



National Peroxide Limited

CIN : L24299MH1954PLC009254



RESPONSIBLE CARE®
OUR COMMITMENT TO SUSTAINABILITY

REGISTERED OFFICE : NEVILLE HOUSE, J. N. HEREDIA MARG, BALLARD ESTATE, MUMBAI - 400 001.

March 29, 2023

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

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

Dear Sirs / Madam,

Sub: Notice of Postal Ballot

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

In compliance with Regulation 30 and other applicable provisions of Listing Regulations, please find enclosed herewith the Notice of Postal Ballot dated March 27, 2023, seeking approval of Shareholders of the Company, by way of remote e-voting process for appointment of Ms. Parvathi Menon (DIN: 02874749) as an Independent Director of the Company for a term of 5 consecutive years commencing from February 7, 2023 upto February 6, 2028.

The Postal Ballot Notice is being sent to the Shareholders only through electronic mode to those Shareholders whose names appear in the Register of Members / List of Beneficial Owners as on Friday, March 24, 2023 (“Cut-off Date”) and whose e-mail ids are registered with the Company/Depositories.

The e-voting commences on Thursday, March 30, 2023 at 9:00 A.M. IST and ends on Friday, April 28, 2023 at 5:00 P.M. IST.

The said Notice is also made available on the Company’s website at www.naperol.com.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **National Peroxide Limited**

CS Heena Shah
Company Secretary & Compliance Officer

Encl.: As above

Correspondence to be addressed to :

Head Office : C-1, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

Tel. : +91-22-66620000 • Fax : +91-22-24314709 • E-mail : npl@naperol.com • Website : www.naperol.com



NATIONAL PEROXIDE LIMITED

Corporate Identity Number (CIN): L24299MH1954PLC009254

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

E-mail: secretarial@naperol.com | **Website:** www.naperol.com

Phone: 022-66620000

POSTAL BALLOT NOTICE

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

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), Secretarial Standard on General Meetings (“SS-2”) read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020 and 39/2020 dated December 31, 2020 and 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modifications(s), amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for time being in force) and subject to other applicable laws, rules and regulations, that the Special Resolution as set out in this Notice is proposed for approval by the members of the Company (the “Members”) through Postal Ballot by voting through electronic means only (“e-voting”).

In terms of the requirements specified in the MCA Circulars, the Company is sending this Notice in electronic form only to those Members whose e-mail addresses are registered with the Company/Depositories. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place only through the e-voting system.

The Company has provided e-voting facility to its Members to cast their votes electronically. The Company has engaged M/s. National Securities Depositories Limited (“NSDL”) to provide e-voting facility. Further, the Board of Directors of the Company has appointed Mr. Nilesh Shah, (Membership No. FCS 4554) or failing him Mr. Mahesh Darji (Membership No. FCS 7175) or failing him Mrs. Hetal Shah (Membership No. FCS 8063) of M/s. Nilesh Shah & Associates, Practicing Company Secretaries as the Scrutiniser for conducting the Postal Ballot voting process (voting by e-voting) in a fair and transparent manner.

SPECIAL BUSINESS

1) Appointment of Ms. Parvathi Menon (DIN: 02874749) as an Independent Director of the Company.

To consider and if thought fit, to pass the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the “Act”) and Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) (including any statutory modification(s), amendment(s), clarification(s), re-enactment(s) or substitution(s) thereof for time being in force), Ms. Parvathi Menon (DIN: 02874749) who was appointed as an Additional Director (Non-Executive & Independent) by the Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee with effect from February 7, 2023, pursuant to Section 161 of the Act and is eligible for appointment as a Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not being liable to retire by rotation.”

“RESOLVED FURTHER THAT Ms. Parvathi Menon, who has submitted a declaration that she meets the criteria for independence and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company in terms of Section 149 of the Act, for a term of 5 consecutive years commencing from February 7, 2023 up to February 6, 2028.”

