

4th December, 2024

To,
Department of Corporate Services
BSE Limited
 Phiroze Jeejeebhoy Towers
 25th Floor, Dalal Street,
 MUMBAI – 400 001.
Scrip Code: 519528

To,
The Listing Department
National Stock Exchange of India Ltd.
 Exchange Plaza, 5th Floor,
 Plot No.C/1, `G' Block,
 Bandra (East)
 MUMBAI – 400 051.
NSE Symbol: NORBTEAEXP

Sub: Outcome of Board Meeting of Norben Tea & Exports Limited (“the Company”).

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and further to our intimation letter dated November 29, 2024, we wish to inform you that the Board of Directors of the Company in their Meeting held today i.e., December 04, 2024, *inter alia*, had considered and approved the following:

1. Increase the Authorized Share Capital and alteration of the Capital Clause of the Memorandum of Association of the Company:

To increase the Authorized Share Capital from the existing Rs. 12,00,00,000/- (Rupees Twelve Crores Only) to Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) and alteration of the Capital Clause of the Memorandum of Association of the Company.

2. Preferential issue of Warrants:

Subject to requisite approval of the Shareholders of the Company and such other regulatory / governmental approvals, as may be required, the Board has approved the issuance of upto 37,94,100 (Thirty Seven Lakhs Ninety Four Thousand One Hundred) warrants, each carrying a right to subscribe to 1 equity shares of the Company at an issue price of Rs. 17/- (Rupees Seventeen Only) per warrant to the following Warrant Allottees:

Sl. No	Name of Warrant Allottees	Convertible Warrants	Total Consideration (Rs.)	Category
1	Kailash Dhanuka HUF	7,68,000	1,30,56,000	Non Promoter
2	Ram Chander Sharma	2,58,000	43,86,000	Non Promoter
3	Nitu Sharma	2,58,000	43,86,000	Non Promoter
4	Ram Chander Sharma HUF	2,58,000	43,86,000	Non Promoter
5	Himanshu Sharma	3,87,500	65,87,500	Non Promoter
6	Ritika Kothari	3,87,500	65,87,500	Non Promoter
7	Ratan Lal Sharma	1,93,750	32,93,750	Non Promoter
8	Shakuntala Devi	1,93,750	32,93,750	Non Promoter
9	Devesh Sharma	1,93,750	32,93,750	Non Promoter

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NORBEN TEA & EXPORTS LTD
CIN : L01132WB1990PLC048991

Sl. No	Name of Warrant Allottees	Convertible Warrants	Total Consideration (Rs.)	Category
10	Gaur Payal Vijay	1,93,750	32,93,750	Non Promoter
11	Sanjay Kumar Sharma	2,58,000	43,86,000	Non Promoter
12	Satish Sharma	2,58,000	43,86,000	Non Promoter
13	Pooja Chotia	1,86,100	31,63,700	Non Promoter
	Total	37,94,100	6,44,99,700	

The Preferential Allotment shall be undertaken in accordance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable laws.

The details as required under Regulation 30 of the SEBI LODR Regulations read with the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as Annexure A and Annexure B respectively.

3. Convening the Extra Ordinary General Meeting of the Company:

The Board also approved the convening of an Extraordinary General Meeting ("EGM") of the Shareholders of the Company on Monday, December 30, 2024, through video conferencing or other audio visual means, and has approved the draft notice convening the EGM to be issued to the Shareholders for seeking their approval, *inter alia*, for increase in the authorized share capital of the Company and alteration of capital clause of the memorandum of association of the Company and for the preferential issue of warrants. The notice of the said EGM shall be submitted to the Stock Exchanges in due course in compliance with the provisions of the SEBI LODR Regulations.

The meeting has commenced at 03.15 P.M. and concluded at 06.30 P.M.

This is for your information and dissemination.

Thanking you,

Yours faithfully,

For Norben Tea & Exports Limited

**NIRAJ
TIWARI**

Digitally signed by
NIRAJ TIWARI
Date: 2024.12.04
18:46:34 +05'30'

Niraj Tiwari

Company Secretary & Compliance Officer

Membership No: A70479

Encl: as above

Annexure A

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of amendment to Memorandum of Association of the Company

1. Amendment to Capital Clause:

V *The Authorised Share Capital of the Company is Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 1,60,00,000 Equity Shares of Rs. 10 each.*

Annexure B
Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No	Particulars	Details			
1	Type of Securities proposed to be issued	Warrants convertible into Equity Shares.			
2	Type of issuance	Preferential Issue in accordance with Chapter V of SEBI ICDR Regulations and other applicable laws.			
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Upto 37,94,100 (Thirty Seven Lakhs Ninety Four Thousand One Hundred) warrants convertible into equity shares.			
4	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):				
i	Name of the Investor(s), Post-Allotment of Securities - Outcome of Subscription				
Sl. No	Name of the Investors	Pre Preferential Allotment		Post Preferential Allotment*	
		No.	%	No.	%
(1)	Kailash Dhanuka HUF	7,000	0.06%	7,75,000	4.99%
(2)	Ram Chander Sharma	0	0.00%	2,58,000	1.66%
(3)	Nitu Sharma	0	0.00%	2,58,000	1.66%
(4)	Ram Chander Sharma HUF	0	0.00%	2,58,000	1.66%
(5)	Himanshu Sharma	0	0.00%	3,87,500	2.49%
(6)	Ritika Kothari	0	0.00%	3,87,500	2.49%
(7)	Ratan Lal Sharma	0	0.00%	1,93,750	1.25%
(8)	Shakuntala Devi	0	0.00%	1,93,750	1.25%
(9)	Devesh Sharma	0	0.00%	1,93,750	1.25%
(10)	Gaur Payal Vijay	0	0.00%	1,93,750	1.25%
(11)	Sanjay Kumar Sharma	0	0.00%	2,58,000	1.66%
(12)	Satish Sharma	0	0.00%	2,58,000	1.66%
(13)	Pooja Chotia	0	0.00%	1,86,100	1.20%
<i>*Assuming conversion of 37,94,100 warrants into 37,94,100 equity shares.</i>					
ii	Issue Price	The Warrants are proposed to be allotted at a price of Rs. 17/- per warrants. The issue price has been fixed in accordance with			

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		Regulation 164 of the SEBI ICDR Regulations.
iii	Number of the Investors	13 (Thirteen)
iv	In case of convertibles: intimation of conversion of securities or on lapse of the tenure of the instrument	<p>Each warrants carries a right to subscribe to 1 (one) equity share of the Company per warrant, may be exercised in one or more tranches, within 18 months from the date of allotment of warrants.</p> <p>An amount equivalent to at least 25% of the Warrant Exercise Price shall be payable at the time of subscription and allotment of each Warrant, and the balance 75% of the Warrant Exercise Price shall be payable at the time of allotment of Equity Shares pursuant to exercise of the rights attached to the Warrants to subscribe to the Equity Share, at any time within 18 (eighteen) months from the date of allotment of the Warrants.</p> <p>The Warrant Exercise Price and the number of equity shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.</p>

For Norben Tea & Exports Limited

**NIRAJ
TIWARI**

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by NIRAJ TIWARI
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Niraj Tiwari
Company Secretary & Compliance Officer
Membership No: A70479