August 2, 2024

The Manager
Corporate Relations Department
BSE Limited,
PJ. Towers, Dalal Street
Mumbai- 400 001
Scrip Code: 511389

The Manager
Corporate Relations Department
The National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra-Kurla Complex, Bandra, East, Mumbai- 400051
Scrip Code: VIDEOIND

Dear Sirs/ Madam,

Sub: Intimation of 30th Annual General Meeting for the financial year 2019-20, Book Closure and Cut-off date.

We would like to inform you that the Thirtieth (30th) Annual General Meeting (AGM) of the members of the Company for the financial year 2019-20 is scheduled to be held on Monday, August 26, 2024 at 09:00 a. m., to transact the business as set out in the notice of the said AGM.

In compliance with the relevant circulars, the Annual Report for the financial year 2019-20, comprising the Notice of the AGM and the Standalone Financial Statements for the Financial Year 2019-20, along with Board of Directors Report, Auditors Report and other documents required to be attached thereto, are being sent to all the members of the Company whose email addresses are registered with the Company / Depository Participant(s).

In terms of Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Register of Members of the Company will remain closed for the purpose of the AGM of the Company.

The details of book closure and cut-off date for the purpose of AGM is as under:

Type of Security	Book Closure	Cut-off date for the purpose of voting at the AGM and Remote Evoting
Equity Shares	From, Tuesday, August 20, 2024 To, Monday, August 26, 2024 (both days inclusive)	Monday, August 19, 2024

Further, pursuant to the provisions of Section 108 of the Companies Act. 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing facility to the members of the Company to cast their votes by

electronic means on all resolutions set out in the 30th AGM Notice through e-voting services provided by Central Depository Services Limited (CDSL).

"Cut-off date" for determining the eligibility of members to vote by remote e-voting or voting at the 30th AGM is Monday, August 19, 2024. The remote e-voting will commence on Friday, August 23, 2024 at 9:00 A.M. (IST) and ends on Sunday, August 25, 2024 at 5:00 P.M. (IST).

Copy of Notice of 30th AGM of the Company along with Statement pursuant to the Section 102 of the Companies Act, 2013 and instruction for e-voting facility is attached herewith for your records.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution Process by NCLT order dated June 6, 2018 read with order dated August 8, 2019 and September 25, 2019)

Sujata Giridhar Parab
Digitally signed by Sujata Giridhar Parab
Date: 2024.08.02 20:28:23 +05'30'

SUJATA PARAB
COMPANY SECRETARY & COMPIANCE OFFICER
MEMBERSHIP NO. A48113

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NOTICE TO MEMBERS

Introduction:

Pursuant to an application filed before the Hon'ble National Company Law Tribunal, Mumbai ("**NCLT**" / "**Adjudicating Authority**") under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("**IBC**" / "**the Code**") against Videocon Industries Limited ("**Corporate Debtor**" / "**the Company**"), the Adjudicating Authority had admitted the application for the initiation of the corporate insolvency resolution process ("**CIRP**") of the Corporate Debtor *vide* an order dated June 6, 2018 ("**CIRP Commencement**") and appointed Mr. Anuj Jain as the insolvency resolution professional.

Thereafter, separate applications were filed by State Bank of India (on behalf of all the financial creditors) and Mr. Venugopal Dhoot (one of the promoters of the Videocon group) for the consolidation of the Corporate Debtor along with other group companies. The Adjudicating Authority, vide its order dated August 8, 2019, allowed State Bank of India's application by, inter alia, (i) allowing the consolidation of the CIRP of the Corporate Debtor with that of 12 other Videocon group companies (collectively referred to as the "**Corporate Debtors**", "**Videocon Group Entities**"); and (ii) appointing Mr. Mahender Khandelwal as the insolvency resolution professional for the Videocon Group Entities.

Subsequently, the first meeting of the consolidated committee of creditors of the Corporate Debtors ("**CoC**") was held on September 16, 2019. At the first meeting of the CoC, the CoC approved the name of Mr. Abhijit Guhathakurta as the resolution professional for the Videocon Group Entities, including the Corporate Debtor in place of Mr. Mahender Khandelwal. Mr. Abhijit Guhathakurta's appointment as the resolution professional of the Videocon Group Entities ("**Resolution Professional**", "**RP**") was approved by the Adjudicating Authority vide its order dated September 25, 2019. A copy of the said order of the Adjudicating Authority was made available to the Resolution Professional on September 27, 2019 when the same was uploaded on the website of the Adjudicating Authority.