“RESOLVED FURTHER THAT the Directors and/or the Chief Financial Officer and/or the Company Secretary of the Company, be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution.”

**By Order of the Board
For National Peroxide Limited**

**Sd/-
CS Heena Shah
Company Secretary
ACS: 17872**

Registered Office :
Neville House, J. N. Heredia Marg,
Ballard Estate, Mumbai-400001
CIN : L24299MH1954PLC009254
E-mail : secretarial@naperol.com
Website : www.naperol.com
Tel No.: 022 66620000

Mumbai, March 27, 2023

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Act setting out the material facts concerning the resolution proposed to be passed is annexed as “Annexure 1” hereto and form part of this Notice.
2. The additional details / information as required under Listing Regulations and Secretarial Standards - 2 in respect of appointment of a Director are hereto furnished in “Annexure 2” of this Notice.
3. In compliance with the MCA Circulars, the Notice is being sent only by electronic mode to those Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, March 24, 2023 and whose e-mail ids are registered with the Company/Depositories. For Members who have not registered their e-mail ids, please follow the instructions given below:

Members holding shares in physical mode and who have not updated their e-mail addresses with the Company/Depositories are requested to update their e-mail addresses by sharing a duly filled and signed copy of Form ISR-1 as per the format prescribed by SEBI vide its circular dated November 3, 2021 with the Company at rnt.helpdesk@linkintime.co.in / secretarial@naperol.com along with the copy of signed request letter mentioning the name and address of the member, self-attested copy of the PAN card and self-attested copy of any document (e.g. driving license, election identity card, passport) in support of the address of the member. Members holding shares in dematerialised mode are requested to register / update their e-mail addresses with the relevant Depository Participants. In case of any queries / difficulties in registering the e-mail address, Members may write to secretarial@naperol.com / rnt.helpdesk@linkintime.co.in.

4. Notice of Postal Ballot will also be available on the Company's website at www.naperol.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on website of NSDL i.e. www.evoting.nsdl.com.
5. The relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection through electronic mode upto the last date of e-voting. Members seeking to inspect such documents can also send an e-mail to secretarial@naperol.com.
6. In compliance with provisions of Section 108, Section 110 and other applicable provisions of the Act read with the Rules, the Company has provided facility for Members to exercise their votes electronically through remote e-voting facility provided by NSDL.
7. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Friday, March 24, 2023 (“Cut-off Date”). A person who becomes a Member after the Cut-off Date should treat this Notice for information purpose only. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date will be entitled to cast their votes by e-voting.
8. Voting rights of a Member/Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-off Date.
9. The e-voting commences on Thursday, March 30, 2023 at 9:00 A.M. IST and ends on Friday, April 28, 2023 at 5:00 P.M. IST. The e-voting module shall be disabled by NSDL for voting

thereafter. Once the vote on a resolution is cast by the Member he/she shall not be allowed to change it subsequently or cast vote again. No voting shall be allowed beyond Friday, April 28, 2023 at 5:00 P.M. IST.

10. The resolution, if approved, shall be deemed to have been passed on the last date of e-voting i.e. Friday, April 28, 2023.
11. The Board of Directors of the Company has appointed Mr. Nilesh Shah, (Membership No. FCS 4554) or failing him Mr. Mahesh Darji (Membership No. FCS 7175) or failing him Mrs. Hetal Shah (Membership No. FCS 8063) of M/s. Nilesh Shah & Associates, Practicing Company Secretaries, as Scrutiniser for the purpose of the Postal Ballot process, including e-voting facility.
12. The Scrutiniser will submit his/her report to the Chairman or any other person as authorised by him after the conclusion of e-voting.
13. Based on the scrutiniser's report the results of Postal Ballot will be announced on or before Saturday, April 29, 2023. The declared results along with the report of the Scrutiniser will be submitted to BSE Limited and shall be uploaded on the website of the Company at www.naperol.com and website of NSDL at www.evoting.nsdl.com and shall be displayed on the Notice Board at the Registered Office of the Company and at the Head Office of the Company at C-1, Wadia International Center, Pandurang Budhkar Marg, Worli, Mumbai – 400 025.
14. **Procedure / Instructions for E-VOTING**

How do I vote electronically using NSDL e-voting system?





