



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 03, 2018

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

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

Dear Sirs,

Sub: 64th Annual General Meeting (AGM) held on 2nd August, 2018
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 30th July, 2018 to 1st August, 2018, with the cut-off date for determining Members, being 26th July, 2018. The Company had also provided facility of voting through ballot at the AGM held on 2nd August, 2018.

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 64th 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


(JENNY SHAH)
COMPANY SECRETARY



Encl: As above

Cc: Central Depository Services (India) Ltd.,
Phiroze Jeejeebhoy Towers, 28th 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	August 2, 2018
Total number of shareholders on record date	10904
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	74
No. of Shareholders attended the meeting through Video Conferencing:	Nil
No. of resolution passed in the meeting	5

RESOLUTION - 1

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Description of resolution considered			Adoption of the Audited Standalone Financial Statements and Audited Consolidated Financial Statements for the financial year ended on 31st March, 2018, and the Reports of the Board of Directors and Auditors thereon					
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	4062059	100.00	4062059	0	100.000	0.00
	Poll		0	0.00	0	0	0.000	0.00
	Postal Ballot		0	0.00	0	0	0.000	0.00
	Total		4062059	4062059	100.00	4062059	0	100.000
Public Institutions	E-voting	575	0	0.00	0	0	0.000	0.00
	Poll		0	0.00	0	0	0.000	0.00
	Postal Ballot		0	0.00	0	0	0.000	0.00
	Total		575	0	0.00	0	0	0.000
Public Non-Institutions	E-voting	1684366	1723	0.10	865	858	50.200	49.80
	Poll		30765	1.83	30765	0	100.000	0.00
	Postal Ballot		0	0.00	0	0	0.000	0.00
	Total		1684366	32488	1.93	31630	858	97.360
Total		5747000	4094547	71.25	4093689	858	99.979	0.02

RESOLUTION - 2

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Description of resolution considered			Declaration of Dividend for the financial year ended 31st March, 2018					
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	4062059	100.00	4062059	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4062059	4062059	100.00	4062059	0	100.00
Public Institutions	E-voting	575	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		575	0	0.00	0	0	0.00



Public Non-Institutions	E-voting	1684366	873	0.05	871	2	99.77	0.23
	Poll		30765	1.83	30765	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1684366	31638	1.88	31636	2	100
Total		5747000	4093697	71	4093695	2	100	0.01

RESOLUTION - 3

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Description of resolution considered			Appointment of a Director in place of Dr. (Mrs.) Minnie Bodhanwala (DIN: 00422067), who retires by rotation and being eligible, offers herself for re-appointment					
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	4062059	100.00	4062059	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4062059	4062059	100.00	4062059	0	100.00
Public Institutions	E-voting	575	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		575	0	0.00	0	0	0.00
Public Non-Institutions	E-voting	1684366	1723	0.10	854	869	49.56	50.44
	Poll		30765	1.83	30765	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1684366	32488	1.93	31619	869	97.33
Total		5747000	4094547	71.25	4093678	869	99.98	0.02

RESOLUTION - 4

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Description of resolution considered			Ratification of the Remuneration of the Cost Auditors, M/s. D. C. Dave & Co.					
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	4062059	100.00	4062059	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4062059	4062059	100.00	4062059	0	100.00
Public Institutions	E-voting	575	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		575	0	0.00	0	0	0.00
Public Non-Institutions	E-voting	1684366	873	0.05	862	11	98.74	1.26
	Poll		30765	1.83	30765	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1684366	31638	1.88	31627	11	99.97
Total		5747000	4093697	71.23	4093686	11	99.99	0.01



RESOLUTION - 5

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Description of resolution considered			Appointment of Mr. Suresh Khurana (DIN: 06677496), as the Whole-Time Director of the Company to be designated as the "Chief Executive Officer and Director"					
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	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter group	E-voting	4062059	4062059	100.00	4062059	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		4062059	4062059	100.00	4062059	0	100.00
Public Institutions	E-voting	575	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		575	0	0.00	0	0	0.00
Public Non-Institutions	E-voting	1684366	1723	0.10	856	867	49.68	50.32
	Poll		30765	1.83	30765	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1684366	32488	1.93	31621	867	97.33
Total		5747000	4094547	71.25	4093680	867	99.98	0.02



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 64th Annual General Meeting
of National Peroxide Limited

Held on Thursday, the 2nd August, 2018

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 64th Annual General Meeting of the Shareholders of National Peroxide Limited ('the Company') held on 2nd August, 2018 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. Rakesh Achhpal and Ms. Bhumi Trivedi (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.

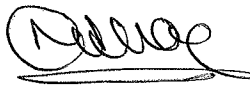
Recommendation:

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,

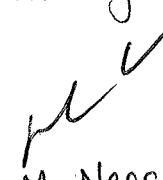
Yours truly,

For Nilesh Shah & Associates
Company Secretaries



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



Countersigned by

Mr. Ness Wadia
Chairman of AGM

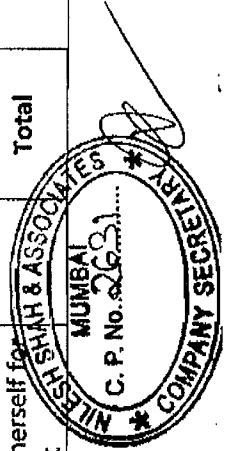
Place: Mumbai

Date: 03/08/2018

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	% of valid votes	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, 2018, and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote E-voting	32	4062924	99.98%	5	858	0.02%	0	0	13656				
				Poll at AGM	58	30765	100%	0	0	0.00%	5	13656					
				Total	90	4093689	99.98%	5	858	0.02%	5	13656					
2	2	Declaration of Dividend on Equity Shares for the financial year ended 31st March, 2018.	Ordinary	Remote E-voting	33	4062930	99.99%	2	2	0.01%	2	850	14506				
				Poll at AGM	58	30765	100%	0	0	0.00%	5	13656					
				Total	91	4093695	99.99%	2	2	0.01%	7	14506					
3	3	Appointment of a Director in place of Dr. (Mrs.) Minnie Bodhanwala (DIN: 00422067), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary	Remote E-voting	29	4062913	99.98%	8	869	0.02%	0	0	13656				
				Poll at AGM	58	30765	100%	0	0	0.00%	5	13656					
				Total	87	4093678	99.98%	8	869	0.02%	5	13656					



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 Members Voting	No. of Votes Cast	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	Ratification of the Remuneration of the Cost Auditors, M/s. D. C. Dave & Co.	Ordinary	Remote E-voting	31	4062921	99.99%	4	11	0.01%	2	850			
				Poll at AGM	58	30765	100%	0	0	0.00%	5	13656			
				Total	89	4093686	99.99%	4	11	0.01%	7	14506			
5	5	Appointment of Mr. Suresh Khurana (DIN: 06677496), as the Whole-Time Director of the Company to be designated as the "Chief Executive Officer and Director"	Ordinary	Remote E-voting	30	4062915	99.98%	7	867	0.02%	0	0			
				Poll at AGM	58	30765	100%	0	0	0.00%	5	13656			
				Total	88	4093680	99.98%	7	867	0.02%	5	13656			

