

Date: September 02, 2026

To,
The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

NSE SYMBOL: DENEERS

Subject: Submission of Proceedings / Outcome of the 1st Extraordinary General Meeting (EGM) of De Neers Tools Limited held on Wednesday, September 02, 2026.

Dear Sir / Madam,

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and in accordance with the relevant SEBI Circulars including amendments thereon, we are hereby submitting the Summary of Proceedings / Outcome of the 1st Extra-Ordinary General Meeting ("EGM") of the Members of De Neers Tools Limited ("the Company"), held on Wednesday, September 02, 2026 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The detailed disclosures as required under Regulation 30 of SEBI LODR Regulations, read with relevant SEBI Circulars, are provided in Annexures A to C annexed hereto.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For De Neers Tools Limited

For DE NEERS TOOLS LTD.

Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
Managing Director
DIN: 08058134



DE NEERS TOOLS LIMITED

H.O. & Factory : 468, F.I.E, Patparganj Industrial Area, Delhi - 110 092

Office : 3728, 1st Floor, Katra Dhoomimal, Churiwala Street,
Chawri Bazar, Delhi - 110 006

Branch Office : 3512, Hakim Baqa Street, Hauz Qazi, Chawri Bazar, Delhi - 110 006

Phone : +91-11-4206 2555, 4207 2555, 4208 2555

E-mail : sales@deneerstoos.com

Website : www.deneerstoos.com

CIN NO. : U29309DL2021PLC384229

GSTIN : 07AAICD6402G1ZV

SUMMARY OF PROCEEDINGS OF THE 1ST EXTRA-ORDINARY GENERAL MEETING OF DE NEERS TOOLS LIMITED

The 1st Extra-Ordinary General Meeting ("EGM") of the Members of De Neers Tools Limited ("the Company") was held on Wednesday, September 02, 2026 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in compliance with applicable Circulars and Notifications issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").

The following Directors, Key Managerial Personnel, and other officials of the Company were present at the EGM:

S. No.	Name	Designation
1.	Mr. Neeraj Kumar Aggarwal	Managing Director & Chairman
2.	Ms. Shilpy Aggarwal	Whole-time Director
3.	Ms. Riya Aggarwal	Whole-time Director
4.	Mr. Santosh Mishra	Chief Financial Officer
5.	Ms. Aarti Arora	Independent & Non-Executive Director
6.	Mr. Dhikash	Independent & Non-Executive Director
7.	Ms. Bhagyashree Periwal	Company Secretary & Compliance Officer
8.	Mr. Gautam Sehgal	Statutory Auditors

Mr. Neeraj Kumar Aggarwal, Managing Director, took the Chair and presided over the meeting. He confirmed and announced that the requisite quorum was present as required under Section 103 of the Companies Act, 2013, and declared the meeting to be duly convened and called the meeting to order.

The Notice dated August 06, 2026, convening the 1st Extraordinary General Meeting was taken as read with the permission of the members present.

The remote e-voting commenced on Saturday, August 29, 2026, at 9:00 A.M. and ended on Tuesday, September 01, 2026 at 5:00 P.M. The Members present at the EGM and who had not cast their votes through remote e-voting were provided with the facility to cast their votes through e-voting during the EGM. The e-voting window was kept open for 15 minutes after the conclusion of the meeting.

The members present at the meeting were given an opportunity to speak, ask questions, and seek clarifications on the respective agenda items. The Chairman appropriately responded to the queries raised by the members.

The Scrutinizer, Ms. Ashita Kaul, was appointed to oversee the e-voting process and report on the voting results. The Scrutinizer's Report and the declaration of results will be made within two working days from the conclusion of the EGM.

The Chairman then proceeded with the following items of Special Business as set out in the Notice of the EGM:

Item No.	Details of Agenda	Resolution Type	Mode of Voting
1.	Increase in the Authorised Share Capital of the Company and alteration of the Memorandum of Association	Ordinary	Remote e-voting before the
2.	Issue of Equity Shares on Preferential Basis to Non-Promoter Public Category Investors	Special	Extraordinary General
3.	Issue of Convertible Warrants on Preferential Basis to Non-Promoter Public Category Investors	Special	Meeting/e-voting during the Extraordinary General Meeting



Best Ever Tools

All the aforesaid items of Special Business as set out in the Notice of the EGM were duly transacted. The voting results in respect of each resolution shall be declared by the Chairman within two working days of the conclusion of the EGM and shall be uploaded on the Company's website at www.deneerstools.com, on the NSE website at www.nseindia.com, and on the Bigshare Services Pvt. Ltd. (RTA) website at www.ivote.bigshareonline.com.