The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A). Login method for e-Voting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail ID in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your e-mail ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail ids are not registered**

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Members

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to nilesh@ngshah.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mathre at evoting@nsdl.co.in.

Process for those Members whose e-mail Id's are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by e-mail to secretarial@naperol.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to secretarial@naperol.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-voting for Individual shareholders holding securities in demat mode.**
3. Alternatively Members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-voting facility.

ANNEXURE 1 OF NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

ITEM NO. 1

The Board of Directors of the Company appointed Ms. Parvathi Menon (DIN: 02874749) as an Additional Director in the category of Independent Director on the Board of the Company w.e.f. February 7, 2023 on the recommendation of the Nomination and Remuneration Committee, subject to the approval of the Members of the Company.

Brief profile of Ms. Parvathi Menon, nature of her expertise in functional areas and names of companies in which she holds directorship and membership / chairmanship of Board Committees, shareholding and relationship between directors inter-se as stipulated under applicable provisions of the Listing Regulations, is provided in "Annexure 2" to the Notice.

Ms. Parvathi Menon not disqualified to be appointed as a Director and has submitted her consent to for appointment as Independent Director as well as declarations to the effect that she meets with the criteria of independence as prescribed under sub-section (6) of section 149 of the Act and Regulation 16(1)(b) of Listing Regulations and that she is not debarred from holding the office of director by virtue of any order from Securities and Exchange Board of India ("SEBI") or any such authority. The Company has received a notice in writing from a Member under Section 160 of the Act proposing the candidature of Ms. Parvathi Menon for the office of Director of the Company.

Based on the recommendation of the Nomination and Remuneration Committee the Board is of the opinion that she possesses appropriate skills, experience and knowledge as required for the role of an Independent Director. The skills coupled with her rich experience will benefit the Company. In the opinion of the Board, Ms. Parvathi Menon fulfils the conditions for appointment as an Independent Director as specified in the Act read with Rules made thereunder and the Listing Regulations and Ms. Parvathi Menon is independent of the management of the Company.

During her tenure of appointment, Ms. Parvathi Menon shall not be liable to retire by rotation provided under Section 152(6) of the Act. Draft letter of appointment to be issued to Ms. Parvathi Menon setting out the terms and conditions of the appointment is available for inspection by the Members electronically. Members seeking to inspect the same can send an e-mail to secretarial@naperol.com.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and other applicable provisions of the Act read with provisions of Listing Regulations, appointment of Ms. Parvathi Menon as an Independent Director requires approval of Members of the Company.

Pursuant to Regulation 17(1C) of the Listing Regulations, the listed entity is required to take approval of the Members for appointment of a director at the next general meeting or within 3 months from the date of the appointment, whichever is earlier. Further pursuant to Regulation 25 (2A) of the Listing Regulations the appointment of Independent Director is subjected to approval of Members by special resolution.

Further, in terms of Regulation 25(2A) of Listing Regulations, appointment of Ms. Parvathi Menon as an Independent Director requires approval of Members of the Company by passing a special resolution. Accordingly, approval of Members is hereby sought for appointment of Ms. Parvathi Menon for a term of 5 consecutive years commencing from February 7, 2023 upto February 6, 2028.

Considering the above and pursuant to recommendation of the Nomination and Remuneration Committee, the Board recommends passing the Special Resolution set out at Item No. 1 of the Notice for approval of Members for a term of 5 consecutive years from February 7, 2023 up to February 6, 2028.

Except Ms. Parvathi Menon, none of the other Directors or Key Managerial Personnel(s) of the Company and/ or their relatives are in any way, concerned or interested financially or otherwise in the said resolution, except to the extent of their shareholding, if any, in the Company.

