NILESH G. SHAH B. Com. LLB (G), F.C.S.

Company Secretaries

| Ref.: | | |
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Report of Scrutinizer on E-Voting Process

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

7th August, 2014

To
The Chairman
Mr. Ness N. Wadia
National Peroxide Limited
Neville House, JN Heredia Marg,
Ballard Estate, Mumbai – 400001

Sir,

SUB: Scrutinizer's Report on E-Voting Process conducted Pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for 60th Annual General Meeting

The Board of Directors of National Peroxide Limited ('the Company') have vide resolution passed on 29th May, 2014, decided to provide to the members of the Company, a facility to exercise their right to vote by way of Electronic means, on the resolutions as set out in the notice of 60th Annual General Meeting of the Company to be held on 11th August, 2014, as required under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Nilesh G. Shah, Company Secretary in Practice having membership no. FCS 4554, have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 29th May, 2014 as required under section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolutions as contained in the notice convening the 60th Annual General Meeting of the Company to be held on 11th August, 2014.

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 60th Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions

FCS No.: 4554 C. P. No. : 2631

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

NILESH G. SHAH B. Com. LIB (G), F.C.S.

Company Secretaries

| Ref. | : | | |
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stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The notice dated 29th May, 2014 convening the 60th Annual General Meeting of the Company to be held on 11th August, 2014 along with the statement setting out material facts under section 102 of the Companies Act, 2013 were sent to the members of the Company.

The members of the Company holding shares on the record date of 28th July, 2014 were entitled to vote on the resolutions proposed as set out in the notice of 60th Annual General Meeting.

In this regard, I submit my report as under:

- The e-voting period remained open from Monday, 04th August, 2014 (9.00 a.m.) to Wednesday, 06th August, 2014 (6.00 p.m.).
- 2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses (Mr. Mahesh Darji Qualified Company Secretary and Ms. Hetal Shah Qualified Company Secretary) who are not in the employment of the Company.
- 3. The details containing list of shareholders who vote 'for' or 'against' each of the resolutions that were put to vote were downloaded from the e-voting website of CDSL (www.evotingindia.co.in)
- 4. We have scrutinized the votes cast through electronic means for the purpose of this report.
- 5. The particulars of all the electronic votes cast by the members through e-voting process have been recorded in a register separately maintained for the purpose.
- 6. The result of the voting is as per annexure attached herewith.
- 7. The Register and all relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe custody.



NILESH G. SHAH B. Com. LIB (G), F.C.S.

| Ref.: | ٠. | |
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Recommendation:

All the resolutions having secured requisites majority of votes, the respective resolutions may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

Nilesh G. Shah

Practicing Company Secretary Membership No. FCS 4554 CP No. 2631

Cr 140. 2031

Place: Mumbai

Date: 7th August, 2014



Annexure to the Scrutinizer's Report

Result of Voting Through Electronic Means:

| _ | | _ | | | **,- | (%, . * | Ÿ | : //··· | | | <i>i</i> , | | | <u>.</u> | | | | | | | | | | |
|-----------------------|------------------|------------|---------------|------------|--------|---------------------|---------------------|--------------------|------------------|-----------------------|--------------------|-----------------------|-----------------|------------------|----------------|------------------|----------------------|------------------|--------------------|-----------------|-----------------------|------------------------|-----------------|-------------|
| Invalid Votes | • | | No. of Votes | Cast | | | | | | ٠ | | | • | | C | • | | | 0 |) | | | i | H NILECL |
| Inval | | | No. of | Members | Voting | C |) | | | | | | | | C | 1 | | _ | C | , | | | | N. F. |
| | | | 5 % | valid | votes | 0.01% | | | | | | | | | 0.01% | 1 | | | 0.03% | | | | | |
| | Voted Against | (5)35(116) | No. of | Votes Cast | | 200 | | | | | | | | | 200 | | | | 675 | | | | | |
| otes | ٥٨ | , | No. of | Members | Voting | - | | | | | | | | | 1 | | | | 2 | | | | | |
| Valid Votes | | | % o t | valid | votes | 99.99% | | | | | | | | | 99.99% | | | | 99.97% | | | | | |
| | Voting in Favour | , , , | No. of Votes | Cast | · | 2611195 | | | | | | | | | 2610995 | | | | 2610720 | | | | | |
| | % | 3 | No. 01 | Members | Voting | 16 | | | | | | | | | 15 | | | | 15 | | | | | |
| Type of | Resolution | | | | | Ordinary | | | • | | | | | | Ordinary | | | | Ordinary | | ٠ | | | |
| Heading of Resolution | | | | | | Adoption of Audited | Balance Sheet as at | 31st March, 2014 & | the Statement of | Profit & Loss for the | year ended on that | date & the Reports of | the Directors & | Auditors thereon | Declaration of | Dividend for the | financial year ended | 31st March, 2014 | Appointment of Mr. | Ness Wadia, who | retires by rotation & | being eligible, offers | himself for re- | appointment |
| Reso. | No. /Item | 2 | <u>:</u> | | | 1 | | | | | | | | | 2 | | | | m | | | | | |
| Sr. | Š. | | | | | 1 | | | | | | | | | 2 | | | | m | | | | | |

