DE NEERS®
Best Ever Tools

**Date**: 13th November 2026

To,
**The Listing Department**
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E), Mumbai 400051 (M.H.)

**(NSE SYMBOL: DENEERS; ISIN: INE0JWV01011)**

Dear Sir/Madam,

**Subject:** **Outcome of Board Meeting - Disclosure of information under Regulation 30, 32 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulations 30, 32, 33 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we wish to inform you that the Board Meeting held today, i.e. Friday, 13th November 2026, commenced at 03.30 PM and concluded at 04.30 PM, has inter alia, considered and approved the following: -

1. Unaudited Standalone and Consolidated Financial Results of the Company for the half year ended on 30th September 2026, along with the Limited Review Report of the Statutory Auditors of the Company thereon.

Pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015, we are enclosing the following:

a. Statement showing Unaudited Financial Results (Standalone and Consolidated) for the half-year ended 30th September 2026 along with the Limited Review Reports of the Statutory Auditors on the Unaudited Financial Results.

2. Reviewed and took on record the Statement of Deviation or Variation in the utilisation of proceeds raised through the Preferential Issues of Equity Shares and Convertible Warrants for the half year ended 30th September 2026, as reviewed by the Audit Committee, confirming that there is no deviation or variation in the utilisation of the said proceeds from the objects stated in the Explanatory Statements to the Notices of the Extraordinary General Meetings held on 20th April 2026 and 02nd September 2026.

Pursuant to Regulation 32(1) of the SEBI (LODR) Regulations, 2015, we are enclosing the following:

a. Statement of Deviation or Variation in the utilisation of proceeds of the Preferential Issues (Annexure A and Annexure B); and
b. Certificate on utilisation of issue proceeds issued by the Statutory Auditors of the Company.

Kindly take the same on record and acknowledge receipt.

Yours faithfully,

**FOR DE NEERS TOOLS LIMITED**

For DE NEERS TOOLS LTD.
Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
**Managing Director**
DIN: 08058134



DE NEERS®
Best Ever Tools
DE NEERS TOOLS LIMITED
**H.O. & Factory :** 468, F.I.E, Patparganj Industrial Area, Delhi - 110 092
**Office :** 3728, 1st Floor, Katra Dhoomimal, Churiwalan 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@deneerstools.com
**Website : www.deneerstools.com**
**CIN NO. : U29309DL2021PLC384229**
**GSTIN : 07AAICD6402G1ZV**

GAUTAM SEHGAL & Co.
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT ON UNAUDITED STANDALONE FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015, AS AMENDED

To,
The Board of Directors of
DE NEERS TOOLS LIMITED

1. We have reviewed the accompanying Statement of unaudited standalone financial results of DE NEERS TOOLS LIMITED ("The Company") for the half year ended September 30, 2026 ("the statement"), 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 modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 with the Stock Exchange.

   This Statement which is the responsibility of the company's management and approved by the Board of Director, has been prepared in accordance with the recognition and measurement principles laid down in applicable Accounting Standards, prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the statement based on our review.

2. We conducted our review of the statements in accordance with the Standards on Review Engagement (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. These standards require that we plan and perform the review to obtain moderate assurance about whether the statements are free of material misstatement(s). A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data thus provide less assurance than audit. We have not performed an audit and accordingly, we do not express an audit opinion.



3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

*f*or Gautam Sehgal & Co.
Chartered Accountants
FRN : 015[illegible]6N

Place: New Delhi
Dated : 13/11/2026




Gautam Sehgal
(Partner)
M. No. : 095938

UDIN : 26095938SXXELJ3419

# DE NEERS TOOLS LIMITED

## CIN : L29309DL2021PLC384229

### STANDALONE BALANCE SHEET AS AT 30TH SEPTEMBER 2026

**(Amount in Lacs)**

| PARTICULARS | As at | |
|---|---|---|
| | (Unaudited) | (Audited) |
| | 30th September 2026 | 31st March 2026 |
| **EQUITY AND LIABILITIES** | | |
| **Shareholder's Fund** | | |
| Share Capital | 1,121.66 | 1,860.64 |
| Surplus | 13,099.49 | 7,477.27 |
| Money received against Share Warrants | 595.25 | |
| **Share Application Money Pending Allotment** | - | |
| **Non-Current Liabilities** | | |
| Long Term Borrowings | 5,858.66 | 3,254.46 |
| Other Non Current Liabilities | 36.67 | 36.00 |
| **Current Liabilities** | | |
| Short Term Borrowings | 929.96 | 4,080.62 |
| Trade Payables | | |
| - MSME | 565.64 | 402.78 |
| - Others | 1,964.92 | 1,570.32 |
| Other Current Liabilities | 317.99 | 163.37 |
| Short Term Provisions | 406.10 | 714.19 |
| **Total** | **24,896.34** | **19,559.65** |
| **ASSETS** | | |
| **Non-Current Assets** | | |
| Property, Plant & Equipment and Intangible Assets | | |
| Property, Plant & Equipment | 178.03 | 190.33 |
| Deferred Tax Assets | 96.34 | 94.70 |
| Other Non Current Assets | 632.44 | 32.58 |
| Non Current Investments | 30.15 | 22.50 |
| **Current Assets** | | |
| Inventories | 14,037.15 | 12,917.48 |
| Trade Receivables | 7,341.45 | 5,171.41 |
| Cash and Cash Equivalents | 12.59 | 32.26 |
| Short Term Loan and Advances | 2,556.35 | 1,010.66 |
| Other Current Assets | 11.84 | 87.73 |
| **Total** | **24,896.34** | **19,559.65** |

