

STERLING TOOLS LIMITED

CIN : L29222DL1979PLC009668



WORKS : 5-A DLF Industrial Estate
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<u>By NEAPS</u>	<u>By Listing Centre</u>
National Stock Exchange of India Limited "Exchange Plaza", Bandra-Kurla Complex, Bandra (E) Mumbai-400051	General Manager BSE Limited 1 st Floor, P. J. Towers Dalal Street Mumbai – 400001
NSE Symbol: STERTOOLS	Scrip Code: 530759

Date: 26.09.2025

Sub: Voting Results and Scrutinizer's Consolidated Report of the 46th Annual General Meeting ("AGM") of Sterling Tools Limited ("Company")

Dear Sir/ Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the agenda wise voting results of the 46th AGM of the Company held on Thursday, September 25, 2025 at 10:00 AM (IST) through video conferencing / other audio-visual means ("OAVM") and concluded at 10:41 PM (IST) (including time allowed for e-voting at AGM), in the prescribed format (as Annexure – I) along with Consolidated Scrutinizer's Report on e-voting (as Annexure – II).

All the resolutions set out in the Notice of the AGM are approved with the requisite majority.

You are requested to kindly take the same on records.

Thanking You,

Yours Faithfully,

For **STERLING TOOLS LIMITED**

Komal Malik

Company Secretary & Compliance Officer

Encl: As above

Annexure-I

	Sterling Tools Limited
Date of the AGM/EGM	25 th September, 2025
Total number of shareholders on record date	43386
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	₹
Public:	73

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Accounts.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – 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	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		23527237	23527237	100.0000	23527237	0	100.0000
Public- Institutions	E-Voting	82007	10722	13.0745	10722	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0	0
	Postal Ballot (if applicable)							
	Total		82007	10722	13.0745	10722	0	100.0000
Public- Non Institutions	E-Voting	12575074	180711	1.4371	180573	138	99.9236	0.0764
	Poll (E-Voting at AGM)		1	0.0000	01	0	100	0
	Postal Ballot (if applicable)							
	Total		12575074	180712	1.4371	180574	138	99.9236
Total		36184318	23718671	65.5496	23718533	138	99.9994	0.0006



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of Dividend for Financial Year 2024-25.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – 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	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		23527237	23527237	100.0000	23527237	0	100.0000
Public- Institutions	E-Voting	82007	10722	13.0745	10722	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0	0
	Postal Ballot (if applicable)							
	Total		82007	10722	13.07449	10722	0	100.0000
Public- Non Institutions	E-Voting	12575074	180711	1.4371	180576	135	99.9253	0.0747
	Poll (E-Voting at AGM)		1	0.0000	01	0	100	0
	Postal Ballot (if applicable)							
	Total		12575074	180712	1.4371	180577	135	99.9253
Total		36184318	23718671	65.5496	23718536	135	99.9994	0.0006



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Retiring Director.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – 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	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		23527237	23527237	100.0000	23527237	0	100.0000
Public- Institutions	E-Voting	82007	10722	13.0745	10722	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0	0
	Postal Ballot (if applicable)							
	Total		82007	10722	13.0745	10722	0	100.0000
Public- Non Institutions	E-Voting	12575074	180711	1.4371	180455	256	99.8583	0.1417
	Poll (E-Voting at AGM)		1	0.0000	01	0	100	0
	Postal Ballot (if applicable)							
	Total		12575074	180712	1.4371	180456	256	99.8583
Total		36184318	23718671	65.5496	23718415	256	99.9989	0.0011



Resolution No.	4							
Resolution required: (Ordinary/ Special)	Ordinary - Appointment of M/s Dhananjay Shukla & Associates, Company Secretaries as the Secretarial Auditors of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – 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	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		23527237	23527237	100.0000	23527237	0	100.0000
Public- Institutions	E-Voting	82007	10722	13.0745	10722	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0	0
	Postal Ballot (if applicable)							
	Total		82007	10722	13.0745	10722	0	100.0000
Public- Non Institutions	E-Voting	12575074	180711	1.4371	180566	145	99.9198	0.0802
	Poll (E-Voting at AGM)		1	0.0000	01	0	100	0
	Postal Ballot (if applicable)							
	Total		12575074	180712	1.4371	180567	145	99.9198
Total		36184318	23718671	65.5496	23718526	145	99.9994	0.0006



