

Date: 2nd October 2024

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-400051

NSE SYMBOL: DENEERS

Dear Sir/ Madam,

Subject: Submission of Voting Results and Scrutinizer Report of 3rd Annual General Meeting ("AGM") of De Neers Tools Limited ("the Company") held on 30th September 2024

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Companies Act, 2013 we enclose herewith the following:

1. Voting Results as required under Regulation 44 of the SEBI LODR Regulations; and
2. Report of Scrutinizer dated October 1st 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration), Rules 2014.

You are requested to take on record the above information.

Thanking you,
Yours faithfully,
For DE NEERS TOOLS LIMITED

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Neeraj Kumar Aggarwal
Managing Director
DIN: 08058134

SUBMISSION OF VOTING RESULTS
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015
De Neers Tools Limited

Date of the AGM	30-SEP-2024
Total number of shareholders on record date	629
No. of shareholders present through Video Conferencing	
Promoters and Promoter Group:	3
Public:	6

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Agenda-wise disclosure:

Resolution required: (Ordinary)	Adoption of Financial Statements for the Financial Year ended March 31, 2024.
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of voting	No. Of shares held (1)	No of shares polled (2)	% of votes polled on outstanding Shares (3) = [(2)/(1)] *100	No. Of Votes - in favour (4)	No. Of Votes - in against (5)	% Of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	57,69,000	19,23,000	33.33	19,23,000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		19,23,000	33.33	19,23,000	0	100	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	28,37,400	2,91,300	10.26	2,91,300	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,91,300	10.26	2,91,300	0	100	0
Total		86,06,400	22,14,300	43.59	22,14,300	0	100	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public-Institutions	
Public-Non-Institutions	

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Agenda-wise disclosure:

Resolution required: (Ordinary)	To Appoint a director in place of Mrs. Shilpy Aggarwal (DIN: 08058135), who retires by rotation and being eligible, offers herself for re-appointment.
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

Category	Mode of voting	No. Of shares held (1)	No of shares polled (2)	% of votes polled on outstanding Shares (3) = [(2)/(1)] *100	No. Of Votes - in favour (4)	No. Of Votes - in against (5)	% Of votes in favour on votes polled (6) = [(4)/(2)] *100	% of votes against on votes polled (7) = [(5)/(2)] *100
Promoter and Promoter Group	E-Voting	57,69,000	19,23,000	33.33	19,23,000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		19,23,000	33.33	19,23,000	0	100	0
Public-Institutions	E-Voting	-	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non-Institutions	E-Voting	28,37,400	2,91,300	10.26	2,91,300	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,91,300	10.26	2,91,300	0	100	0
Total		86,06,400	22,14,300	43.59	22,14,300	0	100	0

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public-Institutions	
Public-Non-Institutions	

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Ashita Kaul & Associates

Practicing Company Secretary
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CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND ELECTRONIC VOTING AT THE 3RD ANNUAL GENERAL MEETING (AGM) OF DE NEERS TOOLS LIMITED

To,
Mr. Neeraj Kumar Aggarwal
Chairperson and Managing Director
DE NEERS TOOLS LIMITED
CIN: U29309DL2021PLC384229
P. No.468, Ground Floor, Industrial Area
Patparganj, Delhi - India, 110092

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting & e-voting conducted pursuant to the provisions of section 108 & 109 of the Companies Act, 2013 ("the Act") read with Companies (Management & Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015 and further read with General Circular Nos. 02/2022, 21/2021, 02/2021, 20/2020, 17/2020 and 14/2020 issued by the Ministry of Corporate Affairs (MCA) for the Third Annual General Meeting of De Neers Tools Limited held on Monday, September 30, 2024 at 12:00 P.M. through Video Conferencing ("VC").

I, **Ashita Kaul** Proprietor of **Ashita Kaul & Associates**, Practicing Company Secretary, appointed as a Scrutinizer by the Board of Directors of **DE NEERS TOOLS LIMITED** ("the Company") for the purpose of scrutinizing the voting by electronic means ("remote e-Voting") and e-voting as per Section 108 and 109 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 read with MCA circulars dated May 5, 2020, January 13, 2021, December 14, 2021 and May 05, 2022 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and Securities Exchange Board of India circular SEBI/HO/CFD/CMD1/ CIR/P/ 2020/79 and SEBI/HO/ CFD/ PoD-2/ P/ CIR/ 2023/4 issued on May 12, 2020 and January 5, 2023 ("SEBI Circulars") respectively & Secretarial Standard-2 issued by the Institute of Company Secretaries of India and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on resolution(s) set out in the notice convening the Annual General meeting of the Equity Shareholders of **DE NEERS TOOLS LIMITED**, held on Monday, 30th September, 2024 at 12.00 P.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), in a fair and transparent manner.

