

29<sup>th</sup> May, 2024

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

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

**Sub: Outcome of Board Meeting**

Respected Sir / Madam,

Pursuant to Regulation 30(6) read with Schedule III and Regulation 33(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting the followings:

1. Statement of Standalone Audited Financial Results of the Company for the financial year ended on 31<sup>st</sup> March, 2024 along with Independent Auditor's Report.
2. Statement of Standalone Audited Financial Results of the Company for the quarter ended 31<sup>st</sup> March, 2024 along with the result for the entire financial year.

These Audited financial results were reviewed by the Audit Committee in its meeting held on date and have been taken on record by the Board of Directors of Norben Tea & Exports Limited in its meeting held on date.

3. Appointment of Mr. Ashok Vardhan Bagree (DIN: 00421623) as the Independent Director, (Non –Executive, Independent Director) of the Company for a term of five years subject to approval of members of the Company in the ensuing general meeting of the Company. The required details pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as Annexure-I;
4. Appointment of Ms. Komal Bhotika (DIN: 08845578) as the Independent Director, (Non –Executive, Independent Director) of the Company for a term of five years subject to approval of members of the Company in the ensuing general meeting of the Company. The required details pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as Annexure-II;

5. Appointment of M/s A O Mittal & Associates (FRN: 014640C) as the Statutory Auditors of the Company subject to approval of members of the Company in the ensuing general meeting of the Company. The required details pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as Annexure-III;

Consent of Statutory Auditor has been received on 17.05.2024 (copy enclosed).

6. Appointment of M/s Agarwal A & Associates Practising Company Secretary (Membership No.F7604 and CP No.13493), as the Secretarial Auditor. The required details pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI master Circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as Annexure-IV;

The Meeting of the Board of Directors held today commenced at 1:15 P.M. and concluded at 9.20 P.M.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For Norben Tea & Exports Limited**

**Niraj Tiwari**  
**Company Secretary & Compliance Officer**

Encl.: As above.



**Unmodified Opinion is expressed on the Quarterly/Annual Financial Results (for companies other than banks) for the Quarter/Year Ended 31<sup>st</sup> March, 2024.**

**Independent Auditors' Report on Last Quarter/4th Quarter Standalone Financial Result for Quarter Ended 31st March, 2024 (from 01/01/2024 to 31/03/2024) as well as year to date results of annual Standalone financial Results for the year ended 31st March, 2024 (From 01/04/2023 to 31/03/2024) of the Company Pursuant to the Regulation 33 and 52 of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015, as amended.**

To  
The Board of Directors  
Norben Tea & Exports Limited  
CIN: L01132WB1990PLC048991  
15B, Hemanta Basu Sarani,  
3<sup>rd</sup> Floor,  
Kolkata - 700001

### Report on the audit of the Standalone Financial Results

#### Opinion

We have audited the quarterly Standalone Financial Results and Annual Standalone Financial Results of Norben Tea & Exports Limited for the quarter ended 31st March, 2024 (from 01/01/2024 to 31/03/2024) as well as year to date results of annual Standalone financial Results for the year ended 31st March, 2024 (From 01/04/2023 to 31/03/2024), attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 & 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Obligations and Disclosure Requirements) Regulation, 2015.

In our opinion and to the best of our information and according to the explanations given to us the Statement:

- are presented in accordance with the requirements of Regulation 33 and 52 of the Listing Regulations in this regard; and
- gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian accounting standards (Ind AS) and other accounting principles generally accepted in India of the net loss and other comprehensive income and other financial information for the quarter ended 31st March, 2024 as well as the year to date results for the period from 1st April, 2023 to 31st March, 2024.

#### Basis of Opinion

We conducted our audit in accordance with the Standard on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013, as amended ("the Act"). Our responsibilities under those Standards are further described in the "Auditors' Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our ethical responsibilities in accordance with those requirements and the Code of ethics. We believe that the audit evidence by us is sufficient and appropriate to provide a basis for our opinion.

