DONEAR® INDUSTRIES LTD.
Donear House, Plot No. A-50, Road No. - 1, MIDC., Andheri (E), Mumbai - 400 093.
Tel : 022 - 68348100 (Board Line) | Fax : 022 - 68348313
E: investor@donear.com / info@donear.com
Web: www.donear.com CIN : L99999MH1987PLC042076

Donear/SECD/SE/2026-27 September 29, 2026

To, **The Manager,** **Corporate Relations Department,** **BSE Limited** Phiroze Jeejeebhoy Tower, Dalal Street, Fort, Mumbai – 400 001 **Scrip Code: 512519**	**To,** **The Manager,** **Listing Department,** **National Stock Exchange of India Limited**, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 **Symbol: DONEAR**

Dear Sir / Madam,

Sub: Disclosure under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for 40th Annual General Meeting (AGM) held on Saturday, 26th September, 2026.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-voting facility to its members to vote on the matters to be transacted at the 40th Annual General Meeting held on Saturday, 26th September, 2026 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) without physical presence of the Members at a common venue, in terms of applicable provision of Companies Act, 2013 and rules framed thereunder and various circular issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (‘collectively referred to as Circulars’). The proceedings of the AGM were conducted at the Registered Office of the Company situated at Donear House, 8th Floor, Plot No. A-50, Road No. 1, MIDC, Andheri (East), Mumbai – 400 093, which is deemed venue of the AGM pursuant to the aforesaid circulars.

Further, to facilitate voting during the AGM to the members present there at and who did not cast their votes earlier through remote e-voting, the Company provided e-voting facility to enable them to cast their vote in respect of items of business as set out in the Notice of 40th Annual General Meeting of the Company.

Mr. Yogesh Sharma, Practicing Company Secretary, was appointed as Scrutinizer to scrutinize the e-voting in a fair and transparent manner.

The result of e-voting on each resolution was determined considering the aggregate of votes cast by the members on each resolution, both through remote e-voting as well as e-voting during the AGM, on which Scrutinizer has issued Consolidated Scrutinizer’s Report. The aforesaid are being uploaded on the website of the Company viz. www.donear.com and on the NSDL e-voting website viz. www.evoting.nsdl.com.

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The Annual General Meeting was attended by requisite quorum, and the following businesses were transacted and the same was passed with requisite majority:

Item No.	Agenda Items	Type of Resolution
ORDINARY BUSINESS:		
1.	For Adoption of: 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 Reports of the Auditors thereon.	Ordinary
2.	To declare dividend on Equity Shares of the Company for the financial year ended March 31, 2026.	Ordinary
3.	To appoint a Director in place of Mr. Rajendra Agarwal (DIN: 00227233) who retires by rotation and being eligible offers, himself for re-appointment.	Ordinary
SPECIAL BUSINESS:		
4.	To ratify the remuneration payable to Cost Auditors of the Company for the Financial Year 2026-2027.	Ordinary
5.	To approve the Material Related Party Transaction with the GBTL Limited.	Ordinary

The copy of the Consolidated Scrutinizers' Report and Voting Results are enclosed herewith for your reference.

Please take the same on your records.

Thanking you,

Yours faithfully,

For Donear Industries Limited

KRISHNA ASHISH AGRAWAL
Digitally signed by KRISHNA ASHISH AGRAWAL
Date: 2026.09.29 14:58:16 +05'30'

Krishna Agrawal
Company Secretary and Compliance Officer

Encl : as above

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Voting results	
Record date	18-09-2026
Total number of shareholders on record date	16714
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	16
b) Public	21
No. of resolution passed in the meeting	**5**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Standalone financial statements together with consolidated financial statements for the year ended March 31, 2026.				
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**	35128284	35128284	100.0000	35128284	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	35128284	35128284	100.0000	35128284	0	100.0000	0.0000
Public-Institutions	**E-Voting**	2276	0	0.0000	0	0	0.0000	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	2276	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	**E-Voting**	16869440	4427588	26.2462	4427549	39	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16869440	4427588	26.2462	4427549	39	99.9991	0.0009
Total	**Total**	52000000	39555872	76.0690	39555833	39	99.9999	0.0001
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				Declaration of final dividend of Rs. 0.20/- per equity share for financial year ended March 31, 2026.				
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**	35128284	35128284	100.0000	35128284	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	35128284	35128284	100.0000	35128284	0	100.0000	0.0000
Public-Institutions	**E-Voting**	2276	0	0.0000	0	0	0.0000	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	2276	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	**E-Voting**	16869440	4427588	26.2462	4427549	39	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16869440	4427588	26.2462	4427549	39	99.9991	0.0009
Total	**Total**	52000000	39555872	76.0690	39555833	39	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

