

## 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 : +91-11-4105 5601, 4105 5602, 4105 5603, 2592 8415, 2592 8416, 2541 0053

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Date: February 09<sup>th</sup> 2026

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

**Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Notice of Postal Ballot**

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith the copy of Postal Ballot Notice of the Valiant Communications Limited ('the Company') dated February 03, 2026 along with the explanatory statement pursuant to the applicable provisions of the Companies Act, 2013, read with the SEBI Listing Regulations, for seeking approval of the Members of the Company to transact the business as set out below and as contained in the Postal Ballot Notice by passing said resolution through Postal Ballot by way of voting through electronic means ('remote e-voting') only.

In accordance with the applicable laws, the Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar and Share Transfer Agent i.e. MUFG Intime India Private Limited/ Depositories viz National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, February 06, 2026 i.e. Cut-off date.

The Company has engaged the Services of MUFG Intime India Private Limited (Link Intime India Private Limited) ('MUFG') for providing remote e-voting facility to the Member. The detailed procedures and instructions with respect to remote e-voting forms part of the Notice.

The remote e-voting shall commence on Wednesday, February 11, 2026 at 09:00 a.m. (IST) and ends on Thursday, March 12, 2026 at 05:00 p.m. (IST). The result of the Postal Ballot will be announced on or before Saturday, March 14, 2026.

A copy of the Postal Ballot Notice is also available on the website of the Company i.e. [www.valiantcom.com](http://www.valiantcom.com) and website of MUFG at <https://instavote.linkintime.co.in>.

We request you to please take the same on record.

Sincerely,  
For Valiant Communications Limited

Manish Kumar  
Company Secretary

Encl: as above

**VALIANT COMMUNICATIONS LIMITED****Regd. Office: 71/1, Shivaji Marg, New Delhi – 110 015****CIN: L74899DL1993PLC056652 | Email id: investors@valiantcom.com****Website: www.valiantcom.com | Telephone: 011-25928415 | Fax: 011-4105 5604****NOTICE OF POSTAL BALLOT**

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended]*

**Dear Member(s),**

**NOTICE** is hereby given that pursuant to the provisions of Section 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circulars Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023, 09/2024 dated 19th September, 2024 and the latest one being at 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and all other applicable provisions of the Act, law, rules, circulars, notifications and regulations issued thereunder [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force], the resolution(s) set out below are proposed to be passed by the Members of Valiant Communications Limited ("the Company") by way of Postal Ballot, only by way of remote e-voting ("e-voting") process.

**SPECIAL BUSINESS:****Item No. 1:****Appointment of Mr. Garv Mohan Sood (DIN: 11468367) as a Whole-time Director**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the regulations and guidelines issued by the Securities and Exchange Board of India ("SEBI") including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force, Mr. Garv Mohan Sood (Director Identification Number: 11468367) who was appointed as an Additional Director with effect from 3<sup>rd</sup> February, 2026 on the Board of the Company in terms of Section 161 of

the Companies Act, 2013 and as per Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as Director of the Company and the period of his office shall be liable to determination by retirement of directors by rotation.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Act and rules framed thereunder (including any statutory modification(s) or reenactment( s) thereof, for the time being in force), the consent of the Company be and is hereby accorded for the appointment of Mr. Garv Mohan Sood, as Whole-time Director, as approved by the Nomination and Remuneration Committee and Board of Directors pursuant to the provisions of Companies Act, 2013, for a period of three years commencing from 3<sup>rd</sup> February, 2026 to 2<sup>nd</sup> February, 2029, but liable to retire by rotation, on the terms and conditions including remuneration, set out in the explanatory statement annexed hereto including the remuneration to be paid in the event of inadequacy of profits in any financial year, with liberty to the Board of Directors of the Company to increase, alter and vary, on the approval and recommendation of Nomination and Remuneration Committee, without further reference to the Members, the terms and conditions of the said appointment including the remuneration, but subject to the maximum remuneration prescribed under Para A, Section II, Part II of Schedule V of the Companies Act, 2013, in such manner, as may be agreed to between the Board of Directors and Mr. Garv Mohan Sood.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to execute the agreement and other documents and take such steps as may be necessary and desirable to implement and give effect to the forgoing resolution.”

