,688	0	100.0	0
institutions	Postal Ballot	3,403,243	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*

<sup>\*</sup>Negligible

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**CIN**: L25200GJ1973PLC002436 6th Floor, ABS Towers,

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2. Declaration of Dividend of Rs. 4 per equity share for the year ended on 31 March 2017.

Whether promote	er/ promoter gr	oup are intereste	ed 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	12 100 210	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
	E- voting		845,787	92.62	845,787	0	100	0
Public	Poll	913,164	0	0	0	0	0	0
Institutions	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		845,787	92.62	845,787	0	100	0
		<u>,                                      </u>						
D. I.P. Mari	E- voting		56,183	1.61	56,158	25	99.96	0.04
Public- Non	Poll	2 402 242	4,688	0.13	4,568	120	97.44	2.56
Institutions	Postal Ballot	3,483,243	NA	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

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

Whether promote	er/ promoter gr	oup are intereste	ed in the agenda/	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)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
	E- voting		0	0	0	0	0	0
Promoter and	Poll	12 100 210	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
	E- voting		845,787	92.62	845,787	0	100	0
Public	Poll	913,164	0	0	0	0	0	0
Institutions	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		845,787	92.62	845,787	0	100	0
5 111 41	E- voting		55,833	1.60	55,708	125	99.78	0.22
Public- Non	Poll	3,483,243	4,688	0.13	4,688	0	100	0
Institutions	Postal Ballot	3, 155,2 15	NA	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

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Old Padra Road, Vadodara – 390



4. Appointment of Statutory Auditors of the Company.

Whether promote	er/ promoter gr	oup are intereste	ed in the agenda/	resolution?	1	No	T	
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	13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	15,109,210	NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
D. 141.	E- voting		845,787	92.62	845,787	0	100%	0
Public	Poll Pollet	913,164	0	0	0	0	0	0
Institutions	Postal Ballot Total		NA <b>845,787</b>	NA <b>92.62</b>	NA <b>845,787</b>	NA <b>0</b>	NA <b>100</b>	NA <b>0</b>
Dublic Non	E- voting		56,183	1.61	56,036	147	99.74	0.26
Public- Non Institutions	Poll	3,483,243	4,688	0.13	4,688	0	100	0
IIISTITUTIOIIS	Postal Ballot		NA	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*

<sup>\*</sup>Negligible

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

Whether promote	er/ promoter gr	oup are intereste	ed in the agenda/	resolution?		No		
Category	Mode of Voting	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares	No ofvotes 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	13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	13,103,210	NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
	E- voting		845,787	92.62	845,787	0	100	0
Public	Poll	913,164	0	0	0	0	0	0
Institutions	Postal Ballot	]	NA	NA	NA	NA	NA	NA
	Total		845,787	92.62	845,787	0	100	0
Public- Non	E- voting		56,183	1.61	56,058	125	99.78	0.22
Institutions	Poll	3,483,243	4,688	0.13	4,686	2	99.96	0.04
IIISTITUTIONS	Postal Ballot		NA	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*

<sup>\*</sup>Negligible

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Resolution required: (Ordinary/ Special): Special

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

Whether promote	er/ promoter gr	oup are intereste	ed in the agenda/	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)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
	E- voting		0	0	0	0	0	0
Promoter and	Poll	13,189,218	13,189,218	100	100	0	100	0
Promoter Group	Postal Ballot	15,109,210	NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
	E- voting		845,787	92.62	845,787	0	100	0
Public	Poll	913,164	0	0	0	0	0	0
Institutions	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		845,787	92.62	845,787	0	100	0
Public- Non	E- voting		56,183	1.61	54,033	2,150	96.17	3.83
Institutions	Poll	3,483,243	4,688	0.13	4,688	0	100	0
institutions	Postal Ballot		NA	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