FCS NO.: 4554 July SECRETE H.

| | | ., | | | | | | | | | , | | | | | | | | | | | | | | | | | |
|------------------------------|------------------|-----------|--------------|------------|--------|---------------------|------------------------|-----------|--------------------|-----------------------|-------------|-----------------|----------------------|----------------------|---------------|---------------------------------------|-----------------|----------------------|----------------|--------------------|--------------------|----------------|-----------------|---------|-----------------------|---------------|----------------------|----------------|
| Invalid Votes | | | No. of Votes | Cast | | 0 | | | r _e jya | s Tell May ch | J.B.70 v | .& | • | | . 20 m | · · · · · · · · · · · · · · · · · · · | बल र्थं, | .4 | | 0 | | | | | 0 | | | H NILFO |
| Invai | | | No. of | Members | Voting | 0 | | | | | | 0 | | | | 0 | | | | 0 | | | | | 0 | | | |
| | | | % of | valid | votes | 0.02% | | | | | | 0.02% | | | | 0.03% | | | | 0.03% | | | | | %#0.0 | | | |
| | Voted Against | (Dissent) | No. of | Votes Cast | | 400 | | | | | | 400 | | | | 675 | | | | 875 | | | | | 925 | | | |
| otes | Λ | | No. of | Members | Voting | 2 | | | | | | 2 | | | | 2 | | | | ന | | | | | 4 | | | |
| Valid Votes | | | % of | valid | votes | %86.66 | | | | | | 86.66 | | | | 99.97% | | | | 99.97% | | | | | %96'66 | • | | |
| | Voting in Favour | (Assent) | No. of Votes | Cast | | 2610995 | | | | | | 2610995 | | | | 2610520 | | | | 2610520 | | | | | 2610470 | | | |
| | ٥٨ | | No. of | Members | Voting | 15 | | , | | | | 15 | | | | 14 | | | | 14 | | | | | 13 | | | |
| Type of | Resolution | | • | | | Ordinary | | | | | | Ordinary | | | | Ordinary | | | | O rdinary | , | | | | Ordinary | | | |
| Heading of Resolution | | | | | | Appointment of M/s. | S.B. Billimoria & Co., | Chartered | Accountants, as | Statutory Auditors of | the Company | Approval of the | Remuneration of Cost | Auditors, M/s. N. I. | Mehta and Co. | Appointment of Mr. | Rajesh Batra as | Independent Director | of the Company | Appointment of Mr. | Nityanath Ghanekar | as Independent | Director of the | Company | Appointment of Mr. S. | Ragothaman as | Independent Director | of the Company |
| Reso. | No. | /item | No. | | | 4 | | | | | | 2 | | | | 9 | | | | 7 | | | | | 8 | | | |
| S. | Š. | | | | | 4 | | | | | | 'n | | | | 9 | | | | 7 | | | | | ∞ | | | |

