



EMKAY TOOLS LTD

Registered Office & Factory Address : B-27 & B-27/1, M.I.D.C. Industrial Area, Hingna Road, Nagpur-440016 Maharashtra (India)

CIN : L25939MH2023PLC401627

☎ : 91-9226071464 ✉ : info@emkaytoolsltd.com 🌐 : www.emkaytoolsltd.com

September 15, 2025

To,
National Stock Exchange of India Limited
5th Floor, Exchange Plaza,
Bandra (East),
Mumbai - 400 051
Maharashtra, India.

Symbol: ETL

Dear Sirs,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Proceedings and details of voting results of the Second Annual General Meeting

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the Second Annual General Meeting ("AGM") of the Company held on September 15, 2025 at 11:30 a.m. (IST) at the registered office of the company situated at plot no. B-27 and B-27/1, MIDC Hingna Industrial Estate Nagpur - 440016 Maharashtra, India to transact the business as stated in the Second Annual General Meeting Notice dated 23 August 2025.

All the business item(s) contained in the notice were transacted by Poll and passed by the Members with requisite majority.

The meeting commenced at 11.30 a.m. (IST) and concluded at 12.30 p.m. (IST). Meeting was conducted in accordance and in compliance with the regulatory guidelines.

In this regard, please find enclosed herewith the following:

1. Summary of the Proceedings of the AGM of the Company as required under Regulation 30 read with part A of Schedule III of the Listing Regulations, as amended.
2. Voting Result(s) of the AGM in relation to the business transacted at the AGM, in the prescribed format as required under Regulation 44(3) of the Listing Regulations, as amended.

The above are also being uploaded on the Company's website www.emkaytoolsltd.com

Kindly take the same on your records.

Thanking You,

For EMKAY TOOLS LIMITED

Riya Agrawal

Company Secretary and Compliance Officer

ICSI Membership No.: A69525

Encl: As mentioned above





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A. DETAILS OF THE PROCEEDINGS OF ANNUAL GENERAL MEETING

(Under Reg.30 of SEBI (LODR) Regulation 2015)

- ✦ Date of the AGM : SEPTEMBER 15, 2025
- ✦ Total number of shareholders on cut-off date (23/08/2025) : 683
- ✦ No. of Shareholders present in the meeting either in person or through proxy
 - (a) Promoters and Promoter Group : 2
 - (b) Public : 5
- ✦ No. of Shareholders attended the meeting through Video Conferencing
 - (a) Promoters and Promoter Group : Nil
 - (b) Public : Nil
- ✦ No. of Directors present physically : 1
- ✦ No. of Directors present through video conferencing : Nil
- ✦ In Attendance :

Sr. No.	Name	Member representing the firm	Designation/Reason for Attendance
1.	M/s P Surbhi & Associates, Practising Company Secretaries	Mr. Surbhi Pachisia	Secretarial Auditor
2.	Mr. Sumit Gaidhane	-	Chief Financial Officer
4.	Mr. Prakash Tiwari	--	Internal Auditor
5.	Mrs. Riya Agrawal	--	Company Secretary

- ✦ Type of Voting: Poll (one share one vote)

Poll was suggested by the Board of Directors and same was conducted as agreed by the members present at the meeting





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B. Details of the Agenda/ Business Transacted: as given below

Sr. No.	Business Transacted	Mode of Voting
Ordinary Business requiring ordinary resolution		
1.	To consider and adopt the Audited financial statement of the company for the year ended on March 31, 2025 together with the report of Board of Directors and Auditors thereon.	Poll
2.	To consider re-appointment of Mr. Alka Kanoria, (DIN 00041346) who retire by rotation in terms of section 152(6) of the Companies Act 2013, and being eligible to offer herself for reappointment.	Poll
3.	To declare Final Dividend @ Rs. 2.50 per shares of Face Value Rs.1/- each	Poll
Special Business requiring ordinary resolution		
4.	To appoint P Surbhi & Associates as a Secretarial Auditor.	Poll
5.	To approve related party transaction with Nagpur Tools Private Limited for availing services.	Poll





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C. Resolution-wise Details of Voting Results attached herewith in Annexure I (Pursuant to Regulation 44(3) Of SEBI (LODR) Regulation, 2015)