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Date: 2024.10.01
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Address: F-76-A, 1st Floor, Eternity Commercial Complex, Teen Haath Naka, LBS Marg, Thane West 400604



Ashita Kaul & Associates

Practicing Company Secretary
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The notice dated 07th September, 2024 as confirmed by the company was sent to the shareholders of the company in respect of the resolutions passed at the AGM of the company through electronic mode to those members whose email addresses are registered with the company /depositories, in compliance with the MCA circular.

The notice and Annual Report 2023-24 were also uploaded on the Company's website www.deneerstools.com, the website of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and on the website of CDSL www.evotingindia.com.

The notice sent contained the detailed procedure to be followed by the members for casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the amendments made thereto and notifications issued by MCA.

The Company has entered into an arrangement with CDSL to provide both for e-voting prior to the AGM (remote e-voting) and voting at AGM by electronic means (e-voting).

The voting period for remote e-voting commenced on Thursday, September 26, 2024 at 09.00 a.m. to Sunday, September 29, 2024 till 5:00 p.m. The e-voting facility was blocked forthwith on September 29, 2024 at 05.00 p.m. The voting rights of Shareholders was considered in proportion to the Shares held by them in De Neers Tools Limited as on the cut-off date i.e. Tuesday, September 24, 2024.

As informed by the Company, shareholders who were present at the AGM through VC / OAVM and did not exercised their voting right by remote e-voting facility, were allowed to cast their votes through e-voting at the AGM for which the Company has provided remote e-voting facility for 15 minutes after the conclusion of the Annual General Meeting.

The Shareholders of the Company holding shares as on the "cut-off date" i.e. Tuesday, September 24, 2024 were entitled to vote on the Resolutions (Item Nos. 1 and 2), as set out in the Notice of the 03rd Annual General Meeting.

After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and the votes cast therein based on the data downloaded from the CDSL e-voting system. The results of voting through remote e-voting and e-voting is as under:

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ORDINARY BUSINESS:

Item No. 01: As an Ordinary Resolution

Adoption of Financial Statements for the Financial Year ended March 31, 2024.

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	22,14,300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no 01 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No. 02: As an Ordinary Resolution

To Appoint a director in place of Mrs. Shilpy Aggarwal (DIN: 08058135), who retires by rotation and being eligible, offers herself for re-appointment.

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AGGARWAL
Date: 2024.10.01
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Ashita Kaul & Associates

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(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	22,14,300	100%

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

Result: As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no 02 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Responsibility of the Management of the company

The compliance with the requirements of the Companies Act, 2013 and the rules made thereunder relating to Remote e-voting and e- voting by the shareholders on the resolution (s) set out in the notice convening the Annual General Meeting of the Company is the responsibility of the Management.

My responsibility as Scrutinizer

My responsibility as a Scrutinizer for the remote e-voting process and e-voting conducted at the AGM is restricted to make a Consolidated Scrutinizer's Report for the votes casted 'in favor' or

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'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the agency engaged by the Company to provide e-voting facility at AGM, in a fair and transparent manner.

Thanking you,

Yours faithfully,

**FOR ASHITA KAUL AND ASSOCIATES
PRACTICING COMPANY SECRETARY**

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by ASHITA KAUL
Date: 2024.10.01
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Ashita Kaul
Proprietor
FCS NO: 6988
COP NO:6529
Peer Review No. 1718/2022
UDIN: F006988F001376257

Date:- 01st October, 2024

Place:- Thane

Witness No. 1:

Witness No. 2:

Sd/

Sd/-

Name: Manali Jain

Name: Anjali Mistri

COUNTERSIGNED BY:

For De Neers Tools Limited

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NEERAJ KUMAR
AGGARWAL
Date: 2024.10.01
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Neeraj Kumar Aggarwal
DIN - 08058134
Chairperson & Managing Director

Address: F-76-A, 1st Floor, Eternity Commercial Complex, Teen Haath Naka, LBS Marg, Thane West 400604