**Item No. 2:**

**Appointment of Mr. Aditya Pratap Singh (DIN: 11468647) as an Independent Director**

**To consider and if thought fit, to pass with or without modification(s), the following resolution as a special resolution:**

**“RESOLVED THAT** Mr. Aditya Pratap Singh (Director Identification Number: 11468647) who was appointed as an Additional (Independent Non-Executive) Director of the Company with effect from 3<sup>rd</sup> February, 2026 by the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 (‘the Act’) read with related Rules [including any modification(s) or re-enactment(s) thereof] and as per Articles of Association of the Company, and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of a Director, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 150 , 152 and 160 of the Act, read with Schedule IV and other applicable provisions of the Act [including any statutory

modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, and the Articles of Association of the Company, the appointment of Mr. Aditya Pratap Singh, who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, be and is hereby appointed as an Independent Non-Executive Director of the Company, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 3<sup>rd</sup> February, 2026 to 2<sup>nd</sup> February, 2031 (both days inclusive).

**RESOLVED FURTHER THAT** the Board of Directors of the Company or any Key Managerial Personnel of the Company for the time being are hereby severally authorised to do all such acts, deeds, matters and things and take such steps as may be necessary, expedient or desirable in this regard."

By Order of the Board of Directors  
For Valiant Communications Limited

S/d  
Manish Kumar  
Company Secretary & Compliance Officer  
Membership No.: A16483

Date: 3<sup>rd</sup> February 2026  
Place: New Delhi

**NOTES:****GENERAL:**

1. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, setting out all the material facts relating to the Resolution(s) contained in this Postal Ballot Notice dated 3<sup>rd</sup> February 2026, is annexed hereto and forms part of this notice.
2. In accordance with the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with relevant circulars, including General Circular No. 03/2025 dated September 22, 2025 (the "MCA Circulars"), this Postal Ballot Notice is being sent only by electronic mode to those Members whose names appear in the Register of Members/ List of Beneficial Owners as on 6<sup>th</sup> February 2026 ("Cut-off Date") received from the Depositories viz. National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") and whose e-mail address are registered with the Company/ Registrar and Share Transfer Agent i.e. MUFG Intime India Private Limited (MUFG), which was formerly known as Link Intime India Private Limited ("RTA")/ Depositories. A copy of this Postal Ballot Notice will also be available on the Company's website at [www.valiantcom.com](http://www.valiantcom.com), website of the BSE Limited (Stock Exchange) at [www.bseindia.com](http://www.bseindia.com) and on the website of MUFG at <https://instavote.linkintime.co.in>.
3. In accordance with the MCA Circulars, the physical copies of this Postal Ballot Notice, along with postal ballot forms and pre-paid business envelope, are not being sent to any Member. Accordingly, the communication of the assent or dissent of the Members eligible to vote is restricted only to voting through electronic means ("remote e-voting") i.e. by casting their votes electronically instead of submitting postal ballot forms. Members who have not yet registered their e-mail address may register the same as under:
  - (i) For shares held in electronic form: to their Depository Participants (DPs)
  - (ii) For shares held in physical form: to the Company/Registrar and Transfer Agent i.e. MUFG Intime India Private Limited (MUFG), which was formerly known as Link Intime India Private Limited, Noble Heights, 1st Floor, Plot No. NH-2, C-1 Block, LSC, Near Savitri Market, Janakpuri, New Delhi – 110058, in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/ MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021. For further details, Members may also visit Company's website <https://valiantcom.com/corporate/investors/investor-details.html>
4. Members who update their e-mail id after Cut-off Date can send their request for receiving the Postal Ballot Notice to the Company at [investors@valiantcom.com](mailto:investors@valiantcom.com).
5. The Members holding Equity Shares of the Company as on the Cut-off Date ("Eligible Members") only shall be entitled to vote through remote e-voting process in relation to the resolutions specified in this Postal Ballot Notice. Any person who is not a member as on the Cut-Off Date should treat this Postal Ballot Notice for information purpose only.

