

Date: 30th September 2025

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 4th Annual General Meeting ("AGM") of De Neers Tools Limited ("the Company") held on 29th September 2025

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 September 30th 2025, 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

For DE NEERS TOOLS LTD.

Neeraj Aggarwal
Director

Neeraj Kumar Aggarwal
Managing Director
DIN: 08058134

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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	29-SEP-2025
Total number of shareholders on record date	1235
Record Date (Cut-off date)	23.09.2025
No. of shareholders present through Video Conferencing	
Promoters and Promoter Group:	4
Public:	13

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				1. (a) To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon. (b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the Report of the Auditors thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4091400	3145200	76.8734	3145200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4091400	3145200	76.8734	3145200	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	4515000	291900	6.4651	291300	600	99.7945	0.2055
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4515000	291900	6.4651	291300	600	99.7945	0.2055
Total		8606400	3437100	39.9366	3436500	600	99.9825	0.0175
Whether resolution is Pass or Not.							Yes	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Kanav Gupta (DIN: 06802701), who retires by rotation, and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4091400	3145200	76.8734	3145200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4091400	3145200	76.8734	3145200	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	4515000	291900	6.4651	253500	38400	86.8448	13.1552
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4515000	291900	6.4651	253500	38400	86.8448	13.1552
Total		8606400	3437100	39.9366	3398700	38400	98.8828	1.1172
Whether resolution is Pass or Not.							Yes	

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CONSOLIDATED REPORT OF SCRUTINIZER ON REMOTE E-VOTING AND ELECTRONIC VOTING AT THE 4th 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 for the Fourth Annual General Meeting of De Neers Tools Limited held on Monday, September 29, 2025 at 10:00 A.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 Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) ('Rule') read with General Circular No. 14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 05, 2020; 02/2021 dated January 13, 03/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, and any amendment modification thereof and read with the Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/ CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/ CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/ CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/ HOI/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other applicable circulars issued in this regard by SEBI (collectively referred to as "SEBI Circulars"), & 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 and other applicable laws and regulations including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and 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, 29th September, 2025 at 10:00 A.M. through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), in a fair and transparent manner.



The notice dated 05th September, 2025, 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 for the financial year ended 31st March 2025 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 the Company's RTA, i.e. Bigshare Services Pvt. Ltd. (Bigshare) at www.ivote.bigshareonline.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 Bigshare to provide for both 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 25, 2025, at 09.00 a.m. to Sunday, September 28, 2025, till 5:00 p.m. The voting rights of Shareholders were considered in proportion to the Shares held by them in De Neers Tools Limited as on the cut-off date, i.e. Tuesday, September 23, 2025.

As informed by the Company, shareholders who were present at the AGM through VC / OAVM and did not exercise 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 a 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 23, 2025, were entitled to vote on the Resolutions (Item Nos. 1 and 2), as set out in the Notice of the 04th Annual General Meeting.

After the 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 the AGM were unblocked and downloaded from the e-voting website of Bigshare.

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 Bigshare e-voting system. The results of voting through remote e-voting and e-voting are as under:



ORDINARY BUSINESS:

Item No. 01:

(a) To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

(b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the Report of the Auditors thereon.

(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
14	34,36,500	99.98%

(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
1	600	0.02%

(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 the requisite majority.



Item No. 02:

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 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
12	33,98,700	98.88%

(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
3	38,400	1.12%

(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.



Ashita Kaul & Associates

Practicing Company Secretary

+91 9892332128 | ashita@csashitakaul.com

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 'against' the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by Bigshare 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

ASHITA
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Ashita Kaul
Proprietor
FCS NO: 6988
COP NO: 6529
Peer Review No. 1718/2022
UDIN: F006988G001392713

Date: 30th September, 2025
Place: Thane

COUNTERSIGNED BY:
For De Neers Tools Limited

NEERAJ KUMAR
AGGARWAL

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Neeraj Kumar Aggarwal
DIN - 08058134
Chairperson & Managing Director

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