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Old Padra Road,



7. Approval to remuneration to the Cost Auditors.

Whether promote	er/ promoter gr	oup are intereste	ed in the agenda/	resolution?		No	T	
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)	(5)	(6) =[(4)/(2)*100]	(7) = [(5)/(2)*100]
	E- voting		0	0	0	0	0	0
Promoter and	Poll	13,189,218	13,189,218	100	13,189,218	0	100	0
Promoter Group	Postal Ballot	15,109,210	NA	NA	NA	NA	NA	NA
	Total		13,189,218	100	13,189,218	0	100	0
	E- voting		845,787	92.62	845,787	0	100	0
Public	Poll	913,164	0	0	0	0	0	0
Institutions	Postal Ballot	]	NA	NA	NA	NA	NA	NA
	Total		845,787	92.62	845,787	0	0	0
Dublic Non	E- voting		56,183	1.61	56,022	161	99.71	0.29
Public- Non	Poll	3,483,243	4,688	0.13	4,688	0	100	0
Institutions	Postal Ballot		NA	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

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CS Devesh A. Pathal B.Com., LL.B., F.C.S.

CS Vimal Betai

B.Com., A.C.S.

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

maildpathak@yahoo.co.in

DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE SAYAJIGUNJ, VADODARA-390 020

REGD. TRADEMARK AGENT

#### FORM NO.MGT-13

### Report of Scrutinizer(s)

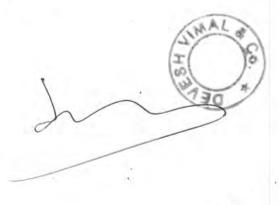
Pursuant to rule section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

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

<sup>\*</sup> 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  $31^{\rm st}$  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*

<sup>\*</sup>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		

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.

3

#### (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.

ed 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

<sup>\*</sup> 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*

<sup>\*</sup>Negligible

#### (III) Invalid votes:

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

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

nted 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

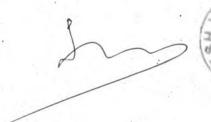
## (II) Voted against the resolution:

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

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.

d 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.

PS

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

## 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.

# DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

- (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. 3<sup>rd</sup> August, 2017 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 10<sup>th</sup> 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:

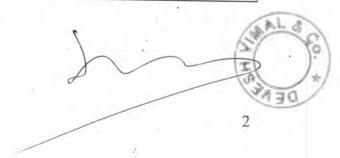
#### ORDINARY BUSINESS

#### Resolution: 1

Adoption of the Audited Financial Statements of the Company for the year ended on 31<sup>st</sup> 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 (Ordinary Resolution)

Particulars	Electronic Votes			
	No. of Members	No. of E-Votes	11-11-11	Total
VOTES CAST	65			1/01
	05	901970	901970	
LESS: INVALID VOTES				
9130	0	0	0	
VALID VOTES	65			
	05	901970	901970	100
VOTES IN FAVOUR				100
	62	901823	901823	00.004
VOTES AGAINST			:	99.984
	3	147	147	0.015
TOTAL WALKS			211	0.016
TOTAL VALID BALLOTS	65	901970	901970	100
	Particulars  VOTES CAST  LESS: INVALID VOTES  VALID VOTES  VOTES IN FAVOUR  VOTES AGAINST  TOTAL VALID BALLOTS	No. of Members  VOTES CAST 65  LESS: INVALID VOTES 0  VALID VOTES 65  VOTES IN FAVOUR 62  VOTES AGAINST 3	No. of   No. of   No. of   E-Votes	No. of Members   No. of E-Votes   Total

# SPECIAL BUSINESS

# Resolution: 5

Appointment of Mr. Anil Shankar as an Independent Director of the (Ordinary Resolution)

