

Date: September 29, 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 Summary of Proceedings / Outcome of the 5th Annual General Meeting (AGM) of De Neers Tools Limited held on Tuesday, September 29, 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**"), we are hereby submitting the Summary of Proceedings of the 5th Annual General Meeting ("**AGM**") of the Members of De Neers Tools Limited ("**the Company**"), held on Tuesday, September 29, 2026 at 11:00 A.M. (IST) through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**"). The Meeting commenced at 11:00 A.M. (IST) and concluded at 11:35 AM (IST).

The voting results of the AGM, along with the Scrutinizer's Report, pursuant to Regulation 44(3) of the SEBI LODR Regulations, shall be submitted separately within two working days of the conclusion of the AGM.

The disclosures required under Regulation 30 of the SEBI LODR Regulations read with the relevant SEBI Circulars, in respect of the alteration of the Objects Clause of the Memorandum of Association, the re-appointment of Directors, and the variation in the terms of the existing Preference Shares, are provided in **Annexures A to C** annexed hereto.

The above information is also being made available on the website of the Company at www.deneerstools.com.

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
Chairperson & 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@deneerstools.com

Website : www.deneerstools.com

CIN NO. : U29309DL2021PLC384229

GSTIN : 07AAICD6402G1ZV

SUMMARY OF PROCEEDINGS OF THE 5TH ANNUAL GENERAL MEETING OF DE NEERS TOOLS LIMITED HELD ON TUESDAY, SEPTEMBER 29, 2026

The 5th Annual General Meeting ("AGM") of the Members of De Neers Tools Limited ("the Company") was held on Tuesday, September 29, 2026 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 ("the Act"), the SEBI LODR Regulations and the Circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").

Mr. Neeraj Kumar Aggarwal, Chairperson & Managing Director, took the Chair and presided over the Meeting. The Chairperson welcomed the Members and, the requisite quorum being present through VC/OAVM as required under Section 103 of the Act, declared the Meeting duly constituted and called it to order.

The following Directors, Key Managerial Personnel and other invitees were present at the AGM:

S. No.	Name	Designation
1.	Mr. Neeraj Kumar Aggarwal	Chairperson & Managing Director
2.	Mrs. Shilpy Aggarwal	Whole-time Director
3.	Ms. Riya Aggarwal	Whole-time Director
4.	Ms. Aarti Arora	Independent & Non-Executive Director; Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee
5.	Mr. Dhikash	Independent & Non-Executive Director
6.	Ms. Savita Mahajan	Independent & Non-Executive Director
7.	Mr. Santosh Kumar Mishra	Chief Financial Officer
8.	Ms. Bhagyashree Periwal	Company Secretary & Compliance Officer
9.	Mr. Gautam Sehgal	Statutory Auditors
10.	Mr. Shashank Kumar	Secretarial Auditor
11.	Mr. Sachin	Internal Auditors
12.	Ms. Ashita Kaul	Scrutinizer

The Chairperson informed the Members that the proceedings of the Meeting were being recorded, that the facility for appointment of proxies was not available since the Meeting was being held through VC/OAVM, and that body corporate Members were entitled to appoint authorised representatives under Section 113 of the Act. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, were made available for inspection by the Members electronically during the Meeting.

With the consent of the Members present, the Notice dated September 05, 2026 convening the AGM, along with the Annual Report for the financial year 2025-26, which had been sent electronically to the Members, was taken as read. The Members were informed that the Statutory Auditors' Reports on the standalone and consolidated financial statements and the Secretarial Audit Report for the financial year ended March 31, 2026 did not contain any qualification, reservation, adverse remark or disclaimer, and accordingly, in terms of Section 145 of the Act and Secretarial Standard-2, were not required to be read at the Meeting.

Chairperson's Address: The Chairperson addressed the Members and apprised them of the performance of the Company during the financial year 2025-26. He also highlighted the expansion of the dealer network to over 350 partners, the first full year of operations of the Dubai subsidiary, DENEERS TOOLS TRADING LLC, the Joint Venture, DNSJV Private Limited, for manufacturing of tools, bits, sockets and allied products, the Company's plans in respect of VDE-certified insulated tools for EV applications, the capital raised through preferential issues during the current year, and the Company's Vision 2030.

Thereafter, the Chairperson took up the following items of business as set out in the Notice of the AGM:

Item No.	Details of Agenda	Type of Resolution
	ORDINARY BUSINESS	
1.	To receive, consider and adopt (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon	Ordinary
2.	To appoint a Director in place of Mrs. Shilpy Aggarwal (DIN: 08058135), who retires by rotation and, being eligible, offers herself for re-appointment	Ordinary
	SPECIAL BUSINESS	
3.	Alteration of the Objects Clause of the Memorandum of Association of the Company	Special
4.	Approval for increase in remuneration of Ms. Riya Aggarwal (DIN: 09158220), Whole-time Director	Special
5.	Approval for re-appointment of Mr. Neeraj Kumar Aggarwal (DIN: 08058134) as Managing Director and increase in his remuneration	Special
6.	Approval for re-appointment of Mrs. Shilpy Aggarwal (DIN: 08058135) as Whole-time Director and increase in her remuneration	Special
7.	Approval for variation of terms and redemption of 10,00,000 0.01% Non-Convertible Redeemable Cumulative Preference Shares	Special
8.	Approval for granting loan(s), giving guarantee(s)/providing security(ies) and making investment(s) in DNSJV Private Limited under Sections 185 and 186 of the Act	Special
9.	Approval of related party transaction(s) with DNSJV Private Limited under Section 188 of the Act	Ordinary

The Members who had registered themselves as speaker shareholders, were given the opportunity to speak and seek clarifications. The Members raised queries, inter alia, on the drivers of the financial performance and improvement in margins, the business prospects of DNSJV Private Limited, and the new product areas proposed to be entered into by the Company, including insulated tools for EV applications. The Chairperson responded to the queries raised by the Members.

