



VALLEY MAGNESITE CO. LTD.

Regd. Office : A-402, Mangalam, 24/26, Hemanta Basu Sarani, Kolkata-700 001
Phone No. : 033-2243 6242 / 6243, E-mail : valleymagnesite@yahoo.in

CIN: L23109WB1988PLC045491

Ref: VMCL/102/015

DATE: 10/10/2019

To,
BSE Ltd,
Corporate Relationship Department,
"P.J.Towers" Dalal Street,
Mumbai- 400 001.

To,
The Secretary ,
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata- 700 001.
listing@cse-india.com

SCRIP CODE : 539543

SCRIP CODE: 32042

SCRIP ID: VALLEY

Dear Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements),2015
Details of voting results of 31st Annual General Meeting .

We wish to inform you that 31st Annual General Meeting ('AGM') of the Company was held on 26.09.2019 , In this regard please find enclosed herewith the followings:-

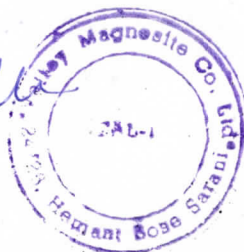
1. Voting Results
2. Combined Report of Scrutinizer dated 27.09.2019 pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules 2014.

Kindly acknowledge the same.

Thanking You,

Yours Faithfully,
For Valley Magnesite Co.Ltd.

Arun Kumar Agarwalla
Managing Director
DIN: 00607272
Encl: a/a



VALLEY MAGNESITE CO. LTD.
DETAILS OF VOTING RESULTS- 31st ANNUAL GENERAL MEETING

Sr.No.	Particulars	Details
1	Date of AGM	26 th September, 2019
2	Total Number of Shareholders as on record date	As of Cut-off date i.e 19 th September, 2019 – 1361
2	No.of Shareholders present in meeting either in person or through Proxy:	21
	Promoters and Promoter Group:	3
	Public:	18
3	No. of Shareholders attended the meeting through Video Conferencing:	Not Arranged
	Promoters and Promoter Group:	
	Public:	

Agenda Wise

In case of Physical Ballot / E-voting

ORDINARY

Resolution No.1. To consider and adopt the audited Financial Statements for the year ended 31st March, 2019 and the report of Directors and Auditors thereon.(Ordinary)

Promoter / Public	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		287500	100.00	287500	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	287500	287500	100.00	287500	0	100.00	0
Public-Institutional Shareholders	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Others	E-Voting		504000	66.10	504000	0	100.00	0
	Poll		5200	0.68	5200	0	100.00	0
	Total	762500	509200	66.78	509200	0	100.00	0
Total		1050000	796700	75.88	796700	0	100.00	0

Based on the above, the resolution has been passed with requisite majority.

VALLEY MAGNESITE CO. LTD.
DETAILS OF VOTING RESULTS- 30th ANNUAL GENERAL MEETING

Resolution No. 2. To appoint a Director in place of Mrs. Sudha Agarwalla (holding DIN: 00938365) who retires by rotation and being eligible , offers himself for re-appointment.(Ordinary)

Promoter / Public	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		287500	100.00	287500	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	287500	287500	100.00	287500	0	100.00	0
Public-Institutional Shareholders	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Others	E-Voting		504000	66.10	504000	5	100.00	0
	Poll		5200	0.68	5200	0	100.00	0
	Total	762500	509200	66.78	509200	5	100.00	0
Total		1050000	796700	75.88	796700	5	100.00	0

Based on the above, the resolution has been passed with requisite majority.

Contd.....

VALLEY MAGNESITE CO. LTD.
DETAILS OF VOTING RESULTS- 30th ANNUAL GENERAL MEETING

Resolution No.3. To reappoint Mr. Pratap Ram Ganguly (holding DIN: 00607399) as Independent Director for second period of Five Years (Ordinary)

Promoter / Public	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		287500	100.00	287500	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	287500	287500	100.00	287500	0	100.00	0
Public-Institutional Shareholders	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Others	E-Voting		504000	66.10	504000	0	100.00	0
	Poll		5200	0.68	5200	0	100.00	0
	Total	762500	509200	66.78	509200	0	100.00	0
Total		1050000	796700	75.88	796700	0	100.00	0

Based on the above, the resolution has been passed with requisite majority.

