

9th August, 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: Summery of the proceedings of 34th Annual General Meeting of the Company.

Respected Sir/Madam,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are submitting herewith certified copy of summary of the proceedings of 34th Annual General Meeting of the Company held on Friday, the 9th August, 2024 at 11:00 A.M. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) facility in compliance with the provisions of Companies Act, 2013 (‘the Act’), and 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.



NORBEN TEA & EXPORTS LTD

CIN : L01132WB1990PLC048991

Summary of the proceedings of the 34th Annual General Meeting

The 34th Annual General Meeting (AGM) of the members of Norben Tea & Exports Limited ("NTEL") was held at 11:00 A.M. on Friday, the 9th August, 2024 through Video Conferencing / Other Audio Visual Means ("VC/OAVM") facility. The AGM was streamed live through CISCO Webex Video Conferencing. Mr. Manoj Kumar Daga, Chairman & Managing Director of the Company, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

The Meeting was attended by Mr. Manoj Kumar Daga, Chairman & Managing Director as Chairman, Mr. Ranjan Kumar Jhalaria, Independent Director and Chairman of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Ms. Swati Agarwal, Independent Director, Member of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Ms. Tanusree Chatterjee, Independent Director, Niraj Tiwari, Company Secretary, Mr. Ajay Kumar Agarwal of Agarwal A & Associates, Secretarial Auditor and Scrutinizer and CA Ritesh Kumar Shaw, Partner of P.D.Rungta & Co., Statutory Auditor.

Mr. Niraj Tiwari, Company Secretary of the Company briefed about the guidelines to be followed during the Meeting for shareholders and registered speakers. He informed that the Company had provided the members the facility to cast their vote electronically, on all resolutions set forth in the notice. Members who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their vote through e-voting during the 34th AGM.

With the consent of the members, the Notice convening the meeting, as well as the Financial Statements, Auditors' Report and Directors' Report, having been circulated to the members and also laid before the meeting were taken as read. Further, it was stated that the Auditors' Report on the Annual Accounts of the Company for the year ended 31st March, 2024 has observation which is adequately covered in the "Notes on Accounts", I take them as read with the consent of the members.

The Secretarial Audit Report of the Company for the year ended 31st March, 2024 has an observation which is duly closed.

The Equity Shares of the Company are traded at the Bombay Stock Exchange and National Stock Exchange of India Limited.



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The following items of business, as per the notice of AGM dated 29th May, 2024 were transacted at the meeting –

Ordinary Business : Ordinary Resolution

- 1) Adoption of Audited Financial Statements of the Company for the Year ended 31st March, 2024 together with the Report of the Board of Directors and Auditors thereon.

Ordinary Business : Ordinary Resolution

- 2) Re-appointment of Mr. Manoj Kumar Daga (DIN:00123386), who retires by rotation, and being eligible, offers himself for re-appointment as a Director.

Ordinary Business : Ordinary Resolution

- 3) Appointment of M/s. A. O. MITTAL & ASSOCIATES, Chartered Accountants, Firm Registration No.014640C with the Institute of Chartered Accountants of India (ICAI) having a Peer review Certificate issued by the Peer Review Board of ICAI as Statutory Auditors of the Company from the conclusion of this Annual General Meeting to hold office for a period of five (5) years till the conclusion of the Annual General Meeting for the financial year 2028-29.

Special Business : Special Resolution

- 4) Appointment of Mr. Ashok Vardhan Bagree (holding DIN: 00421623), as an Independent Director of the Company, not liable to retire by rotation, for a 1st term of five consecutive years commencing from the conclusion of this Annual General Meeting till the Annual General Meeting for the Financial Year ended 31st March, 2029.

Special Business : Special Resolution

- 5) Appointment of Ms. Komal Bhotika (holding DIN: 08845578), as an Independent Director of the Company, not liable to retire by rotation, for a 1st term of five consecutive years commencing from the conclusion of this Annual General Meeting till the Annual General Meeting for the Financial Year ended 31st March, 2029.

Special Business : Ordinary Resolution

- 6) Prior Approval for Related Party Transactions with M/s Tongani Tea Co. Ltd., repetitive in nature and in the ordinary course of business of the Company for the next 12 months period.

Special Business : Ordinary Resolution

- 7) Prior Approval for Related Party Transactions with M/s Mangalam Products Pvt. Ltd., repetitive in nature and in the ordinary course of business of the Company for the next 12 months period.



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The Chairman invited the Shareholders who had registered themselves as Speakers and were attending the Meeting through VC/OAVM, to put forward their queries / feedback, if any, on the Reports and Financial Statements of the Company for the financial year ended 31st March, 2024 and/or on the Agenda Items as contained in the Notice. 12 (Twelve) speakers expressed their views and suggestions. The Chairman appraised the present situation of the Company and Tea Industry.

The results of the voting shall be intimated as and when the Scrutinizer's Report is available.

The Meeting concluded at 12:05 P.M. with a vote of thanks to the Chair. The e-voting facility was active for 15 minutes on conclusion of the meeting to enable the members to cast their votes.