E-voting: The Members were informed that the Company had provided the facility of remote e-voting through Bigshare Services Private Limited, which commenced at 9:00 A.M. (IST) on Friday, September 25, 2026 and ended at 5:00 P.M. (IST) on Monday, September 28, 2026, to the Members holding shares as on the cut-off date, i.e. Wednesday, September 23, 2026. The Members present at the AGM who had not cast their votes through remote e-voting were provided the facility to vote through e-voting during the AGM, and the e-voting window was kept





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open for 15 minutes after the conclusion of the Meeting. Ms. Ashita Kaul of M/s Ashita Kaul & Associates, Company Secretaries, was appointed as the Scrutinizer to scrutinise the e-voting process in a fair and transparent manner.

The Chairperson informed the Members that the consolidated results of the remote e-voting and the e-voting at the AGM, along with the Scrutinizer's Report, shall be declared within two working days of the conclusion of the AGM and shall be placed on the website of the Company at www.deneerstools.com and on the website of Bigshare Services Private Limited at www.ivote.bigshareonline.com, and shall be submitted to the National Stock Exchange of India Limited. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the date of the AGM.

All the items of business as set out in the Notice of the AGM were duly transacted. The Meeting concluded at with a vote of thanks to the Members, Directors, Auditors and all others present.

This is for your information and records.

Thanking you,

Yours faithfully,

For **De Neers Tools Limited**

For **DE NEERS TOOLS LTD.**

Director

Neeraj Kumar Aggarwal

Chairperson & Managing Director

DIN: 08058134



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ANNEXURE A

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

Item No. 3 – Alteration of the Objects Clause of the Memorandum of Association

Particulars	Details
Nature of Event	Alteration of the Objects Clause (Clause III(A)) of the Memorandum of Association ("MoA") of the Company.
Details of the Amendment	New sub-clauses 4 to 8 have been inserted in Clause III(A) of the MoA, immediately after the existing objects, enabling the Company to: (i) trade in, deal in and manufacture all kinds of hand tools, power tools, machine tools, industrial, precision, measuring, cutting, insulated, VDE and other tools, machinery, equipment, spare parts, hardware and engineering goods; (ii) manufacture, process, fabricate, repair, calibrate, test, brand, market, import, export and otherwise deal in such products and their parts, components and consumables; (iii) trade in and deal in ferrous and non-ferrous metals, metal scrap, alloys and other raw materials, semi-finished and finished products used for tools, hardware, machinery and engineering goods; (iv) manufacture and deal in abrasives, cutting and grinding consumables, welding and industrial consumables, safety products, PPE and workshop and material handling equipment; and (v) establish and operate branches, warehouses, depots, distribution and service centres, workshops, testing and calibration facilities, manufacturing units and e-commerce platforms in India or abroad.
Reason / Purpose	To enable the Company to expand and diversify the scope of its business activities in line with its future growth plans.
Applicable Law	Sections 4 and 13 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014.
Type of Resolution	Special Resolution.
Effective Date	Upon registration of the alteration by the Registrar of Companies, NCT of Delhi & Haryana, pursuant to the filing of the requisite e-form, in terms of Section 13 of the Companies Act, 2013.

ANNEXURE B

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

Item Nos. 2, 5 and 6 – Re-appointment of Directors

Particulars	Mr. Neeraj Kumar Aggarwal	Mrs. Shilpy Aggarwal
DIN	08058134	08058135
Reason for change	Re-appointment as Managing Director for a further period of 5 (five) years, along with revision in remuneration.	(i) Re-appointment as a Director liable to retire by rotation; and (ii) re-appointment as Whole-time Director for a further period of 5 (five) years, along with revision in remuneration.
Date of re-appointment term	Re-appointed for a term of 5 (five) years with effect from July 28, 2026 up to July 27, 2031, as approved by the Members.	Re-appointed as Whole-time Director for a term of 5 (five) years with effect from July 28, 2026 up to July 27, 2031, liable to retire by rotation.
Brief profile	Graduate from Delhi University, with more than 15 years of experience in the business of the Company.	Graduate, with expertise in the Marketing and Human Resources domain.
Disclosure of relationships between Directors	Husband of Mrs. Shilpy Aggarwal, Whole-time Director, and father of Ms. Riya Aggarwal, Whole-time Director.	Wife of Mr. Neeraj Kumar Aggarwal, Managing Director, and mother of Ms. Riya Aggarwal, Whole-time Director.
Shareholding in the Company	22,00,700 Equity Shares	13,29,900 Equity Shares
Information as required under NSE Circular No. NSE/CML/2018/24 dated June 20, 2018	Mr. Neeraj Kumar Aggarwal is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.	Mrs. Shilpy Aggarwal is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.