The EGM concluded with a Vote of Thanks to all Members, Directors, and Officials present. The e-voting window was kept open for 15 minutes after the conclusion of the EGM for members who had not yet cast their votes.

The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant SEBI Circulars, are provided in Annexures A to C annexed hereto.

This is for your information and records.
Thanking you,

Yours faithfully,

For De Neers Tools Limited

For DE NEERS TOOLS LTD.

Neeraj Kumar Aggarwal
Managing Director
DIN: 08058134



DE NEERS TOOLS LIMITED

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E-mail : sales@deneerstools.com

Website : www.deneerstools.com

CIN NO. : U29309DL2021PLC384229

GSTIN : 07AAICD6402G1ZV

ANNEXURE A

Disclosures pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 1 – Increase in Authorised Share Capital & Alteration of Memorandum of Association

Nature of Event	Increase in the Authorised Share Capital of the Company and consequential alteration of Clause V of the Memorandum of Association (MoA) of the Company.
Details of the Amendment / Change	The Authorised Share Capital of the Company has been increased from Rs. 31,00,00,000/- (Rupees Thirty-One Crores Only) divided into (i) 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- each and 20,00,000 (Twenty Lakhs) 0.01% Preference Shares of Rs. 100/- each, TO Rs. 33,00,00,000/- (Rupees Thirty-Three Crores Only) divided into (i) 1,30,00,000 (One Crore Thirty Lakhs) Equity Shares of Rs. 10/- each and 20,00,000 (Twenty Lakhs) 0.01% Preference Shares of Rs. 100/- each, by creation of 20,00,000 (Twenty Lakhs) additional Equity Shares of Rs. 10/- each ranking pari-passu with the existing equity shares.
Clause Amended	Clause V of the Memorandum of Association of the Company has been substituted to reflect the revised Authorised Share Capital.
Reason / Purpose	The increase in Authorised Share Capital was necessitated to enable and accommodate the proposed issue of further equity shares and convertible warrants on a preferential allotment basis as approved under Items 2 and 3 of this EGM.
Applicable Law / Regulatory Provisions	Sections 13, 61 and 64 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and SEBI (LODR) Regulations, 2015.
Type of Resolution	Ordinary Resolution.
Effective Date	Upon filing of the requisite e-forms with the Registrar of Companies (RoC), NCT of Delhi, after passing of the Ordinary Resolution.

ANNEXURE B

Disclosures pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 2 – Issue of Equity Shares on Preferential Basis

Nature of Event	Preferential allotment and private placement of Equity Shares to Non-Promoter Public Category investors pursuant to Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.
Type of Securities	Equity Shares of face value Rs. 10/- each.
Number of Equity Shares	Up to 16,00,200 (Sixteen Lakh Two Hundred) Equity Shares.
Issue Price	Rs. 196/- per Equity Share (including a premium of Rs. 186/- per share).
Relevant Date (as per SEBI ICDR)	August 03, 2026.
Floor Price (Reg. 164(1))	Rs. 195.24 per Equity Share (90-day / 10-day VWAP, whichever higher, on NSE), being the minimum issue price determined under Regulation 164(1) of the SEBI (ICDR) Regulations, 2018 for frequently traded shares.
Independent Valuation	Not applicable. In terms of Regulation 166A of the SEBI (ICDR) Regulations, 2018, an independent valuer's report is not required as the proposed allotment does not result in any change in control of the Company, and no single allottee (or allottees acting in concert) would hold more than 5% of the post-issue fully diluted share capital of the Company.
Proposed Allottee	46 (Forty-Six) Non-Promoter (Public) category investors. Full particulars of the proposed allottees, and the shares proposed to be allotted to each, are set out in the table below.
Pre-Issue Shareholding of Allottee	Nil for all proposed allottees except: Ms. Shehnaz Gupta – 36,000 shares (0.37%); and Mr. Deep Pal Singh – 4,800 shares (0.05%). See table below for allottee-wise details.
Post-Issue Shareholding (post equity allotment, pre-warrant conversion)	See 'Pre-Issue and Post-Issue Shareholding Pattern' table below.
Post-Issue Shareholding (assuming full warrant conversion)	See 'Pre-Issue and Post-Issue Shareholding Pattern' table below.
Total Consideration	Rs. 31,36,39,200/- (Rupees Thirty-One Crores Thirty-Six Lakhs Thirty-Nine Thousand Two Hundred Only). Full amount payable upfront at the time of allotment as per Regulation 169(1) of SEBI (ICDR) Regulations, 2018.
Lock-in Period	The equity shares allotted on a preferential basis to the public category allottees shall be locked-in for 6 months from the date of trading approval by NSE, as per SEBI (ICDR) Regulations, 2018.
Allotment Timeline	Within 15 days from the date of passing of the Special Resolution, or within 15 days from regulatory approvals, whichever is later.
Change in Control	No change in control or management of the Company.
Category Post-Issue	All Proposed Allottees shall remain in the Non-Promoter (Public) category post-allotment; there is no change in the status/category of any allottee.



