



# National Peroxide Limited

Registered Office:  
NEVILLE HOUSE, J. N. HEREDIA MARG, BALLARD ESTATE,  
MUMBAI - 400 001.  
CIN : L24299MH1954PLC009254  
Website : [www.naperol.com](http://www.naperol.com)

AO/A-13

August 12, 2016

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

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

Dear Sirs,

Sub: 62<sup>nd</sup> Annual General Meeting (AGM) held on 11<sup>th</sup> August, 2016  
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 Requirement) 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 8<sup>th</sup> August, 2016 to 10<sup>th</sup> August, 2016, with the cut-off date for determining Members, being 4<sup>th</sup> August, 2016. The Company had also provided facility of voting through ballot at the AGM held on 11<sup>th</sup> August, 2016.

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.

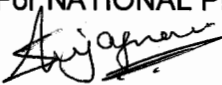
The Consolidated voting results in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and the Report of the Scrutinizer are enclosed herewith.

Based on the Consolidated Report of the Scrutinizer, all the Resolutions as set out in the Notice of 62<sup>nd</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](mailto: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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	National Peroxide Limited, 62nd Annual General Meeting, Voting Result
Total number of shareholders on record date	7,770
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	3
Public:	35
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	NIL

Agenda No. 1A

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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total		2619537	64.49	2619537	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	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684138	6472	0.38	6372	100	98.455	1.545
Total		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</b>

**Agenda No. 1B**

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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062037	2619537	64.49	2619537	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	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684138	6472	0.38	6372	100	98.455	1.545
Total		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</b>

**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	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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total		4062037	2619537	64.49	2619537	0	100.000
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
Public Non-Institutions	E-voting	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total		1684138	6472	0.38	6372	100	98.455
Total		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</b>

### 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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062037	2619537	64.49	2619537	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	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	1684138	6472	0.38	6372	100	98.455	1.545
Total		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</b>

#### 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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4062037	2619537	64.49	2619537	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	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000



	Postal Ballot			0.00			0.000	0.000
	Total	1684138	6472	0.38	6372	100	98.455	1.545
Total		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total		4062037	2619537	64.49	2619537	0	100.000
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
Public Non-Institutions	E-voting	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total		1684138	6472	0.38	6372	100	98.455
Total		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</b>

**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	4062037	2619537	64.49	2619537		100.000	0.000
	Poll			0.00			0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	<b>Total</b>	4062037	2619537	64.49	2619537	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
	<b>Total</b>	825	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	1684138	4720	0.28	4620	100	97.881	2.119
	Poll		1752	0.10	1752		100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	<b>Total</b>	1684138	6472	0.38	6372	100	98.455	1.545
<b>Total</b>		<b>5747000</b>	<b>2626009</b>	<b>45.69</b>	<b>2625909</b>	<b>100</b>	<b>99.996</b>	<b>0.004</b>



For NATIONAL PEROXIDE LIMITED

*Seema Jagrani*  
(SEEMA JAGRANI)  
COMPANY SECRETARY



# 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 62<sup>nd</sup> Annual General Meeting**  
**of National Peroxide Limited**  
Held on Tuesday, the 11<sup>th</sup> August, 2016  
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 62<sup>nd</sup> Annual General Meeting of the Equity Shareholders of National Peroxide Limited ('the Company') held on 11<sup>th</sup> August, 2016 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. Ms. Hetal Shah and Mr. Mahesh Darji (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.



211-B (Back Side) 2nd Floor, Building No. 1, Sona Udyog, Parsi Panchayat Road, Extn. of Old Nagardas Road, Andheri (East),  
Mumbai - 400 069. Tel. : 2820 7824 / 2820 3582 E-mail : nilesh@ngshah.com

304-A, Poonam Sagar, Poonam Nagar, Off. Mahakali Caves Road, Andheri (East), Mumbai - 400 093.  
Tel.: 2836 3419 Email : ngshah.cs@gmail.com

*[Handwritten signature]*  
12/08/16

# 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.

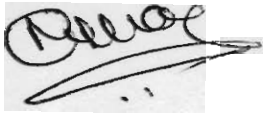
**Recommendation:**

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 Shah  
Partner  
Membership No. FCS 4554  
CP No. 2631

Place: Mumbai  
Date: 12/08/2016



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 audited Financial Statements and Audited Consolidated Financial Statements for the financial year ended on 31 <sup>st</sup> March, 2016, and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting ##	22	2624157	99.99%	1	100	0.01%	0	0
				Poll at AGM	17	1752	100%	0	0	0	0	0
				<b>Total</b>	<b>39</b>	<b>2625909</b>	<b>99.99%</b>	<b>1</b>	<b>100</b>	<b>0.01%</b>	<b>0</b>	<b>0</b>
2	2	Declaration of dividend for the financial year ended 31 <sup>st</sup> March, 2016.	Ordinary	Remote E-voting	22	2624157	99.99%	1	100	0.01%	0	0
				Poll at AGM	17	1752	100%	0	0	0	0	0
				<b>Total</b>	<b>39</b>	<b>2625909</b>	<b>99.99%</b>	<b>1</b>	<b>100</b>	<b>0.01%</b>	<b>0</b>	<b>0</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	22	2624157	99.99%	1	100	0.01%	0	0
				Poll at AGM	17	1752	100%	0	0	0	0	0
				<b>Total</b>	<b>39</b>	<b>2625909</b>	<b>99.99%</b>	<b>1</b>	<b>100</b>	<b>0.01%</b>	<b>0</b>	<b>0</b>



*(Signature)* 12/08/16

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. S. B. Billimoria & Co., Chartered Accountants as statutory auditors of the Company	Ordinary	Remote E-voting	22	2624157	99.99%	1	100	0.01%	0	0
				Poll at AGM	17	1752	100%	0	0	0	0	0
				<b>Total</b>	<b>39</b>	<b>2625909</b>	<b>99.99%</b>	<b>1</b>	<b>100</b>	<b>0.01%</b>	<b>0</b>	<b>0</b>
5	5	Approval of the Remuneration of the Cost Auditors, M/s. N. I. Mehta & Co., Cost Accountant	Ordinary	Remote E-voting	22	2624157	99.99%	1	100	0.01%	0	0
				Poll at AGM	17	1752	100%	0	0	0	0	0
				<b>Total</b>	<b>39</b>	<b>2625909</b>	<b>99.99%</b>	<b>1</b>	<b>100</b>	<b>0.01%</b>	<b>0</b>	<b>0</b>
6	6	Appointment of Dr. (Mrs.) Minnie Bodhanwala as a director of the Company	Ordinary	Remote E-voting	22	2624157	99.99%	1	100	0.01%	0	0
				Poll at AGM	17	1752	100%	0	0	0	0	0
				<b>Total</b>	<b>39</b>	<b>2625909</b>	<b>99.99%</b>	<b>1</b>	<b>100</b>	<b>0.01%</b>	<b>0</b>	<b>0</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.



*Signature*  
12/08/16