



National Peroxide Limited

CIN : L24299MH1954PLC009254

RESPONSIBLE CARE®
OUR COMMITMENT TO SUSTAINABILITY

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

May 23, 2023

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI – 400 001.

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

Dear Sir / Madam,

Sub: Outcome of Board Meeting

Ref: Submission of Audited Financial Results for the Quarter and financial year ended March 31, 2023 as per Regulation 33 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

This is to inform you that the Board of Directors of National Peroxide Limited (‘the Company’) at their meeting held today i.e., May 23, 2023, have considered and approved the Statement of Standalone and Consolidated Audited Financial Results for the quarter and financial year ended March 31, 2023.

Pursuant to the provisions of Regulation 33(3)(d) of the Listing Regulations, it is hereby declared that M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Statutory Auditors have issued the Audit Reports with Unmodified Opinion on the Standalone and Consolidated Financial Results for the financial year ended March 31, 2023. A copy of the said results and audit report is enclosed.

The Financial results are being published in newspapers as required under the provisions of Listing Regulations.

The Composite Scheme of Arrangement has been sanctioned by Hon’ble National Company Law Tribunal, Mumbai Bench (“NCLT”) vide their Order dated May 04, 2023. As on the date of adoption of these financial results by the Board, the Company is yet to receive and accordingly file the certified copy of the NCLT Order with the Registrar of Companies and the Scheme shall become effective consequent upon such filings and such other regulatory approvals as required in terms of the Scheme. In view of the demerger to be implemented in near future, the demerged and resulting company will consider the business of recommendation of dividend, if any, at the appropriate time.

The meeting of the Board of Directors commenced at 5:00 p.m. and concluded at 8:00 p.m.

Request you to take above information on records.

Thanking you,

Yours faithfully,
For **National Peroxide Limited**

CS Heena Shah
Company Secretary and Compliance Officer

Correspondence to be addressed to :

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

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KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Report on Annual Standalone Financial Results of National Peroxide Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

TO THE BOARD OF DIRECTORS OF NATIONAL PEROXIDE LIMITED

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL RESULTS

Opinion

We have audited the accompanying statement of standalone financial results of **National Peroxide Limited** ("the Company") for the year ended March 31, 2023, together with notes thereon attached herewith, ("the Statement" or "the standalone financial results"), being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us the standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("the Act"), read with relevant rules issued thereunder and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended March 31, 2023.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Results' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial results.



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Emphasis of Matter

We draw attention to Note 5 of the standalone financial results which states that the Mumbai Bench of National Company Law Tribunal (NCLT) has passed an order dated May 04, 2023 sanctioning the Composite Scheme of Arrangement ('the Scheme'). The Company is yet to receive and accordingly file the certified copy of the NCLT Order with the Registrar of Companies as on the date of adoption of these standalone financial results by the Board of Directors.

The Scheme shall become effective consequent upon such filings and such other regulatory approvals as may be required in terms of the Scheme.

As the Scheme is not effective as on the date of adoption of these standalone financial results by the Board of Directors, the Scheme has not been given effect to in these standalone financial results.

Our Opinion is not modified in respect of the above matter.

Management's Responsibilities for the Standalone Financial Results

These standalone financial results have been prepared on the basis of the Ind AS standalone financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with Ind AS prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole, are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the Ind AS standalone financial statements on whether the Company has adequate internal financial controls with reference to Ind AS standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial results that, individually or in aggregate, makes it probable that the economic decisions of the user of the standalone financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial results.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Other Matters

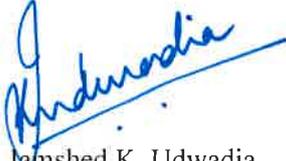
1. Attention is drawn to the fact that the comparative financial information of the Company for the year ended March 31, 2022 included in the Statement have been audited by the predecessor auditor. The report of the predecessor auditor on comparative financial information referred to in this paragraph, expressed an unmodified opinion, which has been furnished to us and have been relied upon by us for the purpose of our audit of the standalone financial results.
2. The Statement includes the standalone financial results for the quarters ended March 31, 2023 and March 31, 2022, respectively, being the balancing figures between audited figures in respect of the full financial years and the published unaudited year-to-date figures up to the third quarter of the respective financial years, which were subjected to limited review.

Our opinion on the Statement is not modified in respect of the above matters.