FCS NO. 4554 **

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|-----------------------|------------------|-----------|--------------|------------|--------|------------------|----------------------|-----------------------|---------------------|-----------------|---------------|------------------|------------------------|----------------|-------------------|-------------------|----------------|
| Invalid Votes | | | No. of Votes | Cast | | 0 | | | | | | | | | | | |
| Inval | | | No. of | Members | Voting | 0 | | | | | | | | | | | |
| | | | % of | valid | votes | 0.03% | | | | | | | | | | | |
| | Voted Against | (Dissent) | No. of | Votes Cast | | 875 | ٠ | | | | | | | | | | |
| otes | ۸۰ | | No. of | Members | Voting | m | | | | | | | | | | | |
| Valid Votes | | | % of | valid | votes | 99.97% | | | | | | | | | | | |
| | Voting in Favour | (Assent) | No. of Votes | Cast | | 2610520 | | | | | | | | | | | |
| | ٥ | | No. of | Members | Voting | 14 | | | | | | | | - | | | |
| Type of | - | | | | | Special | | | | | | | | | | | |
| Heading of Resolution | | | | | | Resolution under | Sections 197 and 198 | of the Companies Act, | 2013 for payment of | remuneration to | Non-Executive | Directors of the | Company i.e. directors | other than the | Managing Director | and/or the Whole- | time Director. |
| Reso. | No. | /Item | No. | | | 6 | | | | | | | | | | | |
| Sr. | Š. | | | | | 6 | | | | | | | | | | | |



NATIONAL PEROXIDE LIMITED

Register of E-Voting

Nominal / Face Value per Share: Rs. 10/. Shares with Differential Voling Rights: The Company does not have any shares with differential voting rights. All shares rank parl passu.

| 1 | 00.00 | | TOTAL NO. | RESOLU | RESOLUTION NO. 1 OF NOTICE | NOTICE | RESOLL | RESOLUTION NO. 2 OF NOTICE | NOTICE | RESOLL | RESOLUTION NO. 3 OF NOTICE | OTICE | RESOLL | RESOLUTION NO. 4 OF NOTICE | NOTICE | RESOLI | RESOLUTION NO. 5 OF NOTICE | OTICE |
|-----|-----------------|------------------------------------------------------|-----------|---------|----------------------------|--------|---------|----------------------------|--------|-----------|----------------------------|--------|---------|----------------------------|--------|---------|----------------------------|--------|
| ž (| POLICE NO. DP | NAME OF THE SHAREHOLDER | OF SHARES | | VOTED | | | VOTED | | | VOTED | | | VOTED | | | VOTED | |
| | IO CLICN ID | | HELD | FOR | AGAINST | INVAID | FOR | AGAINST | INVAID | FOR | AGAINST | INVAID | FOR | AGAINST | INVAID | FOR | AGAINST | INVAID |
