

Valiant Communications Limited

(An ISO 9001:2015 and ISO 14001:2015 Certified Company)

Regd. Office : 71/1, Shivaji Marg, New Delhi 110015, India

Corporate Identity No. : L74899 DL1993 PLC056652 | GSTIN : 07 AAACV4250G 1ZJ

T : +91-11-2592 8415, 2592 8416, 2541 0053 | F : + 91-11-2543 4300, 4105 5604

E : admin@valiantcom.com | W : www.valiantcom.com



Date: 08-04-2024

BSE Limited,
Deputy General Manager
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort
Mumbai – 400 001

Subject: Regulation 30 and 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

With reference to the captioned subject and email dated 06-04-2024 received from BSE regarding the query raised for the conclusion time of the proceedings of Annual General Meeting (AGM) held and filed on 29-09-2023 (enclosed again), it is hereby clarified that the aforesaid AGM commenced at 10:00 a.m. and was ended at 29-09-2023 at 10:35 a.m. but considered concluded at 10:50 a.m. because of the additional 15 minutes granted to cast e-vote in poll after ending the AGM proceedings.

We hope you find the same in order.

Sincerely,
For Valiant Communications Ltd

Manish Kumar
Company Secretary

Valiant Communications Limited

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Date: September 29th 2023

BSE Limited,
Deputy General Manager
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort
Mumbai – 400 001

Subject: Regulation 30 and 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

With reference to the captioned subject, we are submitting herewith the proceedings and voting results of 30th Annual general Meeting (AGM) along with other requisite information.

Please also find enclosed herewith the voting results of the businesses transacted at the AGM as required under Regulation 44(3) of the Listing Regulations along with the Scrutinizer's report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

We hope you find the same in order.

This is for your information and record.

Sincerely,
For Valiant Communications Ltd


Manish Kumar
Company Secretary





Proceedings and Results of AGM

Resolution S.N.	Agenda Item	Resolution required (ordinary/ special)	Mode of voting	Remark
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	Remote evoting and Poll (evoting during the AGM)	The resolution was passed with the requisite majority
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon.	Ordinary	Remote evoting and Poll (evoting during the AGM)	The resolution was passed with the requisite majority
3	To appoint a Director in place of Mr. Davinder Mohan Sood (DIN: 00001756), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote evoting and Poll (evoting during the AGM)	The resolution was passed with the requisite majority

For Valiant Communications Limited

Inder Mohan Sood
Chairman and Managing Director
DIN: 00001758



Manish Kumar
Company Secretary
M.N.: A16483

New Delhi, 29/09/2023

Summary of proceedings of the 30th Annual General Meeting

The 30th Annual General Meeting ('AGM') of the Members of Valiant Communications Limited ('the Company') was held on Friday, September 29, 2023 at 10:00 a.m. (IST) via Video Conferencing ('VC') of Other Audio Visual Means ('OAVM') in accordance with the Circulars issued by the Ministry of Corporate Affairs.

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC or OAVM.

Mr. Inder Mohan Sood chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. The Registers as required under the Companies Act, 2013 were available for inspection electronically. The Members were informed that as there was no physical attendance of Members, the requirement of appointing proxies was not applicable.

All the Directors attended the Meeting on Video Conference including Mr. Gaurav Kaura, Chairperson of the Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee, Mr. Avinash Verma, Member of the Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee, Mr. Sumit Mehta, Member of the Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee and Ms. Neepa Chatterjee, Member of the Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee. Mr. Inder Mohan Sood, Managing Director & Chief Executive Officer ('CEO'), Mr. Davinder Mohan Sood, the Executive Whole-time Director and Chief Financial Officer ('CFO'), Mr. Gaurav Mohan Sood, the Executive Whole-time Director and Mr. Manish Kumar, Company Secretary attended the Meeting.

