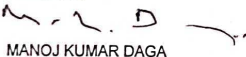


II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Ranjan Kumar Jhalaria	Independent	13/08/2012	
		Swati Agarwal	Independent	14/02/2014	
		Balkrishan Agarwal	Non-Executive	11/11/2019	
2. Nomination & Remuneration Committee	Yes	Ranjan Kumar Jhalaria	Independent	13/08/2012	
		Swati Agarwal	Independent	14/02/2014	
		Balkrishan Agarwal	Non-Executive	11/11/2019	
3. Risk Management Committee(if applicable)			Not Applicable		
4. Stakeholders Relationship Committee	Yes	Ranjan Kumar Jhalaria	Independent	13/08/2012	
		Swati Agarwal	Independent	14/02/2014	
		Balkrishan Agarwal	Non-Executive	11/11/2019	
		Manoj Kumar Daga	Executive	11/11/2014	

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive (in number of days)	
09/11/2023 28/11/2023	13/02/2024	Yes	6	4	76	
IV. Meeting of Committees						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present	Number of Independent Directors present	Date(s) of meeting of the committee in the previous quarter		Maximum gap between any two consecutive meetings in number of days
13/02/2024	Audit Committee Y	3	2	09/11/2023	Audit Committee	95
--	Nomination & Remuneration Committee --	--	--	09/11/2023	Nomination & Remuneration Committee	--
13/02/2024	Stakeholder Relationship Committee Y	4	2	09/11/2023	Stakeholder Relationship Committee	95

For NORBEN TEA & EXPORTS LTD.

M. D.
Mg. Director

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p style="margin-left: 20px;">a. Audit Committee</p> <p style="margin-left: 20px;">b. Nomination & Remuneration Committee</p> <p style="margin-left: 20px;">c. Stakeholders Relationship Committee</p> <p style="margin-left: 20px;">d. Risk Management Committee (applicable to the top 100 listed entities) :</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</p>	
For NORBEN TEA & EXPORTS LIMITED	
Name & Designation :	 MANOJ KUMAR DAGA Managing Director DIN:00123386

ANNEXURE II

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

(Pursuant of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1 Name of Listed Entity NORBEN TEA & EXPORTS LIMITED
 2 Financial year ended 31st MARCH, 2024

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status	If Yes provide link to website. If
	(Yes/No/NA)	NO/NA provide reasons
1	Details of business	Yes https://www.norbentea.com/financials.html
2	Terms and conditions of appointment of independent directors	Yes https://www.norbentea.com/financials.html
3	Composition of various committees of board of directors	Yes https://www.norbentea.com/financials.html
4	Code of conduct of board of directors and senior management personnel	Yes https://www.norbentea.com/financials.html
5	Details of establishment of vigil mechanism / Whistle Blower policy	Yes https://www.norbentea.com/financials.html
6	Criteria of making payments to non-executive directors	Yes https://www.norbentea.com/financials.html
7	Policy on dealing with related party transactions	Yes https://www.norbentea.com/financials.html
8	Policy for determining 'material' subsidiaries	N.A.
9	Details of familiarization programmes imparted to independent directors	Yes https://www.norbentea.com/financials.html
10	Email address for grievance redressal and other relevant details	Yes https://www.norbentea.com/financials.html
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes https://www.norbentea.com/financials.html
12	Financial results	Yes https://www.norbentea.com/financials.html
13	Shareholding pattern	Yes https://www.norbentea.com/financials.html
14	Details of agreements entered into with the media companies and/or their associates	N.A.
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A.
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	N.A.
16	New name and the old name of the listed entity <i>Old Name : Daga Plantations Ltd. (at time of incorporation i.e.14th May, 1990)</i> <i>New Name : Norben Tea & Exports Ltd. (w.e.f.29th April, 1994)</i>	N.A.
17	Advertisements as per regulation 47(1)	Yes https://www.norbentea.com/financials.html
18	Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	N.A.
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A.
20	Secretarial Compliance Report	Yes https://www.norbentea.com/financials.html
21	Materiality Policy as per Regulation 30(4)	Yes https://www.norbentea.com/financials.html

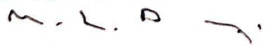
FOR NORBEN TEA & EXPORTS LTD.

M. V. D. J.
Mq. Director

22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)		Yes	https://www.norbentea.com/financials.html
23	Disclosures under regulation 30(8)		Yes	https://www.norbentea.com/financials.html
24	Statements of deviation(s) or variations(s) as specified in regulation 32		N.A.	
25	Dividend Distribution policy as per Regulation 43A (1) (as applicable)		N.A.	
26	Annual return as provided under section 92 of the Companies Act, 2013		Yes	https://www.norbentea.com/financials.html
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)		Yes	https://www.norbentea.com/financials.html
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating		Yes	https://www.norbentea.com/financials.html
29	Disclosure of notes on website in terms of Listing Regulations explanatory		Yes	https://www.norbentea.com/financials.html
II. Annual Affirmations				
	Particulars	Regulation Number	Compliance status (Yes/No/NA)	
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1),17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of board	17(11)	Yes	
14	Maximum number of directorship	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the Audit Committee	18(3)	Yes	
18	Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination & Remuneration Committee	19(3A)	Yes	
21	Role of Nomination & Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
23	Meeting of Stakeholder Relationship Committee	20 (3A)	Yes	
24	Role of Stakeholder Relationship Committee	20(4)	Yes	
25	Composition and role of Risk Management Committee	21(1),(2),(3),(4)	N.A.	
26	Meeting of Risk Management Committee	21 (3A)	N.A.	

For NORBEN TEA & EXPORTS LTD

M. D.
Mg. Director

27	Quorum of Risk Management Committee meeting	21 (3B)	N.A.		
28	Gap between the meetings of the Risk Management Committee	21 (3C)	N.A.		
29	Vigil Mechanism	22	Yes		
30	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes		
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes		
32	Approval for material related party transactions	23(4)	N.A.		
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes		
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.		
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.		
36	Alternate Director to Independent Director	25(1)	N.A.		
37	Maximum Tenure	25(2)	Yes		
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes		
39	Meeting of independent directors	25(3) & (4)	Yes		
40	Familiarization of independent directors	25(7)	Yes		
41	Declaration from Independent Director	25(8) & (9)	Yes		
42	Directors and Officers insurance	25(10)	N.A.		
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	N.A.		
44	Memberships in Committees	26(1)	Yes		
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes		
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	N.A.		
47	Policy with respect to Obligations of Directors and Senior Management	26(2) & 26(5)	Yes		
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	N.A.		
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes		
III. Affirmations The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.					N.A.
For NORBEN TEA & EXPORTS LIMITED  Name & Designation : MANOJ KUMAR DAGA Managing Director					

ANNEXURE IV

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

(Pursuant of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1 Name of Listed Entity :: NORBEN TEA & EXPORTS LIMITED
 2 Half Year ending :: 31ST MARCH, 2024

I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to :			
Entity		Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		NIL	NIL
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by :			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

For NORBEN TEA & EXPORTS LTD.

M. L. D.
Mg. Director

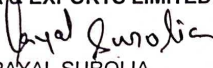
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by :

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

II. Affirmations :

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For **NORBEN TEA & EXPORTS LIMITED**


Name & Designation: **PAYAL SUROLIA**
CFO