| 1 | 201130000138447 | 1201130000138447 BHUPENDRA CHAMPAKLAL GANDHI | 200 | 6 | 200 | 0 | 0 | 0 | 0 | ٥ | 200 | 0 | o | 200 | Ö | 0 | 200 | |
| 2 | 203960000001764 | 120396000001764 LALIT KUMAR LAKHOTIA (HUF) | 200 | 200 | ٥ | | 0 | 200 | Ö | 200 | .0 | 0 | 0 | 200 | 0 | 0 | 200 | |
| 3 | 203960000001954 | 1203960000001954 USHA LAKHOTIA | 475 | 475 | 0 | · | 475 | 0 | - | 0 | 475 | ٥ | 475 | 0 | ٥ | 475 | o | |
| 4 | 304140001371848 | 1304140001371848 VIKAS MANHARLAL MAJUMDAR | 2 | 2 | 0 | 0 | 2 | 0 | 0 | 2 | 0 | 0 | 2 | 0 | 0 | 2, | 0 | |
| .4 | 130001110407946 | N30001110407946 MACROFIL INVESTMENTS LIMITED | 190868 | 1908668 | 0 | 0 | 1908668 | 0 | 0 | . 1908668 | ٥ | 0 | 1908668 | 0 | 0 | 1908668 | 0 | |
| 9 | 430021410062571 | N30021410062571 ARCHWAY INVESTMENT COMPANY LTD | 285000 | 285000 | 0 | 0 | 285000 | 0 | 0 | 285000 | 0 | 0 | 285000 | 0 | 0 | 285000 | 0 | |
| ۲, | 130021410340471 | IN30021410340471 NOWROSJEE WADIA AND SONS LIMITED | 220825 | 220825 | 0 | 0 | 220825 | 0 | .0 | 220825 | 0 | 0 | 220825 | 0 | 0 | 220825 | 0 | |
| 8 | 430021415538420 | IN30021415538420 SUNFLOWER INVESTMENTS AND TEXTILES | 8500 | 8500 | 0 | Ö | 8500 | 0 | -0 | 8500 | o | 0 | 8500 | 0 | 0 | 8500 | 0 | |
| 6 | 430075710708962 | N30075710708962 SAROJ JAIRAJ BHAM | 150 | 150 | - | 0 | 0\$1 | 0 | ٥ | 150 | 0 | 0 | 150 | O | 0 | 150 | 0 | |
| 10 | (30075711194265 | N30075711194265 DHIRENDRA JAMNADAS PALEJA | 901 | 9 | 0 | ٥ | 92 | 0 | 0 | 9 | .0 | 0 | 100 | 0 | 0 | 100 | 0 | 10 |
| 1. | 130082911078683 | N30082911078683 PRAGNA DHIRENDRA PALEJA | 95 | 100 | _ | O | 9 | 0 | 0 | 100 | 0 | 0 | 100 | 0 | 0 | 100 | 0 | : 44 |
| 12 | 130088814781387 | IN30088814781387 VARNILAM INVESTMENTS and TRADING CO | 16750 | 16750 | 6 | 0 | 16750 | ő | | 16750 | 0 | 0 | 16750 | 0 | ٥ | 16750 | 0 | v |
| 13 | (30112716419482 | IN30112716419482 DINA NEVILLE WADIA | 5250 | 5250 | 0 | 0 | 5250 | 0 | o | 5250 | ٥ | - | 5250 | 0 | 0 | 5250 | 0 | |
| 14 | 130133017097853 | IN30133017097853 NUSLI NEVILLE WADIA | 6325 | 6325 | 0 | 0 | 6325 | 0 | 0 | 6325 | 0 | 0 | 6325 | 0 | 0 | 6325 | 0 | ٠, |
| 15 | 130133017730984 | IN30133017730984 BEN NEVIS INVESTMENTS LTD | 51500 | 51500 | 0 | - 6 | 51500 | 0 | 0 | 51500 | 0 | ٥ | 51500 | 0 | 0 | 51500 | 0 | |
| 16 | 130267932324012 | IN30267932324012 ABDUL SATHAR MOHAMED KUNHI | 98 | æ | 0 | 0 | 25 | ٥ | 0 | S | 0 | 0 | 8 | 0 | 0 | 90 | o | |
| 2 | 130292710088266 | N30292710088266 N W Exports Limited | 107300 | 107300 | 6 | 0 | 107300 | O | 0 | 107300 | .0 | | 107300 | 0 | 0 | 107300 | -0 | |
| | | Total | 2611395 | 2611195 | 200 | ٥ | 2610495 | 200 | - | 2610720 | 56.5 | • | 3610005 | ç | _ | 100001 | 909 | |



