



NORBEN TEA & EXPORTS LTD

CIN : L01132WB1990PLC048991

25th October, 2021

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, 'G' Block,
Bandra (East)
MUMBAI – 400 051.

Dear Sir,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are submitting herewith certified copy of summary of the proceedings of Extra-Ordinary General Meeting of the Company held on Monday, the 25th October, 2021 at 11:30 A.M. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) facility in compliance with the provisions of Companies Act, 2013 (“the Act”), and SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

Thanking you,

Yours faithfully,

For NORBEN TEA & EXPORTS LTD.

Mg. Director

Encl: As above.



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Summary of the proceedings of the Extra-Ordinary General Meeting

The Extra-Ordinary General Meeting (EOGM) of the members of Norben Tea & Exports Limited ("NTEL") was held at 11:30 A.M. on Monday, the 25th October, 2021 through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. The EOGM was streamed live through CISCO Webex Video Conferencing. Mr. Manoj Kumar Daga, Chairman & Managing Director of the Company, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

The Meeting was attended by Mr. Manoj Kumar Daga, Chairman & Managing Director as Chairman, Mr. Ranjan Kumar Jhalaria, Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Mr. Deepak Tiwari, Independent Director, Ms. Swati Agarwal, Independent Director, Member of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Ms. Tanusree Chatterjee, Independent Director, Ms. Mira Halder, Company Secretary and Mr. Ajay Kumar Agarwal of Agarwal A & Associates, Secretarial Auditor and Scrutinizer.

Ms. Mira Halder, Company Secretary of the Company briefed about the guidelines to be followed during the Meeting for shareholders and registered speakers. She informed that the Company had provided the members the facility to cast their vote electronically, on the resolution set forth in the notice. Members who were present at the EOGM and had not cast their vote electronically were provided an opportunity to cast their vote through e-voting during the EOGM.

With the consent of the members present, the Notice convening the meeting, having been circulated to the members and also laid before the meeting was taken as read with the consent of the members present.

The following item of special business, as per the notice of EOGM dated 25th October, 2021 was transacted at the meeting –

Ordinary Resolution

- 1) Re-appointment of Auditors and to fix their remuneration.



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The Chairman invited the Shareholders who had registered themselves as Speakers and were attending the Meeting through VC/OAVM, to put forward their queries / feedback, on the Agenda Item as contained in the Notice. One (1) speaker expressed his views and suggestions.

The results of the voting shall be intimated as and when the Scrutinizer's Report is available.

The Meeting concluded at 11.54 A.M. with a vote of thanks to the Chair. The e-voting facility was active for 15 minutes on conclusion of the meeting to enable the members to cast their votes.





Agarwal A & Associates
Company Secretaries

SCRUTINIZER'S REPORT

[In Pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To

The Chairman of Extra Ordinary General Meeting of the members of M/s Norben Tea & Exports Ltd held on 25th October, 2021 at 11:30 a.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM), at 15B, Hemanta Basu Sarani, 3RD floor, Kolkata-700001

SUBJECT: Passing of Resolution through electronic means conducted at the Extra Ordinary General Meeting of M/s Norben Tea & Exports Ltd held on 25th October, 2021

Dear Sir

I, Ajay Kumar Agarwal, Practising Company Secretary, holding Membership Number FCS 7604 and Certificate of Practice Number 13493, Proprietor of M/s AGARWAL A & ASSOCIATES, Company Secretaries at Plot No. IID/31/1, Street No. 1111, PS Qube, Unit Number 1015A, 10th Floor, Beside City Centre 2, Kolkata- 700161 have been appointed by the Board of Directors of M/s Norben Tea & Exports Ltd as a Scrutinizer for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 16th September, 2021 issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April, 2020, 13 April 2020 and 5 May 2020 respectively, read with General Circular No. 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Extra Ordinary General Meeting ("EGM") of the members of the Company through VC/OAVM, held on Monday on October 25, 2021 at 11:30 AM, at 15B Hemanta Basu Sarani, 3rd floor, Kolkata-700001. The Securities and Exchange Board of India ("SEBI") vide its circular dated January 15, 2021 read with May 12, 2020 ("SEBI Circulars") has granted relaxation in respect of sending physical copies of Notice to the shareholders and requirement of proxy for general meetings held through electronic mode.

PLOT NO. IID/31/1, STREET NO. 1111, PS QUBE, UNIT NUMBER 1015A, 10th FLOOR, BESIDE CITY CENTRE 2, KOLKATA- 700161
Mobile : +91 98833-62775; E-mail: cs.aaa.2014@gmail.com

The Notice dated 16th September, 2021 convening the Extra Ordinary General Meeting of the Company setting out the material facts under section 102 of the Companies Act, 2013 were sent to the Members in respect of the resolutions to be passed at the said EGM of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronics means on the resolution contained in the Notice of the Extra Ordinary General Meeting (EGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from the E-voting system provided by the Central Depository Services (India) Limited (CDSL), the authorized agency to provide E-voting facilities, engaged by the Company to provide remote e-voting facilities.

