



5 November 2015

To,

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
By e-mail: corp.relations@bseindia.com
Per Fax: +91 22 2272 3121 / 2037
Stock code No. **STYABS**

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
Per Fax: +91 22 2659 8237 /38
Stock code No. **506222**

Subject - Voting Results of Postal Ballots (including e- voting) pursuant to Clause 35A of the Listing Agreement.
- Scrutinizer Report

Dear Sir,

Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as also Section 393 and other applicable provisions, if any, of the Companies Act, 1956 read with rules framed thereunder the Company conducted Postal Ballot (including e-voting) for seeking approval of shareholders for :

Approval to the Scheme of Amalgamation of Styrolution India Private Limited with Styrolution ABS (India) Limited and their respective shareholders and creditors under Sections 391 to 394 of the Companies Act, 1956.

Please find the enclosed results of Postal Ballot (including e- voting) in the format prescribed under Clause 35A of the Listing Agreement (Annexure -1) along with the Scrutinizers Report (Annexure -2) dated 4 November 2015.

Styrolution ABS (India) Limited
Secretarial & Legal Dept.
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007.
Gujarat, India.

Tele : + 91 265 2303201/02
+ 91 265 2303203

Fax No: +91 265 2341012

E mail : secshare@styrolutionabsindia.com
Website: www.styrolutionabsindia.com


Registered Office:
Styrolution ABS (India) Limited
CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara – 390 007. Gujarat, India



You are requested to kindly take the above mentioned information and documents on your records.

Thanking you.

Yours Faithfully,
For **Styrolution ABS (India) Limited**


Haresh Khilnani
Company Secretary, Head Legal & Compliance

Enclosures:

1. Annexure-1: Report under Clause 35A of the Listing Agreement
2. Annexure-2: Scrutinizers Report

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Driving Success. Together.

Annexure -1

Date of Postal Ballot Notice	24 September 2015
Record Date for reckoning voting rights	18 September 2015
Total number of shareholders on record date	12,443
Details of the Agenda	Approval to the Scheme of Amalgamation of Styrolution India Private Limited with Styrolution ABS (India) Limited and their respective shareholders and creditors under Sections 391 to 394 of the Companies Act, 1956.
Resolution Required	Ordinary
Mode of Voting	Postal Ballot & E- voting

Promoter/ Public	No. of shares held.	No. of votes polled	% of votes polled on outstanding shares = $[(2)/(1)*100]$	No of votes in favor	No of votes against	% of votes in favor on votes polled= $[(4)/(2)*100]$	% of votes against on votes polled= $[(5)/(2)*100]$
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
Postal Ballot (A)							
Promoter and Promoter Group	13,189,218	0	0	0	0	NA	NA
Public Institutional Holders	1,046,279	0	0	0	0	NA	NA
Public- Others	3,350,128	17,999	0.54	17,434	565	96.86	3.14
TOTAL (A)	17,585,625	17,999	0.10	17,434	565	96.86	3.14

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E mail : secshare@styrolutionabsindia.com
Website: www.styrolutionabsindia.com

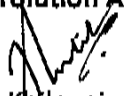
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CIN : L25200GJ1973PLC002436
6th Floor, ABS Towers,
Old Padra Road,
Vadodara - 390 007. Gujarat, India



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E-Voting (B)							
Promoter and Promoter Group	13,189,218	0	0	0	0	0	0
Public Institutional Holders	1,046,279	990,849	94.70	990,849	0	100	0
Public - Others	3,350,128	9,433	0.28	9,208	225	97.61	2.39
TOTAL (B)	17,585,625	1,000,282	5.69	1,000,057	225	99.98	0.02
Grand Total	17585625	1018281	5.79	1017491	790	99.92	0.08

For Styrolution ABS (India) Limited


 Haresh K. Minani
 Company Secretary, Head Legal & Compliance

Styrolution ABS (India) Limited
 Secretarial & Legal Dept.
 6th Floor, ABS Towers,
 Old Padra Road,
 Vadodara - 390 007,
 Gujarat, India.

