

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

August 27, 2024

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

(Scrip Code – 500298)

Dear Sir / Madam,

Sub: Declaration of Voting Results of the 70th Annual General Meeting

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

This is to inform you that 70th Annual General Meeting ('AGM') of the Members of Naperol Investments Limited *(formerly known as National Peroxide Limited)* ('the Company') was held today i.e. on Tuesday, August 27, 2024 at 2:00 P.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') which was in compliance with the Circular of Ministry of Corporate Affairs ('MCA') dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as 'MCA Circulars') along with Master Circular of Securities and Exchange Board of India ('SEBI') dated July 11, 2023, read with SEBI Circular dated October 7, 2023 respectively (collectively referred to as 'SEBI Circulars') and other applicable provisions of the Companies Act, 2013 and Listing Regulations.

Pursuant to the aforementioned provisions, the remote e-voting facility was provided by the Company from Friday, August 23, 2024 (9:00 a.m. IST) to Monday, August 26, 2024 (5:00 p.m. IST) and e-voting facility at the AGM to all those Members present at the AGM who had not cast their votes through remote e-voting.

The Company has appointed M/s. Nilesh Shah & Associates, Practicing Company Secretaries, as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner. As per the Scrutiniser's Report, all the Resolutions as set out in the Notice of AGM have been duly approved by the Shareholders with requisite majority.

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed the Voting Results of the AGM alongwith the Scrutiniser's Report thereon.

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

Kindly take the same on record.

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, Embassy 247,
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 & time of Annual General Meeting	Tuesday, August 27, 2024 @ 02:00 pm
Total number of shareholders on record date (i.e., August 20, 2024 - cut off date for e-Voting purpose)	17,615
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	9 30

Resolution No.:		1						
Resolution required:		Ordinary - Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.						
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
Promoter and Promoter Group	E-voting	40,66,659	40,61,409	99.8709	40,61,409	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		40,61,409	99.8709	40,61,409	0	100.0000	0.0000
Public Institutions	E-voting	98,082	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	15,82,259	5,856	0.3701	4,832	1,024	82.5137	17.4863
	Poll		0	0.0000	0	0.00	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0.00	0.0000	0.0000
	Total		5,856	0.3701	4,832	1,024	82.5137	17.4863
Total		57,47,000	40,67,265	70.7720	40,66,241	1,024	99.9748	0.0252

Resolution No.:		2						
Resolution required:		Ordinary - Appointment of a Director in place of Dr. (Mrs.) Minnie Bodhanwala (DIN: 00422067), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.						
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
Promoter and Promoter Group	E-voting	40,66,659	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	98,082	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	15,82,259	4856	0.3069	3472	1384	71.4992	28.5008
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4856	0.3069	3472	1384	71.4992	28.5008
Total		57,47,000	4066265	70.7546	4064881	1384	99.9660	0.0340

Resolution No.:			3					
Resolution required:			Special - Appointment of Mr. Keki Manchershya Elavia (DIN: 00003940) as an Independent Director of the Company.					
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	40,66,659	40,61,409	99.8709	40,61,409	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		40,61,409	99.8709	40,61,409	0	100.0000	0.0000
Public Institutions	E-voting	98,082	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	15,82,259	4,856	0.3069	3,554	1,302	73.1878	26.8122
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4,856	0.3069	3,554	1,302	73.1878	26.8122
Total		57,47,000	40,66,265	70.7546	40,64,963	1,302	99.9680	0.0320

NILESH SHAH & ASSOCIATES

Company Secretaries

Report of Scrutinizer

[Pursuant to section 108 read with 109 of the Companies Act, 2013 and rule 20 read with 21 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of Seventieth (70th) Annual General Meeting of
Naperol Investments Limited
(Formerly known as National Peroxide Limited)
(CIN: L66309MH1954PLC009254)
held on Tuesday, August 27, 2024
Through Video Conferencing / Other Audio-Visual means

Dear 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 remote e-Voting process prior to the Annual General Meeting (AGM) and e-Voting process during the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 read with Circulars issued by Ministry of Corporate Affairs ('MCA') dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 (collectively referred as 'MCA Circulars') and Securities and Exchange Board of India ("SEBI") vide its Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, read with SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 (collectively referred to as "SEBI Circulars"), in respect of below mentioned resolutions proposed at the 70th Annual General Meeting of Naperol Investments Limited held on Tuesday, August 27, 2024 at 2:00 P.M. (IST) through Video Conferencing / Other Audio Visual means ('VC / OAVM').