For De Neers Tools Limited

For DE NEERS TOOLS LTD.
Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
(Managing Director)
DIN : 08058134

# DE NEERS TOOLS LIMITED

## CIN : L29309DL2021PLC384229

### STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 30TH SEPTEMBER 2026

(Amount in Lacs)

| S.No. | Particulars | Half Year Ended on | | | Year Ended on |
|---|---|---|---|---|---|
| | | 30.09.2026 | 31.03.2026 | 30.09.2025 | 31.03.2026 |
| | | (Unaudited) | (Audited) | (Unaudited) | (Audited) |
| | **Income** | | | | |
| I | Revenue from Operations | 10,393.11 | 9,121.96 | 6,704.25 | 15,826.21 |
| II | Other Income | 0.77 | (5.36) | 24.74 | 19.38 |
| III | Total Income (I+II) | 10,393.88 | 9,116.60 | 6,728.99 | 15,845.59 |
| IV | **Expenses** | | | | |
| | Purchases of Stock-In-Trade | 8,769.48 | 7,878.42 | 6,047.22 | 13,925.64 |
| | Changes in Inventories of Finished Goods, Work-In-Progress and Stock-In-Trade | (1,119.67) | (1,487.75) | (1,631.92) | (3,119.67) |
| | Employee Benefits Expenses | 262.00 | 279.53 | 216.35 | 495.88 |
| | Finance Costs | 263.02 | 280.27 | 217.67 | 497.94 |
| | Depreciation and Amortisation Expense | 29.19 | 38.06 | 37.70 | 75.76 |
| | Other Expenses | 599.86 | 551.99 | 605.68 | 1,157.67 |
| | Total Expenses | 8,803.88 | 7,540.52 | 5,492.70 | 13,033.22 |
| V | **Profit/(Loss) before Exceptional Items and Tax** | 1,590.00 | 1,576.08 | 1,236.29 | 2,812.37 |
| | Exceptional Items | - | - | - | - |
| VI | **Profit/(Loss) before Tax** | 1,590.00 | 1,576.08 | 1,236.29 | 2,812.37 |
| VII | **Tax expense** | | | | |
| | Current Tax | 400.17 | 395.20 | 318.94 | 714.14 |
| | Deferred Tax | (1.64) | 7.36 | (3.29) | 4.07 |
| | Prior Period IT | - | - | 37.27 | 37.27 |
| VIII | **Profit/(Loss) for the year (VI-VII)** | 1,191.47 | 1,173.52 | 883.37 | 2,056.89 |
| | **Earnings Per Share** | | | | |
| | Basic | 10.80 | 13.64 | 10.26 | 23.90 |
| | Diluted | 10.80 | 13.64 | 10.26 | 23.90 |

For De Neers Tools Limited




Neeraj Kumar Aggarwal
(Managing Director)
DIN : 08058134

**DE NEERS TOOLS LIMITED**
**NOTES TO STANDALONE FINANCIAL STATEMENTS**
**FOR THE HALF YEAR ENDED 30TH SEPTEMBER 2026**

**Notes**

1 The above said financial results were reviewed by the Audit Committee and then approved by the Board of Directors at their respective meetings held on 13th Nov 2026.

2 The Statutory Auditors have carried out limited review of the unaudited results of the Company for the half year ended 30.09.2026.

3 The Statement is prepared in accordance with the requirements of Accounting Standards (AS) specified under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014. As per MCA notification dated 16th February, 2015, companies whose Shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirement of adoption of IND-AS.

4 The Statement includes results for the half year ended 31 March, 2026 being balancing figures between the audited figures in respect of the full financial year ended on 31st March 2026 and the published year-to-date unaudited figures in respect of the half year ended 30th September, 2025.

5 Earnings per Share: earnings per share is calculated on the weighted average of the share capital received by the company. Half Yearly EPS is not annualised.

6 Previous year/period figures have been re-grouped / re-classified, re-arranged wherever considered necessary, to make them comparable with / conform to the current period's classification.

7 The company operates in only one segment, which is trading of hand tools. Hence, no separate business segment is required.

8 During the period, the Company incorporated DNSJV Private Limited as a subsidiary. However, the subsidiary has not commenced its business operations as at 30th September, 2026.