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CS Devesh A. Pathak

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

CS Vimal Betsi

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

SCRUTINIZER'S REPORT

To,
The Managing Director
STYROLUTION ABS (INDIA) LIMITED
6th Floor ABS Towers,
Old Padra Road,
Vadodara- 390007

Dear Sir,

The Board of Directors of M/s STYROLUTION ABS (INDIA) LIMITED on 30th August, 2015 has appointed me as a Scrutinizer for conducting the Postal Ballot voting process.

1. I submit my report as under.

- a) The Company has completed on 30th September, 2015, the dispatch of notice in respect of Postal Ballot Forms along with postage prepaid business reply envelopes to its members pursuant to Section 110 of the Companies Act, 2013 ("the Act") and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with Clause 35-B of the Listing Agreement.
- b) Particulars of all the Postal Ballot Forms received from the Members have been entered in a Register separately maintained for the purpose.
- c) The Postal Ballot Forms were kept under my safe custody in sealed and tamper proof place before commencing the scrutiny of such Postal Ballot Forms.
- d) The Postal Ballot Forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Company's record including the list of beneficiaries received from the Depositories as on 18th September, 2015





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PRACTISING COMPANY SECRETARIES

Continuation Sheet.....

- e) All Postal Ballot Forms received up to the close of working hours on 2nd November, 2015, the last date and time fixed by the Company for receipt of the Postal Ballot Forms, were considered for my scrutiny.
- f) I did not find any defaced or mutilated Postal Ballot Forms.

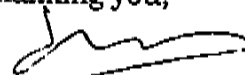
2. A summary of the Postal Ballot Forms received in respect of following subject matter is given below:

Approval to the Scheme of Amalgamation of Styrolution India Private Limited with Styrolution ABS (India) Limited and their respective shareholders and creditors under Sections 391 to 394 of the Companies Act, 1956

Sr. No.	Particulars	No. of votes	%
1	Ballot Received	18711	-
2	Less: Invalid Ballots	712	-
3	Valid Ballots	17999	100.00
4	Ballots in favour	17434	96.87
5	Ballots against	565	03.13
6	Total valid Ballots	17999	100.00

3. I have handed over the Postal Ballot Forms and other related papers/registers and records for safe custody to Mr. Hareesh Khilnani, Company Secretary of the Company authorized by the Board to supervise the Postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,


CS Devesh A. Pathak
FCS No. 4559

At Vadodara, 4th November, 2015,





CS Devesh A. Pathak

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

CS Vimal Bhai

B.Com., A.C.S.

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PRACTISING COMPANY SECRETARIES

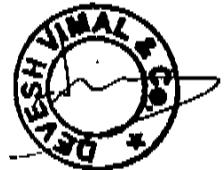
204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

SCRUTINIZER'S REPORT

To,
The Managing Director
STYROLUTION ABS (INDIA) LIMITED
6th Floor ABS Towers,
Old Padra Road,
Vadodara- 390007

Dear Sir,

1. The Board of Directors of Styrolution ABS (India) Limited has appointed me as a Scrutinizer on 30th August, 2015 for conducting the Postal Ballot voting process (including e-voting) for **seeking approval of Public Shareholders** to the Scheme of Amalgamation of Styrolution India Private Limited with Styrolution ABS (India) Limited and their respective shareholders and creditors under Sections 391 to 394 of the Companies Act, 1956, circulated through Postal Ballot pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 as well as Rule 22 of the Companies (Management and Administration) Rules, 2014.
2. In this Backdrop, I submit my report as under.
 - a) I have been informed by the Company that the dispatch of notice in respect of Postal Ballot Forms along with postage prepaid business reply envelope to its public members pursuant to Section 110 of the Companies Act, 2013 on 30th September, 2015.
 - b) Particulars of all the physical Postal Ballot Forms received from the Shareholders as also e-voting by the Shareholders have been entered in a Register as per Annexure - A & B respectively separately maintained for the purpose.
 - c) The Postal Ballot Forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot Forms.





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Continuation Sheet.....