Particulars	Electronic Votes				
	No. of Members	No. of E-Votes	11.00	Total	
VOTES CAST	65			(%)	
	05	901970	901970		
LESS: INVALID VOTES	0				
MATTE	U	0	0	0	
VALID VOTES	.65	901970	0010-		
VOTES IN EAVIOR		301370	901970	100	
	63	901845	901845	99.986	
VOTES AGAINST	2				
- 7.P2 a - 7.P3	4	125	125.	0.014	
TOTAL VALID BALLOTS	65	901970	.001070	100	
		No. of Members  VOTES CAST 65  LESS: INVALID VOTES 0  VALID VOTES .65  VOTES IN FAVOUR 63  VOTES AGAINST 2	No. of   No. of   No. of   E-Votes	No. of Members   No. of E-Votes   Total	



# DEVESH VIMAL & CO.

PRACTISING COMPANY SECRETARIES

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			(70)	
		65	901970	901970		
2	LESS: INVALID VOTES			1 23.0		
	10115	0	0	0	0	
3	VALID VOTES				0	
		65	901970	901970	100	
4	VOTES IN FAVOUR			77770	100	
	·	61	899820	899820	00.760	
5	VOTES AGAINST				99.762	
	, , , , , , , , , , , , , , , , , , , ,	4	2150	2150	0.000	
	TOTAL VALID BALLOTS				0.238	
	VALUE 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

# (Ordinary Resolution)

Sr. No.	Particulars		Electroni	c Votes	
		No. of Members	No. of E-Votes	Total	Total
1	VOTES CAST	65			(70)
		65	901970	901970	
2	LESS: INVALID VOTES	0			
2		0	0	0	0
3	VALID VOTES	65	901970		
4	VOTEO IN I		301970	901970	100
	VOTES IN FAVOUR	61	901809	901809	00.0
5	VOTES AGAINST			201809	99.982
	- Adminst	4	161	161	0.018
	TOTAL VALID BALLOTS	C= .		7 1 - 1	. 0.016
	- Dimbors	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 Devesh A. Pathak

(FCS No. 4559)

At Vadodara, 12th day of August, 2017

Witnesses to unblocking of e-votes cast

(Reshma Pillai)

(Dhruti Chauhan)

es

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

Date: 12th August, 2017.

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

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 26<sup>th</sup> May, 2017 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 44<sup>th</sup> Annual General Meeting (AGM) held on Thursday, 10<sup>th</sup> 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.

# DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

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:

Particulars	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 Director and of Auditors thereon. (Ordinary Resolution)								
Ballots/E-Votes	No. of Ballots Votes (in	s in poll /Ele	ectronic	y steeds action)					
	No. of Ballots in poll	No. of E-Voter	Total	Physical	4	1	%		
DALLOWS IS AND					Dicctionic	Total	Total		
RECEIVED	14	65	79	13193908	901070	14005050	1.50		
LEGG DATE					301970	14095878	100		
VOTES	1*	0	1*	2	0	0	0.0044		
					U.	4	0.00**		
VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14005876	100		
			*-			11093070	100		
BALLOTS/E-VOTES IN FAVOUR	13	63	76	13193906	901845	14005751	22.33		
THE COMP					201043	14095/51	99.99		
BALLOTS/E-VOTES AGAINST	0	2	2	0	105				
				U	125	125	0.01		
TOTAL VALID BALLOTS/E- VOTES	13	65	78	12102006	Latin and				
	BALLOTS/E-VOTES RECEIVED  LESS: INVALID BALLOTS/E VOTES  VALID BALLOTS/E-VOTES  BALLOTS/E-VOTES IN FAVOUR  BALLOTS/E-VOTES AGAINST	Ballots/E-Votes  No. of Ballots Votes (in No. of Ballots in poll  BALLOTS/E-VOTES RECEIVED  14  LESS: INVALID BALLOTS/E VOTES  1*  VALID BALLOTS/E-VOTES IN FAVOUR  BALLOTS/E-VOTES IN FAVOUR  13  BALLOTS/E-VOTES AGAINST  O  TOTAL VALID BALLOTS/E-	Ballots/E-Votes    No. of Ballots in poll / Electric Votes (including ball No. of Ballots in poll)   Electric Votes (including ball No. of Ballots in poll)	Ballots/E-Votes    No. of Ballots in poll / Electronic Votes (including ballot)	Ballots/E-Votes	Ballots/E-Votes	Ballots/E-Votes		

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.