For **KALYANIWALLA & MISTRY LLP**

CHARTERED ACCOUNTANTS

Firm Reg. No.: 104607W/W100166



Janshed K. Udawadia

Partner

Membership No. 124658

UDIN: 23124658BGXLLQ7358

Mumbai, May 23, 2023



NATIONAL PEROXIDE LIMITED

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

CIN : L24299MH1954PLC009254

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(₹ In Lakhs)

Statement of Standalone Financial Results for the Quarter and Year Ended March 31, 2023

Sr. No	Particulars	Quarter ended			Year ended	
		March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022
		(Unaudited) (Refer Note 6)	(Unaudited)	(Unaudited) (Refer Note 6)	(Audited)	(Audited)
I	Income					
	(a) Revenue from Operations	8,830.34	11,511.50	4,995.11	37,587.44	22,540.74
	(b) Other Income	140.93	330.44	166.95	914.79	972.91
II	Total Income	8,971.27	11,841.94	5,162.06	38,502.23	23,513.65
III	Expenses					
	(a) Cost of Raw Materials and Packing Materials Consumed	4,716.12	4,326.68	1,989.69	19,126.02	10,317.22
	(b) Purchase of stock in trade	-	115.38	181.30	131.39	410.09
	(c) Changes in Inventories of Stock in Trade and Finished Goods	(657.84)	541.92	544.45	(1,149.14)	208.72
	(d) Power, Fuel and Water	1,186.31	1,302.55	650.53	5,376.45	3,326.97
	(e) Employee Benefits Expense	754.90	748.64	622.19	2,724.61	2,650.04
	(f) Finance Costs	118.04	152.69	195.70	622.13	883.36
	(g) Depreciation and Amortisation Expense	451.43	562.17	436.28	1,915.35	1,743.65
	(h) Other Expenses	983.15	1,757.31	1,205.43	5,720.14	3,929.26
	Total Expenses (III)	7,552.11	9,507.34	5,825.57	34,466.95	23,469.31
IV	Profit before Exceptional Items and Tax (II - III)	1,419.16	2,334.60	(663.51)	4,035.28	44.34
V	Exceptional Income (Refer Note 4)	-	-	700.00	1,590.79	700.00
VI	Profit before Tax (IV + V)	1,419.16	2,334.60	36.49	5,626.07	744.34
VII	Tax Expenses					
	(a) Current tax	311.09	419.12	(55.68)	800.26	-
	(b) Deferred tax	47.61	175.91	93.33	610.00	235.73
VIII	Profit after Tax for the period (VI - VII)	1,060.46	1,739.57	(1.16)	4,215.81	508.61
IX	Other Comprehensive Income					
	(a) Items that will not be reclassified to profit or loss	(2,537.20)	(441.45)	(5,893.41)	(1,719.32)	(5,292.71)
	(b) Income tax relating to items that will not be reclassified to profit or loss	6.56	9.60	248.29	(6.42)	240.83
	(c) Items that will be reclassified to profit or loss	(29.15)	9.93	98.15	41.24	192.85
	(d) Income tax relating to items that will be reclassified to profit or loss	7.34	(2.50)	(24.71)	(10.38)	(48.54)
	Total Other Comprehensive Income / (Loss), Net of Income Tax (IX)	(2,552.45)	(424.42)	(5,571.68)	(1,694.88)	(4,907.57)
X	Total Comprehensive Income / (Loss) for the period (VIII + IX)	(1,491.99)	1,315.15	(5,572.84)	2,520.93	(4,398.96)
XI	Paid up Equity Share Capital (Face value of ₹ 10/- each)	574.70	574.70	574.70	574.70	574.70
XII	Reserves excluding Revaluation Reserves as per previous accounting year (Other Equity)				55,383.20	53,149.62
XIII	Earnings per Equity Share (Face value of ₹ 10/- each) * (Not annualised)					
	(1) Basic (In ₹.)	18.45	30.27	(0.02)	73.36	8.85
	(2) Diluted (In ₹.)	18.45	30.27	(0.02)	73.36	8.85
	* Basic and Diluted EPS for all periods, except year ended 31.03.2023 & 31.03.2022 are not annualised					



