

NAPEROL INVESTMENTS LIMITED

(formerly known as National Peroxide Limited)

CIN : L66309MH1954PLC009254

Registered Office: Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai – 400 001

Telephone : 022-66620000 / E-mail : secretarial@naperol.com / website: www.naperolinvestments.com

June 27, 2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

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

Dear Sir / Madam,

Sub: Voting Results of Postal Ballot

Ref: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

With reference to above and further to our letter(s) dated May 28, 2024 and May 29, 2024 and in compliance with Regulation 44(3) of Listing Regulations and other applicable provisions, if any, please find enclosed herewith the voting results and Scrutiniser's Report in respect of the following resolution(s), seeking approval of Shareholders of the Company, by way of remote e-voting process:

Sl. No.	Agenda of the Notice	Type of Resolution
1.	Re-appointment of Mr. Viraf R. Mehta (DIN: 00352598) as an Independent Director of the Company for a second term	Special
2.	Approval for entering into Material Related Party Transaction	Ordinary

The aforesaid resolution(s) have been passed with requisite majority through Postal Ballot (remote e-voting) by the Shareholders.

The voting results and the Scrutiniser's Report are being uploaded on the Company's website www.naperolinvestments.com.

NAPEROL INVESTMENTS LIMITED

(formerly known as National Peroxide Limited)

CIN : L66309MH1954PLC009254

Registered Office: Neville House, J. N. Heredia Marg, Ballard Estate, Mumbai – 400 001

Telephone : 022-66620000 / E-mail : secretarial@naperol.com / website: www.naperolinvestments.com

Kindly take note of the above.

Thanking you,

Yours faithfully,

For **Naperol Investments Limited**

(fka National Peroxide Limited)

Arpit Maheshwari

Company Secretary

ACS: 42396

Encl.: As above

Cc: National Securities Depository Limited

Trade World, A Wing, 4th Floor, Kamala Mills Compound,
Lower Parel, Mumbai - 400 012.

Email: evoting@nsdl.com

Cc: Link Intime India Private Limited

C-101, 247 Park, L.B.S. Marg, Vikhroli (West),
Mumbai - 400 083.

Email: rnt.helpdesk@linkintime.co.in

NAPEROL INVESTMENTS LIMITED (FORMERLY KNOWN AS NATIONAL PEROXIDE LIMITED)	
Date of Notice	May 9, 2024
Total number of Shareholders on record date (i.e., May 24, 2024 – cut-off date for e-voting purpose)	19,179
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable Not Applicable

Resolution Required: (Special)		1. Re-appointment of Mr. Viraf R. Mehta (DIN: 00352598) as an Independent Director of the Company for a second term.						
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	4066659	4061409	99.8709	4061409	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4061409	99.8709	4061409	0	100.0000	0.0000
Public Institutions	E-Voting	19882	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	1660459	43700	2.6318	41546	2154	95.0709	4.9291
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43700	2.6318	41546	2154	95.0709	4.9291
Total		5747000	4105109	71.4305	4102955	2154	99.9475	0.0525

Resolution Required: (Ordinary)			2. Approval for entering into Material Related Party Transaction					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	4066659	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	19882	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non-Institutions	E-Voting	1660459	43697	2.6316	41525	2172	95.0294	4.9706
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		43697	2.6316	41525	2172	95.0294	4.9706
Total		5747000	43697	0.7603	41525	2172	95.0294	4.9706

NILESH SHAH & ASSOCIATES

Company Secretaries

Report of Scrutinizer

[Pursuant to Section 108 read with 110 of the Companies Act, 2013 and Rule 20 read with 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Naperol Investments Limited
(Formerly known as National Peroxide Limited)
(CIN: L66309MH1954PLC009254)
Neville House, J. N. Heredia Marg,
Ballard Estate, Mumbai – 400 001

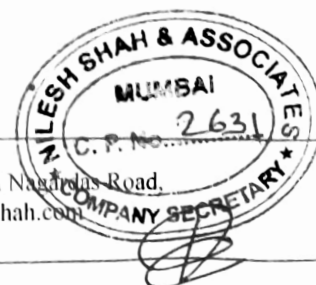
Dear Sir,

SUB: Scrutinizer's Report on Postal Ballot Voting (E-Voting) Process:

The Board of Directors of **Naperol Investments Limited (Formerly known as National Peroxide Limited)** ('the Company') vide its Resolution passed on Thursday, May 09, 2024, decided to conduct the process of voting through postal ballot for obtaining approval of Shareholders of the Company for the following resolutions as set out in the Notice dated Thursday, May 09, 2024:

- **Re-appointment of Mr. Viraf R. Mehta (DIN: 00352598) as an Independent Director of the Company for a second term (Special Resolution).**
- **Approval for entering into Material Related Party Transaction (Ordinary Resolution).**

In this connection, the Company has provided the facility of voting through electronic means only (i.e. remote e-voting) as required under the provisions of Section 108 read with 110 of the Companies Act, 2013 and Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 read with MCA General Circular No. 14/2020 dated April 08, 2020, MCA General Circular No. 17/2020 dated April 13, 2020, MCA General Circular No. 22/2020 dated June 15, 2020, MCA General Circular No. 33/2020 dated September 28, 2020, MCA General Circular No. 39/2020 dated December 31, 2020, MCA General Circular No. 10/2021 dated June 23, 2021, MCA General Circular No. 20/2021 dated December 8, 2021 and MCA General Circular No. 3/2022 dated May 5, 2022, MCA General Circular No. 11/2022 dated December 28, 2022 and MCA General Circular No. 09/2023 dated September 25, 2023 (collectively referred as 'MCA Circulars') read along with applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars issued thereunder.