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice for the 70th Annual General Meeting of the Members of the Company. Our responsibility as a Scrutinizer for the remote e-Voting process prior to Annual General Meeting and e-Voting process during the Annual General Meeting is restricted to ensure that both the e-Voting processes are conducted in a fair and



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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

transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions contained in the notice of 70th Annual General Meeting, based on the report(s) generated from the e-Voting platform / system provided by the National Securities Depository Limited, the authorized agency to provide e-Voting facilities, engaged by the Company.

As informed to us by the Management, the Notice dated July 31, 2024 convening the 70th Annual General Meeting of the Company through VC / OAVM held on Tuesday, August 27, 2024 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 and MCA / SEBI Circulars were duly sent to the Members of the Company through electronic mode to those Members whose email addresses are registered with the Company / Depositories, in compliance with the above mentioned MCA and SEBI Circulars.

The Members of the Company holding shares on the record date ('Cut-off date') as on Tuesday, August 20, 2024 were entitled to vote on the resolutions as set out in the Notice of said 70th Annual General Meeting ('AGM').

In this regard, we hereby submit our report as under:

1. The Company had availed the e-Voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-Voting prior to AGM and e-Voting during AGM by the Shareholders of the Company.
2. The remote e-Voting prior to AGM period remained open from Friday, August 23, 2024 at (9:00 a.m. IST) till Monday, August 26, 2024 at (5:00 p.m. IST) and NSDL e-voting module was disabled thereafter.
3. The Company had also provided e-Voting facility to the shareholders present / logged-in at the AGM through VC / OAVM and who had not cast their vote earlier.
4. After the closure of remote e-Voting at the AGM, we have unblocked the electronic votes for both remote e-Voting processes in the presence of two witnesses who are not in the employment of the Company.
5. We have scrutinized the votes cast through remote e-Voting and e-Voting during AGM, processes for the purpose of this report.



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NILESH SHAH & ASSOCIATES

Company Secretaries

6. The particulars of all the electronic votes cast by the members through remote e-Voting and e-Voting during AGM processes have been recorded in the register maintained for the purpose.
7. The consolidated result of the voting through remote e-voting and e-voting during AGM processes is as per annexure attached herewith.

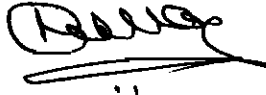
Recommendation:

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
Mem. No. FCS 4554
CP No. 2631**



Place: Mumbai

UDIN: F004554F001056418

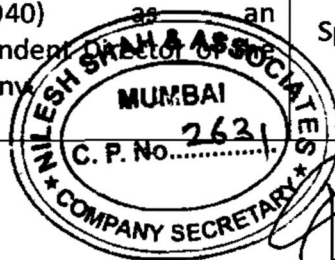
Date: 27.08.2024

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Annexure to the Scrutinizer's Report
Naperol Investments Limited
(Formerly known as National Peroxide Limited)
Result of Remote e-voting and e-voting during the AGM:

Res. 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	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon	Ordinary	Remote e-Voting and e-Voting during the AGM	97	4066241	99.97	4	1024	0.03	0	0
2	To appoint a Director in place of Dr. (Mrs.) Minnie Bodhanwala (DIN: 00422067), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.	Ordinary	Remote e-Voting and e-Voting during the AGM	92	4064881	99.97	8	1384	0.03	1	1000
3	Appointment of Mr. Keki Manchershia Elavia (DIN: 00003940) as an Independent Director of the Company	Special	Remote e-Voting and e-Voting during the AGM	92	4064963	99.97	8	1302	0.03	1	1000



20/08/2024