\*\* Negligible

Sr.	Particulars	Resolution-2: Declaration of dividend of INR 4 per equity share for the year ended on 31st March, 2017 (Ordinary Resolution)									
No.		No. of Ballots in poll /Electronic Votes (including ballot)			· ·						
_		No. of Ballots in poll	No. of E-Voter	Total	Physical	No. of Votes Electronic		%			
					Joseph	Electronic	Total	Total			
1	BALLOTS/E-VOTES RECEIVED	14	65	75	13193908	0010-					
				7.0	13193908	901970	14095878	100			
	LESS: INVALID BALLOTS/E-										
2	VOTES	1*	0	1*	2	0 .	2	0.00*			
0	10000						4	0.00			
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	0010-		2 7			
				7.0	13193906	901970	14095876	100			
	PALLOTS (P. Momes										
4	BALLOTS/E-VOTES IN FAVOUR	11	64	75	13193786	901945	14005721	00.00			
-	***					301340.	14095731	99.99			
5	BALLOTS/E-VOTES AGAINST	2	1	3	100	7200					
			-		120	25	145	0.01			
	TOTAL VALID BALLOTS/E-										
	VOTES	13	65	78	13193906	901970	14095876	100			

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.

<sup>\*\*</sup> Negligible

# DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

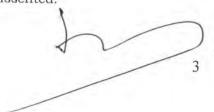
	Particulars	Resolution-3: Appointment of Director in place of Mr. Stephen Mark Harrington, who retires by rotation and, being eligible, seeks re-appointment.  (Ordinary Resolution)								
Sr. No.	Ballots/E-Votes	No. of Ballots Votes (in		lectronic						
-		No. of Ballots in poll	No. of E-Voter	Total	Physical	No. of Votes	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		

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.

\*\* Negligible

	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)							
Sr. No.	Ballots/E-Votes	No. of Ballot		ectronic lot)		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	14095876	100	

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented. \*\* Negligible.



# DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

Particulars	Resolution-5: Appointment of Mr. Anil Shankar as a Independent Director of the Company.  (Ordinary Resolution)								
Ballots/E-Votes	No. of Ballot Votes (i	s in poll /Ele	ectronic						
3.	No. of Ballots in poll	No. of	1 1 1 1 1	W. C. A. I.			%		
				rnysicai	Electronic	Total	Total		
BALLOTS/E-VOTES RECEIVED	14	65							
	14	65	79	13193908	901970	14095878	100		
LESS: INVALID BALLOTS/F									
VOTES	1*	0	1*.	2	0	2	0.0044		
						4	0.00**		
VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	1/1005076	100		
					301310	14093676	100		
BALLOTS/E-VOTES IN FAVOUR	12	63	75	13193904	001045				
				10193904	901845	14095749	99.99		
BALLOTS/E-VOTES									
AGAINST	1	2	3	2	125	127	0.01		
TOTAL VILLE					120	127	0.01		
VOTES	13	65	78	13103006	0010==	V. 1. 2. 2. 2. 5. 5.			
	BALLOTS/E-VOTES RECEIVED  LESS: INVALID BALLOTS/E VOTES  VALID BALLOTS/E-VOTES  BALLOTS/E-VOTES IN FAVOUR  BALLOTS/E-VOTES AGAINST	Ballots/E-Votes  No. of Ballot Votes (in No. of Ballots in poll  BALLOTS/E-VOTES RECEIVED  14  LESS: INVALID BALLOTS/E VOTES  1*  VALID BALLOTS/E-VOTES IN FAVOUR  BALLOTS/E-VOTES IN FAVOUR  12  BALLOTS/E-VOTES AGAINST  1  TOTAL VALID BALLOTS/E-	Ballots/E-Votes  No. of Ballots in poll /Ele Votes (including ball No. of Ballots in poll  No. of E-Voter  BALLOTS/E-VOTES RECEIVED  14 65  LESS: INVALID BALLOTS/E VOTES  1* 0  VALID BALLOTS/E-VOTES IN FAVOUR  12 63  BALLOTS/E-VOTES AGAINST  1 2  TOTAL VALID BALLOTS/E- VOTES	Ballots/E-Votes Votes (including ballot)  No. of Ballots in poll /Electronic Votes (including ballot)  No. of Ballots in poll /Electronic Votes (including ballot)  No. of E-Voter Total  BALLOTS/E-VOTES	Ballots/E-Votes	Ballots/E-Votes	Ballots/E-Votes		