9 There were no investor complaints received/pending as on 30th September, 2026 (no complaint was received during the half year ended 30th September, 2026, and none was pending at the end of the period).

10 The Company has increased its Authorised Share Capital during the period, with the approval of the Shareholders of the Company at its Extraordinary General Meetings, from Rs. 10,00,00,000 divided into 1,00,00,000 equity shares of Rs. 10/- each to Rs. 13,00,00,000 divided into 1,30,00,000 equity shares of Rs. 10/- each.

11 During the period, the Company has issued and allotted the equity shares and convertible warrants on a preferential basis, pursuant to the approval of the Shareholders at its Extraordinary General Meetings.

**For DE NEERS TOOLS LIMITED**




**Neeraj Kumar Aggarwal**
(Managing Director)
DIN: 08058134

# DE NEERS TOOLS LIMITED

## CIN : L29309DL2021PLC384229

### STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 30TH SEPTEMBER 2026

(Amount in Lacs)

| | PARTICULARS | As at | |
|---|---|---|---|
| | | (Unaudited) | (Audited) |
| | | 30th September 2026 | 31st March 2026 |
| A. | **CASH FLOW FROM OPERATING ACTIVITIES** | | |
| | NET PROFIT/ (LOSS) BEFORE TAX | **1,590.00** | **2,812.37** |
| | Adjustments for: | | |
| | Depreciation and Amortisation | 29.18 | 75.76 |
| | Finance Costs | 263.02 | 497.94 |
| | Interest Income | (2.77) | - |
| | **OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES** | **1,879.43** | **3,386.07** |
| | Adjustments for changes in working capital : | | |
| | - (Increase)/Decrease in Trade and Other Assets | (3,639.85) | (1,271.59) |
| | - (Increase)/Decrease in Inventories | (1,119.67) | (3,119.67) |
| | - Increase/(Decrease) in Trade and Other Liabilities | 404.66 | 338.90 |
| | **CASH GENERATED FROM OPERATIONS** | **(2,475.43)** | **(666.29)** |
| | - Taxes (Paid)/Received {Net of Withholding Taxes(TDS)} | (400.17) | (751.41) |
| | **NET CASH FROM OPERATING ACTIVITIES** | **(2,875.60)** | **(1,417.70)** |
| B. | **CASH FLOW FROM INVESTING ACTIVITIES** | | |
| | Purchases of Fixed Assets during the year | (16.88) | (7.50) |
| | Proceeds from sale of Fixed Assets | - | - |
| | Maturity of Term Deposits | | 95.72 |
| | Movement in other non current assets | | 9.74 |
| | Investment made during the year | (607.51) | - |
| | Interest Received (Revenue) | 2.77 | - |
| | **NET CASH USED IN INVESTING ACTIVITIES** | **(621.62)** | **97.96** |
| C. | **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| | Proceeds from Issue of Share Capital | 261.02 | - |
| | Decrease in Share Capital | (1,000.00) | - |
| | Money received against Share Warrants | 595.25 | - |
| | Proceeds from Long-Term Borrowings | 2,604.19 | 984.24 |
| | Proceeds from Short-Term Borrowings | - | 862.00 |
| | Payments of Short-Term Borrowings | (3,150.66) | - |
| | Security Premium | 4,430.77 | - |
| | Dividend paid | - | (0.10) |
| | Finance Costs paid | (263.02) | (497.94) |
| | **NET CASH USED IN FINANCING ACTIVITIES** | **3,477.55** | **1,348.20** |
| | **NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES** | **(19.67)** | **28.46** |
| | CASH AND BANK BALANCES - OPENING | 32.26 | 3.80 |
| | CASH AND BANK BALANCES - CLOSING | 12.59 | 32.26 |
| | **NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES** | **(19.67)** | **28.46** |

**NOTES:**

1 The above cash flow statement has been prepared under the "Indirect method" set out in the Accounting Standard- 3 on 'Cash Flow Statements'.

For De Neers Tools Limited




Neeraj Kumar Aggarwal
(Managing Director)
DIN : 08058134

GAUTAM SEHGAL & Co.
CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT ON UNAUDITED CONSOLIDATED FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATION, 2015, AS AMENDED

To,
The Board of Directors of
DE NEERS TOOLS LIMITED

1. We have reviewed the accompanying Statement of unaudited consolidated financial results of DE NEERS TOOLS LIMITED ("The Parent") which includes its subsidiary (the Parent and the subsidiary together referred as "the Group") for the half year ended September 30, 2026 ("the statement"), being submitted by the parent pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 with the Stock Exchange.

   The statement includes the result of the following entities :

| Name of Entity | Relationship |
|---|---|
| De Neers Tools Limited | Parent Company |
| De Neers Tools Trading LLC | Foreign Subsidiary Company |
| DNSJV Private Limited | Subsidiary Company |

2. This Statement which is the responsibility of the parent's management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in applicable Accounting Standards, prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the statement based on our review.