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## Emphasis of Matter :

- a. Balances under sundry debtors/trade receivables and loans and advances given by the company are subject to confirmations and in absence of such confirmations and reconciliations, consequential impact of the same if any on financial statements of the company could not be ascertained.
- b. Balances under sundry creditors/trade payables and unsecured loans taken by the company are subject to confirmations and in absence of such confirmations and reconciliations, consequential impact of the same on financial statements of the company could not be ascertained
- c. Details of opening balance of interest receivable amounting to Rs.17,67,093/- shown under other financial assets have not been provided by management.
- d. Details of advances recorded under other financial assets having opening debit balance lying unadjusted during the year totaling to Rs.15,78,246/- and liabilities having opening credit balance lying unadjusted during the year total amounting to Rs.1,81,914/- recorded under other liabilities & employee's benefits obligations have not been provided by management and consequential impact of the same if any on financial statements of the company could not be ascertained.

## Management's Responsibilities for the Standalone Financial Results

These standalone annual financial results have been prepared on the basis of the standalone annual financial statements. The Company's Management and the Board of Directors are responsible for the preparation of these standalone annual financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.





## Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone annual financial results, including the disclosures, and whether the standalone annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial results that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial results may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial results.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### Other Matters

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the annual year to date results are presented in accordance with the requirements of regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard in compliance with Ind-AS; read with Circular No.CIR/CFD/CMD/15/2015 dated November 20, 2015 and Circular No.CIR/CFD/FAC/62/2016 dated July 5, 2016.

The Statement includes the results for the quarter ended March 31, 2024 being the balancing figure between the audited figures in respect of the full financial year ended March 31, 2024 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations. The results give a true and fair view of the loss and other financial information for the quarter ended 31st March, 2024 (from 01/01/2024 to 31/03/2024) as well as year to date result of annual year ended 31st March, 2024 (from 01/04/2023 to 31/03/2024).

For P. D. Rungta & Co.  
Chartered Accountants  
Firm Registration No.: 001150C

*Ritesh Shaw*,  
CA RITESH KUMAR SHAW  
Partner



Membership No.: 305929  
UDIN: 24305929BKCTQY9055  
Place of Signature: Kolkata  
Date: The 29<sup>th</sup> day of May, 2024



# NORBEN TEA & EXPORTS LIMITED

CIN : L01132WB1990PLC048991

Regd. Office : 15B, Hemanta Basu Sarani, 3rd Floor, Kolkata-700001.