The representatives of M/s. Pawan Nanak Bansal & Co, the Statutory Auditors, M/s. Bhalla & Associates, the Secretarial Auditor, and M/s Mahesh Gupta & Co., the Scrutinizer, were also present at the Meeting through VC or OAVM.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not contain any qualification, reservation, adverse remark or disclaimer.

The Chairman expressed his views on the business and covered the importance of performance of the Company and developments made during the year and his outlook. A video presentation on corporate product and technology of the Company was displayed thereafter.

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the Linkintime India Private Limited ('LIPL') system before the Meeting. He further informed that the e-Voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-Voting.



The Chairman announced that the e-Voting facility was open and Mr. Mahesh Kr. Gupta from M/s Mahesh Gupta & Company, Practicing Company Secretaries was the Scrutinizer appointed by the Board to scrutinize the votes cast through remote e-Voting before / during the Meeting, in a fair and transparent manner.

The following resolutions set out in the Notice convening the AGM were put to vote by remote e-Voting before / during the Meeting:-

Resolution No.	Agenda Item	Resolution required (Ordinary/ Special)	Mode of voting
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary	Remote e-Voting and Poll (e-Voting during the AGM)
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Report of the Auditors thereon.	Ordinary	Remote e-Voting and Poll (e-Voting during the AGM)
3	To appoint a Director in place of Mr. Davinder Mohan Sood (DIN: 00001756), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-Voting and Poll (e-Voting during the AGM)

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions as set out in the Notice. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the CFO appropriately responded to the queries raised by them.

The Chairman authorized Mr. Manish Kumar, Company Secretary to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign that the combined results of the remote e-Voting before/during the AGM would be announced within the stipulated time frame and the results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and would be placed on the website of the Company and LIPL website.





The Chairman then thanked the Members for their continued support, valuable suggestions and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The remote e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-Voting process, the Company Secretary declared the Meeting closed.

The Scrutinizer's Report was received after conclusion of the Meeting on September 29, 2023. All the Resolutions were declared as passed with requisite majority.

This is for your information and records.

Yours faithfully,
For Valiant Communications Limited


Manish Kumar
Company Secretary
M. No.: A-16483

A circular blue stamp for Valiant Communications Limited. The text inside the stamp includes "Valiant Communications Ltd", "Sector 17, New Delhi", "110 015", and "India". There are two small asterisks on either side of the word "India".

29 September 2023, New Delhi



Voting Results pursuant to Reg. 44(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the Annual General Meeting (AGM) : Friday, September 29th 2023
Total number of the shareholders on record date : 3950 (as on cut-off date)

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : Not applicable
Public : Not applicable

No. of shareholders attended the meeting through Video Conferencing:

Promoters and Promoter Group : 8
Public : 70

Details of Agenda (to be disclosed separately for each agenda item)



Valiant Communication Limited

Resolution Required : (Ordinary)		1 - Adoption of Audited Standalone Financial Statements, Directors and Auditors Reports for the financial year ended 31 March 2023						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	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	3288247	3288247	100.0000	3288247	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3288247	100.0000	3288247	0	100.0000	0.0000
Public Institutions	E-Voting	21130	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3914083	119926	3.0640	119816	110	99.9083	0.0917
	Poll		91211	2.3303	91211	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		211137	5.3943	211027	110	99.9479	0.0521
Total		7223460	3499384	48.4447	3499274	110	99.9969	0.0031



Valiant Communication Limited

Resolution Required : (Ordinary)			2 - Adoption of Audited Consolidated Financial Statements and Auditors Reports for the financial year ended 31 March 2023					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	3288247	3288247	100.0000	3288247	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3288247	100.0000	3288247	0	100.0000	0.0000
Public Institutions	E-Voting	21130	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3914083	119926	3.0640	119816	110	99.9083	0.0917
	Poll		91211	2.3303	91211	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		211137	5.3943	211027	110	99.9479	0.0521
Total		7223460	3499384	48.4447	3499274	110	99.9969	0.0031