Standalone Statement of Assets and Liabilities as at March 31, 2023		
(₹ in Lakhs)		
Particulars	Standalone	
	As at March 31, 2023	As at March 31, 2022
	(Audited)	(Audited)
ASSETS		
Non-Current Assets		
Property, plant and equipment	32,641.16	33,721.03
Capital work-in-progress	262.13	398.67
Intangible Assets	24.15	45.14
Financial assets		
(i) Investments	19,586.37	21,436.05
(ii) Other Financial Assets	80.31	317.55
Income tax assets (net)	910.77	910.80
Other non-current assets	86.40	167.40
Total non-current assets	53,591.29	56,996.64
Current assets		
Inventories	3,614.69	2,924.26
Financial assets		
(i) Investments	3,995.91	6,736.71
(ii) Trade receivables	2,426.70	1,887.64
(iii) Cash and cash equivalents	641.30	48.98
(iv) Bank balances other than (iii) above	117.99	117.40
(v) Loans	3.00	-
(vi) Other financial assets	26.28	13.78
Other current assets	554.58	607.57
Asset held for sale	7.69	15.56
Total current assets	11,388.14	12,351.90
Total assets	64,979.43	69,348.54
EQUITY AND LIABILITIES		
Equity		
Equity share capital	574.70	574.70
Other equity	55,383.20	53,149.62
Total equity	55,957.90	53,724.32
Liabilities		
Non-current liabilities		
Financial liabilities		
(i) Borrowings	1,036.42	1,377.08
Deferred tax liabilities (net)	3,833.77	3,206.93
Provisions	316.45	323.47
Total non-current liabilities	5,186.64	4,907.48
Current liabilities		
Financial liabilities		
(i) Borrowings	352.94	8,030.29
(ii) Trade payables		
(a) total outstanding dues of micro enterprises and small enterprises; and	147.61	63.08
(b) total outstanding dues of creditors other than (ii) (a) above	2,093.78	1,240.33
(iii) Other financial liabilities	673.81	677.87
Contract liabilities	141.68	359.48
Other current liabilities	270.46	250.03
Provisions	126.85	95.66
Income tax liabilities (net)	27.76	-
Total current liabilities	3,834.89	10,716.74
Total equity and liabilities	64,979.43	69,348.54



Standalone Statement of Cash Flows for the Year Ended March 31, 2023		
	(₹ in Lakhs)	
	Standalone	
Particulars	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
	(Audited)	(Audited)
Cash flow from operating activities		
Profit before income tax	5,626.07	744.34
Adjustments for:		
Depreciation and amortisation expense	1,915.35	1,743.65
Finance costs	622.13	883.36
Interest income	(1.95)	(527.55)
Dividend income	(28.63)	(28.14)
Write off of property, plant and equipment	-	8.68
(Gain)/Loss on sale of property, plant and equipment	(24.65)	0.03
Gain on sale of assets held for sale	-	(61.96)
Fair value gain on investments (including gain on sale of investments) measured at FVTPL	(339.06)	(120.52)
Loss allowances	(22.07)	20.42
Loss on cancellation of lease contract	-	1.61
Net unrealised foreign exchange loss	5.79	1.25
Operating profit before working capital changes	7,752.98	2,665.17
Change in operating assets and liabilities		
(Increase) in inventories	(690.43)	(1,215.07)
(Increase)/Decrease in trade receivables	(522.78)	478.16
Decrease/(Increase) in non-current financial asset	237.24	(2.60)
Decrease/(Increase) in other non current assets	29.44	(77.63)
Decrease/(Increase) in other current assets	52.99	(216.01)
(Increase)/Decrease in current financial assets	(12.50)	13.07
Increase/ (decrease) in trade payables	938.02	(620.88)
Increase in provisions	59.19	5.37
(Decrease) in other current financial liabilities	(30.36)	(12.62)
Increase/ (decrease) in other current liabilities	20.43	(45.95)
(Decrease)/ Increase in contract Liability	(217.80)	250.27
Cash generated from operations	7,616.42	1,221.28
Income taxes paid (net)	(772.47)	(304.37)
Net cash generated from operating activities	6,843.95	916.91
Cash flows from investing activities		
Payments for property, plant and equipment (including capital work-in-progress and advances)	(599.04)	(1,750.96)
Proceeds from sale of property, plant and equipment	32.52	0.10
Proceeds from sale of assets held for sale	-	233.83
Payment for purchase of investments	(21,322.33)	(21,705.00)
Proceeds from sale of investments	24,497.53	15,088.81
Intercompany deposit given to related party	(3.00)	(2,500.00)
Receipts of intercompany deposit given to related party	-	3,500.00
Receipts of intercompany deposit given to other company	-	10,000.00
Interest received	1.95	527.55
Dividend received	28.63	28.14
Movement in bank balances which are not considered as cash and cash equivalents	(0.59)	(48.30)
Net cash generated from investing activities	2,635.67	3,374.17
Cash flows from financing activities		
Repayment of long term borrowings	(7,965.87)	(3,803.63)
Proceeds from long term borrowings	-	1,462.50
Proceeds from/ (repayment of) short term borrowings (net)	-	(933.33)
Dividends paid to company's shareholders	(288.40)	(722.99)
Principal elements of lease payments	-	(3.89)
Finance costs paid	(633.03)	(906.58)
Net cash (used in) financing activities	(8,887.30)	(4,907.92)
Net increase/ (decrease) in cash and cash equivalents	592.32	(616.84)
Cash and cash equivalents at the beginning of the year	48.98	665.82
Cash and cash equivalents at the end of the year	641.30	48.98
Cash and cash equivalents comprises of:		
Cash in hand	2.22	1.27
Balances with banks in current accounts	639.08	47.71
Cash and cash equivalents at the end of the year	641.30	48.98