Phone : 2210-0553 ; Fax : 91-33-2210-0541

E-mail: enquiry@norbentea.com : Website : www.norbentea.com

## STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

PART I PARTICULARS		(Rupees in Lakhs)				
		Quarter Ended			Year Ended	
		31-03-2024 (Audited)	31-12-2023 (Unaudited)	31-03-2023 (Audited)	31-03-2024 (Audited)	31-03-2023 (Audited)
1	Revenue from Operations	118.21	140.29	73.90	657.53	777.56
2	Other Income	0.73	1.53	2.57	3.41	2.89
	<b>Total Income (1+2)</b>	<b>118.94</b>	<b>141.82</b>	<b>76.47</b>	<b>660.94</b>	<b>780.45</b>
3	<b>Expenses</b>					
	(a) Cost of materials consumed (Note 5)	-	-	-	-	-
	(b) Changes in inventories of finished goods, Stock-in-trade and Work-in-progress	55.65	27.26	(50.43)	37.33	(11.38)
	(c) Employee Benefits Expense	97.09	154.12	63.80	423.49	423.61
	(d) Finance Costs	27.39	36.91	28.74	107.33	82.58
	(e) Depreciation and Amortisation expenses	15.26	15.31	15.85	58.07	54.85
	(f) Other Expenses	25.31	55.15	53.77	203.11	197.03
	<b>Total Expenses</b>	<b>220.70</b>	<b>288.75</b>	<b>111.73</b>	<b>829.33</b>	<b>746.69</b>
4	<b>Profit/(Loss) before Exceptional Items and tax (1+2-3)</b>	<b>(101.76)</b>	<b>(146.93)</b>	<b>(35.26)</b>	<b>(168.39)</b>	<b>33.76</b>
5	Exceptional items	-	-	-	-	-
6	<b>Profit/(Loss) before tax (4-5)</b>	<b>(101.76)</b>	<b>(146.93)</b>	<b>(35.26)</b>	<b>(168.39)</b>	<b>33.76</b>
7	<b>Tax Expenses</b>					
	- Current Tax	-	-	5.75	-	5.75
	- Mat Credit	-	-	3.40	-	3.40
	- Income Tax for Earlier Year	-	-	-	-	-
	- Deferred Tax Charge/(Credit)	1.69	-	3.42	1.69	3.42
	<b>Total Tax Expense</b>	<b>1.69</b>	<b>-</b>	<b>12.57</b>	<b>1.69</b>	<b>12.57</b>
8	<b>Net Profit/(Loss) after tax (6-7)</b>	<b>(103.45)</b>	<b>(146.93)</b>	<b>(47.83)</b>	<b>(170.08)</b>	<b>21.19</b>
9	<b>Other Comprehensive Income/(Loss) (net of tax)</b>					
	(a) Items that will not be reclassified to profit or loss - Income Tax relating to the item that will not be reclassified to profit or loss	(6.61)	-	4.00	(6.61)	4.00
	(b) Items that will be reclassified to profit or loss - Income Tax relating to the item that will be reclassified to profit or loss	1.70	-	(1.03)	1.70	(1.03)
	<b>Total Other Comprehensive Income/(Loss) for the period (net of tax)</b>	<b>(4.91)</b>	<b>-</b>	<b>2.97</b>	<b>(4.91)</b>	<b>2.97</b>
10	<b>Total Comprehensive Income/(Loss) for the period (comprising Profit / (Loss) and other comprehensive income for the period) (8+9)</b>	<b>(108.36)</b>	<b>(146.93)</b>	<b>(44.86)</b>	<b>(174.99)</b>	<b>24.16</b>
11	Paid up Equity Share Capital (Face Value of the Share Rs.10/- each)	1175.00	1175.00	1175.00	1175.00	1175.00
12	Other Equity	134.94		309.93	134.94	309.93
13	<b>Earnings Per Share</b> (of Rs.10/- each)					
	(a) Basic	(0.88)	(1.25)	(0.41)	(1.45)	0.18
	(b) Diluted	(0.88)	(1.25)	(0.41)	(1.45)	0.18



**Standalone Statement of Assets and Liabilities**

(Rupees in Lakhs)

Particulars	As at	As at
	31/03/2024	31/03/2023
	Audited	Audited
<b>A ASSETS</b>		
(1) <b>Non-Current Assets</b>		
Property, Plant and Equipment	2248.55	2185.72
Capital Work-in-Progress	-	-
<u>Financial Assets</u>		
Trade Receivables	3.11	3.11
Investments	-	-
Loans & Advances	-	-
Other Financial Assets	38.07	41.07
Deferred Tax Assets (Net)	69.86	69.84
Other Non-Current Tax Assets	51.53	46.34
<b>Sub Total - Non-Current Assets</b>	<b>2411.12</b>	<b>2346.08</b>
(2) <b>Current Assets</b>		
Inventories	82.11	121.43
Biological Assets	5.48	5.48
<u>Financial Assets</u>		
Investments	0.01	0.50
Trade Receivables	12.35	26.74
Cash and Cash Equivalents	24.24	18.09
Bank Balances other than above	7.16	7.16
Loans & Advances	1.25	1.25
Other Financial Assets	38.08	42.53
Other Current Assets	1.41	2.00
<b>Sub Total - Current Assets</b>	<b>172.09</b>	<b>225.18</b>
<b>TOTAL - ASSETS</b>	<b>2583.21</b>	<b>2571.26</b>
<b>B EQUITY AND LIABILITIES</b>		
(1) <b>Equity</b>	1175.00	1175.00
Equity Share Capital		
<u>Other Equity</u>		
Reserves and Surplus	134.94	264.90
Other Reserves	-	45.03
<b>Sub Total - Equity</b>	<b>1309.94</b>	<b>1484.93</b>
(2) <b>Liabilities</b>		
<b>Non-Current Liabilities</b>		
<u>Financial Liabilities</u>		
Borrowings	663.81	579.63
Provisions	68.23	54.55
Trade Payables	-	-
<b>Sub Total - Non-Current Liabilities</b>	<b>732.04</b>	<b>634.18</b>
<b>Current Liabilities</b>		
<u>Financial Liabilities</u>		
Borrowings	379.51	325.48
Trade Payables	40.29	34.45
Other Financial Liabilities	37.33	21.77
Other Current Liabilities	59.98	48.47
Employee Benefit Obligations	24.12	21.98
Provisions (Net)	-	-
<b>Sub Total - Current Liabilities</b>	<b>541.23</b>	<b>452.15</b>
<b>TOTAL - LIABILITIES</b>	<b>1273.27</b>	<b>1086.33</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>2583.21</b>	<b>2571.26</b>