6. The details for remote e-Voting instructions provided by MUFG (the e-voting service provider) are given at end of this notice. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, 06-02-2026. The voting period begins on Wednesday, 11-02-2026 (09:00 a.m. IST) and ends on Thursday, 12-03-2026 (05:00 p.m. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date), may cast their vote electronically. The remote e-voting module shall be disabled by MUFG for voting thereafter.
7. Mr. Mahesh Kr. Gupta, Mahesh Gupta & Co., Practicing Company Secretaries (FCS No. 2870 CP. No. 1999) has been appointed as the Scrutinizer to scrutinize the remote e-voting conducted in a fair and transparent manner.
8. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced on or before Saturday, 14-03-2026.
9. The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company [www.valiantcom.com](http://www.valiantcom.com) and on the MUFG website <https://instavote.linkintime.co.in> and shall also be forwarded to BSE Limited (BSE).



## EXPLANATORY STATEMENT(S)

Pursuant to Section 102 and 110 of the Companies Act, 2013 read with the relevant rules

The following Statement sets out all material facts relating to the business mentioned under Item No. 1 and 2 of the accompanying Notice along with the disclosures as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standards on General Meetings:

### **Item No. 1:**

The Board of Directors, on the recommendations of the Nomination and Remuneration Committee, appointed Mr. Garv Mohan Sood (Director Identification Number: 11468367) as an Additional Director with effect from 3<sup>rd</sup> February, 2026.

Pursuant to the provisions of Section 161(1) of the Act and Article 92 of the Article of Association of the Company, Mr. Garv Mohan Sood is eligible to be appointed as Director, whose office shall be liable to retire by rotation.

In terms of provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the appointment of Mr. Garv Mohan Sood is to be approved by the shareholders by Special Resolution either at the next General Meeting or within a time period of 3 months from the date of appointment whichever is earlier. Accordingly, the approval of shareholders is being sought in pursuance of above said provisions.

Mr. Garv Mohan Sood is from the Promoter Group of the Company. He is an Honours Bachelor of Science with high distinction, Major in Computer Science, Double Minor in Economics and Statistics from University of Toronto, Canada. Before this appointment, he was working with the Company in Software Development.

Considering his association with the Company, the valuable services rendered and efforts made by him in improving the operations of the Company, the Board of Directors are of opinion that he be appointed as Whole-time Director for a period of three years. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 3<sup>rd</sup> February, 2026, subject to the approval of the members and the provisions of the Articles of Association of the Company, has appointed Mr. Garv Mohan Sood (hereinafter referred to as "the Appointee") as the Whole-time Director of the Company for a period of three years, w.e.f. 3<sup>rd</sup> February, 2026, on the terms and conditions as provided below:

- A. Tenure of Appointment:** The appointment of Mr. Garv Mohan Sood as Whole-time Director is for a period three (3) years i.e., from 3<sup>rd</sup> February, 2026 to 2<sup>nd</sup> February, 2029.
- B. Nature of Duties:** The appointee shall devote his whole time and attention to the software development, cyber security, research, new technologies adaption and other related business



activities of the Company and carry out such duties as may be entrusted to him by the Board, and exercise such powers as may be assigned to him, subject to the superintendence, control and directions of the Board, in connection with and in the best interests of the Company and the business of any one or more of its Associated Companies and/or Subsidiaries, including performing duties as assigned by the Board from time to time by serving on the Boards of such Associated Companies/ Subsidiaries or any other Executive body or a Committee of such a Company.

**C. Remuneration:** The appointee shall be entitled to remuneration as stated hereunder in terms of Schedule V to the Act and as per Industry/Market Standards:

**a) Salary:** Rs. 31,20,000 (Rs. Thirty One Lac and Twenty Thousand only) per annum with annual increments effective 1<sup>st</sup> April every year (starting April 2026) as may be decided by the Board, based on the recommendation of Nomination & Remuneration Committee, but subject to the maximum remuneration prescribed under Para A, Section II, Part II of Schedule V of the Companies Act, 2013.