Date of the Annual General Meeting (AGM)	15 th September 2025
Cut-off date	23 rd August 2025
Total number of shareholders as on cut-off date	683
No. of shareholders present in the meeting either in person or through proxy	
Promoter & Promoter Group	02
Public	05
No. of Shareholders attended the meeting through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)	
Promoter & Promoter Group	NA
Public	NA

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution (1)								
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To Consider and adopt the Audited financial statement of the Company for the year ended on March 31, 2025 together with the report of Board of Directors and 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	2521650	0	0.00	0	0	0.00	0.00
	Poll		2521650	100.0000	2521650	0	100.0000	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2521650	2521650	100.00	2521650	0	100.0000	0.0000
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- non-institutions	E-Voting	1901250	0	0.00	0	0	0.00	0.00
	Poll		1901250	100.0000	1901250	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1901250	1901250	100.00	1901250	0	100.00	0.00
Total		4422900	4422900	100.00	4422900	0	100.00	0.00





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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider re-appointment of Mr. Alka Kanoria, (DIN 00041346) who retire by rotation in terms of section 152(6) of the Companies Act 2013, and being eligible to offer herself for reappointment				
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	2521650	0	0.00	0	0	0.00	0.00
	Poll		2521650	100.00	2521650	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2521650	2521650	100.00	2521650	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1901250	0	0.00	0	0	0.00	0.00
	Poll		1901250	100.00	1901250	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1901250	1901250	100.00	1901250	0	100.00	0.00
Total		4422900	4422900	100.00	4422900	0	100.00	0.00





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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final Dividend @ Rs. 2.50 per shares of Face Value Rs.1/- each				
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	2521650	0	0.00	0	0	0.00	0.00
	Poll		2521650	100.00	2521650	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2521650	2521650	100.00	2521650	0	100.00	0.00
Public- Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1901250	0	0.00	0	0	0.00	0.00
	Poll		1901250	100.00	1901250	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1901250	1901250	100.00	1901250	0	100.00	0.00
Total		4422900	4422900	100.00	4422900	0	100.00	0.00





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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint P Surbhi & Associates as a Secretarial Auditor.				
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	2521650	0	0.00	0	0	0.00	0.00
	Poll		2521650	100.00	2521650	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	2521650	2521650	100.00	2521650	0	100.00	0.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1901250	0	0.00	0	0	0.00	0.00
	Poll		1901250	100.00	1901250	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1901250	1901250	100.00	1901250	0	100.00	0.00
Total		4422900	4422900	100.00	4422900	0	100.00	0.00





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Resolution (5)								
Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve related party transaction with Nagpur Tools Private Limited for availainga services.				
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	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	0	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	1901250	0	0.00	0	0	0.00	0.00
	Poll		1901250	100.00	1901250	0	100.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1901250	1901250	100.00	1901250	0	100.00	0.00
Total		1901250	1901250	100.00	1901250	0	100.00	0.00

For EMKAY TOOLS LIMITED

Riya Agrawal

Riya Agrawal
 Company Secretary and Compliance Officer
 ICSI Membership No.: A69525

CS SURBHI PACHISIA LLB	ACS, B. Com	P. SURBHI & ASSOCIATES
		COMPANY SECRETARIES
		Business Plaza, Ground Floor, 6 Farmland
		Central Bazar Road, Near Lokmat Square,
		Nagpur-440010. Phone:2437195,2438181 FAX: 0712-2435068

FORM NO. MGT-13

REPORT OF SCRUTINIZER(S)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
MR. AJAYPRAKASH KANORIA
CHAIRMAN, MANAGING DIRECTOR & CEO
EMKAY TOOLS LIMITED
Plot No B-27 and B-27/1, MIDC HINGNA,
INDUSTRIAL ESTATE NAGPUR-440016
NAGPUR MH 440016 IN

**SECOND ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF EMKAY TOOLS LIMITED
HELD ON SEPTEMBER-15, 2025 at 11:30 AM AT THE REGISTERED OFFICE OF THE COMPANY i.e.
PLOT NO. B-27, B-27/1, M.I.D.C. HINGNA, INDUSTRIAL ESTATE, NAGPUR-440016 MH-IN.**

Dear Sir,

I, **Surbhi Pachisia, Proprietor of M/s P. Surbhi & Associates**, practicing company secretaries, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 2nd Annual General Meeting of the Equity Shareholders of EMKAY TOOLS LIMITED, held on September-15, 2025 at 11:30 AM at the Registered Office of the Company i.e. Plot no. B-27/B-27/1, M.I.D.C. Hingna, Industrial Estate, Nagpur-440016, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.

