

15th March, 2024

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
25th Floor, Dalal Street,
MUMBAI – 400 001.
Scrip Code: 519528

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, `G' Block,
Bandra (East)
MUMBAI – 400 051.
Ref: ISIN - INE369C01017

Sub: Voting Results of Extra-Ordinary General Meeting (EOGM) and Consolidated Scrutinizer's Report

Respected Sir/Madam,

We are submitting herewith details regarding Voting Results along with Consolidated 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 Friday, the 15th March, 2024 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.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For Norben Tea & Exports Limited

Niraj Tiwari
Company Secretary & Compliance Officer

Encl: As above.

Date of the EOGM	15th March, 2024
Total number of shareholders on record date	25379
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 :	48

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

Resolution required: (Ordinary/ Special)	ORDINARY - To ratify and approve Related Party Transactions undertaken during the ordinary course of business of the Company for the financial year 2023-24							
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) [#]	% 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	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	14400	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	5690841	372628	6.548	372349	279	99.925	0.075
	Poll		115	0.002	115	0	100.000	0.000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	11750000	372743	3.172	372464	279	99.925	0.075

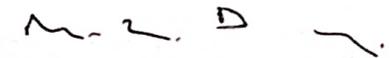
For NORBEN TEA & EXPORTS LTD.

Mg. Director

Resolution required: (Ordinary/ Special)	ORDINARY - Prior Approval for Related Party Transactions repetitive in nature and in the ordinary course of business of the Company for the financial year 2024-25							
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) [#]	% 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	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Public- Institutions	E-Voting	14400	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	5690841	372628	6.548	372349	279	99.925	0.075
	Poll		115	0.002	115	0	100.000	0.000
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	11750000	372743	3.172	372464	279	99.925	0.075

[#] 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 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman of Extra Ordinary General Meeting ("EOGM") of the Equity Shareholders of M/s Norben Tea & Exports Ltd held on Friday, 15th March, 2024 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 15th March, 2024.

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 13th February, 2024 issued in accordance with the Ministry of Corporate Affairs ("MCA") vide its Circular Nos. 20/2020, 10/2022 and 09/2023 dated May 5, 2020, 28th December, 2022 and 25th September, 2023, respectively, and other circulars issued in this respect ("MCA Circulars") allowed, inter-alia, conduct of EOGMs through Video Conferencing / Other Audio-Visual Means ("VC/ OAVM") facility on or before 30th September, 2024. The Extra Ordinary General Meeting ("EOGM") of the members of the Company through VC/OAVM, held on Friday, March 15th, 2024 at 11:30 AM, at 15B Hemanta Basu Sarani, 3rd floor, Kolkata-700001.

The Company hosted the notice of EOGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 20th February, 2024.

**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 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 (EOGM) 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, 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 12th March, 2024 at 9 A.M. and ended on Thursday, the 14th March, 2024 at 5 P.M.
- II. The members of the Company as on the "cut off" date i.e. the 08th March, 2024 were entitled to e-vote on the resolutions (item no. 1 & 2 as set out in the notice of the EOGM of the Company).
- III. The Ballot Forms facility was not provided at the EOGM on Friday, March 15th 2024 to the members because the EOGM 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 15th March at around 12:10 P.M. in the presence of two witnesses, Ms. Komal Singhi and Mr. Sandeep Choubey who are not in employment of the Company.
- VI. Thereafter, considering remote e-voting and venue voting and the 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, 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. 69 Members have casted their votes through remote e-voting and venue 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 EOGM 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: 15th March, 2024

For **AGARWAL A & ASSOCIATES**
Company Secretaries

**AJAY
KUMAR
AGARWAL**

Digitally signed by AJAY KUMAR AGARWAL
DN: c=IN, o=Personal,
pseudoym=7872D920B09CD01F1A08D
5377FEA7CC,
2.5.4.20=0cc8fd94e5efda5043fa089ed46
8d8e4095a48e835e9e78c7698a4759a7,
serialNumber=700136, cn=West Bengal,
serialNumber=A088D04FB9A36C69C5E
18C9297E88A3DCA2909EC089938036899
A12ECC09D, cn=AJAY KUMAR AGARWAL
Date: 2024.03.15 16:23:28 +05'30'

CS Ajay Kumar Agarwal
Proprietor C.P No.: **13493**
M. No.: **F7604**

Peer Review No. 1592/2021

ICSI UDIN: F007604E003588984

M/s Norben Tea & Exports Ltd												
(CIN:L01132WB1990PLC048991)												
Date of EOGM: 15th March, 2024												
SUMMARY OF COMBINED SCRUTINIZER'S REPORT IN RESPECT OF E-VOTING FOR PASSING ORDINARY /SPECIAL RESOLUTIONS												
					Assent/ in Favour of			Dissent/ Against			Invalid	
Res olut ion No.	Subject Matter of the Resolution	Mode	Total No. of Memb ers Voted	Total No. of Shares of Voting	No. of Membe rs voted	No. of Votes	% of votes in favo ur of votes	No. of Mem bers vote d	No. of Vot es	% of votes against of votes	No. of Mem bers vote d	No. of Votes
1	ORDINARY RESOLUTION: To ratify and approve related party Transactions undertaken during the ordinary course of business of the Company for the financial year 2023-24	Electronic	66	372628	62	372349	99.93	4	279	0.07	--	--
		Physical/ Venue	03	115	03	115	100	--	--	--	--	--
		Total	69	372743	65	372464	99.93	4	279	0.07	--	--
2	ORDINARY RESOLUTION: Prior Approval for Related Party Transactions repetitive in nature and in the ordinarycourse of business of the Company for the financial year 2024-25.	Electronic	66	372628	62	372349	99.93	4	279	0.07	--	--
		Physical/ Venue	03	115	03	115	100	--	--	--	--	--
		Total	69	372743	65	372464	99.93	4	279	0.07	--	--

Place: Kolkata
Date: 15th March, 2024

For **AGARWAL A & ASSOCIATES**
Company Secretaries

**AJAY
KUMAR
AGARWAL**

Digitally signed by AJAY KUMAR AGARWAL
DN: c=IN, o=Personal,
postalCode=737209,ou=CCO111,ou=5377EAJCC,
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serialNumber=AB8E0CFF8F8A5E0C0E
18C3297E8B8A28D4290EC6899B036899
A12ECC09D, cn=AJAY KUMAR AGARWAL
Date: 2024.03.15 16:24:20 +05'30'

CS Ajay Kumar Agarwal
Proprietor C.P No.: **13493**
M. No.: **F7604**

Peer Review No. **1592/2021**

ICSI UDIN: F007604E003588984