**By Order of the Board
For National Peroxide Limited**

**Sd/-
CS Heena Shah
Company Secretary
ACS: 17872**

Registered Office :
Neville House, J. N. Heredia Marg,
Ballard Estate, Mumbai-400001
CIN : L24299MH1954PLC009254
E-mail : secretarial@naperol.com
Website : www.naperol.com
Tel No.: 022 66620000

Mumbai, March 27, 2023

ANNEXURE 2 TO THE NOTICE

Brief resume and other details of Director(s) proposed to be appointed as Director as required under the Listing Regulations and Secretarial Standards-2 on General Meetings:

Brief resume

Ms. Parvathi Menon has a Master's in Communication from the Hyderabad Central University and is an alumna of the Management Program for Women Entrepreneurs at IIM Bangalore. She is currently the Principal Learning Partner, Corporate Learning, at Harvard Business Publishing. She has been the Founder, Managing Director of Innovation Alchemy Consulting Private Limited, a lead Indian firm in strategic Innovation facilitation and the Founder & CEO of Fresh Harvest Private Limited, a sustainable agriculture enterprise. She also chairs the Board of School for Social Entrepreneurs, India and is actively involved in mentoring small business entrepreneurs in the early stages of enterprise development.

Ms. Parvathi has been an empaneled Facilitator for Harvard Business Publishing (HBP) in India for over 8 years and has led the facilitation of several HBP leadership development programs for corporate leadership on behalf of HBP across India, Middle East and Southeast Asia.

Parvathi combines a deep research interest in the innovation mindset necessary for leaders in today's business world, combined with a practitioner's experience in building business ventures. With over 28 years of experience, she has built a repertoire of knowledge in designing and facilitating innovation adoption for leaders and teams working on complex challenges. Her facilitation has covered a wide range of contexts in both business and social impact projects, including rural livelihood generation, rural-urban market linkages, urban transformation, smart city development, water, healthcare, sanitation and sustainable agriculture solutions. She has designed and led large innovation facilitation programs for clients such as the Marico Innovation Foundation, Bloomberg Philanthropies, the World Bank Group, DFID and ITC eChoupal amongst others.

Other details as required under Regulation 36 of Listing Regulations and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India are as below:

Particulars	Details
DIN	02874749
Date of Birth	May 22, 1974
Age	49 years
Qualifications	Master's in Communication from the Hyderabad Central University and is an alumna of the Management Program for Women Entrepreneurs at IIM Bangalore.
Experience (including expertise in specific functional area) / Brief Resume	Refer brief resume as stated above
Terms and Conditions of appointment	Refer Annexure 1
Remuneration last drawn (including sitting fees, if any)	NIL
Remuneration proposed to be paid	She will be entitled to receive sitting fees for attending the meetings of the Board / Committees of the Directors. She will also be entitled to such commission as approved by the Members of the Company for the Non-Executive Directors of the Company.

Particulars	Details
Date of first appointment on the Board	February 7, 2023
Shareholding in the Company as on the date of Notice	Nil
Relationship with other Directors/ Key Managerial Personnel(s)	Not related to any other Director/Key Managerial Personnel(s) of the Company.
Number of meetings of the Board attended during the financial year (2022-2023)	1 (One)
Directorships of other Boards as on the date of Notice (excluding National Peroxide Limited)	<ul style="list-style-type: none"> ➤ Fresh Harvest Private Limited; ➤ Innovation Alchemy Consulting Private Limited; ➤ School For Social Entrepreneurs India.
Membership/ Chairmanship of Committee of other Boards as on the date of notice	Nil
Listed entities from which the Director has resigned in the past 3 years	Nil

**By Order of the Board
For National Peroxide Limited**

**Sd/-
CS Heena Shah
Company Secretary
ACS: 17872**

Registered Office :
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Ballard Estate, Mumbai-400001
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E-mail : secretarial@naperol.com
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Mumbai, March 27, 2023