NATIONAL PEROXIDE LIMITED

Register of E-Voting

Nominal / Face Value per Share: Rs. 10/-Shares with Differential Voting Rights: The Company does not have any shares with differential voting rights. All shares rank pari passu.

| | Τ, | | ٥ | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | ٥ | 0 | 0 | 0 | 0 | |
|----------------------------------|-------------------------|---------|-----------------------------|----------------------------|------------------|--------------------------|------------------------------|--------------------------------|----------------------------------|------------------------------------|-------------------|---------------------------|-------------------------|-------------------------------------|--------------------|---------------------|---------------------------|----------------------------|---------------------|---|
| NOTICE | 100.00 | INVAID | | | | | | | | | | | | | | | | | | |
| RESOLUTION NO. 9 OF NOTICE VOTED | Lames | AGAINST | 200 | 200 | 475 | 0 | 0 | D | . 0 | 0 | 0 | 0 | 0 | 0 | 0 | . 0 | 0 | 0 | 0 | |
| RESOLU | 803 | ž | • | 0 | 0 | 2 | 1908668 | 285000 | 220825 | 8500 | 150 | 100 | 100 | 16750 | 5250 | 6325 | 51500 | 20 | 107300 | |
| отісе | CIANCAIN | UNANID | 0 | 0 | 0 | 0 | 0 | 0 | O | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| RESOLUTION NO. 8 OF NOTICE VOTED | ACAINET | AGAINSI | 200 | 200 | 475 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 20 | 0 | |
| RESOLUT | 202 | 202 | 0 | 0 | 0 | 2 | 1908668 | 285000 | 220825 | 8500 | 150 | 100 | 100 | 16750 | 5250 | 6325 | 51500 | 0 | 107300 | |
| TICE | CIAVA | INVAID | 0 | 6 | 0 | 0 | G . | . 0 | 0 | 0 | 0 | 0 | | 0 | 0 | 0 | 0 | 0 | <u>.</u> | - |
| RESOLUTION NO. 7 OF NOTICE VOTED | TOWNET | AGAINSI | 200 | 200 | 475 | 0 | 0 | 0 | 0 | 0 | | 0 | 0 | 0 | 0 | 0 | 0 | 0 | | |
| RESOLUT | 801 | ž. | • | 0 | 0 | 7 | 1908668 | 285000 | 220825 | 8500 | 150 | 100 | 100 | 16750 | 5250 | 6325 | 51500 | 50 | 107300 | • |
| TICE | CIAVAID | INVAID | 0 | 0 | O | 0 | 0 | 0 | ō | 0 | ö | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| ON NO. 6 OF NOTICE VOTED | AGAINET | AGAINS! | 0 | 200 | 475 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | |
| RESOLUTION | aCi | 2 | - | 0 | 0 | 7 | 1908668 | 285000 | 220825 | 8500 | 150 | 100 | 100 | 16750 | 5250 | 6325 | 51500 | 20 | 107300 | , |
| TOTAL NO. | OF SHARES HELD | | 200 | 200 | 475 | 2 | 1908668 | 285000 | 220825 | 8500 | 150 | 100 | 100 | 16750 | 5250 | 6325 | 51500 | 20 | 107300 | _ |
| | NAME OF THE SHAKEHOLDER | | BHUPENDRA CHAMPAKLAL GANDHI | LALIT KUMAR LAKHOTIA (HUF) | USHA LAKHOTIA | VIKAS MANHARLAL MAJUMDAR | MACROFIL INVESTMENTS LIMITED | ARCHWAY INVESTMENT COMPANY LTD | NOWROSJEE WADIA AND SONS LIMITED | SUNFLOWER INVESTMENTS AND TEXTILES | SAROJ JAIRAJ BHAM | DHIRENDRA JAMNADAS PALEJA | PRAGNA DHIRENDRA PALEJA | VARNILAM INVESTMENTS and TRADING CO | DINA NEVILLE WADIA | NUSLI NEVILLE WADIA | BEN NEVIS INVESTMENTS LTD | ABDUL SATHAR MOHAMED KUNHI | N W Exports Limited | |
| FOLIO NO./ DP ID/ | CLIENT ID | | 1201130000138447 E | 1203960000001764 | 1203950000001954 | 1304140001371848 | IN30001110407946 | IN30021410062571 | IN30021410340471 | IN30021415538420 | IN30075710708862 | IN30075711194265 | IN30082911078663 | IN30088814781387 | IN30112716419482 | IN30133017097853 | IN30133017730984 | N30267932324012 | IN30292710088266 | |
| S. | | 1 | - | 2 | 3 | 4 | ω | 9 | 7 | 8 | 6 | 10 | 11 | 12 | 13 | 4 | 15 | 16 | 17 | |



NILESH G. SHAH B. Com. UB (G), F.C.S.

Company Secretaries

| Ref.: | |
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Form No. MGT 13 Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

11th August, 2014

To
The Chairman
Mr. Ness N. Wadia
National Peroxide Limited
Neville House, JN Heredia Marg,
Ballard Estate, Mumbai – 400001.

Dear Sir,

I, Nilesh G. Shah, Practising Company Secretary (Membership No. FCS 4554) was appointed as a Scrutinizer for the purpose of the poll taken on the resolutions as per the Annexure attached, at the 60th Annual General Meeting of the Equity Shareholders of National Peroxide Limited held on 11th August, 2014 at 3.30 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:

- 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. Shraddha Bhatt and Mr. Deep Shah, 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 is as per annexure attached herewith.

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FCS No : 4554 C. P. No. : 2631

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

NILESHEE. SHAH R. C. .. UB (G), F.CS.

Company Secretaries -

| Ref. | | |
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| ncı. | | |

- 5. The list of equity shareholders who voted 'for' or 'against' and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary and Representative of the Company for keeping under safe custody.