3. We conducted our review of the statements in accordance with the Standards on Review Engagement (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. These standards require that we plan and perform the review to obtain moderate assurance about whether thestatements are free of material misstatement(s). A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data thus provide less assurance than audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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website : www.gsco.in email : support@gsco.in

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with aforesaid Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 05, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

*f*or Gautam Sehgal & Co.
Chartered Accountants
FRN : 015736N

Place: New Delhi
Dated : 13/11/2026




Gautam Sehgal
(Partner)
M. No. : 095938

UDIN : 26095938TMERZH7598

# DE NEERS TOOLS LIMITED

## CIN : L29309DL2021PLC384229

### CONSOLIDATED BALANCE SHEET AS AT 30TH SEPTEMBER 2026

(Amount in Lacs)

| PARTICULARS | NOTES | As at | |
|---|---|---|---|
| | | (Unaudited) | (Audited) |
| | | 30th September 2026 | 31st March 2026 |
| **EQUITY AND LIABILITIES** | | | |
| **Shareholder's Fund** | | | |
| Share Capital | | 1,121.66 | 1,860.64 |
| Surplus | | 13,342.03 | 7,669.51 |
| Money received against Share Warrants | | 595.25 | - |
| **Share Application Money Pending Allotment** | | - | - |
| Minority Interest | | 11.23 | 3.53 |
| **Non-Current Liabilities** | | | |
| Long Term Borrowings | | 6,017.15 | 3,254.47 |
| Other Non Current Liabilities | | 36.67 | 36.00 |
| **Current Liabilities** | | | |
| Short Term Borrowings | | 929.96 | 4,080.62 |
| Trade Payables | | | |
| - MSME | | 565.64 | 402.78 |
| - Others | | 2,332.36 | 2,050.30 |
| Other Current Liabilities | | 568.37 | 548.69 |
| Short Term Provisions | | 446.07 | 752.57 |
| **Total** | | **25,966.39** | **20,659.11** |
| **ASSETS** | | | |
| **Non-Current Assets** | | | |
| Property, Plant & Equipment and Intangible Assets | | | |
| Property, Plant & Equipment | | 339.55 | 190.85 |
| Capital WIP | | 24.08 | - |
| Deferred Tax Assets | | 96.35 | 94.70 |
| Other Non Current Assets | | 32.44 | 32.58 |
| **Current Assets** | | | |
| Inventories | | 14,659.42 | 13,948.39 |
| Trade Receivables | | 7,469.15 | 5,162.86 |
| Cash and Cash Equivalents | | 321.78 | 91.04 |
| Short Term Loan and Advances | | 3,011.72 | 1,020.77 |
| Other Current Assets | | 11.90 | 117.92 |
| **Total** | | **25,966.39** | **20,659.11** |

For De Neers Tools Limited

For DE NEERS TOOLS LTD.
Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
(Managing Director)
DIN : 08058134

# DE NEERS TOOLS LIMITED

## CIN : L29309DL2021PLC384229

### CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 30TH SEPTEMBER 2026

(Amount in Lacs)

| S.No. | Particulars | Half Year Ended on | | | Year ended on |
|---|---|---|---|---|---|
| | | 30.09.2026 (Unaudited) | 31.03.2026 (Audited) | 30.09.2025 (Unaudited) | 31.03.2026 (Audited) |
| | **Income** | | | | |
| I | Revenue from Operations | 10,937.94 | 10,568.38 | 7,234.39 | 17,802.77 |
| II | Other Income | 8.60 | (1.29) | 24.74 | 23.45 |
| III | Total Income (I+II) | 10,946.54 | 10,567.09 | 7,259.13 | 17,826.22 |
| IV | **Expenses** | | | | |
| | Purchases of Stock-In-Trade | 8,821.71 | 7,729.28 | 7,582.79 | 15,312.07 |
| | Changes in Inventories of Finished Goods, Work-In- Progress and Stock-In-Trade | (711.03) | (495.38) | (2,737.44) | (3,232.82) |
| | Employee Benefits Expenses | 262.00 | 315.30 | 254.74 | 570.04 |
| | Finance Costs | 263.02 | 280.27 | 217.67 | 497.94 |
| | Depreciation and Amortisation Expense | 29.19 | 38.22 | 37.70 | 75.92 |
| | Other Expenses | 616.96 | 609.16 | 670.93 | 1,280.09 |
| | Total Expenses | 9,281.85 | 8,476.85 | 6,026.39 | 14,503.24 |
| V | **Profit/(Loss) before Exceptional Items and Tax** | 1,664.69 | 2,090.24 | 1,232.74 | 3,322.98 |
| | Exceptional Items | - | - | | - |
| VI | **Profit/(Loss) before Tax** | 1,664.69 | 2,090.24 | 1,232.74 | 3,322.98 |
| VII | **Tax expense** | | | | |
| | Current Tax | 400.46 | 433.58 | 318.94 | 752.52 |
| | Deferred Tax | (1.64) | 7.36 | (3.29) | 4.07 |
| | Prior Period IT | - | - | 37.27 | 37.27 |
| VIII | **Profit/(Loss) for the year (VI-VII)** | 1,265.87 | 1,649.30 | 879.82 | 2,529.12 |
| | **Attributable to :** | | | | |
| | Owner of Parent | 1,265.28 | 1,644.33 | 879.27 | 2,523.60 |
| | Minority Interest | 0.59 | 4.97 | 0.55 | 5.52 |
| | **Earnings Per Share** | | | | |
| | Basic | 11.47 | 19.10 | 10.22 | 29.32 |
| | Diluted | 11.47 | 19.10 | 10.22 | 29.32 |

