



# 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/102/043

DATE: 26/09/2024

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 36<sup>th</sup> Annual General Meeting .**

We wish to inform you that 36<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on 25.09.2024, In this regard please find enclosed herewith the followings:-

1. Voting Results
2. Consolidated Report of Scrutinizer dated 26.09.2024 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

Digitally signed by ARUN  
KUMAR AGARWALLA  
Date: 2024.09.26  
16:41:13 +05'30'



Arun Kumar Agarwalla

Managing Director

DIN: 00607272

Encl: a/a



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## DETAILS OF VOTING RESULTS- 36<sup>th</sup> ANNUAL GENERAL MEETING

Sr.No.	Particulars	Details
1	Date of AGM	25 <sup>th</sup> September, 2024
2	Total Number of Shareholders as on record date	As of Cut-off date i.e 18 <sup>th</sup> September, 2024 – 1355
2	No.of Shareholders present in meeting either in person or through Proxy:	21
	Promoters and Promoter Group:	4
	Public:	17
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 31<sup>st</sup> March, 2024, the audited financial statements for the year ended 31<sup>st</sup> March, 2024 together with the Report of the Auditors and Board of Directors of the Company for the year ended 31<sup>st</sup> March, 2024 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		47800	6.72	47800	0	100.00	0
	Total	711400	551795	77.56	551795	0	100.00	0
<b>Total</b>		1050000	890395	84.80	890395	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 Mr. Gaurang Agarwalla (DIN: 06533183), 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		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		47800	6.72	47800	0	100.00	0
	Total	711400	551795	77.56	551795	0	100.00	0
<b>Total</b>		1050000	890395	84.80	890395	0	100.00	0

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



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**Resolution No. 3** Regularization of Appointment of Mr. Mohit Gaddhyan as an Independent Non Executive Director (Special) CIN: L23109WB1988PLC045491

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		47800	6.72	47800	0	100.00	0
	Total	711400	551795	77.56	551795	0	100.00	0
<b>Total</b>		1050000	890395	84.80	890395	0	100.00	0



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## Resolution No. 4 Regularization of Appointment of Mr. Anuj Modi as an Independent Non Executive Director (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		47800	6.72	47800	0	100.00	0
	Total	711400	551795	77.56	551795	0	100.00	0
<b>Total</b>		1050000	890395	84.80	890395	0	100.00	0



**ANAND KHANDELIA**  
Company Secretaries

7/1A, GRANT LANE  
2<sup>ND</sup> 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, 2<sup>nd</sup> 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 13<sup>th</sup> August, 2024 to the Annual General Meeting (AGM) of the Members of the Company held on Wednesday, the 25<sup>th</sup> Day of September, 2024 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 21<sup>st</sup> September, 2024 (10:00 am) and ended on 24<sup>th</sup> September, 2024 (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 18<sup>th</sup> September, 2024.



- (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 31<sup>st</sup> March, 2024, 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, 2024.**

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	14	842595	47800	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	0	0	0	0	0	
Total	7	14	842595	47800	100	
Number of invalid votes	0	0	0	0	0	

**Resolution No. 2 : To appoint a Director in place of Mr. Gaurang Agarwalla (DIN: 06533183), 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	14	842595	47800	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	0	0	0	0	0	
Total	7	14	842595	47800	100	
Number of invalid votes	0	0	0	0	0	

Resolution No. 3 : Regularization of Appointment of Mr. Mohit Gaddhyan as an Independent Non Executive Director.

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	14	842595	47800	100	Resolution was passed with Requisite Majority
Votes in against of the Resolution	0	0	0	0	0	
Total	7	14	842595	47800	100	
Number of invalid votes	0	0	0	0	0	





**Resolution No. 4 : Regularization of Appointment of Mr. Anuj Modi as an Independent Non Executive Director.**

<b>Assent/ Dissent</b>	<b>No. of Members who voted through E- voting system</b>	<b>No. of Members who voted through physical system</b>	<b>No. of E- votes cast by them</b>	<b>No. of Physical votes cast by them</b>	<b>% of Total No. of valid votes</b>	<b>Remarks</b>
<b>Votes in favour of the Resolution</b>	7	14	842595	47800	100	Resolution was passed with Requisite Majority
<b>Votes in against of the Resolution</b>	0	0	0	0	0	
<b>Total</b>	7	14	842595	47800	100	
<b>Number of invalid votes</b>	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 : F005803F001322668  
Peer Review No. 3985/2023  
Place: Kolkata  
Date: 26/09/2024