FCS No.: 4554 C. P. No.: 2631

Thanking You,

Yours Faithfully,

Nilesh G. Shah

Company Secretary in Practice

(Scrutinizer)
Place: Mumbai
Date: 13.08.2014

Annexure to Scrutinizer's Report Result of Poll Conducted at the 60th Annual General Meeting of National Peroxide Limited held on 11th August, 2014

| | | _ | | | | | | _ | | _ | | | | | | | | | _ | _ | | _ | _ | \neg |
|-----------------|------------------------|-----------------------|-----------------|--------------------|------------------|----------------------|------------------|----------------|------------------|-----------------|-----------------------|--------------------|-----------------------|------------------|--------------------|---------------------|---------------------|-------|---------|------------|--------------|-----------|-------------------------|-----------------------|
| | | | | w | | | | 2 | | _ | | | | | | | - | | | | | | 5 | |
| | | | | u | | | | 2 | | | | | | | | | 1 | | | No. | /Item | | 2 | Reso. |
| appointment re- | being eligible, offers | retires by rotation & | Ness Wadia, who | Appointment of Mr. | 31st March, 2014 | financial year ended | Dividend for the | Declaration of | Auditors thereon | the Directors & | date & the Reports of | year ended on that | Profit & Loss for the | the Statement of | 31st March, 2014 & | Balance Sheet as at | Adoption of Audited | | | ··· | • | | 1 | Heading of Resolution |
| | - | | | Ordinary | | | | Ordinary | | | | | | | | | Ordinary | | | | | | Resolution | Type of |
| | | | | 31 | | | - | 31 | | | | | | | | | 31 | Sunoa | Members | 10.01 | 200 | | ~ | |
| | | | - | 4096 | | | | 4096 | | | | | | | | | 4096 | | Ş | Cart | No of Votes | (Assent) | Voting in Favour | |
| | | - | - | 99.98 | 3 | | | 99.98 | 3 | | | | | | | | 99.98 | | Votes | <u> </u> | % Of | | | Valid Votes |
| | | | | c | 2 | | | _ | , | | - | _ | - | | | | 0 | | Votine | Members | No. of | | 8 | |
| | | | | c | 5 | | | | 5 | | | | | | | | 0 | | | Votes Cast | No. of | (Dissent) | Voted Against | |
| | | | | (| 9 | | | | 5 | | | | | | | | c | | votes | valid | % of | | | |
| NILESY | | _ | _ | ĺ | 1 | | | | - | | | | | _ | | | - | • | Voting | Members | No. of | | _ | IIIVAIII |
| | | | | | 1 | | | | 1 | | | | | | | | ١ | • | | Cast | No. of Votes | | | IIIAGIIA AOSCO |

* FCS NO: 4554 C. P. NO: 2631 (2) 08 14

| | | | | | | | | | | | _ | | | | | | | - | | | | | | | _ |
|---------------------------------------------------|-----------------------|-----------------|----------------|--------------------|--------------------|----------------|----------------------|-----------------|--------------------|---------------|----------------------|----------------------|-----------------|-------------|-----------------------|-----------------|-----------|------------------------|---------------------|--------|-------------------|---------------|-------------|-------------------------|-----------------------|
| | ∞ | | | | 7 | | | | 6 | | | | 5 | _ | | | | | 4 | | | | | No | Şŗ |
| | ∞ | | | | 7 | | | | 6 | | | | s | | | | | | 4 | | | Z 0 | /Item | No. | Reso. |
| Ragothaman as Independent Director of the Company | Appointment of Mr. S. | Director of the | as Independent | Nityanath Ghanekar | Appointment of Mr. | of the Company | Independent Director | Rajesh Batra as | Appointment of Mr. | Mehta and Co. | Auditors, M/s. N. I. | Remuneration of Cost | Approval of the | the Company | Statutory Auditors of | Accountants, as | Chartered | S.B. Billimoria & Co., | Appointment of M/s. | -w . | | | | | Heading of Resolution |
| | Ordinary | - | | _ | Ordinary | | _ | | Ordinary | | | | Ordinary | | | | | | Ordinary | | | | | Resolution | Type of |
| | 31 | | _ | | 31 | | | | 31 | | | - | 31 | | | | | | 31 | Voting | Members | No. of | | ~ | |
| | 4096 | | - | | 4096 | | | | 4096 | | - | | 4096 | | | | | | 4096 | | Cast | No. of Votes | (Assent) | Voting in Favour | |
| | 99.98 | | | | 99.98 | | | • | 99.98 | | | | 99.98 | | - | | | | 99.98 | votes | valid | 2 | | | Valid Votes |
| | 0 | | - | | 0 | | - | | 0 | | | | 0 | , | | - | *** | | 0 | Voting | Members | No. of | | 8 | |
| | 0 | | | | 0 | , | _ | | 0 | | | | c | | | | | | 0 | | Votes Cast | No. of | (Ubselli) | Voted Against | |
| | 0 | | | | 0 | , | | | _ | , | | | c | , | | | | _ | 0 | votes | Valie . | 70 % | • | | |
| u N | 1 | | | | - | • | | | - | • | | | - | • | | | | | | Suito | Members | NO. 01 | | | invaii |
| | ш | | | | <u> </u> | • | | | þ | • | | | þ | - | | - | | | 44 | | Cast | No. of Aores | No of Water | | invalid votes |