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**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2024**

(Rupees in Lakhs)

	For the Year ended 31st March 2024	For the Year ended 31st March 2023
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>		
Net Profit/(Loss) before tax	(168.39)	33.76
<b>Adjustments for :</b>		
Depreciation & Amortisation Expenses	58.07	54.85
(Gain)/Loss on Disposal of Assets	0.34	(0.46)
Contribution to Gratuity Fund	7.07	(1.83)
Mat Credit Entitlement	-	3.40
Finance Cost	107.33	82.58
Other Non-Cash Items	-	0.11
(Gain)/Loss on Disposal of Investments	(0.08)	(0.30)
Interest Received	(2.18)	(2.07)
<b>Operating Profit before working capital changes</b>	<b>2.16</b>	<b>170.04</b>
<b>Adjustments for :</b>		
(Increase)/Decrease In Trade Receivable	14.39	1.44
(Increase)/Decrease In Inventories	39.32	(21.04)
(Increase)/Decrease In Other Financial Assets	7.45	(47.86)
(Increase)/Decrease In Other Current Assets	0.58	4.26
Increase/(Decrease) In Trade Payable	5.84	(14.17)
Increase/(Decrease) In Employee Benefit Obligations	2.13	3.59
Increase/(Decrease) In Other Current Liabilities	11.51	7.04
Increase/(Decrease) In Other Financial Liabilities	15.56	4.02
Cash generated from operations	98.94	107.32
Direct Tax (paid) / Refund (Net)	(5.18)	(6.51)
<b>Net Cash from operating activities</b>	<b>(A) 93.76</b>	<b>100.81</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of Fixed Assets including Capital WIP(net of subsidy)	(123.52)	(152.63)
Proceeds from Sale of Assets	2.28	4.31
Proceeds from Sale of Investments	0.50	0.70
Purchase of Invesments	-	(0.50)
Profit from Sale of Investments	0.08	0.30
Interest Received	2.18	2.07
Dividend Received	-	-
<b>Net Cash used in investing activities</b>	<b>(B) (118.48)</b>	<b>(145.75)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES :</b>		
<b>Proceeds/(Repayment) of Borrowings</b>		
Proceeds/(Repayment) of Short Term Borrowings	54.03	52.04
Proceeds/(Repayment) Long Term borrowing from Bank & Financial Institution	(0.15)	11.17
Proceeds/(Repayment) of Unsecured Loans	84.33	72.00
Interest & Finance Charges	(107.34)	(82.58)
<b>Net Cash used in Financing Activities</b>	<b>(C) 30.87</b>	<b>52.63</b>
Net increase/(Decrease) in cash and cash equivalents (A+B+C)	6.15	7.69
Cash and cash equivalents at the beginning of the year	18.09	10.40
Cash and cash equivalents at the end of the year	24.24	18.09
Earmark Balances with Bank	7.16	7.16
<b>Cash &amp; Bank Balances at the end of the year</b>	<b>31.40</b>	<b>25.25</b>

Note 1. Figures shown in bracket shows cash outflow. -

2. Previous year's Figures have been regrouped/rearranged wherever necessary.



Note : 1 The above audited results have been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on 29th May, 2024.

