



# National Peroxide Limited

Registered Office:  
NEVILLE HOUSE, J. N. HEREDIA MARG, BALLARD ESTATE,  
MUMBAI - 400 001.  
CIN : L24299MH1954PLC009254  
Website : www.naperol.com

AO/A-13

August 11, 2017

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001.

Kind Attn: Dept. of Corporate Services  
(Scrip Code – 500298)

Dear Sirs,

Sub: 63<sup>rd</sup> Annual General Meeting (AGM) held on 9<sup>th</sup> August, 2017  
Declaration of Results of E-voting and Poll at AGM

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote electronic voting facility (E-voting) to the members entitled to cast their vote at the Annual General Meeting. The E-Voting process was carried out by the Company between 6<sup>th</sup> August, 2017 to 8<sup>th</sup> August, 2017, with the cut-off date for determining Members, being 2<sup>nd</sup> August, 2017. The Company had also provided facility of voting through ballot at the AGM held on 9<sup>th</sup> August, 2017.

Mr. Nilesh Shah of Nilesh Shah & Associates, Company Secretary in Practice, was appointed as a scrutinizer to scrutinize the remote E-voting and ballot process at the AGM and has submitted his consolidated Report.

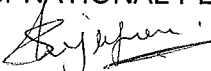
The Consolidated voting results in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Report of the Scrutinizer are enclosed herewith.

Based on the Consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of 63<sup>rd</sup> Annual General Meeting of the Company have been duly approved by the Members with requisite majority.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For NATIONAL PEROXIDE LIMITED

  
(SEEMA JAGNANI)  
COMPANY SECRETARY

Encl: As above

All correspondence to be addressed to :

Head Office : C-1, Wadia International Centre (Bombay Dyeing), Pandurang Budhkar Marg, Worli, Mumbai - 400 025.  
Tel.: 022-66620000 ● Fax : 022-66193421 ● Email : npl@naperol.com

Cc: Central Depository Services (India) Ltd.,  
Phiroze Jeejeebhoy Towers, 28<sup>th</sup> Floor,  
Dalal Street,  
Mumbai 400 023

Sharex Dynamic (India) Pvt. Ltd.  
Unit no.1, Luthra Ind.Premises, Safed Pool,  
Andheri Kurla Road, Andheri (East),  
Mumbai - 400072 | T: 2851 5606/ 5644/ 6338

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

Date of AGM	National Peroxide Limited, 63rd Annual General Meeting, Voting Result
Total number of shareholders on record date	8,906
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	84
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	NIL

Agenda No. 1

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes in favour	No. of Votes - Against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting Poll Postal Ballot Total	4062059	4052059	99.75	4052059	0	100.000	0.000
Public Institutions	E-voting Poll Postal Ballot Total	825		0.00			0.000	0.000
Public Non-Institutions	E-voting Poll Postal Ballot Total	1684116	822	0.05	820	2	99.757	0.243
			17521	1.04	17521		100.000	0.000
			18343	0.00			0.000	0.000
			4070402	1.09	18341	2	99.989	0.011
Total		5747000	4070402	70.83	4070400	2	100.000	0.000



Agenda No. 2

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		1	2		4	5		
Promoter and Promoter group	E-voting	4062059	4052059	99.75	4052059		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062059	4052059	99.75	4052059	0	100.000	0.000
Public Institutions	E-voting	825		0.00			0.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	825	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1684116	822	0.05	820	2	99.757	0.243
	Poll		17521	1.04	17521		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684116	18343	1.09	18341	2	99.989	0.011
Total		5747000	4070402	70.83	4070400	2	100.000	0.000



Agenda No. 3

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4062059	4052059	99.75	4052059		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062059	4052059	99.75	4052059	0	100.000	0.000
Public Institutions	E-voting	825		0.00			0.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	825	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1684116	822	0.05	820	2	99.757	0.243
	Poll		17521	1.04	17521		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684116	18343	1.09	18341	2	99.989	0.011
Total		5747000	4070402	70.83	4070400	2	100.000	0.000