**b) Benefits, Perquisites, Allowances: None**

**c) Commission/ Incentive: None**

In addition to the above, Mr. Garv Mohan Sood, will be entitled for all other statutory employee benefits with respect to Provident Fund, Gratuity, medical insurance, leave rules as per Company's policy and rules.

None of the Directors or Key Managerial Personnel (KMP) or relatives of directors and KMP is concerned or interested in the Resolution except Mr. Garv Mohan Sood, Mr. Inder Mohan Sood, Managing Director and CEO, Mr. Davinder Mohan Sood, Executive Whole-time Director and CFO and Mr. Gaurav Mohan Sood, Executive Whole-time Director.

Based on the above referred rationale, the Board recommends the special resolution set forth in Item No. 1 of the accompanying Notice for the approval of the members.

**Statement pursuant to Section-II of Schedule V of the Companies Act, 2013:**

<b>General Information:</b>	
Nature of industry	Manufacturing of communications equipment and its allied services
Date of commencement of commercial production	01-04-1999
Financial performance	Based on the audited figures of financial year 2024-25, the net revenues (net of taxes and component sales) from operations on a standalone basis grew by 10.25% to ₹ 5,03,975 thousand in the reporting year. Domestic and export revenues constituted 80.33% and 19.67% of our total revenues respectively. The growth in revenue has a further positive impact on margins and profitability.

	<p>The reported Earnings before Depreciation, Interest, and Taxation (EBITDA) stands at ₹ 1,56,637 thousand [previous year: ₹ 1,11,916 thousand] with the reported net profit at ₹ 95,128 thousand [previous year: ₹ 65,791 thousand] with a recorded growth of 44.59%.</p> <p>At the consolidated level, the net revenues (net of taxes and component sales) from operations on a consolidated basis grew by 9.76% to ₹ 5,08,511 thousand in the reporting year. Domestic and export revenues constituted 79.61% and 20.39% of our total revenues respectively. The growth in revenue has a further positive impact on margins and profitability. The reported EBITDA is increased to ₹ 1,55,855 thousand from ₹ 1,07,142 thousand as reported last year. Whereas, the reported net profit increased to ₹ 96,127 thousand from ₹ 62,043 thousand with a recorded growth of 54.94%.</p>
Foreign investments or collaborators, if any	<p>There is no Direct Foreign Investment in equity of the Company except the investment made by the Foreign Institution Investors/ Foreign persons through secondary market i.e. stock exchanges.</p> <p>Based on the audited figures of financial year 2024-25, ₹ 17,758 thousand (previous year: ₹ 17,758 thousand) in foreign subsidiaries have been invested.</p>
<b>Information about the Appointee(s):</b>	
Name of Appointee	Mr. Garv Mohan Sood
Background	Mr. Garv Mohan Sood is from the Promoter Group of the Company. He has completed his Computer Science degree from the University of Toronto, Canada. He is an annual recipient of Dean's List Scholar Award consistently in these academic four years. He also completed a double minor in Statistics and Economics. He took part and completed the A&S Internship program at his university and successfully completed his internship as a Software Engineer in Toronto, Canada. Before this appointment, he was working with the Company in Software Development.
Past remuneration	Monthly salary of ₹ 240 thousand with no additional perquisites and allowances.
Recognition and awards	None
Job profile and suitability	In charge of software development, cyber security, research, new technologies adaption and other related business activities of the Company.
Remuneration proposed	As set out in Item No. 1 read with its explanatory statement of this Postal Ballot.
Comparative remuneration profile	Considering the responsibility shouldered by him, proposed remuneration is commensurate with Industry standards and Board level positions held in similar sized and similarly positioned businesses.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other Director, if any.	There is no pecuniary relationship with the Company except the following: <ul style="list-style-type: none"> <li>a. He is holding the position of Executive Whole-time Director.</li> <li>b. He is included under the 'Promoter and Promoter Group' of the Company</li> <li>c. He holds 2,82,000 (2.46%) equity shares of Company as on date.</li> <li>d. He is a relative of other executive directors of the Company; namely, Mr. Inder Mohan Sood, Managing Director, Mr. Davinder Mohan Sood, Whole-time Director and Mr. Gaurav Mohan Sood, Whole-time Director.</li> </ul>
Relationship with the managerial personnel	Yes
<b>Other Information:</b>	
Reasons for loss or inadequate profits	The Company has improved its profitability significantly both at standalone and group level. However, the profits may remain inadequate because of the volatility in the business environment owing to the global uncertainties.
Steps taken or proposed to be taken for improvement	Expansion in global marketing network and introduction of new products with latest technology.
Expected increase in productivity and profits	The Company expects improved performance in the years ahead in terms of better revenue-mix and profitability because of above measures.
Validity of members approval by way of special resolution under Para A, Section-II, Part-II of Schedule V of the Companies Act, 2013	Three years from the date of passing of this resolution
<b>Disclosures:</b> The remuneration package proposed to be given to Mr. Garv Mohan Sood is as per the details given in the resolution. The Report on Corporate Governance in the Annual Report indicates the remuneration paid to the managerial personnel as well as to all other Directors.	

