

Date: 27 September 2023

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 2nd Annual General Meeting ("AGM") of De Neers Tools Limited ("the Company") held on 26th September 2023

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 Regulations; and
2. Report of Scrutinizer dated September 27, 2023, 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

Neeraj Kumar Aggarwal
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Neeraj Kumar Aggarwal
Date: 2023.09.27
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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	26-SEP-2023
Total number of shareholders on record date	545
No. of shareholders present through Video Conferencing	
Promoters and Promoter Group:	5
Public:	6

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Aggarwal

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Agenda-wise disclosure:

Resolution required: (Ordinary)	To receive, consider and adopt the Audited Financial Statements of the company for the Financial Year ended on March 31st 2023 and the reports of the Board of Directors and Auditors thereon.
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	57,69,000	100.00	57,69,000	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		57,69,000	100.00	57,69,000	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	2,85,300	10.00	2,84,100	1200	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,85,300	10.00	2,84,100	1200	100	0
Total		86,06,400	60,54,300	70.00	60,53,100	1200	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:

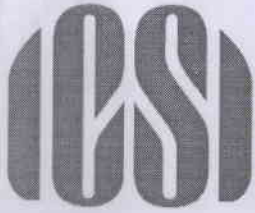
Resolution required: (Ordinary)	To appoint a Director in place of Mr. Kanav Gupta (DIN: 06802701), who retires by rotation, and being eligible, offers himself for re-appointment
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes

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	42,30,600	73.00	42,30,600	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		42,30,600	73.00	42,30,600	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	2,85,300	10.00	2,84,100	1200	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2,85,300	10.00	2,84,100	1200	100	0
Total		86,06,400	45,15,900	52.00	45,14,700	1200	100	0

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

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PRACHI A. & ASSOCIATES

PRACTICING COMPANY SECRETARIES

New Delhi | Ghaziabad | Noida

CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND ELECTRONIC VOTING AT THE 2ND 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 - 110 092

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the second Annual General Meeting of De Neers Tools Limited held on Tuesday, September 26, 2023, at 12:00 PM through Video Conferencing ("VC")/ other audio visual means ("OAVM")

I, Prachi Aggarwal, of Prachi A & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer by the Board of Director of De Neers Tools Limited pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process and e-voting during the AGM in respect of the below-mentioned resolutions proposed at the second Annual General Meeting ("AGM") of De Neers Tools Limited on Tuesday, September 26, 2023, at 12:00 PM through Video Conferencing ("VC")/ other audio visual means ("OAVM").

The notice dated 4th September 2023, convening the AGM, as confirmed by the company in respect of the below-mentioned resolutions passed at the AGM of the company along with Annual Report 2022-2023 was sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, in compliance with the MCA circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023, unless any Member has

requested for a physical copy of the same.

The notice and Annual Report 2022-23 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 <https://www.evotingindia.com>.

The company has availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Friday, September 22, 2023 (9:00 AM) and ended on Monday, September 25, 2023 (5:00 PM) and the CDSL e-voting platform was disabled thereafter.

The company has also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The shareholders of the company holding shares as on the "cut-off" date of Wednesday, September 20, 2023 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under the remote e-voting facility prior to the AGM were unblocked and counted.

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 management of the company is responsible for ensuring compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the company for the Financial Year ended on March 31st 2023 and the reports of the Board of Directors and Auditors thereon.

(i) Voted in **favour** of the resolution:

Number of members who voted	Number of valid votes cast by them	Percentage of total number of valid votes cast
11	60,53,100	99.98

(ii) Voted **against** the resolution:

Number of members who voted	Number of votes cast by them	Percentage of total number of valid votes cast
1	1,200	0.02

(iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Kanav Gupta (DIN: 06802701), who retires by rotation, and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the resolution:

Number of members who voted	Number of valid votes cast by them	of total number of valid votes cast
10	45,14,700	99.97

(ii) Voted **against** the resolution:

Number of members who voted	Number of valid votes cast by them	of total number of valid votes cast
1	1,200	0.03

(iii) **Invalid** Votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours Faithfully,

PRACHI
AGARWAL
Prachi Aggarwal

Digitally signed by
PRACHI AGARWAL
Date: 2023.09.27
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For and on behalf of
Prachi A & Associates

(P/R No. 3125/2023)

ACS: 66632 & CP. No: 25579

47/A, Luxmi Vihar, Basant Road,
Ghaziabad, UP 201001

UDIN: A066632E001094661

Place: Ghaziabad

Date: 27th September, 2023

Acknowledge receipt of the same
For De Neers Tools Limited



Neeraj Kumar Aggarwal
Neeraj Kumar Aggarwal
DIN: 08058134

Chairperson & Managing Director