For De Neers Tools Limited




Neeraj Kumar Aggarwal
(Managing Director)
DIN : 08058134

**DE NEERS TOOLS LIMITED**
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**
**FOR THE HALF YEAR ENDED 30TH SEPTEMBER 2026**

**Notes**

1 The above said consolidated unaudited financial results were reviewed by the Audit Committee and then approved by the Board of Directors of De Neers Tools Limited at their respective meetings held on 13th Nov 2026.

2 The Statutory Auditors have carried out limited review of the unaudited results of the Group for the half year ended 30.09.2026.

3 The above said consolidated unaudited financial results is prepared in accordance with the requirement of Accounting Standards (AS) specified under section 133 of the Companies Act, 2013 read with rule 7 of the companies (Accounts) Rules, 2014. As per MCA notification dated 16th February, 2015 Companies whose Shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirement of adoption of IND-AS.

4 The Statement includes results for the half year ended 31 March, 2026 being balancing figures between the audited figures in respect of the full financial year ended on 31st March 2026 and the published year-to-date unaudited figures in respect of the half year ended 30th September, 2025.

5 Earnings per Share: earnings per share is calculated on the weighted average of the share capital received by the company. Half Yearly EPS is not annualised.

6 Previous year/period figures have been re-grouped / re-classified, re-arranged wherever considered necessary, to make them comparable with / conform to the current period's classification.

7 The company operates in only one segment which is trading of hand tools. Hence no separate business segment is required.

8 The below-mentioned subsidiaries have been consolidated in the said financial results:

(I) De Neers Tools Trading LLC (Dubai)

(II) DNSJV Private Limited – subsidiary incorporated during the period. However, the subsidiary has not commenced its business operations as at 30th September, 2026, and its financial information has been included in the preparation of the consolidated financial results.

9 There were no investor complaints received/pending as on 30th September, 2026 (no complaint was received during the half year ended 30th September, 2026, and none was pending at the end of the period).

10 The Company has increased its Authorised Share Capital during the period, with the approval of the Shareholders of the Company at its Extraordinary General Meeting, from Rs. 10,00,00,000 divided into 1,00,00,000 equity shares of Rs. 10/- each to Rs. 13,00,00,000 divided into 1,30,00,000 equity shares of Rs. 10/- each.

11 During the period, the Company has issued and allotted the equity shares and convertible warrants on a preferential basis, pursuant to the approval of the Shareholders at its Extraordinary General Meetings.

**For DE NEERS TOOLS LIMITED**




**Neeraj Kumar Aggarwal**
(Managing Director)
DIN: 08058134

# DE NEERS TOOLS LIMITED

## CIN : L29309DL2021PLC384229

### CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 30TH SEPTEMBER 2026

(Amount in Lacs)

| | PARTICULARS | As at | |
|---|---|---|---|
| | | (Unaudited) | (Audited) |
| | | 30th September 2026 | 31st March 2026 |
| A. | **CASH FLOW FROM OPERATING ACTIVITIES** | | |
| | NET PROFIT/ (LOSS) BEFORE TAX | **1,664.69** | **3,322.98** |
| | Adjustments for: | | |
| | Depreciation and Amortisation | 29.19 | 75.92 |
| | Finance Costs | 263.02 | 497.94 |
| | Interest Income | - | (2.77) |
| | Fxpc translation reserve | (23.55) | (80.38) |
| | **OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES** | **1,933.35** | **3,813.69** |
| | Adjustments for changes in working capital : | | |
| | - (Increase)/Decrease in Trade and Other Assets | (4,261.04) | (1,538.22) |
| | - (Increase)/Decrease in Inventories | (711.03) | (3,232.82) |
| | - Increase/(Decrease) in Trade and Other Liabilities | 465.27 | 157.81 |
| | **CASH GENERATED FROM OPERATIONS** | **(2,573.45)** | **(799.54)** |
| | - Taxes (Paid)/Received {Net of Withholding Taxes(TDS)} | (629.76) | (354.78) |
| | **NET CASH FROM OPERATING ACTIVITIES** | **(3,203.21)** | **(1,154.32)** |
| B. | **CASH FLOW FROM INVESTING ACTIVITIES** | | |
| | Purchases of Fixed Assets during the year | (16.88) | (7.50) |
| | Purchases of Land | (161.00) | |
| | Invest of CWIP | (24.08) | |
| | Maturity of Term Deposits | - | 95.72 |
| | Movement in other non current assets | (0.14) | 19.28 |
| | Interest Received (Revenue) | - | 2.77 |
| | | | - |
| | **NET CASH USED IN INVESTING ACTIVITIES** | **(202.10)** | **110.27** |
| C. | **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| | Proceeds from Issue of Share Capital | 261.02 | - |
| | Decrease in Share Capital | (1,000.00) | - |
| | Money received against Share Warrants | 595.25 | - |
| | Proceeds from Long-Term Borrowings | 2,762.69 | 1,105.42 |
| | Proceeds from Short-Term Borrowings | - | 519.20 |
| | Payments of Short-Term Borrowings | (3,150.66) | - |
| | Security Premium | 4,430.77 | - |
| | Dividend paid | - | (0.10) |
| | Finance Costs paid | (263.02) | (497.94) |
| | **NET CASH USED IN FINANCING ACTIVITIES** | **3,636.05** | **1,126.58** |
| | **NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES** | **230.74** | **82.53** |
| | CASH AND BANK BALANCES - OPENING | 91.04 | 8.51 |
| | CASH AND BANK BALANCES - CLOSING | 321.78 | 91.04 |
| | **NET INCREASE/(DECREASE) IN CASH AND BANK BALANCES** | **230.74** | **82.53** |

