



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

VMCL/ 104/057

DATE: 21/06/2021

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

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

Scrip Code: 539543
Scrip Id: VALLEY

Scrip Code:- 32042

Sub: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019- Annual Secretarial Compliance Report for the year ended March, 31, 2021.

Dear Sir/Madam,

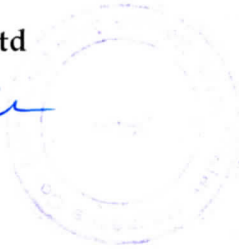
With reference to the above subject, we herewith enclose the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2021 issued by Mr. Anand Khandelia Practicing Company Secretary and Secretarial Auditor of the Company.

Kindly take the same on record and oblige.

Thanking You,

Yours Faithfully,
For Valley Magnesite Co.Ltd

(Arun Kumar Agarwalla)
Managing Director
DIN:00607272



Encl: as above

**Secretarial compliance report of M/S VALLEY MAGNESITE COMPANY
LIMITED for the year ended 31st March, 2021**

I ANAND KHANDELIA have examined:

- (a) all the documents and records made available to us and explanation provided by M/S VALLEY MAGNESITE COMPANY LIMITED ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) (other regulations as applicable)
and circulars/ guidelines issued thereunder;



and based on the above examination, I/We hereby report that, during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	NIL		

- (b) The listed entity has maintained* proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
		NIL		

- (d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
		NIL		



- all the observations in the report for the year ended 31st Mar, 2021 along with the actions taken by the listed entity on those observations.
- the observations in the reports pertaining to the year ended 31st Mar, 2021 and earlier, in case the entity has not taken sufficient steps to address the concerns raised/ observations in those reports.)

Place: Kolkata

Date: 18/06/2021


ANAND KHANDELIA
CP NO. - 5841
UDIN NO. F005803C000482598