Applicable Law / Regulatory Provisions	Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013; SEBI (ICDR) Regulations, 2018; SEBI (LODR) Regulations, 2015.
Type of Resolution	Special Resolution.
Debarment Status	Neither the Company, promoters, directors, proposed allottees, nor their beneficial owners have been debarred/prohibited by SEBI or any regulatory authority. None are declared willful defaulters. None are fugitive economic offenders under the Fugitive Economic Offenders Act, 2018.

List of Proposed Allottees – Equity Shares:

S. No.	Name of Proposed Allottee	Category	Pre-Issue Shareholding (Shares / %)	No. of Equity Shares Proposed to be Allotted	Post-Issue Shareholding on Fully Diluted Basis (Shares / %)
1	Anam Qadri	Non-Promoter (Public)	0 (0.00%)	1,53,000	1,53,000 (1.21%)
2	Defcon Agro LLP	Non-Promoter (Public)	0 (0.00%)	1,48,200	1,48,200 (1.17%)
3	Taranbir Singh*	Non-Promoter (Public)	0 (0.00%)	76,800	3,21,000 (2.54%)
4	Inderjit Kaur	Non-Promoter (Public)	0 (0.00%)	1,02,000	1,02,000 (0.81%)
5	Jasmeen Kaur	Non-Promoter (Public)	0 (0.00%)	51,000	51,000 (0.40%)
6	Sarbjit Singh	Non-Promoter (Public)	0 (0.00%)	50,400	50,400 (0.40%)
7	Rakshita Goyal	Non-Promoter (Public)	0 (0.00%)	25,800	25,800 (0.20%)
8	Raghavan Goyal	Non-Promoter (Public)	0 (0.00%)	25,800	25,800 (0.20%)
9	Lokesh Goyal	Non-Promoter (Public)	0 (0.00%)	51,000	51,000 (0.40%)
10	Babita Garg	Non-Promoter (Public)	0 (0.00%)	38,400	38,400 (0.30%)
11	Subhash Chand Garg	Non-Promoter (Public)	0 (0.00%)	38,400	38,400 (0.30%)
12	Manu Aggarwal	Non-Promoter (Public)	0 (0.00%)	76,800	76,800 (0.61%)



13	Divyansh Aggarwal	Non-Promoter (Public)	0 (0.00%)	25,800	25,800 (0.20%)
14	Divya Aggarwal	Non-Promoter (Public)	0 (0.00%)	25,800	25,800 (0.20%)
15	Patel Yashkumar Satishbhai	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
16	Satishkumar Chaturbhai Patel	Non-Promoter (Public)	0 (0.00%)	25,200	25,200 (0.20%)
17	Patel Dakshaben Satishkumar	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
18	Patel Akankshaben Yashkumar	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
19	Varun Aggarwal	Non-Promoter (Public)	0 (0.00%)	30,600	30,600 (0.24%)
20	Sushil Kumar Aggarwal	Non-Promoter (Public)	0 (0.00%)	30,600	30,600 (0.24%)
21	Neeti Jain	Non-Promoter (Public)	0 (0.00%)	18,000	18,000 (0.14%)
22	Radhika Jain	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
23	Rakesh Jain	Non-Promoter (Public)	0 (0.00%)	18,000	18,000 (0.14%)
24	Ridhima Goyal	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
25	Avnish Gupta HUF	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
26	Geetika Gupta	Non-Promoter (Public)	0 (0.00%)	9,000	9,000 (0.07%)
27	Sambhav Gupta	Non-Promoter (Public)	0 (0.00%)	9,000	9,000 (0.07%)
28	Neena Gupta	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
29	Shehnaz Gupta	Non-Promoter (Public)	36,000 (0.37%)	78,000	1,14,000 (0.90%)

