



Agarwal A & Associates
Company Secretaries

SCRUTINIZER'S REPORT

[I 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 31ST Annual General Meeting of the Equity Shareholders of M/s Norben Tea & Exports Ltd held on 11th August, 2021 at 10:30 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 31ST Annual General Meeting of M/s Norben Tea & Exports Ltd held on 11th August, 2021

Dear Sir

I, Ajay Kumar Agarwal, Practising 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 June, 2021 issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April, 2020, 13 April 2020 and 5 May 2020 respectively, read with General Circular No. 02/2021 dated January 13, 2021 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling 31st Annual General Meeting ("AGM") of the members of the Company through VC/OAVM, held on Wednesday on August 11, 2021 at 10:30 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 12, 2020 ("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
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The Notice dated 26th June, 2021 convening the 31st Annual General Meeting of the Company setting out the material facts under section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the resolutions to be passed at the said AGM of the Company.

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 Sunday 08th August, 2021 (09:00 AM) to Tuesday, 10th August, 2021 (05:00 PM).
- II. The members of the Company as on the "cut off" date i.e. 04th August, 2021 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 Wednesday, 11th August, 2021 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 11th August, 2021 at around 11:37 am in the presence of two witnesses, Ms. Komal Singhi and Ms. Shreya Kedia who are not in employment of the Company.

M/s Norben Tea & Exports Ltd (CIN:L01132WB1990PLC048991)													
Date of AGM: 11 th August, 2021													
SUMMARY OF COMBINED SCRUTINIZER'S REPORT IN RESPECT OF E-VOTING FOR PASSING ORDINARY RESOLUTIONS													
Res olu tio n No.	Subject Matter of the Resolution	Mode	Total No. of Mem bers Voted	Total No. of Shares of Voting	Assent/ in Favour of			Dissent/ Against			Invalid		
					No. of Me mbe rs vote d	No. of Votes	% of votes in favour	No. of Me mbe rs vote d	No. of Vot es	% of votes again st	No. of Me mbe rs vote d	No. of Votes	
1	ORDINARY RESOLUTION: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March 2021 along with Report of the Board of Directors and Auditors thereon.	Electronic	61	6421147	58	6421037	99.9983	3	110	0.0017	--	--	
		Physical	--	--	--	--	--	--	--	--	--	--	
		Total	61	6421147	58	6421037	99.9983	3	110	0.0017	--	--	
2	ORDINARY RESOLUTION: To appoint Mr. Balkrishan Agarwal (DIN: 08599472) who retire by rotation and being eligible, offers himself for re-appointment as a Director.	Electronic	61	6421147	58	6421037	99.9983	3	110	0.0017	--	--	
		Physical	--	--	--	--	--	--	--	--	--	--	
		Total	61	6421147	58	6421037	99.9983	3	110	0.0017	--	--	

Place: Kolkata
Date: 11th August, 2021

For AGARWAL A & ASSOCIATES
Company Secretaries

AGARWAL
AJAY KUMAR
CS Ajay Kumar Agarwal
Proprietor

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

ICSI UDIN: F007604C000768485