



**NORBEN TEA & EXPORTS LTD**

**CIN : L01132WB1990PLC048991**

29<sup>th</sup> July, 2022

The Secretary  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> 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 32<sup>nd</sup> Annual General Meeting of the Company held on Friday, the 29<sup>th</sup> July, 2022 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

Date of the AGM	29th July, 2022
Total number of shareholders on record date	25297
<b>No. of shareholders present in the meeting either in person of through proxy</b>	
Promoters and Promoter Group :	N.A.
Public :	N.A.
<b>No. of shareholders attended the meeting through Video Conferencing</b>	
Promoters and Promoter Group :	9
Public :	39

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

Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March 2022 together with the Report 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 (1)	No. of votes polled (2) <sup>#</sup>	% 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)		-	-	-	-	-	-
Public- Institutions	E-Voting	14500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Non Institutions	E-Voting	5690741	377248	6.63	376747	501	99.87	0.13
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6422007	54.66	6421506	501	99.9922	0.0078

For NORBEN TEA & EXPORTS LTD

Mg. Director

Resolution required: (Ordinary/ Special)		ORDINARY -To appoint as a Director of the Company, liable to retire by rotation Mr. Manoj Kumar Daga (DIN:00123386), who 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 (1)	No. of votes polled (2) <sup>#</sup>	% 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)		-	-	-	-	-	-
Public- Institutions	E-Voting	14500	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Non Institutions	E-Voting	5690741	377248	6.63	376544	704	99.81	0.187
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6422007	54.66	6421303	704	99.9890	0.0110

<sup>#</sup> Valid votes polled have been considered

For NORBEN TEA & EXPORTS LTD.

  
Mg. Director



**SCRUTINIZER'S REPORT**

[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 32<sup>ND</sup> Annual General Meeting of the Equity Shareholders of M/s Norben Tea & Exports Ltd held on 29<sup>th</sup> July, 2022 at 11:30 a.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM), at 15B, Hemanta Basu Sarani, 3<sup>RD</sup> floor, Kolkata-700001**

**SUBJECT: Passing of Resolution through electronic means conducted at the of 32<sup>ND</sup> Annual General Meeting of M/s Norben Tea & Exports Ltd held on 29<sup>th</sup> JULY, 2022**

Dear Sir

I, Ajay Kumar Agarwal, Practicing 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 26th May, 2022 issued in accordance with General Circular No.20/2020 dated May 5, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020 and Circular No.2/2021 dated January 13,2021 and Circular No.19/2021 dated December 8,2021, 21/2021 dated December 14, 2021 and Circular No.2/2022 and 3/2022 dated May 5,2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling 32<sup>nd</sup> Annual General Meeting ("AGM") of the members of the Company through VC/OAVM, held on Friday on July 29, 2022 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 13, 2022 ("SEBI Circulars") has granted relaxation in respect of sending physical copies of Annual Report 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 Company hosted the notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 04th July, 2022.

The Company has informed that on the basis of the Register of Members and the list of Beneficial Owners made available by MCS Share Transfer Agent Ltd, Registrar and Share Transfer Agents (“RTA”) of the Company and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the RTA of the Company completed dispatch of the Notice dated 26<sup>th</sup> May, 2022 convening the 32<sup>nd</sup> Annual General Meeting of the Company along with the Annual Report for the financial year 2021-22 on 04th July, 2022 by e-mail to 7,448 Members who had registered their email ids with the Company/ Depositories.

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 resolutions contained in the Notice of the Annual General Meeting (AGM) 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 Tuesday 26th July, 2022 (09:00 AM) to Thursday, 28<sup>th</sup> July, 2022 (05:00 PM).
- II. The members of the Company as on the “cut off” date i.e. 22<sup>nd</sup> July, 2022 were entitled to e-vote on the resolutions (item no. 1 & 2 as set out in the notice of the AGM of the Company).
- III. The Ballot Forms facility was not provided at the AGM on Friday, 29<sup>th</sup> July, 2022 to the members because the AGM 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 Resolutions.

- V. The votes cast were unblocked on 29<sup>th</sup> July, 2022 at around 12:15 P.M. in the presence of two witnesses, Ms. Komal Singhi and Mr. Biraj Raha 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 resolutions 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. Ninety Members have cast their votes through remote e-voting and all such votes are valid.
- VIII. OUTCOME: All the resolutions stand passed majority under e-voting.
- IX. The relevant records relating to e-voting, poll, etc. at the AGM 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: 29<sup>th</sup> July, 2022

For **AGARWAL A & ASSOCIATES**  
Company Secretaries

**AGARWAL**  
**AJAY KUMAR**

Digitally signed by AGARWAL AJAY KUMAR  
DN: cn=, o=West Bengal,  
2.5.4.20=0ccf8c49e4e54f5043f2089e4d468df4e609548  
e835e978c7998473b9d7, postalCode=700136,  
street=AMBAY KUMARIN, FLAT 3C, RAJABATI, GOPALPUR,  
serialNumber=9b6d44f0a36e0f6c5e18c297e8ba30d  
3208e0e89953036899972e0c09d, o=Personal,  
cn=AGARWAL AJAY KUMAR,  
pseudoym=981a2d6e161c95d08b79079e19eade8  
Date: 2022.07.29 14:34:03 +05'30'