Resolution No.	5							
Resolution required: (Ordinary/ Special)	Ordinary - To ratify the remuneration of the Cost Auditors for the Financial Year 2025-26.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – 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	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
Public- Institutions	E-Voting	82007	10722	13.0745	10722	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0	0
	Postal Ballot (if applicable)							
	Total	82007	10722	13.0745	10722	0	100.0000	0.0000
Public- Non Institutions	E-Voting	12575074	180711	1.4371	180573	138	99.9236	0.0764
	Poll (E-Voting at AGM)		1	0.0000	01	0	100	0
	Postal Ballot (if applicable)							
	Total	12575074	180712	1.4371	180574	138	99.9236	0.0764
Total		36184318	23718671	65.5496	23718533	138	99.9994	0.0006



Resolution No.	6							
Resolution required: (Ordinary/ Special)	Special - Re-appointment of Mr. Rakesh Batra (DIN: 06511494) as Non-Executive Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – 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	23527237	23527237	100.0000	23527237	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total		23527237	23527237	100.0000	23527237	0	100.0000
Public- Institutions	E-Voting	82007	10722	13.0745	10722	0	100.0000	0.0000
	Poll (E-Voting at AGM)		0	0.0000	00	0	0	0
	Postal Ballot (if applicable)							
	Total		82007	10722	13.0745	10722	0	100.0000
Public- Non Institutions	E-Voting	12575074	180711	1.4371	180390	321	99.8224	0.1776
	Poll (E-Voting at AGM)		1	0.0000	01	0	100	0
	Postal Ballot (if applicable)							
	Total		12575074	180712	1.4371	180391	321	99.8224
Total		36184318	23718671	65.5496	23718350	321	99.9986	0.0014





SANTOSH KUMAR PRADHAN
Company Secretaries

Date: 25/09/2025

The Chairman,
 STERLING TOOLS LIMITED,
 (CIN: L29222DL1979PLC009668)
 DJ-1210, 12th floor, DLF Tower -B,
 Jasola District Centre, New Friends
 Colony, New Delhi-110025

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and Electronic Voting facility provided at the 46th Annual General Meeting (AGM) conducted through Video Conferencing(VC)/ other audio-visual means (OVAM) pursuant to the provisions of Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015.

Dear Sir,

I, Santosh Kumar Pradhan, Practicing Company Secretary at 706, 8th Floor, K.M. Trade Tower, Hotel Radisson Blu, Ghaziabad-201010 had been appointed as the Scrutinizer by the Board of Directors of Sterling Tools Limited (the Company) having its registered office at DJ-1210, 12th Floor, DLF Tower -B, Jasola District Centre, New Friends Colony, New Delhi-110025 vide resolution dated 7th August, 2025 pursuant to the provisions of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to conduct the remote e-voting process and to scrutinize the Electronic Voting facility provided at the AGM by the shareholders in respect of the below mentioned resolutions passed at the 46th Annual General Meeting (AGM) of the Company held on 25th September, 2025.

The notice dated 7th August 2025 convening AGM of the Company were sent to the Shareholders through electronic mode (E-mail), whose email addresses are registered with the Company/ Depositories in compliance with the General circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023, and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, 28th December, 2022, 25th September, 2023 and September 19, 2024 Respectively and the rules made thereunder in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") in respect of the below mentioned resolutions passed at the said Annual General Meeting of the Company held on 25th September, 2025.

The Company has availed the voting through electronic means (remote e-voting) and Electronic Voting facility at the AGM as offered by NSDL for conducting remote e-Voting and Electronic Voting at the AGM by the Shareholders of the Company. The Shareholders of the Company holding shares as on the "Cut-off" date i.e. 18th September, 2025 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 6 in the notice convening of the 46th AGM of the Company.

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706, 8th Floor, K. M. Trade Tower, Hotel Radisson Blu
 Kaushambi, Ghaziabad U.P. - 201010

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**SANTOSH KUMAR PRADHAN
COMPANY SECRETARIES**

The voting period for remote e-Voting commenced on Monday, 22nd day of September, 2025 at 9:00 A.M. (IST) and ended on Wednesday, 24th day of September, 2025 at 5:00 P.M. (IST) and the remote e-Voting platform was blocked thereafter. After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated by me and the voting was diligently scrutinized and the votes cast thereunder were counted. The votes cast under remote e-Voting facility were then unblocked by me at 10:53 A.M on 25th September, 2025 in the presence of Ms. Anjali and Ms. Anuradha Bhardwaj, who are not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting through electronic means (remote e-voting) and Electronic voting facility at the AGM and votes tendered therein based on the data downloaded from the NSDL platform.