2 The figures of the last quarter i.e.three months ended on 31st March, 2024 are the balancing figures between audited figures in respect of the full financial year and the published year to date unaudited figures upto the third quarter of the current financial year.

3 The Company operates mainly in one business segment viz.Cultivation, Manufacturing and selling of Tea, being reportable segment and all other activities revolve around the main activity.

4 Statement of Assets and Liabilities as on 31.03.2024 and Statement of Cash Flow for the year ended 31.03.2024 and Previous year figures are annexed herewith.

5 Value of consumption of raw materials,if any,represents only Green Leaf purchased from third parties.

6 Previous periods figures have been regrouped so as to conform to those of the current period.

Date : 29th May, 2024  
Place : Kolkata.



FOR AND ON BEHALF OF THE BOARD

(MANOJ KUMAR DAGA)

CHAIRMAN

DIN:00123386



**Annexure – I**

**Disclosure required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

SI No.	Particulars	Disclosures
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	The Board has recommended the appointed of Mr. Ashok Vardhan Bagree (DIN: 00421623) as Independent Director, (Non – Executive, Independent Director) of the Company subject to approval of members of the Company in the ensuing general meeting of the Company.
2.	Date of appointment/ <del>cessation</del> (as applicable)	09.08.2024 (being the Annual General Meeting date as proposed by Board of Directors)
3.	Brief profile (in case of appointment)	Mr. Ashok Vardhan Bagree aged about 53 years, is a Bachelor of Commerce with Honours in Accountancy. He is an eminent share broker in Kolkata and is also associated with various Companies as Director.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Ashok Vardhan Bagree is not related to any director of the Company.

**Annexure – II**

**Disclosure required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

SI No.	Particulars	Disclosures
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	The Board has recommended the appointed of Ms. Komal Bhotika (DIN: 08845578) as Independent Director, (Non –Executive, Independent Director) of the Company subject to approval of members of the Company in the ensuing general meeting of the Company.
2.	Date of appointment/cessation (as applicable)	09.08.2024 (being the Annual General Meeting date as proposed by Board of Directors)
3.	Brief profile (in case of appointment)	Ms. Komal Bhotika aged 36 years, is a Fellow member of Institute of Chartered Accountant of India (ICAI) and member of Institute of Company Secretaries of India (ICSI) and has over 12 years of extensive and varied experience in the field of registrar & share transfer agent services, finance, law & allied matters.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Komal Bhotika is not related to any director of the Company.



**Annexure – III**

**Disclosure required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

SI No.	Particulars	Disclosures
1.	Name of Statutory Auditor	M/s A O Mittal & Associates (FRN: 014640C)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	The Board has recommended the appointed of M/s A O Mittal & Associates (FRN: 014640C) as Statutory Auditor of the Company subject to approval of members of the Company in the ensuing general meeting of the Company.
2.	Date of appointment/ <del>cessation</del> (as applicable)	09.08.2024 (being the Annual General Meeting date as proposed by Board of Directors)
3.	Brief profile (in case of appointment)	A O Mittal & Associates is a professional practising CA firm in Jaipur registered with the Institute of Chartered Accountant of India (ICAI), established in 2008 by CA Om Prakash Mittal with aim of providing a wide range of Auditing, accounting & financial services to the clients. Firm with its present name came into existence since 2008. Currently having full time working partner strength of 7 FCA & 5 ACA along with 3 Full Associate Professional.
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA

**Annexure – IV**



# A O MITTAL & ASSOCIATES

## CHARTERED ACCOUNTANTS

Date: 17.05.2024

To,  
The Board of Directors  
NORBEN TEA & EXPORTS LIMITED  
OCTAVIOUS CENTRE, 3RD FLOOR  
15B, HEMANT BASU SARANI  
KOLKATA - 700001

