



**SECRETARIAL COMPLIANCE REPORT OF
NORBEN TEA AND EXPORTS LTD
FOR THE YEAR ENDED 31ST MARCH, 2022**

(Pursuant to SEBI- CIR/CFD/CMD/1/27/2019 Dated February 08, 2019)

We, M/s Agarwal A & Associates, Company Secretaries having our office at Plot No. IID/31/1, Street No. 1111, PS QUBE, Unit Number 1015A, 10th Floor, Beside City Centre 2, Kolkata- 700161, have examined:

- (a) all the documents and records made available to us and explanation provided by Norben Tea & Exports Limited("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31/03/2022 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
(not attracted during year under review)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
(not attracted during year under review)

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(not attracted during year under review)

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(not attracted during year under review)

(g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;

(not attracted during year under review)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, We hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance (Regulations including guidelines clause)	Requirement circulars/ specific	Deviations	Observations/ Remarks of the Practicing Company Secretary

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) **under** the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited	Non compliance of eligibility requirement for continuous listing.	Suspension in trading of the equity shares	Company has made an application on 15 th January, 2022

				<p>to BSE for revocation of suspension of Company with Stock Exchange and awaiting for their approval.</p> <p>The Equity Shares of the Company are traded at the National Stock Exchange of India Limited.</p> <p>In the meantime The Bombay Stock Exchange has allowed the Company to do all the filings in compliance with the listing regulations and the Company is complying with the filing requirements on regular basis.</p>
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31st March, 2021.	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Status of the Company with BSE	Company is in Compliance to the	Company has made an application to	The Bombay Stock Exchange has

	<p>– Suspended (NORBTEAEXP 519528 INE369C01017)</p>	<p>applicable provisions of SEBI Act and Regulations and submitting the Report/Intimations etc with Stock Exchange.</p>	<p>BSE on dated 15th January, 2022 for revocation of status of suspension of Company with BSE</p>	<p>allowed the Company to do all the filings in compliance with the listing regulations and the Company is complying with all the filing requirements on regular basis.</p>
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Place: Kolkata

Date: 21st May, 2022

For **AGARWAL A & ASSOCIATES**

Company Secretaries

CS Ajay Kumar Agarwal

Proprietor

C.P No.:**13493**

M.No. : **F7604**

UDIN: F007604D000362211