Notes:

1. The above results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 23, 2023.
2. This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules, issued thereunder and other recognised accounting practices and policies to the extent applicable.
3. The Company's business segment consists of a single segment of "Manufacturing of Hydrogen Peroxide" as per Indian Accounting Standard (Ind AS-108) Operating Segments requirement.
4. The Exceptional Items for the quarter and year ended March 31, 2023 represent following items:

Particulars	Quarter ended			Year ended	
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022
Insurance claim received due to loss on account of breakdown of machinery (Refer Note a)	-	-	250.00	1,295.16	250.00
Compensation for Right of Way on the Company's property (Net) (Refer Note b)	-	-	450.00	295.63	450.00
Total	-	-	700.00	1,590.79	700.00

(a) The Company received Insurance claim towards the machinery breakdown incident that occurred in March 2021 which was settled by the insurance company at the replacement value for Rs. 1,545.16 lakhs, against which an amount of Rs. 250.00 lakhs was received during the quarter ended March 31, 2022 and the balance amount of Rs. 1,295.16 lakhs was received during the quarter ended June 30, 2022.

(b) During the quarter ended March 31, 2022 and June 30, 2022, the Company received net compensation of Rs. 450.00 lakhs and Rs. 295.63 lakhs respectively, as per the terms of the out-of-court settlement agreed between the Company and Century Rayon Limited towards Right of Way for laying of 100 KV Extra High Voltage (EHV) transmission line and EHV towers on the land of the Company.

5. The Board of Directors of the Company at their meeting held on March 09, 2021, inter alia, approved the Composite Scheme of Arrangement ("the Scheme") under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder.

The Scheme, inter alia, provides for demerger, transfer and vesting of the Demerged Undertaking (as defined under the Scheme) from the Company into NPL Chemicals Limited (a wholly owned subsidiary of the Company), on a going concern basis and the merger of Naperol Investments Limited (a wholly owned subsidiary of the Company) into the Company.

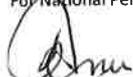
The aforesaid Scheme filed with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") was amended by the Board of Directors of the Company at their meeting held on September 21, 2022, which inter-alia amended (i) change in Appointed Date from October 1, 2020 to April 1, 2022 and (ii) to include provisions in relation to lease of land by the Company to NPL Chemicals Limited.

The Composite Scheme of Arrangement has been sanctioned by NCLT vide their Order dated May 04, 2023. As on the date of adoption of these standalone financial results by the Board of Directors, the Company is yet to receive and accordingly file the certified copy of the NCLT Order with the Registrar of Companies and the Scheme shall become effective consequent upon such filings and such other regulatory approvals as required in terms of the Scheme.

As the Scheme is not effective as on the date of these standalone financial results, the Scheme has not been given effect to in these standalone financial results.

6. The figures for the quarters ended March 31, 2023 and March 31, 2022 are the balancing figures between audited figures in respect of the full financial years and the published unaudited year to date figures upto third quarter of the respective financials years.
7. Previous year/ period figures have been re-grouped / re-classified, wherever necessary.