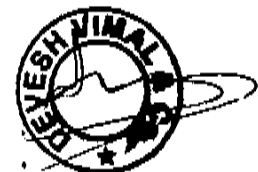
d) All Postal Ballot Forms (physical & electronic both) received up to the close of working hours on the last date and time fixed by the Company were considered for my scrutiny.

e) I did not find any defaced or mutilated Postal Ballot Forms.

2. A summary of the Postal Ballot Forms (including e-voting) from public shareholders received in respect of following subject matter is given below:

Approval to the Scheme of Amalgamation of Styrolution India Private Limited with Styrolution ABS (India) Limited and their respective shareholders and creditors under Sections 391 to 394 of the Companies Act, 1956

Particulars	No. of Shares (through Postal Ballot)	No. of Shares (through E- Voting)	Total No. of shares	% of Total Net Valid Votes (in percentage)
Total No. of Votes received	18711	1000282	1018993	N.A.
Total No. of Invalid Votes	712	00	712	N.A.
Net valid number of votes cast	17999	1000282	1018281	100%
Total No. of Votes cast in favour of the Resolution	17434	1000057	1017491	99.92%
Total No. of Votes cast against of the Resolution	565	225	790	0.08%



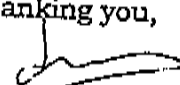


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Continuation Sheet.....

3. I have handed over the physical Postal Ballot Forms and other related papers/registers and records for safe custody to Mr. Haresh Khilnani, Company Secretary of the Company authorized by the Board to supervise the Postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,


CS Devesh A. Pathak

FCS 4559

Scrutinizer

At Vadodara, 4th November, 2015





CS Devesh A. Pathak

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

CS Vimal Betal

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PRACTISING COMPANY SECRETARIES

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

4th November, 2015

To
The Chairman
Styrolution ABS (India) Limited
6th Floor ABS Towers,
Old Padra Road,
Vadodara- 390007

Dear Sir/Madam,

Sub: Scrutinizers Report on e-voting conducted in respect of Public shareholders resolution to be passed through Postal Ballot pursuant to section 108 & 110 of the Companies Act, 2013 ("the Act") and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") read with Clause 35-B of the Listing Agreement.

- (1) I, Devesh A. Pathak, Practising Company Secretary, has been appointed as the scrutinizer by the Board of Directors of Styrolution ABS (India) Limited, to conduct the electronic voting process in respect of Public shareholders' resolution to be passed through Postal Ballot as set out in the Notice dated 24th September, 2015, alongwith statement setting out materials facts under Section 102 of the Act sent to the Shareholders in respect of the subject matter of the resolution as appearing in Clause no. 6 of this Report pursuant to Section 108. of the Act and Rule 20 & 22 of the Rules read with Clause 35-B of Listing Agreement.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of Clause 35-B of the Listing Agreement 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.





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PRACTISING COMPANY SECRETARIES

Continuation Sheet.....

- (3) The e-voting facility remained open from Saturday, 3rd October, 2015 (9.00 a.m.) to Monday, 2nd November, 2015 (5.00 p.m.)
- (4) The public members of the Company as on the cut-off date i.e. 18th September, 2015 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 3rd November, 2015 at 6.00 p.m. in presence of two witnesses viz. Mr. Vimal Betai and Ms. Zainab Tailor 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:

Resolution

Approval to the Scheme of Amalgamation of Styrolution India Private Limited with Styrolution ABS (India) Limited and their respective shareholders and creditors under Sections 391 to 394 of the Companies Act, 1956

Sr. No.	Particulars	Electronic Votes		
		No. of Members	No. of E-Votes	Total (%)
1	VOTES CAST	56	1000282	-
2	LESS: INVALID VOTES	00	00	-
3	VALID VOTES	56	1000282	100
4	VOTES IN FAVOUR	53	1000057	99.98
5	VOTES IN AGAINST	03	225	0.02
	TOTAL VALID E- VOTES	56	1000282	100





DEVESH VIMAL & CO.
PRACTISING COMPANY SECRETARIES

Continuation Sheet....

(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, 4th November, 2015

Witnesses to unblocking of e-votes cast

(Vimal Betaili)

(Zainab Tailor)

