



NORBEN TEA & EXPORTS LTD

CIN : L01102WB1000PLCC4004

4th August, 2015

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 certified copy of the Minutes as per Clause 31 of the Listing Agreement, for the 25th Annual General Meeting held on 31st July, 2015.

Thanking you,

Yours faithfully,

For NORBEN TEA & EXPORTS LTD.

Mg. Director

Encl : As above.

Minutes of the 25th Annual General Meeting of NORBEN TEA & EXPORTS LIMITED held at G.D.BIRLA SABHAGAR, 29, ASHUTOSH CHOWDHURY AVENUE, KOLKATA – 700 019 on 31st July, 2015 at 10.30 A.M.

PRESENT

Shareholders present in person	-	358
Number of proxy holders present	-	148

IN ATTENDANCE

Mr. M.K.Daga	-	Chairman & Managing Director
Mr. R. K. Jhalaria	-	Independent Director
Ms. Swati Sharma	-	Independent Director
Mr. Pawan Kothari	-	Company Secretary

CHAIRMAN

Mr. M.K.Daga, Chairman of the Board took the Chair.

QUORUM & STATUTORY REGISTERS

The Chairman informed that Quorum was present and the Register of Directors' shareholdings was available for inspection by any Member during the continuance of the meeting and the meeting can be proceeded with.

The Chairman informed the members present that Shri S.N.Bardhan, Director of the Company had passed away on 1st June, 2015. He was a Director of the Company for the last 13 years and the Chairman requested the Members to observe a minute's silence as a mark of respect for late Shri S.N.Bardhan. The members put on record their appreciation and gratitude for his valued advise & guidance to the Company.

NOTICE

With the permission of the shareholders present, notice convening the meeting, as circulated among the members, was taken as read.

APPROVAL OF ACCOUNTS

The Chairman thereafter informed the Members present that since the Auditor's Report had no adverse remarks, the same was **not** required to be read out. With the permission of the shareholders present, the Auditors' Report, Directors' Report and Audited Financial Statements were taken as read.

The following Resolution was read out by the Chairman:

"RESOLVED that the Directors' Report and Audited Accounts of the Company for the year ended 31st March, 2015 as circulated amongst the shareholders and placed before the Meeting, be and are hereby approved and passed".

Thereafter, he requested the Members present to discuss any matter relating to this resolution.

After discussion ended on Item No.1 of the Notice, the Chairman, referred to Item No.2 of the Notice.

M.J.

RE-APPOINTMENT OF MS. SWETA PATODIA

The following Resolution was read out by the Chairman:

"RESOLVED that Ms. Sweta Patodia be and is hereby re-appointed Director of the Company."

Thereafter, he requested the Members present to discuss any matter relating to this resolution.

After discussion ended on Item No.2 of the Notice, the Chairman, referred to Item No.3 of the Notice.

APPOINTMENT OF AUDITORS

The Chairman informed the members present that M/s. Goenka Shaw & Company, Chartered Accountants, are proposed to be re-appointed as the Auditors of the Company.

The following Resolution was read out by the Chairman:

"RESOLVED that M/s. Goenka Shaw & Company, Chartered Accountants, be and are hereby re-appointed Auditors of the Company to hold office till the conclusion of the next Annual General Meeting at a remuneration to be decided by the Board of Directors of the Company."

Thereafter, he requested the Members present to discuss any matter relating to this resolution.

After discussion ended on Item No.3 of the Notice, the Chairman requested the Scrutinizer to show the empty Ballot Box(es) and then the same was locked and sealed by the Scrutinizer in the presence of the Members present.

Thereafter, the Chairman requested the members present at the meeting but who have not cast their votes by availing the ~~remote~~ e-voting facility, to cast their vote using the Ballot Papers as distributed by the Scrutinizer.

The Members filled and signed the Ballot paper(s) and deposited them in the Ballot Box(es).

There being no other business in the agenda to transact, the meeting terminated with a vote of thanks to the Chair.

The Chairman told the members present that results of the voting would be duly declared and placed on the website of the Company.

M-8.

DECLARATION OF RESULTS OF VOTING ON 3rd AUGUST 2015 AT 3.00 P.M.

The Chairman, forthwith, declared the results of the voting as per the Consolidated Scrutinizer's Report dated 3rd August, 2015 as follows:

Item No.1

Total votes cast in favour of the motion were 60,96,770 being 99.997% of the total votes cast.

Total votes cast against the motion were 210 being 0.003% of the total votes cast.
The Resolution was passed by requisite majority.

Item No.2

Total votes cast in favour of the motion were 60,96,770 being 99.997% of the total votes cast.

Total votes cast against the motion were 210 being 0.003% of the total votes cast.
The Resolution was passed by requisite majority.

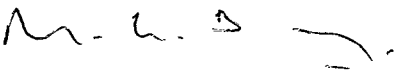
Item No.3

Total votes cast in favour of the motion were 60,96,770 being 99.997% of the total votes cast.

Total votes cast against the motion were 210 being 0.003% of the total votes cast.
The Resolution was passed by requisite majority.

Place : Kolkata

Date: 3rd August, 2015


CHAIRMAN