On and from the date of publication of the aforesaid order, the powers of the board of directors of the Corporate Debtor were suspended and stood vested in the Resolution Professional.

Thereafter, CoC had approved the resolution plan submitted by Twin Star Technologies Limited (the "**Resolution Plan**"), by passing the requisite resolution with 95.09% majority/voting share in accordance with the provisions of Section 30(4) of the Code. The said Resolution Plan, as approved by the CoC, had been filed with the NCLT in accordance with the Section 30(6) of the

Code for its approval on December 15, 2020. Further, NCLT vide order dated June 08, 2021 ("**Approval Order**"), approved the resolution plan submitted by Twin Star Technologies Limited ("**Approved Plan**").

In terms of the Approved Plan, a steering committee had been constituted ("**Steering Committee**"). The Steering Committee in its meeting held on June 18, 2021 had appointed the Resolution Professional, Mr. Abhijit Guhathakurta, as the interim manager of the Corporate Debtors ("**Interim Manager**"), for undertaking the management and control of the Company, from the date of Approval Order till the completion of the implementation process on the Closing Date (as provided under the Approved Plan).

However, pursuant to the appeals filed by three dissenting financial creditors (among others) before the Hon'ble National Company Law Appellate Tribunal, New Delhi (the "**NCLAT**"), the Hon'ble NCLAT, vide its order dated July 19, 2021 in the said Appeals (the "**Stay Order**"), inter-alia stayed the operation of the Approval Order till the next date of hearing and ordered the maintenance of status quo ante as before passing of the Approval Order. Further, as per the Stay Order, the Resolution Professional was directed to continue to manage the 13 Videocon Group Entities as per the provisions of the Code till the next date of hearing.

Later on, the NCLAT vide its final order dated January 05, 2022 set aside the Approval Order and remitted back the matter to the CoC for completion of the process relating to CIRP in accordance with the provisions of the Code (the, "**NCLAT Final Order**"). Subsequently, pursuant to the NCLAT Final Order, the CoC in their meeting held on January 12, 2022, decided to invite afresh expressions of interest for submission of a consolidated resolution plan for Corporate Debtors in accordance with IBC and CIRP Regulations.

However, Twin Star Technologies Limited challenged the NCLAT Final Order in Civil Appeals bearing numbers 509, 512 and 894 of 2022 before the Hon'ble Supreme Court ("**SC Appeals**"). The SC Appeals were listed on February 14, 2022, on which date, the Hon'ble Supreme Court made oral remark to the Resolution Professional and CoC to not proceed further with the CIRP of the Corporate Debtors till any further orders in subsequent hearings. Pursuant to these oral remarks of the Hon'ble Supreme Court, the status quo is being preserved in the current CIRP of Corporate Debtors till further orders/directions of the Hon'ble Supreme Court. Therefore, the Resolution Professional continues to manage the Videocon Group Entities (including the Company), as per the provisions of the Code till the next date of hearing. As a result, the power of board of directors of the Corporate Debtor are being exercised by the Resolution Professional in terms of provisions of Section 25 of the Code.

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Constraints in calling the 30th Annual General Meeting (AGM) of the Company for the financial year ended on 31st March 2020, within the time frame:

In terms of the provisions of Section 96 of the Companies Act, 2013 and MCA circular dated 8th September, 2020, the Company was required to hold 30th AGM, for the financial year ended 31st March 2020, on or before 31st December 2020. Further, in terms of the provisions of the Companies Act, the Audited financial statements (standalone and consolidated) are required to be adopted at the annual general meeting. However, the Company was not able to hold annual general meeting as the Company was unable to prepare the standalone and consolidated financial statements, as required to be prepared in terms of Section 129 (3) of the Companies Act as there was lack of cooperation to the Resolution Professional from the Promoters and the erstwhile management of the Company. The requisite financial statements of the Subsidiaries, Joint Ventures and Associates were also not made available to the Company for preparing consolidated financial statements. In this regard, the Resolution Professional has already filed applications before the Adjudicating Authority for suitable directions under section 19 of the Code against the promoter/ erstwhile management to seek requisite cooperation and data (which has not yet been provided to RP or the Company).

Due to the aforementioned practical challenges, the Company faced significant difficulty in organizing the AGM. Consequently, the AGM could not be convened. However, given that substantial time has already passed in convening of this AGM, which is also impacting various other compliances applicable to the Company, the Resolution Professional has taken the initiative to call and convene the AGM.