The Management of the Company is responsible to ensure compliance with the requirements of the Act & Rules relating to remote e-voting prior to and voting during the AGM on the resolutions forming part of the notice of AGM. My responsibility as a Scrutinizer for the remote e-voting and voting facility at the AGM is restricted to make a Scrutinizers report of the votes cast in favor or against the resolution.

All relevant records of remote e-voting and electronic voting facility will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 46th Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

I have rendered scrutinizers' report separately on the remote e-voting and by Electronic Voting facility provided at the AGM. Based on the results made available to me, 188 members have casted their votes on the e-voting platform and 1 member have casted his vote through electronic voting facility at the AGM. I hereby annex the consolidated scrutinizer's report pursuant to Rule 20(4) (xii) on all the resolutions contained in the notice of the aforesaid Annual General Meeting.

Thanking You.
Yours Faithfully,

For **Santosh Kumar Pradhan**
(Practicing Company Secretary)


Santosh Ku. Pradhan
FCS No. 6973
C.P. No. 7647
P.R.C. No. 1388/2021
UDIN: F006973G001336917

Place: Ghaziabad
Date: 25th September, 2025

I. Resolution No. 1:-

Agenda No.	1
Subject matter of resolution	Adoption of Accounts:
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote Voting	e-AGM	E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	
Total Received	188	1	189	23718670	1	23718671	100
Voted in favour	175	1	176	23718532	1	23718533	99.9994
Voted against	13	0	13	138	0	138	0.0006
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

II. Resolution No. 2:-

Agenda No.	2
Subject matter of resolution	Declaration of Dividend for Financial Year 2024-25:
Type of Resolution	Ordinary



Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote Voting	e- E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	188	1	189	23718670	1	23718671	100
Voted in favour	176	1	177	23718535	1	23718536	99.9994
Voted against	12	0	12	135	0	135	0.0006
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

III. Resolution No. 3:-

Agenda No.	3
Subject matter of resolution	Reappointment of Retiring Director:
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote Voting	e- E-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	188	1	189	23718670	1	23718671	100
Voted in favour	173	1	174	23718414	1	23718415	99.9989
Voted	15	0	15	256	0	256	0.0011



against							
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

IV. Resolution No. 4:-

Agenda No.	4
Subject matter of resolution	Appointment of M/s Dhananjay Shukla & Associates, Company Secretaries as the Secretarial Auditors of the Company:
Type of Resolution	Ordinary

Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote Voting	e- Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	188	1	189	23718670	1	23718671	100
Voted in favour	174	1	175	23718525	1	23718526	99.9994
Voted against	14	0	14	145	0	145	0.0006
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

V. Resolution No. 5:-

Agenda No.	5
Subject matter of resolution	To ratify the remuneration of the Cost Auditors for the Financial Year 2025-26:
Type of Resolution	Ordinary



Resolution							
Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote Voting	e-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	188	1	189	23718670	1	23718671	100
Voted in favour	175	1	176	23718532	1	23718533	99.9994
Voted against	13	0	13	138	0	138	0.0006
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

VI. Resolution No. 6:-

Agenda No.	6
Subject matter of resolution	Re-appointment of Mr. Rakesh Batra (DIN: 06511494) as Non-Executive Independent Director of the Company
Type of Resolution	Special



Particulars	Number of Votes			Number of votes contained in votes			Percentage of Total valid votes cast
	Remote Voting	e-Voting at the AGM	Total	Remote e-Voting	E-Voting at the AGM	Total	
Total Received	188	1	189	23718670	1	23718671	100
Voted in favour	172	1	173	23718349	1	23718350	99.9986



Voted against	16	0	16	321	0	321	0.0014
Invalid Vote	Nil	Nil	N.A	Nil	Nil	N.A	N.A

Yours Faithfully,

For **Santosh Kumar Pradhan**
(Practicing Company Secretary)



Santosh Kumar Pradhan
FCS No. 6973
C.P. No. 7647
P.R.C. No. 1388/2021
UDIN: F006973G001336917

Place: Ghaziabad
Date: 25th September, 2025