For National Peroxide Limited



Rajiv Arora
Chief Executive Officer and Director
DIN: 08730235
Place : Mumbai
Date: May 23, 2023



KALYANIWALLA & MISTRY LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Report on Annual Consolidated Financial Results of National Peroxide Limited pursuant to Regulation 33 of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

TO THE BOARD OF DIRECTORS OF NATIONAL PEROXIDE LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL RESULTS

Opinion

We have audited the accompanying statement of consolidated financial results of **National Peroxide Limited** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the year ended March 31, 2023, together with notes thereon attached herewith ("the Statement" or "the consolidated financial results"), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditor on audited financial results/statements of a subsidiary, the aforesaid consolidated financial results:

i. include the financial results of the following entities:

Name of the Entity	Relationship
National Peroxide Limited	Holding Company
Naperol Investments Limited	Subsidiary Company
NPL Chemicals Limited	Subsidiary Company

ii. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

iii. give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS"), prescribed under Section 133 of the Companies Act, 2013 ("the Act"), read with relevant rules issued thereunder and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Group for the year ended March 31, 2023.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Results' section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are



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REGISTERED OFFICE : ESPLANADE HOUSE, 29, HAZARIMAL SOMANI MARG, FORT, MUMBAI 400 001
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relevant to our audit of the consolidated financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditor referred to in 'Other Matters' section in this audit report, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial results.

Emphasis of Matter

We draw attention to Note 6 of the consolidated financial results which states that the Mumbai Bench of National Company Law Tribunal (NCLT) has passed an order dated May 04, 2023 sanctioning the Composite Scheme of Arrangement ('the Scheme'). The Holding Company is yet to receive and accordingly file the certified copy of the NCLT Order with the Registrar of Companies as on the date of adoption of these consolidated financial results by the Board of Directors.

The Scheme shall become effective consequent upon such filings and such other regulatory approvals as may be required in terms of the Scheme.

As the Scheme is not effective as on the date of adoption of these consolidated financial results by the Board of Directors, the Scheme has not been given effect to in these consolidated financial results.

Our Opinion is not modified in respect of the above matter.

Management's Responsibilities for the Consolidated Financial Results

These consolidated financial results have been prepared on the basis of the Ind AS consolidated financial statements. The Holding Company's Board of Directors are responsible for the preparation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group, in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern



basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion through a separate report on the annual Ind AS consolidated financial statements on whether the Company has adequate internal financial controls with reference to annual Ind AS consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entity included in the consolidated financial results, which have been audited by other auditor, such other auditor remains responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial results that, individually or in aggregate, makes it probable that the economic decisions of the user of the consolidated financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial results.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

- a. The consolidated financial results include the audited financial results of one subsidiary, whose financial results reflect Group's share of total assets (before consolidation adjustments) of Rs. 35,122.13 lakhs as at March 31, 2023, total revenues (before consolidation adjustments) of Rs. 59.91 lakhs, total net profit after tax (before consolidation adjustments) of Rs. 37.31 lakhs and net cash outflows (before consolidation adjustments) of Rs. 1.76 lakhs for the year ended March 31, 2023, respectively, as considered in the consolidated financial results, which has been audited by its independent auditor. The independent auditors' report on financial results/financial statements of this entity has been furnished to us and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of such auditor and the procedures performed by us are as stated above.
- b. Attention is drawn to the fact that the comparative financial information for the year ended March 31, 2022, included in the Statement have been audited by the predecessor auditor. The report of the predecessor auditor on comparative financial information referred to in this paragraph, expressed an unmodified opinion, which has been furnished to us and have been relied upon by us for the purpose of our audit of the consolidated financial results.

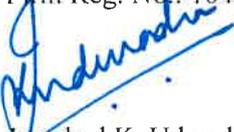


**KALYANIWALLA
& MISTRY LLP**

- c. The Statement includes the consolidated financial results for the quarters ended March 31, 2023 and March 31, 2022, respectively, being the balancing figures between audited figures in respect of the full financial years and the published year-to-date figures up to the third quarter of the respective financial years, which were subjected to limited review.

Our opinion on the consolidated financial results is not modified in respect of the above matters.

For **KALYANIWALLA & MISTRY LLP**
CHARTERED ACCOUNTANTS
Firm Reg. No: 104607W/W100166



Jamshed K. Udawadia
Partner

Membership No. 124658
UDIN: 23124658BGXLLR4559
Mumbai, May 23, 2023.