**NOTES:**

1 The above cash flow statement has been prepared under the "Indirect method" set out in the Accounting Standard- 3 on 'Cash Flow Statements'.

For De Neers Tools Limited

For DE NEERS TOOLS LTD.
Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
(Managing Director)
DIN : 08058134

DE NEERS®
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Date: 13th November, 2026

To,
**The Listing Department**
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

**NSE Symbol: DENEERS; ISIN: INE0JWV01011**

**Subject: Statement of Deviation or Variation in utilization of funds raised through Preferential Issue of Equity Shares and Convertible Warrants for the half year ended September 30, 2026.**

**Ref: Regulation 32(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/ Madam,

Pursuant to Regulation 32(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that there has been no deviation or variation in the utilisation of the proceeds raised through the preferential issues of Equity Shares and Convertible Warrants of the Company during the half year ended September 30, 2026, from the objects stated in the Explanatory Statements to the Notices of the Extra-Ordinary General Meetings held on April 20, 2026 and September 02, 2026.

The aforesaid statements were duly reviewed by the Audit Committee and taken on record by the Board of Directors at their respective meetings held on 13th, November, 2026. The relevant statements are enclosed herewith as under:

a) Annexure A – Statement of Deviation or Variation in utilisation of proceeds of the Preferential Issue approved by the members at the EGM held on April 20, 2026 (2,40,000 Equity Shares and 16,80,000 Convertible Warrants at Rs. 154/- each); and

b) Annexure B – Statement of Deviation or Variation in utilisation of proceeds of the Preferential Issue approved by the members at the EGM held on September 02, 2026 (16,00,200 Equity Shares and 4,99,800 Convertible Warrants at Rs. 196/- each).

Further, we are also enclosing the certificate on utilisation of the issue proceeds issued by the Statutory Auditors of the Company, for your reference and records.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

**For De Neers Tools Limited**

For DE NEERS TOOLS LTD.
Neeraj Aggarwal
Director

**Neeraj Kumar Aggarwal**
Managing Director
DIN: 08058134
Place: Delhi
Encl.: As above



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**Annexure – A**

**STATEMENT OF DEVIATION OR VARIATION FOR PROCEEDS OF PREFERENTIAL ISSUE**

**(Preferential Issue approved by the Members at the EGM held on April 20, 2026)**

| | |
|---|---|
| **Name of listed entity** | De Neers Tools Limited |
| **Mode of Fund Raising** | Preferential Issue |
| **Description of mode of fund raising** | Preferential allotment of (i) 2,40,000 Equity Shares and (ii) 16,80,000 Convertible Warrants, each at an issue price of Rs. 154/- (face value Rs. 10/- + premium Rs. 144/-).<br>NSE in-principle approval dated April 24, 2026. |
| **Date of Raising Funds** | (i) May 04, 2026 – Allotment of 2,40,000 Equity Shares (100% consideration received);<br>(ii) May 04, 2026 – Allotment of 16,80,000 Convertible Warrants (25% upfront received);<br>(iii) July 23, 2026 – Allotment of 7,70,000 Equity Shares on conversion of Warrants (balance 75% received). |
| **Amount Raised** | Total Issue Size: Rs. 2,956.80 Lakhs<br>**Amount received till September 30, 2026: Rs. 1,905.75 Lakhs**<br>(Rs. 369.60 Lakhs on Equity Shares + Rs. 646.80 Lakhs being 25% on Warrants + Rs. 889.35 Lakhs being 75% on conversion of 7,70,000 Warrants)<br>Balance receivable on conversion of 9,10,000 outstanding Warrants: Rs. 1,051.05 Lakhs |
| **Report filed for half year ended** | September 30, 2026 |
| **Monitoring Agency** | Not Applicable |
| **Monitoring Agency Name, if applicable** | Not Applicable |
| **Is there a Deviation / Variation in use of funds raised** | No |
| **If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders** | Not Applicable |
| **If yes, Date of shareholder approval** | Not Applicable |
| **Explanation for the Deviation / Variation** | Not Applicable |
| **Comments of the Audit Committee after review** | The Audit Committee has reviewed the utilisation and noted that there is no deviation/ variation. |
| **Comments of the auditors, if any** | No Comments |