**Item No. 2:**

The Nomination and Remuneration Committee ('NRC'), after evaluating their skills, expertise, and competencies required for the Board, and in the context of the business and sectors of the Company, identified that Mr. Aditya Pratap Singh (Director Identification Number: 11468647) possesses the requisite skills and capabilities and that he is eligible for appointment as an Independent Director.

Based on the recommendations of the NRC, the Board, had appointed Mr. Aditya Pratap Singh as an Additional Director in Independent Capacity of the Company, effective 3<sup>rd</sup> February, 2026, not liable to retire by rotation, for an initial term of 5 (five) consecutive years commencing from 3<sup>rd</sup> February, 2026 to 2<sup>nd</sup> February, 2031 (both days inclusive), under Sections 149, 150, 152 and 160 of the Companies Act, 2013 ('Act') and other applicable provisions of the Act and SEBI Listing Regulations, and in line with the Articles of Association of the Company, subject to the approval of the Members.

In terms of provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the appointment of Mr. Aditya Pratap Singh is to be approved by the shareholders by Special Resolution either at the next General Meeting or within a time period of 3 months from the date of appointment whichever is earlier. Accordingly, the approval of shareholders is being sought in pursuance of above said provisions.

The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing his candidature for the office of Director. The profile and specific areas of expertise of Mr. Aditya Pratap Singh forms part of this Notice.

Mr. Aditya Pratap Singh has given his declaration to the Board, inter alia, that (i) he meets the criteria of independence as provided in Section 149(6) of the Act, read with the Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations; and (ii) he is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties in terms of Regulation 25(8) of the SEBI Listing Regulations. Further, the Company has also received from Mr. Aditya Pratap Singh (i) consent in writing to act as Director pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and; (ii) intimation that he is not disqualified under Section 164 of the Act. Mr. Aditya Pratap Singh has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018, issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by listed companies. Mr. Aditya Pratap Singh has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Board is of the opinion that, given his experience, Mr. Aditya Pratap Singh possesses the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company, and his association would be of immense benefit to the Company.

Further, in the opinion of the Board, Mr. Aditya Pratap Singh is a person of integrity having experience and expertise in the fields of commerce, laws, strategy, financial and risk advisory services, corporate governance, etc. for appointment in the Board, fulfils the conditions specified in the Act and the Rules made thereunder, read with the provisions of the SEBI Listing Regulations, each as amended, and he is independent of the Management of the Company.

A copy of the draft letter for appointment of the Independent Director setting out the terms and conditions of his appointment, will be available for inspection by the Members through electronic mode and available at the web-portal of the company i.e. [www.valiantcom.com](http://www.valiantcom.com)

In compliance with the provisions of Section 149, read with Schedule IV to the Act and Regulation 17 of the SEBI Listing Regulations, the appointment of Mr. Aditya Pratap Singh as Independent Director is now being placed before the Members for their approval.