NATIONAL PEROXIDE LIMITED

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

CIN : L24299MH1954PLC009254

Tel No: (022) 66620000 • Website: www.naperol.com • E-mail: secretarial@naperol.com

(₹ in Lakhs)

Statement of Consolidated Financial Results for the Quarter and Year Ended March 31, 2023

Sr. No	Particulars	Quarter ended			Year ended	
		March 31, 2023 (Unaudited) (Refer Note 7)	December 31, 2022 (Unaudited)	March 31, 2022 (Unaudited) (Refer Note 7)	March 31, 2023 (Audited)	March 31, 2022 (Audited)
I	Income					
	(a) Revenue from Operations	8,832.70	11,515.12	4,995.98	37,647.35	22,594.07
	(b) Other Income	140.85	330.37	166.95	914.65	972.91
II	Total Income	8,973.55	11,845.49	5,162.93	38,562.00	23,566.98
III	Expenses					
	(a) Cost of Raw Materials and Packing Materials Consumed	4,716.12	4,326.68	1,989.69	19,126.02	10,317.22
	(b) Purchase of stock in trade	-	115.38	181.30	131.39	410.09
	(c) Changes in Inventories of Stock in Trade and Finished Goods	(657.84)	541.92	544.45	(1,149.14)	208.72
	(d) Power, Fuel and Water	1,186.31	1,302.55	650.53	5,376.45	3,326.97
	(e) Employee Benefits Expense	754.90	748.64	622.19	2,724.61	2,650.04
	(f) Finance Costs	118.04	152.69	195.70	622.13	883.36
	(g) Depreciation and Amortisation Expense	451.43	562.17	436.28	1,915.35	1,743.65
	(h) Other Expenses	984.27	1,761.29	1,206.94	5,732.20	3,932.10
	Total Expenses (III)	7,553.23	9,511.32	5,827.08	34,479.01	23,472.15
IV	Profit before Exceptional Items and Tax (II - III)	1,420.33	2,334.17	(664.15)	4,082.99	94.83
V	Exceptional income (Refer Note 5)	-	-	700.00	1,590.79	700.00
VI	Profit before Tax (IV + V)	1,420.33	2,334.17	35.85	5,673.78	794.83
VII	Tax Expenses					
	(a) Current tax	310.93	418.20	(52.61)	810.67	15.78
	(b) Deferred tax	48.20	176.45	93.48	611.68	236.07
VIII	Profit after Tax for the period (VI - VII)	1,061.20	1,739.52	(5.02)	4,251.43	542.98
IX	Other Comprehensive Income					
	(a) Items that will not be reclassified to profit or loss	(6,722.16)	(899.25)	(16,571.45)	(4,002.51)	(15,840.79)
	(b) Income tax relating to items that will not be reclassified to profit or loss	6.10	9.68	263.88	(6.81)	255.46
	(c) Items that will be reclassified to profit or loss	(29.15)	9.93	98.15	41.24	192.85
	(d) Income tax relating to items that will be reclassified to profit or loss	7.34	(2.50)	(24.71)	(10.38)	(48.54)
	Total Other Comprehensive Income / (Loss), Net of Income Tax (IX)	(6,737.87)	(882.14)	(16,234.13)	(3,978.46)	(15,441.02)
X	Total Comprehensive Income / (Loss) for the period (VIII + IX)	(5,676.67)	857.38	(16,239.15)	272.97	(14,898.04)
XI	Paid up Equity Share Capital (Face value of ₹ 10/- each)	574.70	574.70	574.70	574.70	574.70
XII	Reserves excluding Revaluation Reserves as per previous accounting year (Other Equity)				90,471.12	90,485.50
XIII	Profit attributable to:					
	Owners of the Company	1,061.20	1,739.52	(5.02)	4,251.43	542.98
	Non-controlling interest	-	-	-	-	-
	Other comprehensive income attributable to:					
	Owners of the Company	(6,737.87)	(882.14)	(16,234.13)	(3,978.46)	(15,441.02)
	Non-controlling interest	-	-	-	-	-
	Total comprehensive income attributable to					
	Owners of the Company	(5,676.67)	857.38	(16,239.15)	272.97	(14,898.04)
	Non-controlling interest	-	-	-	-	-
XIV	Earnings per Equity Share (Face value of ₹ 10/- each) *					
	(1) Basic (In ₹.)	18.47	30.27	(0.09)	73.98	9.45
	(2) Diluted (In ₹.)	18.47	30.27	(0.09)	73.98	9.45

* Basic and Diluted EPS for all periods, except year ended 31.03.2023 and 31.03.2022 are not annualised



