

|   |                 |
|---|-----------------|
| 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 retires 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=0ccf8c49e4e4f5043f2089e4d468df4e609548  
e835e978c7998473b9d7, postalCode=700136,  
street=AMBLY KUMAREN, FLAT 3C, RAJBARATI, GOPALPUR,  
serialNumber=9b6d44f0a36e0f6c5e18c292f8ba30d  
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<br>(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<br>olu<br>tio<br>n<br>No.  | Subject Matter of<br>the Resolution   | Mode            | Total<br>No.<br>of<br>Mem<br>bers<br>Voted | Total No.<br>of Shares<br>Voting | Assent/ in Favour of                      |                 |                            | Dissent/ Against                          |                        |                              | Invalid                                   |                    |  |
|  |   |                 |  |                                  | No.<br>of<br>Me<br>mbe<br>rs<br>vote<br>d | No. of<br>Votes | % of<br>votes in<br>favour | No.<br>of<br>Me<br>mbe<br>rs<br>vote<br>d | No.<br>of<br>Vot<br>es | % of<br>votes<br>again<br>st | No.<br>of<br>Me<br>mbe<br>rs<br>vote<br>d | No.<br>of<br>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=ajay@agarwalaa.com, c=IN  
Date: 2022.07.29 14:50:31 +05'30'

**CS Ajay Kumar Agarwal**  
Proprietor

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

**ICSI UDIN: F007604 D000707041**