The members of the Company are requested to note that the business proposed to be transacted in this Annual General Meeting is critical to maintain the going concern status of the Company and to ensure compliance with applicable laws. Irrespective of the voting result of the business as proposed to be transacted in this Annual General Meeting, the Resolution Professional shall be bound to comply with the applicable provisions of the Code in respect of his obligations to manage the Company as a going concern and to further comply with decisions of the CoC in that regard. To this end, the members of the Company are requested to fully cooperate with the Resolution Professional.

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NOTICE

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of VIDEOCON INDUSTRIES LIMITED (Company under Corporate Insolvency Resolution Process) will be held on Monday, 26th day of August, 2024 at 09:00 a.m. at the Registered Office of the Company at 14 KM Stone, Aurangabad Aurangabad Pathan Road, Village Chittegaon Taluka Paithan Dist. Aurangabad -431 105 (Maharashtra) at (AGM) to transact the following business:

SPECIAL BUSINESS

1. To ratify appointment and remuneration of statutory auditors of the Company appointed on account of casual vacancy caused due to the resignation of the erstwhile Statutory Auditors of the Company and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and all other rules made under the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the members of the Company be and is hereby accorded for ratification of appointment of M/s. KVA & Company, Chartered Accountants, (Firm Registration No. 017771C) (as approved by the Committee of Creditors ("**CoC**"), at its meeting held on 8th June, 2022) as the Statutory Auditors of the Company for a period of 5 (five) years from the financial year April 01, 2019 to March 31, 2024, in place of M/s. S. Z. Deshmukh & Co., Chartered Accountants, Firm Regn. No. 102380W), who had resigned as Statutory Auditors of the Company vide resignation letter dated March 10, 2021.

   RESOLVED FURTHER THAT approval of the members be and is hereby also accorded for the ratification of the remuneration of INR. 34,80,000/- (Rupees Thirty Four Lacs Eighty Thousand Only) (excluding Out of Pocket Expenses and Taxes), per financial year, as approved by the CoC, payable to M/s. KVA & Company, Chartered Accountants, (Firm Registration No. 017771C), as the Statutory Auditors of the Company.

   RESOLVED FURTHER THAT the Resolution Professional and/or Company Secretary of the Company be and are hereby severally authorised to file forms/returns, deeds and documents, as may be applicable, with the Registrar of Companies and other statutory

authorities and to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

2. To appoint of Mr. Babubhai Dolatsingh Vaghela (DIN: 10301042) as a Whole-time Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, under the Act and such other applicable clauses if any, under the Articles of Association of the Company and based on the recommendation of the Resolution Professional of the Company, Mr. Babubhai Dolatsingh Vaghela (DIN: 10301042), who was appointed as a Whole-time Director of the Company with effect from 14th September, 2023 and holds office up to the date of this Annual General Meeting and who qualifies for being appointed as a Whole time Director, be and is hereby appointed as a Whole time Director of the Company.

   RESOLVED FURTHER THAT the Resolution Professional and/or Company Secretary of the Company be and are hereby severally authorised to file forms/returns, deeds and documents, as may be applicable, with the Registrar of Companies and other statutory authorities and to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

3. To appoint of Mr. Sanjay Kumar Palecha (DIN: 10301038) as a Whole-time Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, under the Act and such other applicable clauses if any, under the Articles of Association of the Company and based on the recommendation of the Resolution Professional of the Company, Mr. Sanjay Kumar Palecha (DIN: 10301038), who was appointed as a Whole-time Director of the Company with effect from 14th September, 2023 and holds office up to the date of this Annual General Meeting and who qualifies for

being appointed as a Whole time Director, be and is hereby appointed as a Whole time Director of the Company.

RESOLVED FURTHER THAT the Resolution Professional and/or Company Secretary of the Company be and are hereby severally authorised to file forms/returns, deeds and documents, as may be applicable, with the Registrar of Companies and other statutory authorities and to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

4. To appoint of Mr. Amol Ashok Mandlik (DIN: 10367846) as a Whole-time Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, under the Act and such other applicable clauses if any, under the Articles of Association of the Company and based on the recommendation of the Resolution Professional of the Company, Mr. Amol Ashok Mandlik (DIN: 10367846), who was appointed as a Whole-time Director of the Company with effect from 31st October, 2023 and holds office up to the date of this Annual General Meeting and who qualifies for being appointed as a Whole time Director, be and is hereby appointed as a Whole time Director of the Company.