Consolidated Statement of Assets and Liabilities as at March 31, 2023		
Particulars	Consolidated	
	As at March 31, 2023	As at March 31, 2022
	(Audited)	(Audited)
ASSETS		
Non-Current Assets		
Property, plant and equipment	32,641.16	33,721.03
Capital work-in-progress	262.13	398.67
Intangible Assets	24.15	45.14
Financial assets		
(i) Investments	54,527.77	58,660.66
(ii) Other financial assets	80.31	317.55
Income tax assets (net)	910.97	911.02
Other non-current assets	86.40	167.40
Total non-current assets	88,532.89	94,221.47
Current assets		
Inventories	3,614.69	2,924.26
Financial assets		
(i) Investments	4,149.53	6,850.14
(ii) Trade receivables	2,426.70	1,887.64
(iii) Cash and cash equivalents	643.08	51.36
(iv) Bank balances other than (iii) above	117.99	117.40
(v) Other financial assets	26.28	13.78
Other current assets	554.81	607.57
Asset held for sale	7.69	15.56
Total current assets	11,540.77	12,467.71
Total assets	1,00,073.66	1,06,689.18
EQUITY AND LIABILITIES		
Equity		
Equity share capital	574.70	574.70
Other equity	90,471.12	90,485.50
Total equity	91,045.82	91,060.20
Liabilities		
Non-current liabilities		
Financial liabilities		
(i) Borrowings	1,036.42	1,377.08
(ii) Other financial liabilities	-	-
Deferred tax liabilities (net)	3,837.93	3,209.02
Provisions	316.45	323.47
Total non-current liabilities	5,190.80	4,909.57
Current liabilities		
Financial liabilities		
(i) Borrowings	352.94	8,030.29
(ii) Trade payables		
(a) total outstanding dues of micro enterprises and small enterprises; and	148.36	63.83
(b) total outstanding dues of creditors other than (ii) (a) above	2,095.18	1,242.13
(iii) Other financial liabilities	673.81	677.87
Contract liabilities	141.68	359.48
Other current liabilities	270.46	250.15
Provisions	126.85	95.66
Income tax liabilities (net)	27.76	-
Total current liabilities	3,837.04	10,719.41
Total equity and liabilities	1,00,073.66	1,06,689.18



Consolidated Statement of Cash Flows for the Year Ended March 31, 2023		
	(₹ in Lakhs)	
Particulars	For the Year Ended March 31, 2023 (Audited)	For the Year Ended March 31, 2022 (Audited)
Cash flow from operating activities		
Profit before income tax	5,673.78	794.83
Adjustments for:		
Depreciation and amortisation expense	1,915.35	1,743.65
Finance costs	622.13	883.36
Interest income	(1.81)	(527.55)
Dividend income	(28.63)	(28.14)
Write off of property, plant and equipment	-	8.68
(Gain) / Loss on sale of property, plant and equipment	(24.65)	0.03
Gain on sale of assets held for sale	-	(61.96)
Fair value gain on investments (including gain on sale of investments) measured at FVTPL	(347.61)	(122.29)
Loss allowances	(22.07)	20.42
Loss on cancellation of lease contract	-	1.61
Net unrealised foreign exchange loss	5.79	1.25
Operating profit before working capital changes	7,792.28	2,713.89
Change in operating assets and liabilities		
(Increase) in inventories	(690.43)	(1,215.07)
(Increase)/ Decrease in trade receivables	(522.78)	478.16
Decrease/(Increase) in non-current financial asset	237.24	(2.60)
Decrease/ (Increase) in other non current assets	29.44	(77.63)
Decrease/ (Increase) in other current assets	52.76	(224.99)
(Increase)/ Decrease in current financial assets	(12.50)	13.07
Increase/ (Decrease) in trade payables	937.62	(620.31)
Increase in provisions	59.19	5.37
(Decrease) in other current financial liabilities	(30.36)	(12.62)
Increase/ (Decrease) in other current liabilities	20.31	(46.38)
(Decrease)/ Increase in contract liabilities	(217.80)	250.27
Cash generated from operations	7,654.97	1,261.16
Income taxes paid (net)	(782.86)	(320.64)
Net cash from operating activities	6,872.11	940.52
Cash flows from investing activities		
Payments for property, plant and equipment (including capital work-in-progress and advances)	(599.04)	(1,750.96)
Proceeds from sale of property, plant and equipment	32.52	0.10
Proceeds from sale of assets held for sale	-	233.83
Payment for purchase of investments	(21,364.33)	(21,805.99)
Proceeds from sale of investments	24,507.91	15,154.33
Intercompany deposit given to related party	-	(2,500.00)
Receipts of intercompany deposit given to related party	-	3,500.00
Receipts of intercompany deposit given to other company	-	10,000.00
Interest received	1.81	527.55
Dividend received	28.63	28.14
Movement in bank balances which are not considered as cash and cash equivalents	(0.59)	4.61
Net cash from investing activities	2,606.91	3,391.61
Cash flows from financing activities		
Repayment of long term borrowings	(7,965.87)	(3,803.63)
Proceeds from long term borrowings	-	1,462.50
Proceeds from/ (repayment of) short term borrowings (net)	-	(933.33)
Dividends paid to company's shareholders	(288.40)	(722.99)
Principal elements of lease payments	-	(3.89)
Finance costs paid	(633.03)	(906.58)
Net cash (Used) in financing activities	(8,887.30)	(4,907.92)
Net Increase/ (decrease) in cash and cash equivalents	591.72	(575.79)
Opening cash and cash equivalent	51.36	627.15
Closing cash and cash equivalent	643.08	51.36
Cash and cash equivalents comprises of:		
Cash in hand	2.44	1.49
Balances with banks in current accounts	640.64	49.87
Cash and cash equivalents at the end of the year	643.08	51.36