Agenda No. 4

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		<b>1</b>	<b>2</b>	<b>(3)=[(2)/(1)]* 100</b>	<b>4</b>	<b>5</b>	<b>(6)=[(4)/(2)]*100</b>	<b>(7)=[(5)/(2)]*100</b>
Promoter and Promoter group	E-voting	4062059	4052059	99.75	4052059		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062059	4052059	99.75	4052059	0	100.000	0.000
Public Institutions	E-voting	825		0.00			0.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	825	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1684116	822	0.05	820	2	99.757	0.243
	Poll		17521	1.04	17521		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684116	18343	1.09	18341	2	99.989	0.011
Total		<b>5747000</b>	<b>4070402</b>	<b>70.83</b>	<b>4070400</b>	<b>2</b>	<b>100.000</b>	<b>0.000</b>



Agenda No. 5

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4062059	4052059	99.75	4052059		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062059	4052059	99.75	4052059	0	100.000	0.000
Public Institutions	E-voting	825		0.00			0.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	825	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1684116	822	0.05	820	2	99.757	0.243
	Poll		17521	1.04	17521		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684116	18343	1.09	18341	2	99.989	0.011
Total		5747000	4070402	70.83	4070400	2	100.000	0.000



Agenda No. 6

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4062059	4052059	99.75	4052059		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062059	4052059	99.75	4052059	0	100.000	0.000
Public Institutions	E-voting	825		0.00			0.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	825	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1684116	822	0.05	820	2	99.757	0.243
	Poll		17521	1.04	17521		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684116	18343	1.09	18341	2	99.989	0.011
Total		5747000	4070402	70.83	4070400	2	100.000	0.000





# NILESH SHAH & ASSOCIATES

## Company Secretaries

Ref.: \_\_\_\_\_

### FORM NO. MGT-13

### Report of Scrutinizer

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

To,  
**The Chairman**  
**of 63<sup>rd</sup> Annual General Meeting**  
**of National Peroxide Limited**  
Held on Wednesday, the 9<sup>th</sup> August, 2017  
At Sunville Banquet & Conference Rooms,  
9, Dr. Annie Besant Road, Near Worli Flyover,  
Worli, Mumbai – 400 018

Sir,

We, Nilesh Shah and Associates, (Represented by partner - Nilesh Shah, Company Secretary in Practice having membership no. FCS – 4554) were appointed as a Scrutinizer for the purpose of the poll taken at Annual General Meeting (including remote e-voting) on the resolutions as per the Annexure attached, at the 63<sup>rd</sup> Annual General Meeting of the Shareholders of National Peroxide Limited ('the Company') held on 9<sup>th</sup> August, 2017 at 4.00 p.m. at Sunville Banquet & Conference Rooms, 9, Dr. Annie Besant Road, Near Worli Flyover, Worli, Mumbai – 400 018. I hereby submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box was kept for polling and the same was locked in my presence with due identification marks placed on the same.
2. The locked ballot box was subsequently opened in my presence (along with presence of two witnesses viz. Mr. Mahesh Darji and Mr. Rakesh Achhpal (both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent.
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 (including voting through remote e-voting) is as per annexure attached herewith.



# NILESH SHAH & ASSOCIATES

Company Secretaries

Ref.: \_\_\_\_\_

5. The list of equity shareholders who voted 'for' or '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 Company Secretary of the Company for keeping under safe custody.

**Note:** Shareholders had been provided the facility of remote E-voting also. This report contains the result of consolidated voting (i.e. Remote E-voting and through Poll at AGM) cast by the shareholders.