Except Mr. Aditya Pratap Singh and his relatives, none of the Directors or Key Managerial Personnel ('KMP') of the Company and their respective relatives are concerned or interested, financially or otherwise, in the resolution set out in the accompanying Notice. Mr. Aditya Pratap Singh is not related to any other Director or KMP of the Company.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Based on the above referred rationale, the Board recommends the special resolution set out in Item No. 2 of the accompanying Notice for approval of the members.

By Order of the Board of Directors  
For Valiant Communications Limited

S/d  
Manish Kumar  
Company Secretary & Compliance Officer  
Membership No.: A16483

Date: 3<sup>rd</sup> February 2026  
Place: New Delhi

## DETAILS OF DIRECTORS SEEKING APPOINTMENT THROUGH POSTAL BALLOT

(Pursuant to Regulations 36(3) and 26(4) of the SEBI (LODR) Regulations, 2015 and Secretarial Standard SS-2)

Name of the Director	Mr. Garv Mohan Sood	Mr. Aditya Pratap Singh
Age	24 years	29 years
Qualifications	Honours Bachelor of Science - High Distinction, Major in Computer Science, Double Minor in Economics and Statistics from University of Toronto, Canada	B.Com(H), Chartered Accountancy from ICAI
Date of first appointment on the Board	3 <sup>rd</sup> February, 2026	3 <sup>rd</sup> February, 2026
Experience including expertise in specific functional areas)/ Brief Resume	Mr. Garv Mohan Sood has completed his four-year Computer Science degree from the University of Toronto and received Dean's List Scholar Award for each of these four years. He also completed a double minor in Statistics and Economics. Additionally, he took part and completed the A&S Internship program at his university and successfully completed his internship as a Software Engineer in Toronto, Canada. Before this appointment, he was working with the Company in Software Development.	Mr. Aditya Pratap Singh is a qualified Chartered Accountant with work experience in the field of financial analysis and management. Presently, he is working with the Ernst & Young (EY) with specialized in strategy and transactions. Previously, he has worked with the Price Waterhouse Coopers (PWC), for almost three years with focused on due diligence.
Justification for choosing for appointment as a Director	Based on the skills, experience, knowledge and report of his performance evaluation	Based on the skills, experience, knowledge and report of his performance evaluation
Remuneration last drawn	As provided in the explanatory statement of Item No. 01	Not applicable
Remuneration proposed to be paid	As set out in Item no. 1 read with its explanatory statement of the Notice of this Postal Ballot.	Sitting fees for attending Board and Committee Meetings
Terms and Conditions of Appointment/ Re-appointment	Term- 3 years from the date of appointment.  Please refer to explanatory statement of Item no. 1	Term- 5 years from the date of appointment.  Please refer to explanatory statement of Item no. 2

<b>Resignation during past 3 years from listed companies</b>	None	None
<b>Directorship and committee membership of other listed companies</b>	NIL	NIL
<b>No. of shares held in the Company</b>	2,82,000 (2.46%)	NIL
<b>Relationship with other Directors/KMPs</b>	He is a relative of the other executive directors of the Company; namely, Mr. Inder Mohan Sood, Managing Director, Mr. Davinder Mohan Sood, Whole-time Director and Mr. Gaurav Mohan Sood, Whole-time Director.	No
<b>No. of Board Meetings attended during the year</b>	Appointed as Additional Director designated as Executive Whole-Time Director w.e.f. 3 <sup>rd</sup> February, 2026.	Appointed as Additional Director designated as Independent Non-Executive Director w.e.f. 3 <sup>rd</sup> February, 2026.
<b>Skills and capabilities required for the role and the manner to meets such requirements in case of Independent Director</b>	Technical / Professional skills and specialized knowledge in relation to Company's business (as set out above in this Notice)	Business Strategy, Corporate Governance, Foreign Exchange, Administration, Decision Making, Financial and Management skills