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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 appoint a director in place of Mr. Rajendra Agarwal (DIN : 00227233) who retires by rotation and being eligible, offers himself 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**	35128284	35128284	100.0000	35128284	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	35128284	35128284	100.0000	35128284	0	100.0000	0.0000
Public-Institutions	**E-Voting**	2276	0	0.0000	0	0	0.0000	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	2276	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	**E-Voting**	16869440	4427588	26.2462	4427547	41	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16869440	4427588	26.2462	4427547	41	99.9991	0.0009
Total	**Total**	52000000	39555872	76.0690	39555831	41	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

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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 ratify the remuneration payable to Cost Auditors of the Company for the financial year 2026-2027.

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**	35128284	35128284	100.0000	35128284	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	35128284	35128284	100.0000	35128284	0	100.0000	0.0000
Public-Institutions	**E-Voting**	2276	0	0.0000	0	0	0.0000	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	2276	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	**E-Voting**	16869440	4427588	26.2462	4427547	41	99.9991	0.0009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16869440	4427588	26.2462	4427547	41	99.9991	0.0009
Total	**Total**	52000000	39555872	76.0690	39555831	41	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

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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 the material related party transaction with GBTL Limited, a group company				
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**	35128284	0	0.0000	0	0	0.0000	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	35128284	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	**E-Voting**	2276	0	0.0000	0	0	0.0000	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	2276	0	0.0000	0	0	0.0000	0.0000
Public-Non Institutions	**E-Voting**	16869440	231712	1.3736	231671	41	99.9823	0.0177
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16869440	231712	1.3736	231671	41	99.9823	0.0177
Total	**Total**	52000000	231712	0.4456	231671	41	99.9823	0.0177
Whether resolution is Pass or Not.							Yes	

YOGESH SHARMA & CO.
COMPANY SECRETARIES

Yogesh M. Sharma
M.Com, M. Phil, M.M.M, M.F.M, LLB, FCS.

Office No. 9082951462
Mobile No. 9833124864
Email ID: csymsharma@gmail.com

Consolidated Report of Scrutinizer on

Remote e-voting and electronic voting at Annual General Meeting (AGM)

To,

The Chairman of 40th (Fortieth) Annual General Meeting (AGM) of Shareholders of **M/s. DONEAR INDUSTRIES LIMITED** (herein after the **"Company"),** held on Saturday, 26th September, 2026 through Video Conferencing ("VC") /Other Audio-Visual Means (OVAM)

Consolidated Scrutinizer's Report on voting through Remote e-voting process and e-voting conducted at 40th (Fortieth) Annual General Meeting (AGM) of M/s. DONEAR INDUSTRIES LIMITED held on 26th September, 2026.

The Board of the Company at its meeting held on 14th August, 2026 had appointed us as the scrutinizer for the remote e-voting process and e-voting to be conducted at the 40th AGM held on Saturday, 26th September, 2026 through Video Conferencing ("VC") /Other Audio-Visual Means (OVAM).

The Company had availed the remote e-voting facility provided by M/s. National Securities Depository Limited ("NSDL") for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Wednesday, 23rd September, 2026 at 09:00 A.M. till Friday, 25th September, 2026 at 5.00 p.m. and the National Securities Depository Limited ("NSDL") remote e-voting portal was blocked for voting thereafter.

The Company had appointed M/s. National Securities Depository Limited ("NSDL") for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.

We, based on the report generated from the e-voting system provided by NSDL for remote e-voting process and e-voting to be conducted at the 40th AGM, hereby submit our following report on votes cast "in favour" or "against", with respect to each item on the agenda as set out in the notice of the 40th AGM.

Sharma Yogesh Mataprasad

Digitally signed by Sharma Yogesh Mataprasad
DN: c=IN, o=Personal, postalCode=400080, l=Mumbai, st=Maharashtra, street=B/2 sun rise building , Mumbai, Mumbai Maharashtra India- 400080- behind deepmandir cinema, title=6087, 2.5.4.20=59ef6f74c2c47d1ee5180fe9ac5bf9e21cd96c9f39c7c9bc9428e5d2a67f5a1a, serialNumber=662148cf9a51e3ca3cccb728c30a93d443de927ad49cff0432c6b68734ff09f0, email=csymsharma@gmail.com, cn=Sharma Yogesh Mataprasad
Date: 2026.09.28 18:59:50 +05'30'

CONSOLIDATED REPORT

ITEM NO. 1: ORDINARY RESOLUTION:

To receive, consider and adopt the audited financial statements including the consolidated financial statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors ("the Board") and auditors thereon.