* FCS NO. 2554 C. P. NO. 2631 C. P. NO. 2631 2 08 14

No. 9 /Item Reso. No. 9 Heading of Resolution of the Companies Act, Sections 197 and 198 Resolution other than Company i.e. directors Directors of Non-Executive 2013 for payment of and/or the Whole-Managing Director remuneration to time Director. under the Resolution Type of Special Members Voting No. of Voting In Favour No. of Votes (Assent) Cast 4096 99.98 valid votes % of Valid Votes Members No. of Voting 0 **Voted Against** (Dissent) **Votes Cast** No. of 0 votes valid % of Members No. of Voting Invalid Votes No. of Votes S



Result of Consolidated Poll Conducted at the 60th Annual General Meeting of National Peroxide Limited (Including eVoting and Poll at AGM)

| | | | | | w | | | | 2 | | | | | | | | | 4 | | | | | No. | Ş. |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|------------------------|-----------------------|-----------------|--------------------|------------------|----------------------|------------------|----------------|------------------|-----------------|-----------------------|--------------------|-----------------------|------------------|--------------------|---------------------|---------------------|--------|------------|--------------|-----------|-------------------------|-----------------------|
| | | | | | ų | | | , | 2 | | | | | | | | | ц | | | S O | /Item | No. | Reso. |
| appointment | himself for re- | being eligible, offers | retires by rotation & | Ness Wadia, who | Appointment of Mr. | 31st March, 2014 | financial year ended | Dividend for the | Declaration of | Auditors thereon | the Directors & | date & the Reports of | year ended on that | Profit & Loss for the | the Statement of | 31st March, 2014 & | Balance Sheet as at | Adoption of Audited | | • | | | - | Heading of Resolution |
| | | | | | Ordinary : | | | | Ordinary | | | | | | | | | Ordinary | | | | | Resolution | Type of |
| | | | | | 46 | | | | 46 | | | | | | | ` | \ | 47 | Voting | Members | No. of | | V | |
| | | | | | 2614816 | | | | 2615091 | | | | | | | | | 2615291 | | Cast | No. of Votes | (Assent) | Voting in Favour | |
| | | | | | 99.97 | | | • | 99.99 | | | | | | | | | 99.99 | votes | valid | % of | | | Valid Votes |
| | | | | ** | 2 | | | | - | | | | | | | | | 1 | Voting | Members | No. of | | ٧٥ | otes |
| | | | | | 675 | | | | 200 | | | | | | | | | 200 | | Votes Cast | No. of | (Dissent) | Voted Against | |
| | | | | | 0.03% | | | | 0.01 | | | | | | | | | 0.01 | votes | valid | % of | ı | | |
| THE STATE OF THE S | | | | | ,, | | | | ы | | | | | | | | | 1 | Voting | Members | No. of | | | Invali |
| | | | | | 1 -4 | | | | L | | | | | | | | | ь | | Cast | No. of Votes | | | Invalid Votes |