Resolution No.4. To reappoint Mr. Shambhu Nath Modi (holding DIN: 02782718) as Independent Director for second period of Five Years (Ordinary)

Promoter / Public	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		287500	100.00	287500	0	100.00	0
	Poll		0	0	0	0	0	0
	Total	287500	287500	100.00	287500	0	100.00	0
Public-Institutional Shareholders	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Others	E-Voting		504000	66.10	504000	0	100.00	0
	Poll		5200	0.68	5200	0	100.00	0
	Total	762500	509200	66.78	509200	0	100.00	0
Total		1050000	796700	75.88	796700	0	100.00	0

Scrutinizer's Report

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015]

the Chairman of
Valley Magnesite Company Limited
A-402, Mangalam,
24/26 Hemanta Basu Sarani,
Kolkata- 700 001.

Dear Sir,

1. **Anand Khandelia**, Company Secretary, having Registered office at 7/1A, Grant Lane, 2nd Floor, Room No. 206, Kolkata-700012 have been appointed as a Scrutinizer by the Board of Directors of Valley Magnesite Company Limited (**the Company**) for the purpose of scrutinizing the voting and Remote E-voting process in a fair and transparent manner and ascertaining the requisite majority on voting carried out, as per Section 108 of Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Amendment Rules, 2015 on the Resolutions contained in the notice dated 13th August, 2019 to the Annual General Meeting (AGM) of the Members of the Company held on Thursday, the 26th Day of September, 2019 at its Registered office at A-402, Mangalam, 24/26, Hemanta Basu Sarani, Kolkata – 700 001, West Bengal, India.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting on the Resolutions contained in the Notice of Annual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer for the voting and Remote E-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes casted "in favor" or "against" the resolutions as stated in the notice of AGM, based on the Insta Poll at the AGM and on the reports generated from the E-voting system provided by the Central Depository Services (India) Limited, (CDSL), the authorized agency engaged by the Company to provide E-voting facilities.

Accordingly, I submit herewith the Consolidated Scrutinizer's Report on completion of the voting and Remote E-voting process, as under:-

- (i) The Remote E-voting period commenced from 23rd September, 2019 (10:00 am) and ended on 25th September, 2019 (5:00 pm) and the CDSL E-voting platform was blocked thereafter.
- (ii) The Cut-off date, (i.e. Record Date) for the purpose of determining the entitlement for vote on the proposed Resolutions was Friday, 19th September, 2019.



- (iii) The votes casted were unblocked in the presence of two witnesses who are not in employment of the Company and after the conclusion of the voting by poll at AGM, the votes cast there under were counted.
- (iv) I now submit my Consolidated Scrutinizer's Report as under on the result of the remote e-voting and voting at the meeting through poll in respect of the said Resolution :
- (i) To consider and adopt the audited Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss for the year ended on that date, the Report of the Auditors thereon and the Report of the Board of Directors of the Company for the year ended 31st March, 2019.

Assent/ Dissent	No. of Members who voted through E- voting system	No. of Members who voted through physical system	No. of E- votes cast by them	No. of Physical votes cast by them	% of Total No. of valid votes	Remarks
Votes in favour of the Resolution	7	15	791500	5200	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	0	0	0	0	0	
Total	7	15	791500	5200	100	
Number of invalid votes	0	0	0	0	0	

2. To appoint a Director in place of Mrs Sudha Agarwalla (DIN:00938365), who retires by rotation and being eligible, offers himself for re-appointment.

Assent/ Dissent	No. of Members who voted through E- voting system	No. of Members who voted through physical system	No. of E- votes cast by them	No. of Physical votes cast by them	% of Total No. of valid votes	Remarks
Votes in favour of the Resolution	7	15	791500	5200	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	1	0	5	0	0	
Total	6	15	791495	5200	100	
Number of invalid votes	0	0	0	0	0	



3. To appoint Mr Pratap Ram Ganguly, as an Independent Non Executive Director of the Company.

Assent/ Dissent	No. of Members who voted through E- voting system	No. of Members who voted through physical system	No. of E- votes cast by them	No. of Physical votes cast by them	% of Total No. of valid votes	Remarks
Votes in favour of the Resolution	7	15	791500	5200	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	0	0	0	0	0	
Total	7	15	791500	5200	100	
Number of invalid votes	0	0	0	0	0	

2. To appoint Mr Shambhu Nath Modi (DIN No. 02782718), as an Independent Non Executive Director of the Company.

Assent/ Dissent	No. of Members who voted through E- voting system	No. of Members who voted through physical system	No. of E- votes cast by them	No. of Physical votes cast by them	% of Total No. of valid votes	Remarks
Votes in favour of the Resolution	7	15	791500	5200	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	0	0	0	0	0	
Total	7	15	791500	5200	100	
Number of invalid votes	0	0	0	0	0	



The Register, all other papers and relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping.

Thanking You,
Yours faithfully

CS Anand Khandelia
FCS No. 5803
CP No. 5841

Date: 27th September, 2019
Place: Kolkata