30	Damanjeet Singh Kochar	Non-Promoter (Public)	0 (0.00%)	51,000	51,000 (0.40%)
31	Neelam Jain	Non-Promoter (Public)	0 (0.00%)	51,000	51,000 (0.40%)
32	Rohit Sehgal	Non-Promoter (Public)	0 (0.00%)	51,000	51,000 (0.40%)
33	Sanjay Bhuttan	Non-Promoter (Public)	0 (0.00%)	48,600	48,600 (0.38%)
34	Khushwant Singh	Non-Promoter (Public)	0 (0.00%)	25,800	25,800 (0.20%)
35	Vansh Bansal	Non-Promoter (Public)	0 (0.00%)	25,800	25,800 (0.20%)
36	Ritik Sethi	Non-Promoter (Public)	0 (0.00%)	15,600	15,600 (0.12%)
37	Anoop Kumar Arramalla	Non-Promoter (Public)	0 (0.00%)	15,000	15,000 (0.12%)
38	Puneet Bansal & Sons (HUF)	Non-Promoter (Public)	0 (0.00%)	15,000	15,000 (0.12%)
39	Deep Pal Singh	Non-Promoter (Public)	4,800 (0.05%)	15,000	19,800 (0.16%)
40	Soni Gupta	Non-Promoter (Public)	0 (0.00%)	13,200	13,200 (0.10%)
41	Parina Mehta	Non-Promoter (Public)	0 (0.00%)	13,200	13,200 (0.10%)
42	Sanjeev Madan	Non-Promoter (Public)	0 (0.00%)	13,200	13,200 (0.10%)
43	Sandeep Gupta	Non-Promoter (Public)	0 (0.00%)	13,200	13,200 (0.10%)
44	Khushi Narang	Non-Promoter (Public)	0 (0.00%)	13,200	13,200 (0.10%)
45	Riya Gupta	Non-Promoter (Public)	0 (0.00%)	12,600	12,600 (0.10%)
46	Devender Singh	Non-Promoter (Public)	0 (0.00%)	12,000	12,000 (0.10%)



Pre-Issue and Post-Issue Shareholding Pattern (Summary):

Category	Pre-Issue Shares	Pre- Issue %	Post- Issue* Shares	Post- Issue* %	Post-Issue** Shares	Post- Issue** %
Promoters (Total)	41,16,200	42.80%	41,16,200	35.13%	50,26,200	39.81%
Non-Promoters (Total)	55,00,200	57.20%	76,00,200	64.87%	76,00,200	60.19%
Grand Total	96,16,400	100.00%	1,17,16,400	100.00%	1,26,26,400	100.00%

* Post allotment of Equity Shares and Convertible Warrants proposed under Items 2 and 3 of this EGM (assuming full conversion of the Warrants proposed herein), but excluding conversion of the 9,10,000 Warrants allotted on May 4, 2026 that remain outstanding. ** Assuming, in addition to the above, full conversion of the said 9,10,000 outstanding Warrants allotted on May 4, 2026.

Note: For Mr. Taranbir Singh, the post-issue figures in the table above include both the Equity Shares proposed to be allotted under Item No. 2 and the Equity Shares arising from full conversion of the Convertible Warrants proposed to be allotted to him under Item No. 3.



ANNEXURE C

Disclosures pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 3 – Issue of Convertible Warrants on a Preferential Basis