Further to the above, I submit my report as under:

- I. The remote e-voting period remained open from Friday 22nd October, 2021 (09:00 AM) to Sunday, 24th October, 2021 (05:00 PM).
- II. The members of the Company as on the "cut off" date i.e. 18th October, 2021 were entitled to e-vote on the resolution (item no. 1 as set out in the notice of the EGM of the Company).
- III. The Ballot Forms facility was not provided at the EGM on Monday, 25th October, 2021 to the members because the EGM of the company was conducted through VC/OAVM.
- IV. On completion of voting at the meeting CDSL provided us with the list of shareholders who attended the meeting, with their holding details of vote cast on the Resolution.
- V. The votes cast were unblocked on 25th October, 2021 at around 12:15 p.m. in the presence of two witnesses, Ms. Komal Singhi and Ms. Shreya Kedia who are not in employment of the Company.

- VI. Thereafter, considering remote e-voting and poll, the combined results of the voting is annexed. The details containing *inter alia*, list of Equity Share Holders, who voted "for" , "against" each of the resolution that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Central Depository Services(India) Limited (CDSL) i.e. <http://www.evotingindia.com> and is based on such reports generated.
- VII. Forty Eight Members have cast their votes through remote e-voting and all such votes are valid.
- VIII. OUTCOME: The resolution stand passed majority under e-voting.
- IX. The relevant records relating to e-voting, poll,etc. at the EGM is handed over to the Company Secretary / Director authorized by the Board for safe keeping.
- X. Restriction on Use- This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company (iii) CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing .

Thanking you,

Place: Kolkata
Date: 25th October,2021

For **AGARWAL A & ASSOCIATES**
Company Secretaries

AGARWAL
AJAY KUMAR
CS Ajay Kumar Agarwal
Proprietor

M No.: F7604; C.P No.:13493

ICSI UDIN: F007604C001268952

M/s Norben Tea & Exports Ltd (CIN:L01132WB1990PLC048991)													
Date of EGM: 25 th October, 2021													
SUMMARY OF COMBINED SCRUTINIZER'S REPORT IN RESPECT OF E-VOTING FOR PASSING ORDINARY RESOLUTION													
Res olu tio n No.	Subject Matter of the Resolution	Mode	Total No. of Mem bers Voted	Total No. of Shares of Voting	Assent/ in Favour of			Dissent/ Against			Invalid		
					No. of Me mbe rs vote d	No. of Votes	% of votes in favour	No. of Me mbe rs vote d	No. of Vot es	% of votes again st	No. of Me mbe rs vote d	No. of Vo	
1	ORDINARY RESOLUTION: To re- appoint M/s. L. K. Bohania & Co. as Statutory Auditors of the Company for a further period of 5 (five) years to hold the office upto the conclusion of the Annual General Meeting for the financial year 2025- 2026.	Electronic	48	6410763	48	6410763	100	--	--	--	--		
		Physical	--	--	--	--	--	--	--	--	--		
		Total	48	6410763	48	6410763	100	--	--	--	--		

Place: Kolkata
Date: 25th October, 2021

For AGARWAL A & ASSOCIATES
Company Secretaries

AGARWAL
AJAY KUMAR

CS Ajay Kumar Agarwal
Proprietor

M No.: F7604; C.P No.:13493

ICSI UDIN: F007604C001268952



NORBEN TEA & EXPORTS LTD

CIN : L01132WB1990PLC048991

25th October, 2021

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, 'G' Block,
Bandra (East)
MUMBAI – 400 051.

Dear Sir,

We are submitting herewith details regarding Voting Results alongwith Scrutinizer Report to comply with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, of Extra-Ordinary General Meeting of the Company held on Monday, the 25th October, 2021 at 11:30 A.M. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) in compliance with the provisions of the Companies Act, 2013 (‘the Act’), SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015.

Thanking you,

Yours faithfully,

For NORBEN TEA & EXPORTS LTD.

Mg. Director

Encl: AS above

Date of the EOGM	25th October, 2021
Total number of shareholders on record date	25305
No. of shareholders present in the meeting either in person of through proxy	
Promoters and Promoter Group :	N.A.
Public :	N.A.
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group :	9
Public :	23

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

Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint the Auditors and to fix their remuneration.									
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	6044759	6044759	100.00	6044759	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)	6044759	-	-	-	-	-	-		
	E-Voting		0	0.00	0	0	0.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)	14500	-	-	-	-	-	-		
Public- Institutions	E-Voting		366004	6.43	366004	0	100.00	0.00		
	Poll		0	0.00	0	0	0.00	0.00		
	Postal Ballot (if applicable)	5690741	-	-	-	-	-	-		
Public- Non Institutions	Total	11750000	6410763	54.56	6410763	0	100.00	0.00		

Valid votes polled have been considered

For NORBEN TEA & EXPORTS LTD.

M. L. D.

Mg. Director