**CS Ajay Kumar Agarwal**  
Proprietor

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

**ICSI UDIN: F007604 D000707041**

M/s Norben Tea & Exports Ltd (CIN:L01132WB1990PLC048991)													
Date of AGM: 29 <sup>th</sup> July, 2022													
SUMMARY OF COMBINED SCRUTINIZER'S REPORT IN RESPECT OF E-VOTING FOR PASSING ORDINARY RESOLUTIONS													
Res olu tio n No.	Subject Matter of the Resolution	Mode	Total No. of Mem bers Voted	Total No. of Shares 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 Votes	
1	<b>ORDINARY RESOLUTION:</b> To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2022 along with Report of the Board of Directors and Auditors thereon.	Electronic	90	6422007	85	6421506	99.99	5	501	0.01	--	--	
		Physical / Poll	--	--	--	--	--	--	--	--	--	--	
		Total	90	6422007	85	6421506	99.99	5	501	0.01	--	--	
2	<b>ORDINARY RESOLUTION:</b> To appoint Mr. Manoj Kumar Daga (DIN: 00123386) who retire by rotation and being eligible, offers himself for re-appointment as a Director.	Electronic	90	6422007	84	6421303	99.99	6	704	0.01	--	--	
		Physical / Poll	--	--	--	--	--	--	--	--	--	--	
		Total	90	6422007	84	6421303	99.99	6	704	0.01	--	--	

Place: Kolkata  
Date: 29<sup>th</sup> July, 2022

For **AGARWAL A & ASSOCIATES**  
Company Secretaries

**AGARWAL**  
**AJAY KUMAR**

Digitally signed by AGARWAL AJAY KUMAR  
DN: cn=AGARWAL AJAY KUMAR, o=AGARWAL A & ASSOCIATES, ou=AGARWAL A & ASSOCIATES, email=AGARWAL.AJAY.KUMAR@AGARWAL.COM, c=IN

**CS Ajay Kumar Agarwal**  
Proprietor

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

**ICSI UDIN: F007604 D000707041**



**NORBEN TEA & EXPORTS LTD**

**CIN : L01132WB1990PLC048991**

29<sup>th</sup> July, 2022

The Secretary  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> 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 32<sup>nd</sup> Annual General Meeting of the Company held on Friday, the 29<sup>th</sup> July, 2022 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.

Mr. Director

Encl: As above.



**NORBEN TEA & EXPORTS LTD**

**CIN : L01132WB1990PLC048991**

**Summary of the proceedings of the 32<sup>nd</sup> Annual General Meeting**

The 32<sup>nd</sup> Annual General Meeting (AGM) of the members of Norben Tea & Exports Limited ("NTEL") was held at 11:30 A.M. on Friday, the 29<sup>th</sup> July, 2022 through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. The AGM 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.

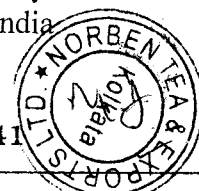
The Chairman informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

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, 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 all resolutions set forth in the notice. Members who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their vote through e-voting during the 32<sup>nd</sup> AGM.

With the consent of the members present, the Notice convening the meeting, as well as the Financial Statements, Auditors' Report and Directors' Report, having been circulated to the members and also laid before the meeting were taken as read. Further, it was stated that the reports from the Statutory Auditor did not contain any qualifications, reservation or adverse remarks and was therefore, taken as read with the consent of the members present.

The Secretarial Auditors' Report on the audit of the secretarial records of the Company for the year ended 31<sup>st</sup> March, 2022 has a qualification relating to suspension in trading of equity shares of the Company on the Bombay Stock Exchange due to non-compliance of the eligibility requirement for continuous listing and the Company has made an application on 15<sup>th</sup> January, 2022 to BSE for revocation of suspension of Company with Bombay Stock Exchange. The BSE vide email dated 26<sup>th</sup> May, 2022 have granted In-Principle Approval for revocation of suspension of trading in the securities of company. The Equity Shares of the Company are traded at the National Stock Exchange of India Limited.



# NORBEN

**NORBEN TEA & EXPORTS LTD**

**CIN : L01132WB1990PLC048991**

With the consent of the members present I take the Secretarial Audit Report as read.

The following items of business, as per the notice of AGM dated 29<sup>th</sup> July, 2022 were transacted at the meeting –

## **Ordinary Business**

- 1) Adoption of Audited Financial Statements of the Company for the Year ended 31<sup>st</sup> March, 2022 together with the Report of the Board of Directors and Auditors thereon.
- 2) Re-appointment of Mr. Manoj Kumar Daga (DIN:00123386), who retires by rotation, and being eligible, offers himself for re-appointment as a Director.

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, if any, on the Reports and Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 and/or on the Agenda Items as contained in the Notice. 5 (Five) speakers expressed their views and suggestions. The Chairman appraised the present situation of the Company and Tea Industry.

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

The Meeting concluded at 12:01 P.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.

