

Date: March 21, 2026

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

[NSE SYMBOL: DENEERS; ISIN: INE0JWV01011]

Sub: Outcome of Board Meeting - Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to provision of Regulation 30 and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company in its meeting held today, on **March 21, 2026**, which commenced at 4:00 P.M. and concluded at 6:15 P.M., inter-alia, has considered and approved the followings:

- A. Subject to the approval of the members and other authorities concerned, to issue upto 2,40,000 Equity Shares of Rs. 10/- each (hereinafter referred to as "Equity Shares"), at an issue price of Rs. 154/- per equity share of the face value of Rs. 10/- each (including a premium of Rs. 144/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, and 16,80,000 warrants (hereinafter referred to as "Convertible Warrant"), at an exercise price of Rs. 154/- per underlying equity share of the face value of Rs. 10/- each (including a premium of Rs. 144/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the following proposed allottee(s) (hereinafter referred to as "Proposed Allottees"):

S. No.	Name of the Proposed Allottees	Category (Promoter/ Public)	Number of Equity Shares	Number of Convertible Warrants
1.	Neeraj Kumar Aggarwal	Promoter	-	7,70,000
2.	Shilpy Aggarwal	Promoter	-	9,10,000
3.	Sunil Kapoor HUF	Public	2,40,000	-
Total			2,40,000	16,80,000

As per the SEBI circular and Regulation 30 of the SEBI (LODR) Regulations, 2015, read with the relevant circular issued by SEBI, the requisite information is annexed hereto as **Annexure-A**.



- B. Subject to the approval of the members, to approve a change in the Articles of Association of the Company to incorporate the provisions relating to the preferential issue of securities in the Articles of Association.
- C. Subject to the approval of the members, to increase the authorized share capital of the Company from Rs. 30.00 crores (1,00,00,000 Equity Shares of Rs. 10/- each and 20,00,000 Preference Shares of Rs. 100/- each) to Rs. 31.00 crores (1,10,00,000 Equity Shares of Rs. 10/- each and 20,00,000 Preference Shares of Rs. 100/- each).
- D. The Board of Directors of the Company has approved the Notice Convening Extra-Ordinary General Meeting of the Company to be held on Monday, April 20, 2026, through Video Conferencing ("VC") or Other Audio Video Means ("OAVM").
- E. Appointment of Ms. Ashita Kaul, of Ashita Kaul & Associates, Company Secretaries (CP No. 6529), Practising Company Secretaries, as the Scrutinizer for the Extraordinary General Meeting.
- F. Cut-off date for determining the eligibility to vote by electronic means for the purpose of Extraordinary General Meeting shall be Monday, April 13, 2026 and below are details of commencement and end date, including time of E-voting period:

E-Voting Start Date: Thursday, 16th April, 2026 at 9.00 A.M. (IST)

E-voting End Date: Sunday, 19th April, 2026 at 5.00 P.M. (IST)

- G. On the recommendation of the Nomination and Remuneration Committee, considered and approved the appointment of Ms. Savita Mahajan (DIN: 11383535) as an Additional (Non-Executive Independent) Director of the Company for a period of five years w.e.f. 9th February, 2026, subject to the approval by the members.

The detailed disclosure as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular, is enclosed as **Annexure-B**.

- H. Approved the reconstitution of the following Committees of the Board of Directors.

Audit Committee:

Name of Director	Position	Category
Ms. Arti Arora	Chairperson	Independent & Non-Executive
Mr. Dhikash	Member	Independent & Non-Executive
Ms. Savita Mahajan	Member	Independent & Non-Executive



Nomination and Remuneration Committee:

Name of Director	Position	Category
Ms. Arti Arora	Chairperson	Independent & Non-Executive
Mr. Dhikash	Member	Independent & Non-Executive
Ms. Savita Mahajan	Member	Independent & Non-Executive

Stakeholder's Relationship Committee:

Name of Director	Position	Category
Ms. Aarti Arora	Chairperson	Independent & Non-Executive
Mr. Dhikash	Member	Independent & Non-Executive
Ms. Savita Mahajan	Member	Independent & Non-Executive

The EGM notice and other relevant documents shall be submitted in due course.