CS SURBHI PACHISIA LLB	ACS, B. Com	P. SURBHI & ASSOCIATES
		COMPANY SECRETARIES
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		Central Bazar Road, Near Lokmat Square,
		Nagpur-440010.
		Phone:2437195,2438181 FAX: 0712-2435068

4. The result of the Poll is as under:

ORDINARY BUSINESS

Resolution No.1:

To Consider and adopt the Audited financial statement of the Company for the year ended on March 31, 2025 together with the report of Board of Directors and Auditors thereon

(i) Voted in favour 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
7	4422900	100

(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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution No.2:

To consider re-appointment of Mrs. Alka Kanoria, (DIN 00041346) who retire by rotation in terms of section 152(6) of the Companies Act 2013, and being eligible to offer herself for reappointment.

CS SURBHI PACHISIA ACS, B. Com LLB	P. SURBHI & ASSOCIATES
	COMPANY SECRETARIES
	Business Plaza, Ground Floor, 6 Farmland
	Central Bazar Road, Near Lokmat Square,
	Nagpur-440010. Phone:2437195,2438181 FAX: 0712-2435068

(i) Voted in favour 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
7	4422900	100

(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
0	0	00

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution No.3:

To declare Final Dividend @ Rs. 2.50 per shares of Face Value Rs.1/- each

"Resolved that the final dividend @ Rs. 2.50/- per equity share of face value Rs. 1/-, as recommended by the Board of Directors, be and is hereby declared out of the profits of the Company for the financial year 2024-25."

(i) Voted in favour 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
7	4422900	100

CS SURBHI PACHISIA LLB	ACS, B. Com	P. SURBHI & ASSOCIATES
		COMPANY SECRETARIES
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		Central Bazar Road, Near Lokmat Square,
		Nagpur-440010. Phone:2437195,2438181 FAX: 0712-2435068

(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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution No. 4:

To appoint P Surbhi & Associates as a Secretarial Auditor.

"RESOLVED THAT in accordance with the provisions of Section 204 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and basis the recommendation of the Board of Directors of the Company, P. Surbhi & Associates, Practicing Company Secretaries (COP No. 27412), be and are hereby appointed as Secretarial Auditor of the Company, for a term of 5 (five) consecutive financial years, commencing from the financial year 2024-25 to the financial year 2028-29, on such remuneration as may be determined by the Board of Directors."

(i) Voted in favour 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
7	4422900	100

(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
0	0	0

CS SURBHI PACHISIA ACS, B. Com LLB	P. SURBHI & ASSOCIATES
	COMPANY SECRETARIES
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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

Resolution No. 5

To approve related party transaction with Nagpur Tools Private Limited for availing services

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and basis the recommendation of the Board of Directors and subject to the approval of Shareholders of the Company and subject to such other approvals, consents, sanctions and permissions of the appropriate authorities, departments or bodies as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors to enter into transactions with the following Related Party and for the maximum amounts, as mentioned herein below:

Nature of Transaction as per Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party(s)	Relationship	Particulars/ Material Terms and conditions of the transaction	Amount
Availing or rendering of any services	Ajayprakash Kanoria; Alka Kanoria (Directors and members)	Nagpur Tools Private Limited	Group Companies	Job work	Rs. 15 crores

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors, be and is hereby authorized to sign and execute such documents, as may be required and to do all such acts deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt relating thereto, or otherwise, that may arise in this regard.

Except, Mr. Ajayprakash Kanoria and Mrs. Alka Kanoria, none of the other Directors / Key Managerial Personnel of the Company/ their relatives is, in any way, concerned or interested in the said resolution.”

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		COMPANY SECRETARIES
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		Central Bazar Road, Near Lokmat Square,
		Nagpur-440010.
		Phone:2437195,2438181 FAX: 0712-2435068

(i) Voted in favour 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
5	1901250	100

(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
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Witness 1:

Mamish Keshkar
Amish

Witness 2:

Pooja Pooja Chouksey.

FOR P SURBHI & ASSOCIATES

Company Secretary
Surbhi Pachisia

Surbhi
Proprietor
UDIN: A031291-150135
Membership No.: A31291
C.P. No: 27412



For EMKAYTOOLS LIMITED

Riya Agrawal
Riya Agrawal

Company secretary and Compliance Officer
Membership No.: A69525

