VALUE INDUSTRIES LIMITED

VIDEOCON

July 2, 2015

The Secretary Corporate Relations Department BSE Limited P. J. Towers, Dalal Street Mumbai – 400 001	The Secretary Corporate Relations Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra East, Mumbai – 400059

Dear Sir,

Sub.: Voting Results of Ballot and voting by electronic means (remote E-voting) of resolutions passed at 27th Annual General Meeting held on 30th June, 2015

We refer to clause 35A of the Listing Agreement and enclose herewith voting results of business transacted at the 27th Annual General Meeting of the Equity Shareholders of Value Industries Limited held on Tuesday, 30th June, 2015, at 2.00 p.m. at the Registered Office of the Company at 14 K.M. Stone, Aurangabad–Paithan Road, Village: Chittegaon, Taluka: Paithan, District: Aurangabad - 431 105 (Maharashtra).

The Company had provided remote e-voting facility and voting through Ballot at the AGM for the members who have not exercised the remote e-voting facility. Mrs. Kanchan A. Kakade, Company secretary in whole time practice (CP Number 9255) was appointed as scrutinizer for conducting the voting by Ballot at the AGM and remote e-voting process in a fair and transparent manner.

Accordingly, the Company has received from the Scrutinizer:

- Scrutiny Report on Voting by Ballot at the Annual General Meeting;
- Scrutiny Report on Remote E-Voting; and
- Consolidated Scrutiny Report.

VALUE INDUSTRIES LIMITED

The results declared along with the Consolidated Scrutinizer's Report is uploaded on the website of the Company.

We kindly request you to take the same on record.

Thanking you,

Yours truly,

For **VALUE INDUSTRIES LIMITED**

Anagha

ANAGHA JOSHI
COMPANY SECRETARY

Encl.: As above

VALUE INDUSTRIES LIMITED
DETAILS OF VOTING RESULT
Pursuant to Clause 35A of the Listing Agreement

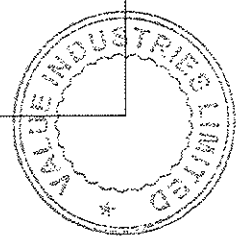
Date of AGM/EGM	:	30th June, 2015
Total Number of Shareholders on record date	:	67,163
No. of Shareholders present in the meeting either in person or through proxy		49
Promoter and Promoter Group	:	21
Public	:	28
No. of Shareholders attended the meeting through Video Conferencing	:	Video Conferencing facility was not arranged.
Promoter and Promoter Group	:	
Public	:	

Agenda-wise

Item No.	Details of Agenda	Resolution required: (Ordinary/ Special)	Mode of Voting: (Show of hands/poll/ Postal Ballot/ E-voting)	Remarks
1.	Pursuant to the provisions of Section 129 of the Companies Act, 2013, and the Rules made there under, to consider and adopt the Audited Statement of Profit and Loss for the financial year ended on 31st December, 2014 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon.	Ordinary	Ballot and remote e-voting	Passed with requisite majority

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2.	Pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to ratify appointment of Statutory Auditors of the Company and fix their remuneration.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
3.	Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Avinash H. Malpani (DIN: 00279976), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
4.	Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Naveen B. Mandhana (DIN: 01222013), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
5.	Pursuant to the provisions of Section 149, 152, 160 of the Companies Act, 2013, and the Rules made there under, to appoint Mrs. Gayathri Girish (DIN:07145426), as a Director, liable to retire by rotation.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
6.	Pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify payment of remuneration to Mr. Jayant B. Galande, Cost Accountant in Whole-Time Practice, for the financial year ending on 31st December, 2015.	Ordinary	Ballot and remote e-voting	Passed with requisite majority

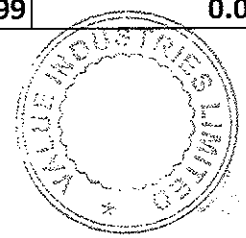


In case of Poll/Postal Ballot/E-voting:

Agenda wise voting details are as under:

(1) **Ordinary Resolution** - Pursuant to the provisions of Section 129 of the Companies Act, 2013, and the Rules made there under, to consider and adopt the Audited Statement of Profit and Loss for the financial year ended on 31st December, 2014 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon.

Promoter/Public	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	1,83,22,406	1,83,22,406	100.00	1,83,22,406	0	98.97	0.00
Public – Institutional holders	9,64,855	76,807	7.96	76,807	0	0.42	0.00
Public-Others	1,98,98,414	1,13,448	0.57	1,11,648	1,800	0.60	0.01
Total	**3,91,85,675**	**1,85,12,661**	**47.24**	**1,85,10,861**	**1,800**	**99.99**	**0.01**

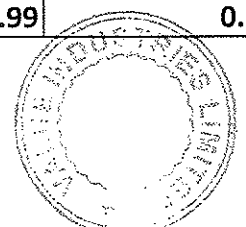


(2) **Ordinary Resolution-** Pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to ratify appointment of Statutory Auditors of the Company and fix their remuneration.

Promoter/Public	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
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Total	**3,91,85,675**	**1,85,12,661**	**47.24**	**1,85,10,861**	**1,800**	**99.99**	**0.01**

(3) **Ordinary Resolution -** Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Avinash H. Malpani (DIN: 00279976), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.

Promoter/Public	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	1,83,22,406	1,83,22,406	100.00	1,83,22,406	0	98.97	0.00
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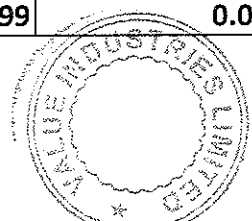


(4) **Ordinary Resolution** - Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to confirm/appoint Mr. Naveen B. Mandhana (DIN: 01222013), as an Independent Director to hold office upto a term of five consecutive years from 14th August, 2014, not liable to retire by rotation.

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(5) **Ordinary Resolution** - Pursuant to the provisions of Section 149, 152, 160 of the Companies Act, 2013, and the Rules made there under, to appoint Mrs. Gayathri Girish (DIN:07145426), as a Director, liable to retire by rotation.

Promoter/Public	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
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(6) **Ordinary Resolution** - Pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify payment of remuneration to Mr. Jayant B. Galande, Cost Accountant in Whole-Time Practice, for the financial year ending on 31st December, 2015.

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