**Objects for which funds have been raised and where there has been a deviation, in the following table:**

*(Rs. in Lakhs)*

| Original Object | Modified Object, if any | Original Allocation | Modified allocation, if any | Funds Utilised up to Sept. 30, 2026 | Amount of Deviation/ Variation for the half year according to applicable object | Remarks, if any |
|---|---|---|---|---|---|---|
| To meet the additional working capital requirements of the Company | Not Applicable | 1647.89 | - | 1647.89 | Nil | - |
| General corporate purposes | Not Applicable | 257.86 | - | 257.86 | Nil | - |
| **Total** | | **1905.75** | **-** | **1905.75** | **Nil** | **-** |

**Notes:**

1. Original allocation assumes 100% conversion of 16,80,000 Warrants within 18 months from the date of their allotment. The Company has received Rs. 1,905.75 Lakhs till September 30, 2026.
2. The unutilised proceeds is Nil.

**Deviation or variation could mean:**

(a) Deviation in the objects or purposes for which the funds have been raised; or
(b) Deviation in the amount of funds actually utilized as against what was originally disclosed; or
(c) Change in terms of a contract referred to in the fund-raising document i.e. prospectus, letter of offer, etc.

**For De Neers Tools Limited**

For DE NEERS TOOLS LTD.
Director

**Neeraj Kumar Aggarwal**
Managing Director
DIN: 08058134
Date: 13th November, 2026
Place: Delhi



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**Annexure – B**

**STATEMENT OF DEVIATION OR VARIATION FOR PROCEEDS OF PREFERENTIAL ISSUE**

**(Preferential Issue approved by the Members at the EGM held on September 02, 2026)**

| | |
|---|---|
| **Name of listed entity** | De Neers Tools Limited |
| **Mode of Fund Raising** | Preferential Issue |
| **Description of mode of fund raising** | Preferential allotment of (i) 16,00,200 Equity Shares and (ii) 4,99,800 Convertible Warrants, each at an issue price of Rs. 196/- (face value Rs. 10/- + premium Rs. 186/-).<br>NSE in-principle approval dated August 27, 2026. |
| **Date of Raising Funds** | September 12, 2026 – Allotment of 16,00,200 Equity Shares (100% consideration received) and 4,99,800 Convertible Warrants (25% upfront received). |
| **Amount Raised** | Total Issue Size: Rs. 4,116.00 Lakhs<br>**Amount received till September 30, 2026: Rs. 3,381.29 Lakhs**<br>(Rs. 3,136.39 Lakhs on Equity Shares + Rs. 244.90 Lakhs being 25% on Warrants)<br>Balance receivable on conversion of 4,99,800 Warrants: Rs. 734.71 Lakhs |
| **Report filed for half year ended** | September 30, 2026 |
| **Monitoring Agency** | Not Applicable |
| **Monitoring Agency Name, if applicable** | Not Applicable |
| **Is there a Deviation / Variation in use of funds raised** | No |
| **If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders** | Not Applicable |
| **If yes, Date of shareholder approval** | Not Applicable |
| **Explanation for the Deviation / Variation** | Not Applicable |
| **Comments of the Audit Committee after review** | The Audit Committee has reviewed the utilisation and noted that there is no deviation/ variation. |
| **Comments of the auditors, if any** | No Comments |



**Objects for which funds have been raised and where there has been a deviation, in the following table:**

*(Rs. in Lakhs)*

| Original Object | Modified Object, if any | Original Allocation | Modified allocation, if any | Funds Utilised up to Sept. 30, 2026 | Amount of Deviation/ Variation for the half year according to applicable object | Remarks, if any |
|---|---|---|---|---|---|---|
| Additional working capital requirements of the Company | Not Applicable | 1881.29 | - | 1881.29 | Nil | - |
| Investment in subsidiary – DNSJV Private Limited for capital expenditure on new manufacturing facility | Not Applicable | 600 | - | 600 | Nil | - |
| General corporate purposes | Not Applicable | 900 | - | 900 | Nil | - |
| **Total** | | **3381.29** | | **3381.29** | **Nil** | |

**Notes:**

1. Original allocation assumes 100% conversion of 4,99,800 Warrants within 18 months from the date of their allotment. The Company has received Rs. 3,381.29 Lakhs till September 30, 2026.
2. The unutilised proceeds is Nil as on September 30, 2026.

