



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited

CIN: L32201MH1964PLC013085

75, General Block, MIDC, Bhosari,

Pune 411 026, India

Tel: (+91-20) 63110100

Web: www.divgi-tts.com

Ref.: DTTS/Sec/25-26/48

September 17, 2025

| | |
|---|--|
| To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 BSE Scrip Code – 543812 | To, National Stock Exchange of India Limited, "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 NSE Scrip Code - DIVGIITTS |
|---|--|

Sub: Voting Results for the Annual General Meeting (AGM) held on September 16, 2025.

Ref.: Our letter bearing no. DTTS/Sec/25-26/47 dated September 17, 2025, for submission of Scrutinizer's Report of the 60th AGM held on September 16, 2025.

Dear Sir / Madam,

With reference to our above-mentioned letter, Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circular issued by the SEBI dated November 04, 2015, please find attached the detailed report on the votes cast by the Members through remote e-voting and e-voting conducted at the time of the AGM.

This is for your information and records.

Please acknowledge the receipt.

For Divgi TorqTransfer Systems Limited

Aniket Kokane
Company Secretary and Compliance Officer
A51571

Enclosure: As above



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| | |
|---|--------------------|
| Date of the AGM: | September 16, 2025 |
| Total number of shareholders on record date (i.e. September 09, 2025, cut-off date for evoting) | 20248 |
| No. of shareholders present in the meeting either in person or through authorized representatives or through proxy: | |
| • Promoters and Promoter Group | 6 |
| • Public | 0 |
| No. of Shareholders attended the meeting through Video Conferencing/ Other Audio Visual Means | |
| • Promoters and Promoter Group | 2 |
| • Public | 30 |



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| Resolution Required :Ordinary | | | 1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with 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 | 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 | 18518500 | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 8487354 | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 3577073 | 1191701 | 33.3150 | 1191701 | 0 | 100.0000 | 0.0000 |
| | Poll | | 13 | 0.0004 | 13 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1191714 | 33.3154 | 1191714 | 0 | 100.0000 | 0.0000 |
| Total | | 30582927 | 27325022 | 89.3473 | 27325022 | 0 | 100.0000 | 0.0000 |



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| Resolution Required : Ordinary | | | 2 - To consider and declare Final Dividend of Rs. 2.60/- (Rupees Two and Sixty Paise Only) per equity share of face value Rs. 5 each, of the Company for the Financial Year ended March 31, 2025. | | | | | |
|---|----------------|--------------------|---|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| 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 | 18518500 | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 8487354 | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 3577073 | 1191701 | 33.3150 | 1191701 | 0 | 100.0000 | 0.0000 |
| | Poll | | 13 | 0.0004 | 13 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1191714 | 33.3154 | 1191714 | 0 | 100.0000 | 0.0000 |
| Total | | 30582927 | 27325022 | 89.3473 | 27325022 | 0 | 100.0000 | 0.0000 |



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| Resolution Required : Ordinary | | | 3 - To appoint a director in place of Mr. Jitendra Bhaskar Divgi (DIN: 00471531), who retires by rotation in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for reappointment 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 | 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 | 18518500 | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 8487354 | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 3577073 | 1191701 | 33.3150 | 1191701 | 0 | 100.0000 | 0.0000 |
| | Poll | | 13 | 0.0004 | 13 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1191714 | 33.3154 | 1191714 | 0 | 100.0000 | 0.0000 |
| Total | | 30582927 | 27325022 | 89.3473 | 27325022 | 0 | 100.0000 | 0.0000 |



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| Resolution Required :Ordinary | | | 4 - To appoint a director in place of Mr. Hirendra Bhaskar Divgi (DIN: 01634431), who retires by rotation in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for reappointment. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | Yes | | | | | |
| 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 | 18518500 | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 8487354 | 7614808 | 89.7195 | 7181386 | 433422 | 94.3082 | 5.6918 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 7614808 | 89.7195 | 7181386 | 433422 | 94.3082 | 5.6918 |
| Public Non Institutions | E-Voting | 3577073 | 1191701 | 33.3150 | 1191701 | 0 | 100.0000 | 0.0000 |
| | Poll | | 13 | 0.0004 | 13 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1191714 | 33.3154 | 1191714 | 0 | 100.0000 | 0.0000 |
| Total | | 30582927 | 27325022 | 89.3473 | 26891600 | 433422 | 98.4138 | 1.5862 |



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| Resolution Required :Ordinary | | | 5 - To consider and approve the appointment of M/s. KANJ & Co. LLP, a Peer Reviewed Firm of Company Secretaries, as the Secretarial Auditor of the Company for a period of 5 (five) consecutive financial years commencing from FY2025-26 and to fix remuneration thereon. | | | | | |
|--|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| 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 | 18518500 | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 18518500 | 100.0000 | 18518500 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 8487354 | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 7614808 | 89.7195 | 7614808 | 0 | 100.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 3577073 | 1191701 | 33.3150 | 1191701 | 0 | 100.0000 | 0.0000 |
| | Poll | | 13 | 0.0004 | 13 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 1191714 | 33.3154 | 1191714 | 0 | 100.0000 | 0.0000 |
| Total | | 30582927 | 27325022 | 89.3473 | 27325022 | 0 | 100.0000 | 0.0000 |