



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/102/048

DATE: 23/09/2025

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: 32042

SCRIP CODE : 539543

SCRIP ID: VALLEY

Dear Sir,

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements),2015
Details of voting results of 37th Annual General Meeting .

We wish to inform you that 37th Annual General Meeting ('AGM') of the Company was held on 22.09.2025, In this regard please find enclosed herewith the followings:-

1. Voting Results
2. Consolidated Report of Scrutinizer dated 23.09.2025 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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DETAILS OF VOTING RESULTS- 37th ANNUAL GENERAL MEETING

| Sr.No. | Particulars | Details |
|--------|---|--|
| 1 | Date of AGM | 22 nd September, 2025 |
| 2 | Total Number of Shareholders as on record date | As of Cut-off date i.e 15 th September, 2025 - 1355 |
| 2 | No. of Shareholders present in meeting either in person or through Proxy: | 22 |
| | Promoters and Promoter Group: | 4 |
| | Public: | 18 |
| 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 adopt audited Balance Sheet as at 31st March, 2025, the audited financial statements for the year ended 31st March, 2025 together with the Report of the Auditors and Board of Directors of the Company for the year ended 31st March, 2025 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 | | 338600 | 100.00 | 338600 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | 338600 | 338600 | 100.00 | 338600 | 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 | 70.85 | 503995 | 0 | 100.00 | 0 |
| | Poll | | 47900 | 6.73 | 47900 | 0 | 100.00 | 0 |
| | Total | 711400 | 551895 | 77.58 | 551895 | 0 | 100.00 | 0 |
| Total | | 1050000 | 890495 | 84.81 | 890495 | 0 | 100.00 | 0 |

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



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Resolution No. 2. Re -appointment of Mrs Sudha Agarwalla (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 | | 338600 | 100.00 | 338600 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | 338600 | 338600 | 100.00 | 338600 | 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 | 100.00 | 0 |
| Public-Others | E-Voting | | 503995 | 70.85 | 503995 | 0 | 100.00 | 0 |
| | Poll | | 47900 | 6.73 | 47900 | 0 | 100.00 | 0 |
| | Total | 711400 | 551895 | 77.58 | 551895 | 0 | 100.00 | 0 |
| Total | | 1050000 | 890495 | 84.81 | 890495 | 0 | 100.00 | 0 |

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



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Resolution No. 3 Appointment of Mr. Anand Khandelua, Practicing Company Secretary (FCS-5803), as Secretarial Auditors of the Company. (Special)

| 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 | | 338600 | 100.00 | 338600 | 0 | 100.00 | 0 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0 | 0 |
| | Total | 338600 | 338600 | 100.00 | 338600 | 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 | 70.85 | 503995 | 0 | 100.00 | 0 |
| | Poll | | 47900 | 6.73 | 47900 | 0 | 100.00 | 0 |
| | Total | 711400 | 551895 | 77.58 | 551895 | 0 | 100.00 | 0 |
| Total | | 1050000 | 890495 | 84.81 | 890495 | 0 | 100.00 | 0 |



ANAND KHANDELIA
Company Secretaries

7/1A, GRANT LANE
2ND FLOOR, ROOM NO. 206
KOLKATA - 700 012
☎ : (M) 98311 23140

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]

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

Dear Sir,

1. I, **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 11th August, 2025 to the Annual General Meeting (AGM) of the Members of the Company held on Wednesday, the 22nd Day of September, 2025 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 18th September, 2025 (10:00 am) and ended on 21st September, 2025 (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 15th September, 2025.



- (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 :

Resolution No. 1 : To consider and adopt the audited Balance Sheet as at 31st March, 2025, 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, 2025.

| 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 | 842595 | 47900 | 100 | Resolution was passed with Requisite Majority |
| Votes in against of the Resolution | 0 | 0 | 0 | 0 | 0 | |
| Total | 7 | 15 | 842595 | 47900 | 100 | |
| Number of invalid votes | 0 | 0 | 0 | 0 | 0 | |

Resolution No. 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 | Remarks |
|--|--|---|------------------------------------|---|-------------------------------------|---|
| Votes in favour of the Resolution | 7 | 15 | 842595 | 47900 | 100 | Resolution was passed with Requisite Majority |
| Votes in against of the Resolution | 0 | 0 | 0 | 0 | 0 | |
| Total | 7 | 15 | 842595 | 47900 | 100 | |
| Number of invalid votes | 0 | 0 | 0 | 0 | 0 | |

Resolution No. 3 : Appointment of Mr. Anand Khandelia, Practicing Company Secretary(FCS-5803), as Secretarial Auditors 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 | 842595 | 47900 | 100 | Resolution was passed with Requisite Majority |
| Votes in against of the Resolution | 0 | 0 | 0 | 0 | 0 | |
| Total | 7 | 15 | 842595 | 47900 | 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

ANAND KHANDELIA
Practicing Company Secretary
CP. NO.: 5841
M. NO.: 5803
UDIN : F005803G001316431
Peer Review No. 3985/2023
Place: Kolkata
Date: 23/09/2025