This is for your information and record.

For **De Neers Tools Limited**

For DE NEERS TOOLS LTD.



Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
Managing Director
DIN: 08058134



ANNEXURE-A

DISCLOSURE AS PER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, READ WITH SEBI CIRCULAR NO. CIR/CFD/CMD/4/2015 DATED SEPTEMBER 9, 2015

Sr. No.	Particulars	Detail	Detail
1.	Type of securities proposed to be issued	Equity Shares	Warrants, Convertible into equal number of equity share
2.	Type of Issuance	Preferential issue to persons belongs to non-promoter public category	Preferential issue to persons belongs to promoter category
3.	Total Number of Securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 2,40,000 Equity Shares of Rs. 10/- each, at an issue price of Rs. 154/- per equity share of the face value of Rs. 10/- each (including a premium of Rs. 144/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018.	Upto 16,80,000 warrants, at an exercise price of Rs. 154/- per underlying equity share of the face value of Rs. 10 each (including a premium of Rs. 144/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018
4.	Name of the Investors	As per the aforesaid list provided in the outcome of Board Meeting	As per the aforesaid list provided in the outcome of Board Meeting
5.	Post-allotment of securities: Outcome of the subscription Issue Price/ Allotted Price (in case of convertible) No. of investors	Not Applicable	Not Applicable
6.	In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.	Not Applicable	Warrant shall be convertible into equal number equity shares within a maximum tenure of eighteen (18) months from the date of allotment of the warrants. As per SEBI (ICDR) Regulations, 2018, 25% of the total issue price shall be payable up-front and the balance 75% shall be paid before the exercise of option to convert the warrants into

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			equity shares. In case the balance payment is not received with the maximum tenure of the warrants; the amount paid on the warrants shall get lapsed.
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DE NEERS TOOLS LIMITED

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Chawri Bazar, Delhi - 110 006

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Website : www.deneerstools.com

CIN NO. : U29309DL2021PLC384229

GSTIN : 07AAICD6402G1ZV



ANNEXURE-B

DISCLOSURE OF INFORMATION PURSUANT TO REGULATION 30 READ WITH SCHEDULE III OF THE SEBI (LODR) REGULATIONS 2015 AND SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED 11TH NOVEMBER, 2024 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/CFD-POD-2/CIR/P/2024/185 DATED DECEMBER 31, 2024.

Sr. No.	Details of Events that need to be provided	Information of such events
1.	Reason for change viz. appointment, resignation, Cessation, removal, death or otherwise	Appointment as Additional (Non-Executive Independent) Director
2.	Date of appointment resignation, Cessation, removal, death or otherwise	Appointed for a period of five years w.e.f. 21 st March, 2026, subject to the approval of the members of the company.
3.	Brief Profile (in case of appointment)	She holds a Bachelor's degree in Political Science (Hons.) from Kalindi College, University of Delhi, and a certification in Textile Designing from Janki Devi Memorial College. She has also completed a Java programming course from NIIT. Her academic background spans social sciences, design, and technology, providing a balanced perspective on governance and stakeholder matters.
4.	Disclosure of relationships between directors (in case of appointment of directors)	Nil.
5.	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange Circular dated June 20, 2018 (Affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI order or any other authority.	She is not debarred from accessing capital markets and/or restrained from holding the office of director by virtue of any order of the SEBI or any other such authority.
6.	Affirmation that the Director being appointed is not disqualified from holding the office of director pursuant to provisions of Section 164 of the Companies Act, 2013.	She is not disqualified from holding the office of director pursuant to the provisions of Section 164 of the Companies Act, 2013.

