

10th 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: Voting Results of 34th Annual General Meeting (AGM) 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 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”) 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.

NORBEN TEA & EXPORTS LIMITED
CIN:L01132WB1990PLC048991

Date of the AGM	9th August, 2024
Total number of shareholders on record date	25555
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 :	51

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

Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements of the Company for the year ended on 31st March 2024 together with the Report of the Board of Directors and Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
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	6044759	100.00	6044759	0	100.00	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	500104	8.79	495684	4420	99.12	0.88
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6544863	55.70	6540443	4420	99.9325	0.0675

For NORBEN TEA & EXPORTS LTD.

M. R. D.

Mg. Director

Resolution required: (Ordinary/ Special)		ORDINARY -To Appoint Mr. Manoj Kumar Daga (DIN:00123386), who retires by rotation and being eligible, offers himself for re-appointment as a Director.						
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	5878312	97.25	5878312	0	100.00	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	500104	8.79	495684	4420	99.12	0.884
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6378416	54.28	6373996	4420	99.9307	0.0693

For NORBEN TEA & EXPORTS LTD.

M. S. D.

Ma. Director

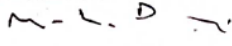
ORDINARY - To appoint M/s. A. O. MITTAL & ASSOCIATES, Chartered Accountants, Firm Registration No.014640C with the Institute of Chartered Accountants of India (ICAI) having a Peer review Certificate issued by the Peer Review Board of ICAI as Statutory Auditors of the Company from the conclusion of this 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.								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	6044759	100.00	6044759	0	100.00	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	500104	8.79	495684	4420	99.12	0.884
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6544863	55.70	6540443	4420	99.9325	0.0675

For NORBEN TEA & EXPORTS LTD.

M. L. D. J.
Mg. Director

Resolution required: (Ordinary/ Special)	SPECIAL -To appoint Mr. Ashok Vardhan Bagree (holding DIN: 00421623), as an Independent Director of the Company, not liable to retire by rotation, for a 1 st term of five consecutive years commencing from the conclusion of this Annual General Meeting till the Annual General Meeting for the Financial Year ended 31 st March, 2029.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2) ^a	% 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	6044759	100.00	6044759	0	100.00	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	498068	8.75	493648	4420	99.11	0.887
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6542827	55.68	6538407	4420	99.9324	0.0676

For NORBEN TEA & EXPORTS LTD


Mg. Director

Resolution required: (Ordinary/ Special)		SPECIAL - To appoint Ms. Komal Bhotika (holding DIN: 08845578), as an Independent Director of the Company, not liable to retire by rotation, for a 1 st term of five consecutive years commencing from the conclusion of this Annual General Meeting till the Annual General Meeting for the Financial Year ended 31 st March, 2029.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	6044759	100.00	6044759	0	100.00	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	500104	8.79	495684	4420	99.12	0.884
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	6544863	55.70	6540443	4420	99.9325	0.0675

For NORBEN TEA & EXPORTS LTD

M. L. D.

Mg. Director

Resolution required: (Ordinary/ Special)		ORDINARY - 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.						
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 #DIV/0!	% 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	498068	8.75	493648	4420	99.11	0.887
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	498068	4.24	493648	4420	99.1126	0.8874

For NORBEN TEA & EXPORTS LTD

Mg. Director

Resolution required: (Ordinary/ Special)		ORDINARY - 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.						
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	#DIV/0!	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	499404	8.78	494984	4420	99.11	0.885
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		-	-	-	-	-	-
Total		11750000	499404	4.25	494984	4420	99.1149	0.8851

[#] 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 34th Annual General Meeting of the Equity Shareholders of M/s Norben Tea & Exports Ltd held on 09th August, 2024 at 11:00 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 34th Annual General Meeting of M/s Norben Tea & Exports Ltd held on 09th August, 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 29th May, 2024 issued in accordance with General Circular No. 20/2020 and 10/2022 dated May 5, 2020 and 28th December, 2022 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling 34th Annual General Meeting ("AGM") of the members of the Company through VC/OAVM, held on Friday on 9TH August, 2024 at 11:00 AM, at 15B Hemanta Basu Sarani, 3rd floor, Kolkata-700001.

The Notice dated 29th May 2024 along with the explanatory statement convening the 34th 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.

**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 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, 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 06th August, 2024 (9.00 A.M) to 08th August, 2024 (05:00 PM).
- II. The members of the Company as on the "cut off" date i.e. 2nd August, 2024 were entitled to e-vote on the resolutions (item no. 1 to 7) as set out in the notice of the AGM of the Company).
- III. The Ballot Forms facility was not provided at the AGM on 09th August 2024 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. After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 09th August, 2024 at around 4:57 p.m. in the presence of two witnesses, Mr. Sandeep Choubey and Ms. Sanjita Gupta who are not in employment of the Company.

- VI. Thereafter, considering remote e-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. OUTCOME: All the resolutions stand passed majority under e-voting.
- VIII. The relevant records relating to e-voting, etc. at the AGM is handed over to the Company Secretary / Director authorized by the Board for safe keeping.
- IX. 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: 9th August, 2024

For **AGARWAL A & ASSOCIATES**

Company Secretaries

**AJAY KUMAR
AGARWAL**

CS Ajay Kumar Agarwal

Proprietor

C.P No.: **13493**

M. No.: **F7604**

Peer Review No.

1592/2021

ICSI UDIN: F007604F000941581

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.

1. Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	65,44,863	99.93

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,420	0.07

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 2: Ordinary Resolution

To appoint a Director in place of Mr. Manoj Kumar Daga (DIN: 00123386), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard.

1. Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
94	63,78,416	99.93

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,420	0.07

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 3: Ordinary Resolution

To appoint the Statutory Auditors and to fix their remuneration and in this regard pass with or without modification(s).

1. Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	65,44,863	99.93

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4420	0.07

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 4: Special Resolution

Appointment of Mr. Ashok Vardhan Bagree (holding DIN: 00421623), as an Independent Director.

1. Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
95	65,42,827	99.93

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,420	0.07

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 5: Special Resolution**Appointment of Ms. Komal Bhotika (holding DIN: 08845578), as an Independent Director****1. Voted in favor of the resolution:**

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	65,44,863	99.93

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,420	0.07

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Resolution 6: Ordinary Resolution

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

1. Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
**86	4,98,068	99.12

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,420	0.88

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
**6	36,17,662

Resolution 7: Ordinary Resolution

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

1. Voted in favor of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
**86	4,99,404	99.12

2. Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,420	0.88

3. Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
**8	48,38,809

**** Members / Shareholders who are interested and related parties in item no. 6 and 7 cast their vote as assent, but the same has been considered as invalid.**

Place: Kolkata
Date: 9th August, 2024

For **AGARWAL A & ASSOCIATES**
Company Secretaries

AJAY KUMAR
AGARWAL

CS Ajay Kumar Agarwal
Proprietor
C.P No.: **13493**
M. No.: **F7604**
Peer Review No.
1592/2021

ICSI UDIN: F007604F000941581