Nature of Event	Preferential allotment and private placement of Convertible Warrants to Non-Promoter Public Category persons pursuant to Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013 and Chapter V of the SEBI (ICDR) Regulations, 2018.
Type of Securities	Convertible Warrants, each convertible into 1 (one) Equity Share of face value Rs. 10/- each of the Company ("Resulting Equity Shares").
Number of Convertible Warrants	Up to 4,99,800 (Four Lakh Ninety-Nine Thousand Eight Hundred) Convertible Warrants.
Exercise Price	Rs. 196/- per warrant / underlying equity share (including a premium of Rs. 186/- per share).
Relevant Date (as per SEBI ICDR)	August 03, 2026.
Valuation Report (Reg. 166A)	Not applicable. In terms of Regulation 166A of the SEBI (ICDR) Regulations, 2018, an independent valuer's report is not required as the proposed preferential issue of Convertible Warrants does not result in any change in control of the Company, and the proposed allotment would not be for more than 5% of the post-issue fully diluted Equity Share Capital of the Company to any allottee or allottees acting in concert. The minimum issue price as per Regulation 164(1) of the SEBI (ICDR) Regulations (for frequently traded shares) has been worked out at Rs. 195.24 per equity share; the proposed issue price of Rs. 196/- is higher than this floor price.
Proposed Allottees	1. Sharp Chucks and Machines Limited – Non-Promoter (Public), Address: A-12, Industrial Development Colony, Jalandhar, Punjab 144012 – 2,55,600 warrants. 2. Mr. Taranbir Singh – Non-Promoter (Public), Address: H. No. 208, Ward No. 43, Basti Guzan, JP Nagar, Jalandhar, Punjab 144002 – 2,44,200 warrants. Total: 4,99,800 Convertible Warrants.
Pre-Issue Shareholding of Proposed Allottees	Sharp Chucks and Machines Limited: Nil (0.00%). Mr. Taranbir Singh: Nil (0.00%).
Post-Issue Shareholding (excluding conversion of pre-existing outstanding Warrants)	Sharp Chucks and Machines Limited: 2,55,600 shares (2.18%). Mr. Taranbir Singh: 3,21,000 shares (2.74%) — includes 76,800 Equity Shares also allotted to him under Item No. 2.
Post-Issue Shareholding (on fully diluted basis, including pre-existing outstanding Warrants)	Sharp Chucks and Machines Limited: 2,55,600 shares (2.02%). Mr. Taranbir Singh: 3,21,000 shares (2.54%) — on fully diluted basis, including conversion of the 9,10,000 pre-existing outstanding Warrants allotted on May 4, 2026.
Payment Terms	25% of total consideration (Rs. 49.00 per warrant) payable upfront at the time of allotment of the Convertible Warrants per Regulation 169(2) of SEBI (ICDR) Regulations, 2018. Remaining 75% payable by the Warrant holder(s) on or before the time of exercising the option to convert the Warrants into Equity Shares, which in any case shall be within 18 (eighteen) months from the date of allotment of the Warrants.

Forfeiture Clause	If the Warrant holder(s) do not apply for conversion of the outstanding Convertible Warrants into equity shares of the Company within 18 (eighteen) months from the date of allotment of the Convertible Warrants, then the consideration paid upon each of the said outstanding Convertible Warrants shall be forfeited, and all rights attached to the Convertible Warrants shall lapse automatically.
Upfront Consideration (25%)	Rs. 2,44,90,200/- (Rupees Two Crores Forty-Four Lakhs Ninety Thousand Two Hundred Only).
Total Potential Consideration (100%)	Rs. 9,79,60,800/- (Rupees Nine Crores Seventy-Nine Lakhs Sixty Thousand Eight Hundred Only), assuming full conversion.
Conversion Period	Within 18 months from the date of allotment, in one or more tranches.
Listing	The Convertible Warrants shall not be listed on any stock exchange. The Resulting Equity Shares, upon conversion, shall be listed and traded on NSE, subject to the receipt of necessary regulatory approvals.
Lock-in Period	(a) Convertible Warrants: Locked-in for 1 year from the date of allotment, or such other period as may be required, per SEBI (ICDR) Regulations, 2018. (b) Resulting Equity Shares (upon conversion): Locked-in for 6 months from the date of trading approval by NSE. (c) Pre-preferential shareholding of the proposed allottees, if any: Locked-in from the Relevant Date up to 90 trading days from the date of allotment of the Convertible Warrants.
Allotment Timeline	Within 15 days from the date of passing of the Special Resolution, or within 15 days from regulatory approvals, whichever is later.
Change in Control	No change in control or management of the Company consequent to this preferential issue. No open offer obligation triggered under SEBI (SAST) Regulations, 2011.
Category Post-Issue	Both allottees shall remain in the Non-Promoter (Public) category post-allotment/conversion.
Pending Preferential Issue	Presently, there is no preferential issue pending or in process, other than as proposed in this Notice.
Applicable Law / Regulatory Provisions	Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013; SEBI (ICDR) Regulations, 2018 (Chapter V); SEBI (LODR) Regulations, 2015; FEMA, 1999.
Type of Resolution	Special Resolution.
Debarment Status	Neither the Company, promoters, directors, proposed allottees, nor their beneficial owners have been debarred/prohibited by SEBI or any regulatory authority. None are declared willful defaulters or fugitive economic offenders under the Fugitive Economic Offenders Act, 2018.