Notes :

- The Statement of Consolidated Financial Results includes results of National Peroxide Limited (the "Holding Company") and its subsidiaries (Collectively referred as the "Group")
- The above results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors at their respective meetings held on May 23, 2023 respectively.
- This statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- The Group's business segment consists of a single segment of "Manufacturing of Hydrogen Peroxide" as per Indian Accounting Standard (Ind AS-108) Operating Segments requirement.
- The Exceptional Items for the quarter and year ended March 31, 2023 represent following items: (₹ in Lakhs)

Particulars	Quarter ended			Year ended	
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	March 31, 2022
Insurance claim received due to loss on account of breakdown of machinery (Refer Note a)	-	-	250.00	1,295.16	250.00
Compensation for Right of Way on the Group's property (Net) (Refer Note b)	-	-	450.00	295.63	450.00
Total	-	-	700.00	1,590.79	700.00

(a) The Group received insurance claim towards the machinery breakdown incident that occurred in March 2021 which was settled by the insurance company at the replacement value for Rs. 1,545.16 lakhs, against which an amount of Rs. 250.00 lakhs was received during the quarter ended March 31, 2022 and the balance amount of Rs. 1,295.16 lakhs was received during the quarter ended June 30, 2022.

(b) During the quarter ended March 31, 2022 and June 30, 2022, the Group received net compensation of Rs. 450.00 lakhs and Rs. 295.63 lakhs respectively, as per the terms of the out-of-court settlement agreed between the Holding Company and Century Rayon Limited towards Right of Way for laying of 100 KV Extra High Voltage (EHV) transmission line and EHV towers on the land of the Holding Company.

- The Board of Directors of the Holding Company at their meeting held on March 09, 2021, inter alia, approved the Composite Scheme of Arrangement ("the Scheme") under Section 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder.

The Scheme, inter alia, provides for demerger, transfer and vesting of the Demerged Undertaking (as defined under the Scheme) from the Holding Company into NPL Chemicals Limited, on a going concern basis and the merger of Naperol Investments Limited into the Holding Company.

The aforesaid Scheme filed with the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") was amended by the Board of Directors of the Holding Company at their meeting held on September 21, 2022, which inter-alia amended (i) change in Appointed Date from October 1, 2020 to April 1, 2022, and (ii) to include provisions in relation to lease of land by the Holding Company to NPL Chemicals Limited.

The Composite Scheme of Arrangement has been sanctioned by NCLT vide their Order dated May 04, 2023. As on the date of adoption of these consolidated financial results by the Board of Directors, the Holding Company is yet to receive and accordingly file the certified copy of the NCLT Order with the Registrar of Companies and the Scheme shall become effective consequent upon such filings and such other regulatory approvals as required in terms of the Scheme.

As the Scheme is not effective as on the date of these consolidated financial results, the Scheme has not been given effect to in these consolidated financial results.

- The figures for the quarters ended March 31, 2023 and March 31, 2022 are the balancing figures between audited figures in respect of the full financial years and the published unaudited year to date figures upto the third quarter of the respective financial years.
- Previous year/ period figures have been re-grouped / re-classified, wherever necessary.

For National Peroxide Limited



Rajiv Arora
Chief Executive Officer and Director
DIN: 08730235
Place : Mumbai
Date: May 23, 2023