FCS No.: 4554 C. P. No.: 2631

| | œ | | | | 7 | | | | 6 | | | | 5 | | | | | | 4 | | | | | No. | Şŗ. |
|---------------------------------------------------|-----------------------|---|-----------------|--------|--------------------|----------------|----------------------|-----------------|--------------------|---------------|----------------------|----------------------|-----------------|-------------|-----------------------|-----------------|-----------|------------------------|---------------------|--------|-------------------|--------------|-----------|----------------------|-----------------------|
| | óo | | | | 7 . | | | | o n | | | | 5 | | | | | | 4 | | | No. | /Item | No. | Reso. |
| Ragothaman as Independent Director of the Company | Appointment of Mr. S. | ~ | Director of the | yanath | Appointment of Mr. | of the Company | Independent Director | Rajesh Batra as | Appointment of Mr. | Mehta and Co. | Auditors, M/s. N. I. | Remuneration of Cost | Approval of the | the Company | Statutory Auditors of | Accountants, as | Chartered | S.B. Billimoria & Co., | Appointment of M/s. | | | | | | Heading of Resolution |
| | Ordinary | | | | Ordinary | | | | Ordinary | | | | Ordinary | | | | | | Ordinary | | | , | | Resolution | Type of |
| | 44 | | | | 45 | | | - | 45 | | | | 46 | | | • | | | 46 | Voting | Members | No. of | | ~ | |
| | 2614566 | | | | 2614616 | | | | 2614616 | | | | 2615091 | | | | | | 2615091 | | Cast | No. of Votes | (Assent) | Voting in Favour | |
| | 99.96 | | | - | 99.97 | | | | 99.97 | | | | 99.98 | | | | | | 99.98 | votes | valid | 8 04 | | | Valid Votes |
| | 4 | | | | ω | | | | 2 | | | | 2 | | | | | | 2 | Voting | Members | No. of | | ~ | otes |
| | 925 | | | | 875 | | | | 675 | | | | 400 | | | | | | 400 | | Votes Cast | No. of | (Dissent) | Voted Against | |
| | 0.04% | | | | 0.03% | | | | 0.03% | | | | 0.02% | | | | | | 0.02% | votes | valid | % of | | | |
| | 1 | | | | 1 | | | | }- 2 | | | | Ľ | | _ | | | | 1 | Voting | Members | No. of | | | Invali |
| | 1 | | | | 1 | | | | , | | | | , | | | | | | 1 | i | Cast | No. of Votes | | | Invalid Votes |

* FCS NO. 4554 C. P. NO. 2631

| Sr. | | | | - | | | 9 | | _ | | | _ | | | | | | |
|------------------------------|----------------------|-----------|--------------|-------------------|--------|------|---------------|----------------------|-----------------------|---------------------|-----------------|---------------|--------------|------------------------|----------------|-------------------|----------------|-------------------|
| Reso. He | | /Item | ě. | | - | | 9 Re | Şe | 으, | 20 | | N. | <u>D</u> . | <u>ි</u> | <u> </u> | 9 | <u> </u> | an K. G |
| Heading of Resolution | , | | | | | ~··· | Resolution u | Sections 197 and 198 | of the Companies Act, | 2013 for payment of | remuneration to | Non-Executive | Directors of | Company i.e. directors | other than the | Managing Director | | and/or the Whole- |
| | | | | | | | under | 198 | Act, | 약 | | | the | tors | the | ctor | ĭ <u>ole</u> - | |
| Type of | Resolution | | | | | | Special | | | | | | / | | | | | |
| | Vc | , | No. of | Members | Voting | | 45 | | | | | | | | | | | |
| | Voting in Favour | (Assent) | No. of Votes | Cast | | | 2614616 | | | | | | | | | | | |
| Valid Votes | | | % of | valid . | votes | | 99.97 | | | | | | | | | | | |
| otes | ٧٠ | | No. of | Members | Voting | | 3 | | | | | | | | | | | |
| | Voted Against | (Dissert) | No. of | Votes Cast | | | 875 | | • | | | | | , | | | | |
| | | | 30 % | bile | votes | | % E0.0 | | | | | | | | | | | |
| lnva | • | | No. of | Members | Voting | | 1 | | | | | | | | | | | |
| _ | | l | | | | I. | | | | | | | | | | | | |
| Invalid Votes | | | No. of Votes | Cast | | | ъ | | | | | | | <u> </u> | | | | |

