



# 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/102/028

DATE: 30/09/2021

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 33<sup>rd</sup> Annual General Meeting .**

We wish to inform you that 33<sup>rd</sup> Annual General Meeting ('AGM') of the Company was held on 28.09.2021 , In this regard please find enclosed herewith the followings:-

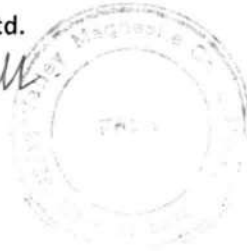
1. Voting Results
2. Consolidated Report of Scrutinizer dated 30.09.2021 pursuant to section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules 2014.

Kindly acknowledge the same.

Thanking You,

Yours Faithfully,  
For Valley Magnesite Co.Ltd.

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





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## VALLEY MAGNESITE CO. LTD. DETAILS OF VOTING RESULTS- 33<sup>rd</sup> ANNUAL GENERAL MEETING

Sr.No.	Particulars	Details
1	Date of AGM	28 <sup>th</sup> September, 2021
2	Total Number of Shareholders as on record date	As of Cut-off date i.e 21 <sup>st</sup> September, 2021 – 1361
2	No.of Shareholders present in meeting either in person or through Proxy:	18
	Promoters and Promoter Group:	3
	Public:	15
3	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group:	Not Arranged
	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 31<sup>st</sup> March, 2021 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		267900	93.18	267900	0	100.00	0
	Poll		19600	6.82	19600	0	100	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		503995	66.10	503995	0	100.00	0
	Poll		97600	12.80	97600	0	100.00	0
	Total	762500	601595	78.90	601595	0	100.00	0
<b>Total</b>		1050000	889005	84.68	889005	0	100.00	0

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



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**Resolution No. 2.** To appoint a Director in place of Mrs. Sudha Agarwalla (holding DIN: 00938365) who retires by rotation and being eligible, offers herself 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		267900	93.18	267900	0	100.00	0
	Poll		19600	6.82	19600	0	100	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		503995	66.10	503995	0	100.00	0
	Poll		97600	12.80	97600	0	100.00	0
	Total	762500	601595	78.90	601595	0	100.00	0
<b>Total</b>		1050000	889005	84.68	889005	0	100.00	0

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

**SCRUTINIZER'S REPORT**

To  
The Chairman of the 33<sup>rd</sup> Annual General Meeting of **Valley Magnesite Company Limited (CIN L23109WB1988PLC045491)**, held on Tuesday, September 28, 2021 at 3.00 p.m.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on voting through remote e-voting including voting at the AGM of Valley Mangesite Company Limited held on Tuesday, September 28, 2021 at 3:00 p.m.**

I, Anand Khandelia, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of Valley Magnesite Company Limited for the purpose of scrutinizing remote electronic voting (e-voting) including voting process at the 33<sup>rd</sup> Annual General Meeting (AGM) of the Company held on Tuesday, September 28, 2021 at 3.00 p.m. at the registered office of the company pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings.

**Dispatch of Notice**

The Annual Report 2021, containing financial statements and other reports along with the AGM Notice dated August 12, 2021 (hereinafter referred as Notice of AGM), were sent through electronic mode through e-mail.

**Cut-off date**

The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 21, 2021, were entitled to vote on the resolutions set out at item nos. 1 to 2 of the Notice of the AGM.

**Management's Responsibility**

The Management of the Company is responsible to ensure compliance with the requirements of (i) the 2013 Act and the rules made thereunder; and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice of the AGM.

**Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is to ensure that the voting process, both remote e-voting and voting at / during the AGM are conducted in a fair and transparent manner and render consolidated scrutinized report of the total votes cast in favour or against, if any, on the resolutions to the Chairman, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL).



I submit my report in respect of the resolutions passed at the AGM of the Company as under:

**Relating to Remote e-voting**

1. The Company had availed the e-voting facility provided by Central Depository Services Limited (CDSL) for conducting e-voting by the Shareholders of the Company on the resolution as contained in the Notice of AGM.
2. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 21, 2021, were entitled to vote on the resolutions as contained in the Notice of the AGM.
3. The voting period for remote e-voting commenced at 10.00 a.m. on September 24, 2021 and ended at 5.00 p.m. on September 27, 2021, and the CDSL e-voting platform was blocked thereafter.
4. After the closure of period for remote e-voting and before the start of AGM, the details relating to members who have cast votes through remote e-voting, but not the manner in which they have cast their votes, were accessed.

**A. Relating to e-voting at AGM**

1. Upon completion of transaction of all items, the Chairman invited the shareholders present at the AGM to vote on resolution as contained in Notice of AGM.
2. Only those members who were present at the AGM and who had not voted on remote e-voting earlier were allowed to cast their votes during the AGM.
3. The shareholders of the Company holding shares as on the "cut-off" date, i.e., September 21, 2021, were entitled to vote on the resolutions as contained in the Notice of the AGM.

**B. Result of remote e-voting and including e-voting at AGM are as under:**

1. The voting rights of the members were reckoned as on the "cut-off date", i.e., September 21, 2021, for the purpose of determining entitlement of the members to vote on the resolutions as contained in the Notice of the AGM.
2. The votes cast through remote e-voting including voting during AGM were unblocked in presence of two witnesses, who are not in the employment of the Company.
3. The details of the voting by the members, who voted "For" or "Against" through remote e-voting were diligently scrutinized.



4. The consolidated result of voting are as under:

**ORDINARY BUSINESS**

**Resolution - 1**

1. To consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2021, 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 31<sup>st</sup> March, 2021.

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
Votes in favour of the Resolution	5	13	771895	117200	100
Votes in against of the Resolution	0	0	0	0	0
Total	5	13	771895	117200	100
Number of invalid votes	0	0	0	0	0

**Resolution – 2**

2. To appoint a Director in place of Mrs. Sudha Agarwalla (DIN: 00938365), who retires by rotation and being eligible, offers herself 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
Votes in favour of the Resolution	5	13	771895	117200	100
Votes in against of the Resolution	0	0	0	0	0
<b>Total</b>	5	13	771895	117200	100
<b>Number of invalid votes</b>	0	0	0	0	0

5. Based on the above results, I report that the resolutions contained at item nos. 1 to 2 have been duly approved by the shareholders with requisite majority.
6. The register of remote e-voting and all electronic data will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 33<sup>rd</sup> AGM and the same shall be handed over, thereafter, to the Chairman/Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,

  
**Anand Khandelia**  
Practising Company Secretary  
C.P. No. 5841  
Membership No. 5803

September 30, 2021



UDIN: F005803C001041662