211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nandis Road,
Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com
Peer Review No: 698/2020

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

We, Nilesh Shah & Associates, Practicing Company Secretary represented by Mr. Nilesh G. Shah (Membership No. FCS 4554), Partner have been appointed as a Scrutinizer by the Company for the purpose of the conducting the postal ballot voting process via remote e-voting, in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the aforesaid matter as required under the above stated provisions of the Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to voting through postal ballot (via remote e-voting) on the resolutions contained in the notice of postal ballot. Our responsibility as a scrutinizer for the remote e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of voting through postal ballot (remote e-voting), containing summary of the votes cast "in favour" or "against" the resolutions as stated above, based on the reports generated from the e-voting system provided by the M/s. National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the Company in co-ordination with the Registrar and Transfer Agent ("RTA") appointed by the Company.

The Postal Ballot Notice dated Thursday, May 09, 2024 along with the statement setting out material facts pursuant to Section 102 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 was sent to the Shareholders of the Company, by electronic mode i.e. by e-mail to all the Shareholders / Beneficiaries whose names appear in the Register of Members / List of Beneficial Owners as on Friday, May 24, 2024 and whose e-mail id's are registered with the Company/ Depositories in accordance with the provisions of the Companies Act, 2013 read with Rules made thereunder and MCA Circulars.

For avoidance of any doubt meaning of 'Postal Ballot' denotes only 'remote e-voting' for the purpose of these resolutions.

The Shareholders of the Company holding shares as on the cut-off date i.e. on Friday, May 24, 2024 were entitled to vote on the resolutions as set out in the Notice.

In this regard, we submit our report as under:

1. The Company had provided facility of casting vote to the Shareholders of the Company through postal ballot voting process by remote e-voting on the platform provided by NSDL.
2. The Company had followed the process as required under Section 108 read with 110 of the Companies Act, 2013 and Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 read with MCA

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

Peer Review No: 698/2020

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com



NILESH SHAH & ASSOCIATES

Company Secretaries

Circulars in respect of providing voting facility through postal ballot via electronic means.

3. The Postal Ballot voting (remote e-voting) period commenced from Wednesday, May 29, 2024 at 9:00 A.M. IST and was live up to Thursday, June 27, 2024 at 5:00 P.M. IST and the remote e-voting module was disabled for voting thereafter.
4. At the end of the e-voting period, we have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
5. The details containing a list of Shareholders who voted 'for' or 'against' the resolutions were downloaded from the e-voting website of NSDL.
6. We have scrutinized the votes cast through electronic means for the purpose of this report.
7. The particulars of all the electronic votes cast by the Shareholders through e-voting process have been recorded in a register maintained for the purpose.
8. A summary of the votes cast through remote e-voting by Shareholders of the Company is as under:
 - a. **Resolution No. 1 (Special Resolution):** Re-appointment of Mr. Viraf R. Mehta (DIN: 00352598) as an Independent Director of the Company for a second term:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	154	4102955	99.95%

(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	20	2154	0.05%



211-(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

Peer Review No: 698/2020

NILESH SHAH & ASSOCIATES

Company Secretaries

(iii) **Invalid / Abstain Votes:**

Type of Voting	Total number of members whose votes were declared invalid / abstained	Total Number of votes declared invalid	Total Number of votes cast by them
Voting Through Electronic Means	0	0	0

b. **Resolution No. 2 (Ordinary Resolution):** Approval for entering into Material Related Party Transaction:

(i) **Voted in favour of the resolution:**

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	142	41525	95.03%

(ii) **Voted against the resolution:**

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
Voting Through Electronic Means	19	2172	4.97%

(iii) **Invalid / Abstain Votes:**

Type of Voting	Total number of members whose votes were declared invalid / abstained	Total Number of votes declared invalid	Total Number of votes cast by them
Voting Through Electronic Means	13	0	4061412



211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagar Das Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com
Peer Review No: 698/2020

NILESH SHAH & ASSOCIATES

Company Secretaries

Recommendation:

The resolutions may be considered as passed having secured the requisite majority of votes and therefore the Chairman can consider to be accepted. The Chairman / person authorised by Chairman may accordingly declare the result of the voting.

Thanking You,

Yours truly,

**For Nilesh Shah & Associates
Practicing Company Secretaries**



Nilesh G. Shah

Partner

Membership No.: FCS 4554

CP No. 2631

UDIN: F004554F000629431

Place: Mumbai

Date: 27.06.2024



211-(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
Peer Review No: 698/2020

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com