

## Valiant Communications Limited

(An ISO 9001:2008 and ISO 14001:2004 Certified Company)

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

Corporate Identity Number : L74899 DL1993 PLC056652

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**Preface:** The Securities and Exchange Board of India has, *vide* Notification No. SEBI/LAD-NRO/GN/2015-16/013 dated 02/09/2015, notified the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and repealed the provisions of erstwhile Listing Agreement and various circulars issued with respect thereto. Therefore, the provisions of listing agreement below referred policies/ documents have been repealed and replaced by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. This document shall be known as Amendment in Code and Policies of Valiant Communications Limited, 2015 and its subsidiaries;
2. **Definitions:**
  - 2.1 "Board" means the Board of Directors of the Company.
  - 2.2 "Code and Policies" means any codes and policies adopted by the Company and include:
    - (i) "Nomination and Remuneration Policy",
    - (ii) "Related Party Transaction Policy"
    - (iii) "Policy on Material Subsidiaries"
    - (iv) "Vigil Mechanism/ Whistle Blower Policy",
    - (v) "Code of Conduct"
    - (vi) "Code of Internal Procedures and Conduct for Regulating, Monitoring and Reporting of Trading by Insiders"
    - (vii) "Criteria for Performance Evaluation of Board and Independent Directors" and
    - (viii) Any other code, document or policy having reference of "Listing Agreement"
  - 2.3 "Company" means Valiant Communication Limited and includes its subsidiaries.
  - 2.4 "Listing Agreement" means the agreement signed by "Company" prior to the notification of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
3. This document intends to amend "Code and Policies" of "the Company", wherein erstwhile applicable provisions of Listing Agreement have been referred.
4. The word(s) "Listing Agreement" referred in "Code and Policies" shall be replaced by "Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with any amendment thereto".
5. The word(s) "Clause 49" shall be replaced by "applicable provisions".
6. In case of any conflict between the provisions of "Code and Policies" and "Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; the provisions of "Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall override the provisions of "Code and Policies".

Effective date November 9<sup>th</sup> 2015

For Valiant Communications Limited

Inder Mohan Sood

Chairman & Managing Director

DIN: 00001758