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.
\*\* Negligible.

Sr.	Particulars	Resolution-6: Appointment of Mr. Jal Patel as an Independent Director of the Company.  (Special Resolution)								
No.		No. of Ballots in poll /Electronic Votes (including ballot)								
-		No. of Ballots in poll	No. of E-Voter	Total	Physical	No. of Votes	7176 5 5	%		
					Lifsical	Electronic	Total	Total		
1	BALLOTS/E-VOTES RECEIVED	14	65	79	13193908	001000				
				1.7	13193908	901970	14095878	100		
2	LESS: INVALID BALLOTS/E- VOTES	1*	0	1201				100		
		1	0	1*	2	0	2	0.00**		
3	VALID DAYLORS							0.00		
3	VALID BALLOTS/E-VOTES	13	65	78	13193906	901970	14095876	100		
	Was a second							100		
4	BALLOTS/E-VOTES IN FAVOUR	13	61	74	12102006					
				7.7	13193906	899820	14093726	99.99		
	BALLOTS/E-VOTES							20.23		
5	AGAINST	0	4	4	0	2150	2150	0.01		
	TOTAL TARABLE					2100	2150	0.01		
	TOTAL VALID BALLOTS/E- VOTES	13	65	78	13193906	901970	14095876			

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented. \*\* Negligible.

# DEVESH VIMAL & CO. PRACTISING COMPANY SECRETARIES

Sr.	Particulars	-	OIII-IO. IOT	dingery Da	ion to Messrs Ka 21), the Cost Audi solution)	ilash Sankhlech tors of the Con	na and Associate	s (Firm		
No.		Votes (in	s in poll /El	ectronia	solution)	iolution)				
		No. of Ballots in poll	No. of E-Voter		Tail 1	No. of Votes		%		
			D VOLEI	Total	Physical	Electronic	Total	Total		
1	BALLOTS/E-VOTES							Total		
1	RECEIVED	14	65	79	13193908	901970	14005050			
	LESS: INVALID BALLOTS/E					301370	14095878	100		
2	VOTES	1*	0	1*	0					
				1	2	0	2	0.00**		
3	VALID BALLOTS/E-VOTES	13	CF.	40.57				0.00		
		10	65	78	13193906	901970	14005076	1 2 2		
- 1	BALLOTS/E-VOTES IN					301310	14095876	100		
4	FAVOUR	13	61		1 30 35 4 4 4					
		10	01	74	13193906	901809	14095715	00.00		
-	BALLOTS/E-VOTES							99.99		
5	AGAINST	0	4	4						
-				4	0	161	161	0.01		
	TOTAL VALID BALLOTS/E-			- v			.01	0.01		
	VOTES	13	65	78	13193906	0010	000			
					10133300	901970	14095876	100		

<sup>\*</sup> One ballot is invalid as it is neither assented nor dissented.

\*\* Negligible.

- 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.
- You may accordingly declare the result of voting. (5)

Thanking You,

Yours faithfully,

CS DEVESH A. PATHAK

Practising Company Secretary Membership no. 4559

Place: Vadodara

Date: 12th August, 2017