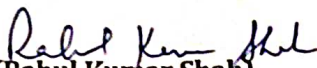
**Certificate & Consent to act as Statutory Auditor Pursuant to the Provisions of Section 139 of Chapter X of the Companies Act, 2013.**

Dear Sirs,

In connection with appointment as the auditor of M/s NORBEN TEA & EXPORTS LIMITED. In accordance with the provisions of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, we the undersigned Auditor Firm in the capacity of an auditor do hereby certify that:

1. We hereby give our consent to be appointed as auditor of the Company u/s 139 of the Act.
2. We are eligible to be appointed as auditor, and we have not incurred any disqualifications under the Act;
3. We are not disqualified for appointment under the provisions of Chartered Accountants Act, 1949 and rules and regulations made there under;
4. The proposed appointment is as per the terms provided under the Act;
5. The proposed appointment is within the limits laid down by or under the authority of the Act;
6. No orders have been issued and there are no proceedings pending against the firm or any other partner of the firm with respect to professional matters of conduct before the Institute of Chartered Accountants of India, any competent authority, or any court.
7. We hereby declare that the appointment, if made shall be in accordance with the conditions as prescribed under Rule 4(1) of the Companies (Audit and Auditors) Rules, 2014 and as provided in section 141 of Companies Act 2013.

Yours truly,  
For A O Mittal & Associates  
Chartered Accountant  
FRN: 014640C

  
(Rahul Kumar Shah)  
Partner  
ICAI M. No.: 307027



**Detail of Auditor Firm:**

Name of the Auditors	: A O MITTAL & ASSOCIATES
Firm Registration No	: 014640C
Address of office of the auditor	: Todi Mansion, 11th Floor, R No 1115, P 15, India Exchange Place, Kolkata-700073
PAN of the Auditors Firm	: APFA8625G
Email id of auditor	: rahul@aomittal.com

**HEAD OFFICE:** A - 459, First Floor, Adarsh Path, Vidyut Nagar, Jalpur, Rajasthan-302021

**KOLKATA OFFICE:** TODI MANSION, 11<sup>TH</sup> FL. R NO 1115, P-15 INDIA EXCHANGE PLACE, KOLKATA-700073

Ahmedabad Nagpur Gurugram ◀ BRANCHES ▶ Jammu (J&K) Sikar VDN Jaipur

Website : [www.aomittal.com](http://www.aomittal.com) Contact No.: 8100043003 E Mail : [rahul@aomittal.com](mailto:rahul@aomittal.com)



**Annexure – IV**

**Disclosure required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

SI No.	Particulars	Disclosures
1.	Name of Secretarial Auditor	M/s Agarwal A & Associates, Practising Company Secretary (Membership No.F7604 and CP No.13493)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	The Board has appointed M/s Agarwal A & Associates, Practising Company Secretary (Membership No.F7604 and CP No.13493) as the Secretarial Auditor of the company for the Financial year 2024-2025.
2.	Date of appointment/cessation (as applicable)	29.05.2024
3.	Brief profile (in case of appointment)	M/s Agarwal A & Associates, Proprietorship firm was incorporated in the year 2014 by Mr. Ajay Kumar Agarwal. Mr. Ajay Kumar Agarwal is a graduate in BSC Electronics, a qualified Company Secretary and insolvency professional.
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA

29<sup>th</sup> May, 2024

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

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

**Sub: Declaration with respect to Financial Results for the year ended 31<sup>st</sup> March, 2024**

Respected Sir/Madam,

We hereby declare that in the Audited Standalone Financial Results for the financial year ended 31<sup>st</sup> March, 2024, which have been approved by the Board of Directors of the Company at their meeting held on 29<sup>th</sup> May, 2024, the Statutory Auditors have issued Audit Report with unmodified opinion on the statements.

The above declaration is made pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For Norben Tea & Exports Limited**

**Niraj Tiwari**  
**Company Secretary & Compliance Officer**