Valiant Communication Limited

Resolution Required : (Ordinary)		3 - To appoint a Director in place of Mr. Davinder Mohan Sood (DIN No. 00001756) who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3288247	3288247	100.0000	3288247	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		3288247	100.0000	3288247	0	100.0000	0.0000
Public Institutions	E-Voting	21130	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	3914083	119926	3.0640	119816	110	99.9083	0.0917
	Poll		91211	2.3303	91211	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		211137	5.3943	211027	110	99.9479	0.0521
Total		7223460	3499384	48.4447	3499274	110	99.9969	0.0031





Mahesh Gupta & Company

Company Secretaries

Wadhwa Complex , Chamber No. 110, Ground Floor , D-288-289/10, Laxmi Nagar, New Delhi-110092

Phone : 011-49503085; 9312406331; E-Mail: maheshgupta.co@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 & amendment thereof)

To,
The Chairperson
30th Annual General Meeting of the Equity Shareholders of
VALIANT COMMUNICATIONS LIMITED
Held on Friday, 29th September 2023 at 10:00 A.M.,
through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")
At 71/1, Shivaji Marg, New Delhi – 110015

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and e-voting for the 30th AGM through video conferencing ('VC')/ other audio-visual means ('OAVM')

I, Mahesh Kumar Gupta, Proprietor of M/s. Mahesh Gupta & Company, Company Secretaries (M.No. 2870 , C.P. No. 1999) firm having office at 110, Wadhwa Complex, D-288-289/10, Laxmi Nagar, Delhi – 110092, was appointed as a Scrutinizer by the Board of Directors of Valiant Communications Limited ('the Company'), pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendment thereof and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) in respect of resolution(s) as set out in the Notice dated 30th May, 2023 ("**Notice**") for the 30th Annual General Meeting ("AGM") of the Equity Shareholders of Valiant Communications Limited, held on Friday, 29th September 2023 at 10:00 A.M. through VC / OAVM without physical presence of the members at the AGM Venue in compliance with MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021 , 21/2021 , 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021 , 5th May, 2022 and 28th December, 2022 respectively, issued by Ministry of Corporate Affairs ("MCA") (**hereinafter referred to as "MCA Circulars"**) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The deemed venue of the Annual General Meeting ("AGM") had been the Registered Office of the Company at 71/1, Shivaji Marg, New Delhi – 110015 through VC / OAVM.


The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules and Circulars issued by MCA relating to conducting of AGM through VC / OAVM and voting through electronic means on the resolutions contained in the Notice of 30th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer is restricted to make a Consolidated Scrutinizer's Report of votes cast "**in favour**" or "**against**" the resolutions stated

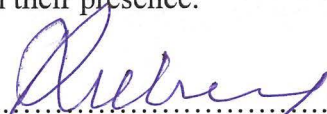


below, based on the reports generated from the e-voting system provided by Link Intime India Pvt. Ltd. (LIPL), the Authorized Agency appointed by the Company for providing remote e-voting facilities and e-voting at the AGM through VC / OAVM.

I have completed the scrutiny of remote e-voting and e-voting at the AGM conducted through VC / OAVM and submit my report as under:-