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	39555833	0	39555833	99.99
Votes against the Resolution	39	0	39	0.01
Total	**39555872**	**0**	**39555872**	**100**

ITEM NO. 2: ORDINARY RESOLUTION:

To declare a final dividend of Rs.0.20/- per equity share for the financial year ended March 31, 2026.

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	39555833	0	39555833	99.99
Votes against the Resolution	39	0	39	0.01
Total	**39555872**	**0**	**39555872**	**100**

Sharma Yogesh Mataprasad

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DN: c=IN, o=Personal, postalCode=400080, l=Mumbai, st=Maharashtra, street=B/2 sun rise building , Mumbai, Mumbai Maharashtra India-400080- behind deepmandir cinema, title=6087, 2.5.4.20=59ef6f74c2c47d1ee5180fe9ac5bf9e21cd96c9f39c7c9bc9428e5d2a67f5a1a, serialNumber=662148cf9a51e3ca3cccb728c30a93d443de927ad49cff0432c6b68734ff09f0, email=csymsharma@gmail.com, cn=Sharma Yogesh Mataprasad
Date: 2026.09.28 19:01:06 +05'30'

ITEM NO. 3: ORDINARY RESOLUTION:

To re-appoint Mr. Rajendra Agarwal, the Managing Director of the company who retires by rotation and offers himself for re-appointment.

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	39555831	0	39555831	99.99
Votes against the Resolution	41	0	41	0.01
Total	**39555872**	**0**	**39555872**	**100**

ITEM NO. 4: ORDINARY RESOLUTION:

To ratify the remuneration payable to Cost Auditors of the Company for the Financial Year 2026-2027.

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	39555831	0	39555831	99.99
Votes against the Resolution	41	0	41	0.01
Total	**39555872**	**0**	**39555872**	**100**

Sharma
Yogesh
Mataprasad

Digitally signed by Sharma Yogesh Mataprasad
DN: c=IN, o=Personal, postalCode=400080, l=Mumbai, st=Maharashtra, street=B/2 sun rise building , Mumbai, Mumbai Maharashtra India-400080- behind deepmandir cinema, title=6087, 2.5.4.20=59ef6f74c2c47d1ee5180fe9ac5bf9e21cd96c9f39c7c9bc9428e5d2a67f5a1a, serialNumber=662148cf9a51e3ca3cccb728c30a93d443de927ad49cff0432c6b68734ff09f0, email=csymsharma@gmail.com, cn=Sharma Yogesh Mataprasad
Date: 2026.09.28 19:04:42 +05'30'

ITEM NO. 5: ORDINARY RESOLUTION:

To approve the Material Related Party Transaction with the GBTL Limited

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	e-voting at AGM	Total	
Votes in Favour of Resolution	231671	0	231671	99.98
Votes against the Resolution	41	0	41	0.02
Total	**231712**	**0**	**231712**	**100**

It was observed that the Related Parties had inadvertently casted their votes on the above resolution. In compliance with the applicable regulatory provisions, such votes have been duly identified and excluded from the final count while determining the result of the resolution.

From the above report, we state that the all resolutions stated above stand passed under the combined remote e-voting & e-voting conducted at AGM with requisite majority.

All relevant records relating to remote e-voting and e-voting at AGM, as received from NSDL, are handed over to the Company Secretary of the Company for keeping the same in Company's Records.

Thanking You.

For Yogesh Sharma & Co.

Sharma
Yogesh
Mataprasad

Digitally signed by Sharma Yogesh Mataprasad
DN: c=IN, o=Personal, postalCode=400080, l=Mumbai, st=Maharashtra, street=B/2 sun rise building , Mumbai, Mumbai Maharashtra India- 400080- behind deepmandir cinema, title=6087, 2.5.4.20=59ef6f74c2c47d1ee5180fe9ac5bf9e21cd96c9f39c7c9bc9428e5d2a67f5a1a, serialNumber=662148cf9a51e3ca3cccb728c30a93d443de927ad49cff0432c6b68734ff09f0, email=csymsharma@gmail.com, cn=Sharma Yogesh Mataprasad
Date: 2026.09.28 19:04:58 +05'30'

CS YOGESH SHARMA
Proprietor
FCS 11305
C.P. No. 12366
Peer Review No. 1583/2021

Date: 28/09/2026
Place: Mumbai
UDIN: F011305H001640218

RAJENDRA
VISHWANAT
H AGARWAL

Digitally signed by RAJENDRA VISHWANATH AGARWAL
Date: 2026.09.29 13:48:17 +05'30'