**Deviation or variation could mean:**

(a) Deviation in the objects or purposes for which the funds have been raised; or
(b) Deviation in the amount of funds actually utilized as against what was originally disclosed; or
(c) Change in terms of a contract referred to in the fund-raising document i.e. prospectus, letter of offer, etc.

**For De Neers Tools Limited**

For DE NEERS TOOLS LTD.
Neeraj Aggarwal
Director

**Neeraj Kumar Aggarwal**
Managing Director
DIN: 08058134
Date: 13th November, 2026
Place: Delhi

**Annexure – C**

**CERTIFICATE ON UTILISATION OF FUNDS RAISED THROUGH PREFERENTIAL ISSUES**

To,
The Audit Committee/ Board of Directors
**De Neers Tools Limited**
Plot No. 468, Ground Floor,
Industrial Area Patparganj, Delhi – 110 092

**Sub: Certificate on utilisation of funds raised through Preferential Issues of Equity Shares and Convertible Warrants of De Neers Tools Limited ("the Company") for the half year ended September 30, 2026.**
**Ref: Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

On the basis of the books of account, bank statements and other documents and explanations provided to us by the management, we hereby certify that De Neers Tools Limited (CIN: L29309DL2021PLC384229), having its registered office at Plot No. 468, Ground Floor, Industrial Area Patparganj, Delhi – 110 092, has utilised the proceeds of its preferential issues as on September 30, 2026 as under:

**A. Preferential Issue approved at the EGM held on April 20, 2026**

*(Rs. in Lakhs)*

| **Particulars** | **No. of Securities** | **Price per Security (Rs.)** | **Amount Received till Sept. 30, 2026** |
|---|---|---|---|
| Equity Shares (allotted on May 04, 2026) | 2,40,000 | 154.00 | 369.60 |
| Convertible Warrants – 25% upfront (allotted on May 04, 2026) | 16,80,000 | 38.50 | 646.80 |
| Conversion of Warrants – balance 75% (allotted on July 23, 2026) | 7,70,000 | 115.50 | 889.35 |
| **Total Amount Received** | | | **1,905.75** |

| **Sr. No.** | **Object as stated in the EGM Notice** | **Amount proposed to be utilised** | **Actual Amount Utilised** | **Unutilised Amount** |
|---|---|---|---|---|
| 1. | To meet the additional working capital requirements of the Company | 1647.89 | 1647.89 | - |
| 2. | General corporate purposes | 257.86 | 257.86 | - |
| | **Total** | **1905.75** | **1905.75** | **-** |

**Notes:**

1. Original allocation assumes 100% conversion of 16,80,000 Warrants within 18 months from the date of their allotment. The Company has received Rs. 1,905.75 Lakhs till September 30, 2026.
2. The unutilised proceeds is Nil.



**B. Preferential Issue approved at the EGM held on September 02, 2026**

*(Rs. in Lakhs)*

| Particulars | No. of Securities | Price per Security (Rs.) | Amount Received till Sept. 30, 2026 |
|---|---|---|---|
| Equity Shares (allotted on September 12, 2026) | 16,00,200 | 196.00 | 3,136.39 |
| Convertible Warrants – 25% upfront (allotted on September 12, 2026) | 4,99,800 | 49.00 | 244.90 |
| **Total Amount Received** | | | **3,381.29** |

| Sr. No. | Object as stated in the EGM Notice | Amount proposed to be utilised | Actual Amount Utilised | Unutilised Amount |
|---|---|---|---|---|
| 1. | Additional working capital requirements of the Company | 1881.29 | 1881.29 | - |
| 2. | Investment in subsidiary – DNSJV Private Limited for capital expenditure | 600 | 600 | - |
| 3. | General corporate purposes | 900 | 900 | - |
| | **Total** | **3381.29** | **3381.29** | - |

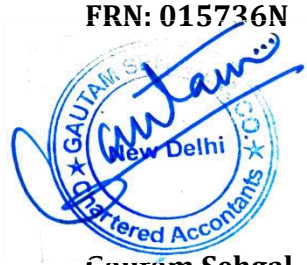
**Notes:**

1. Original allocation assumes 100% conversion of 4,99,800 Warrants within 18 months from the date of their allotment. The Company has received Rs. 3,381.29 Lakhs till September 30, 2026.
2. The unutilised proceeds is Nil as on September 30, 2026.

We further confirm that there has been no deviation/ variation in the utilisation of the above proceeds from the objects stated in the respective Explanatory Statements to the Notices of the Extra-Ordinary General Meetings of the Company.

This certificate is issued at the request of the Company for the purpose of submission to the National Stock Exchange of India Limited and may not be suitable for any other purpose.

**For Gautam Sehgal & Co.**
**Chartered Accountants**
**FRN: 015736N**




**Gautam Sehgal**
**Partner**
M. No.: 095938

UDIN : 26095938PZNUWC4554
Place: New Delhi
Date: 13 November, 2026