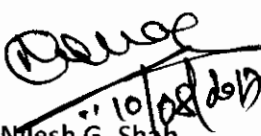
**Recommendation:**

All the resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For Nilesh Shah & Associates  
Company Secretaries

  
Nilesh G. Shah  
Partner  
Membership No. FCS 4554  
CP No. 2631



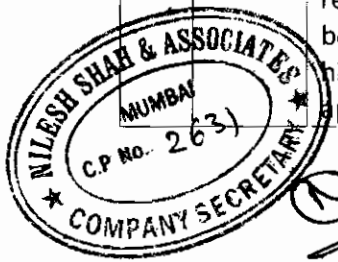
Place: Mumbai

Date: 10/08/2017

Annexure to the Scrutinizer's Report

Result of Voting (through remote e-voting and physical ballot at AGM):

Sr. No.	Reso. No. / Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes / Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Cast
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes		
1	1	Adoption of the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the financial year ended on 31st March, 2017, and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting ##	24	4052879	99.99%	2	2	0.01%	0	0
				Poll at AGM	63	17521	100%	0	0	0.00%	1	38
				<b>Total</b>	<b>87</b>	<b>4070400</b>	<b>99.99%</b>	<b>2</b>	<b>2</b>	<b>0.01%</b>	<b>1</b>	<b>38</b>
2	2	Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2017.	Ordinary	Remote E-voting	24	4052879	99.99%	2	2	0.01%	0	0
				Poll at AGM	63	17521	100%	0	0	0.00%	1	38
				<b>Total</b>	<b>87</b>	<b>4070400</b>	<b>99.99%</b>	<b>2</b>	<b>2</b>	<b>0.01%</b>	<b>1</b>	<b>38</b>
3	3	Appointment of a Director in place of Mr. Ness N. Wadia, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote E-voting	24	4052879	99.99%	2	2	0.01%	0	0
				Poll at AGM	63	17521	100%	0	0	0.00%	1	38
				<b>Total</b>	<b>87</b>	<b>4070400</b>	<b>99.99%</b>	<b>2</b>	<b>2</b>	<b>0.01%</b>	<b>1</b>	<b>38</b>



*(Signature)*  
10/08/2017

Sr. No.	Reso. No. / Item No.	Heading of Resolution	Type of Resolution	Type of Voting	Valid Votes						Invalid Votes / Abstain	
					Voting in Favour (Assent)			Voted Against (Dissent)			No. of Members Voting	No. of Votes Cast
					No. of Members Voting	No. of Votes Cast	% of valid votes	No. of Members Voting	No. of Votes Cast	% of valid votes		
4	4	Appointment of M/s. Price Waterhouse, Chartered Accountants LLP, as Statutory Auditors of the Company.	Ordinary	Remote E-voting	24	4052879	99.99%	2	2	0.01%	0	0
				Poll at AGM	63	17521	100%	0	0	0.00%	1	38
				<b>Total</b>	<b>87</b>	<b>4070400</b>	<b>99.99%</b>	<b>2</b>	<b>2</b>	<b>0.01%</b>	<b>1</b>	<b>38</b>
5	5	Approval of the Remuneration of the Cost Auditors, M/s. D. C. Dave & Co., Cost Accountants	Ordinary	Remote E-voting	24	4052879	99.99%	2	2	0.01%	0	0
				Poll at AGM	63	17521	100%	0	0	0.00%	1	38
				<b>Total</b>	<b>87</b>	<b>4070400</b>	<b>99.99%</b>	<b>2</b>	<b>2</b>	<b>0.01%</b>	<b>1</b>	<b>38</b>
6	6	Re-appointment of Mr. S. R. Lohokare as Managing Director.	Ordinary	Remote E-voting	24	4052879	99.99%	2	2	0.01%	0	0
				Poll at AGM	63	17521	100%	0	0	0.00%	1	38
				<b>Total</b>	<b>87</b>	<b>4070400</b>	<b>99.99%</b>	<b>2</b>	<b>2</b>	<b>0.01%</b>	<b>1</b>	<b>38</b>

## Note: In respect of first item of e-voting agenda, the shareholders have been provided e-voting facility to vote separately for audited standalone and audited consolidated financial statement. All the shareholders have voted in identical manner of audited standalone and audited consolidated financial statement.



*[Handwritten Signature]*  
10/02/2017