1. The Company had provided the remote e-voting facility and e-voting facility at the AGM through VC / OAVM offered by Link Intime India Pvt. Ltd. (LIPL) to the shareholders of the Company.
2. In line with MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021 , 21/2021, 02/2022 and 10/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022 respectively, the Notice of the AGM and Annual Report for the year ended 31st March 2023 were sent electronically to those Members whose email addresses were registered with the Company or Depository Participants (DP) /Depository or Registrar & Transfer Agent (RTA). The Notice of the 30th AGM and the Annual Report for the year ended 31st March 2023 had been uploaded on the website of the Company at www.valiantcom.com and on the website of BSE Limited i.e. www.bseindia.com and also on the website of LIPL (agency for providing the remote e-voting facility and e-voting system during the AGM) i.e. <https://instavote.linkintime.co.in>.
3. Pursuant to aforesaid MCA General Circulars and to the Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, Public Notice by way of "Advertisements" were published in "Financial Express" in English Language and "Jansatta" in Hindi Language *vide* dated **18th August 2023 & 01st September 2023** in connection with the ensuing AGM scheduled to be held on 29th September 2023 through Video Conferencing/OAVM specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
4. The shareholders holding shares as on the "cut off" date i.e. **22nd September 2023** were entitled to vote on the proposed resolution(s) item no. 1, 2 and 3 as set out in the Notice of the AGM of the Company by remote e-voting or e-voting at AGM through VC/ OAVM.
5. The remote e-voting period remained open from 10:00 A.M. (IST) on 26th September 2023 up to 5:00 P.M. (IST) on 28th September 2023.
6. At the AGM, the Chairman announced that the facility for e-voting is available to facilitate the Members attending the Meeting through VC / OAVM and who did not participate in the remote e-voting ,to cast their votes till fifteen Minutes after the conclusion of the Meeting.
7. After the conclusion of AGM, the votes cast through remote e-voting and e-voting at the AGM were unblocked on **29th September, 2023** at 11:00 A.M. in the presence of two witnesses, who are not in the employment of the Company. They have signed below in confirmation of the remote e-votes and e-votes at the AGM being unblocked in their presence.


.....
Mr. Sushant Bhalla


.....
Mr. A.P. Dubey



The Consolidated Report on the results of remote e-voting and e-voting at the AGM on each resolution are given hereunder:

Resolution No. 1 – (Ordinary Resolution)

Adoption of Audited Standalone Financial Statements, Directors and Auditors Reports for the financial year ended 31 March 2023

(i) Voted 'IN FAVOUR' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	71	3408063	99.9968
E-Voting at the AGM	12	91211	100
Total	83	3499274	99.9969

(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	6	110	0.0032
E-Voting at the AGM	0	0	0.00
Total	6	110	0.0031

(iii) Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0.00
E-Voting at the AGM	0	0.00
Total	0	0.00



Resolution No. 2 – (Ordinary Resolution)

Adoption of Audited Consolidated Financial Statements and Auditors Reports for the financial year ended 31 March 2023

(i) Voted 'IN FAVOUR' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	71	3408063	99.9968
E-Voting at the AGM	12	91211	100
Total	83	3499274	99.9969

(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	6	110	0.0032
E-Voting at the AGM	0	0	0.00
Total	6	110	0.0031

(iii) Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0.00
E-Voting at the AGM	0	0.00
Total	0	0.00

Resolution No. 3 – (Ordinary Resolution)

To appoint a Director in place of Mr. Davinder Mohan Sood (DIN No: 00001756) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted 'IN FAVOUR' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote E-Voting	71	3408063	99.9968
E-Voting at the AGM	12	91211	100
Total	83	3499274	99.9969



(ii) Voted 'AGAINST' the resolution:

Mode of voting	Number of members voted	Number of votes cast in 'Against' the resolution	% of total number of valid votes cast
Remote E-Voting	6	110	0.0032
E-Voting at the AGM	0	0	0.00
Total	6	110	0.0031


(iii) Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them declared 'Invalid'
Remote E-Voting	0	0.00
E-Voting at the AGM	0	0.00
Total	0	0.00

8. The electronic data and other relevant records related to remote e-voting and e-voting at the AGM through VC / OAVM shall remain in my safe custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and thereafter the same will be handed over to the Secretary of the Company for safe keeping.

Thanking you,

Yours faithfully,
For Mahesh Gupta & Company
Company Secretaries



Mahesh Kumar Gupta
Proprietor
FCS: 2870 CP: 1999
UDIN : **F002870E001123022**



Countersigned by:
For Valiant Communications Limited



(Chairman of the Meeting)

Place : 29th September 2023
Date : Delhi