RESOLVED FURTHER THAT the Resolution Professional and/or Company Secretary of the Company be and are hereby severally authorised to file forms/returns, deeds and documents, as may be applicable, with the Registrar of Companies and other statutory authorities and to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

5. To appoint of Mr. Kalidas Vishnu Jadhav (DIN: 10367847) as a Whole-time Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and

other applicable rules, if any, under the Act and such other applicable clauses if any, under the Articles of Association of the Company and based on the recommendation of the Resolution Professional of the Company, Mr. Kalidas Vishnu Jadhav (DIN: 10367847), who was appointed as a Whole-time Director of the Company with effect from 31st October, 2023 and holds office up to the date of this Annual General Meeting and who qualifies for being appointed as a Whole time Director, be and is hereby appointed as a Whole time Director of the Company.

RESOLVED FURTHER THAT the Resolution Professional and/or Company Secretary of the Company be and are hereby severally authorised to file forms/returns, deeds and documents, as may be applicable, with the Registrar of Companies and other statutory authorities and to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

6. To consider and ratify the remuneration of Cost Auditors for the financial year 2019 – 20 and in this regard to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any of the Companies Act. 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force), as amended from time to time and further to the approval granted by the Resolution Professional on 30th January, 2024 and approval of the Committee of Creditors ("**CoC**"), at its meeting held on 29th July, 2024 the Company hereby ratifies the remuneration of M/s. JSN & Co., Cost Accountants (Firm Registration No 455) Delhi, appointed as the Cost Auditor of the Company of Rs.1,20,000/- Rupees One Lakh Twenty Thousand Only) excluding applicable goods and services tax and reimbursement of other out of pocket expenses payable at actual, for conducting the audit of the cost records made and maintained by the Company pertaining to various products covered under cost audit from the financial year commencing on April 1, 2019 and ending on March 31, 2020.

RESOLVED FURTHER THAT the Resolution Professional and/or Company Secretary of the Company be and are hereby severally authorised to file forms/returns, deeds and documents, as may be applicable, with the Registrar of Companies and other statutory authorities and to do all such acts, deeds and take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

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ORDINARY BUSINESS

7. To receive, consider and adopt the standalone Audited Statement of Profit and Loss for the Financial Year ended 31 March, 2020 and the Balance Sheet as at that date together with the Cash Flow Statement and notes and annexures thereto, and the Reports of the Directors and Auditors thereon.

For VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency
Resolution Process by NCLT order dated
June 6, 2018 read with orders dated August 8, 2019 and September 25, 2019)

SUJATA PARAB
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO. A 48113

Place: Mumbai
Date: 31st July, 2024

CIN: L99999MH1986PLC103624

Registered Office:
14 K.M. Stone, Aurangabad Paithan Road
Village Chittegaon Taluka Pathan
Dist Aurangabad 431 106

NOTES

1. **IN TERMS OF THE PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, READ WITH RULE 19 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING"/ "ANNUAL GENERAL MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD,**

HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PERSON CAN BE A PROXY FOR MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% (TEN PERCENT) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. PROVIDED THAT A MEMBER HOLDING MORE THAN 10% (TEN PERCENT), OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. A PROXY FORM FOR THE MEETING IS ENCLOSED.

2. In terms of Section 102 of the Companies Act, 2013 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, a statement setting out the material facts concerning special business to be transacted at the Meeting is annexed and forms part of this Notice.

3. The Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 read with Circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/ 2020/79 dated May 12, 2020 (collectively referred to as "SEBI Circulars") has allowed relaxation from requirement of sending the hard copy of annual report and sending proxy forms as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, Copies of the Notice of 30th Annual General Meeting together with the Annual Report are being sent by Electronic mode to all the Members whose email addresses are registered with the Company/ Depository Participant(s) who are the beneficial owners of the shares as per the particulars of beneficial owners furnished by National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**"). Upon request, printed copy of Annual Report will be supplied to those shareholders who has requested for the same.

4. The Company's Registrar & Share Transfer Agents are M/s. MCS Share Transfer Agent Limited having their office at 3B3, 3rd Floor, B-Wing, Gudecha Onclave Premises Co-op. Society Ltd. Saki Vihar Road, Saki Naka, Kherani Road, Andheri (E), Mumbai – 400072 Tel: 022-28516021 / 6022 / 46049717.

5. Corporate Members intending to send their authorized representative(s) to attend the Meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing such representative(s) to attend and vote on their behalf at the Meeting.

6. For convenience of the Members and for proper conduct of the Meeting, entry to the place of Meeting will be regulated by attendance slip, which is annexed herewith. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance of the venue. The Company shall reserve all its rights to restrict non-members of the Company from attending the meeting.

7. In order to enable us to register your attendance at the venue of the Annual General Meeting, we request you to please bring your folio number/demat account number/DP ID-Client ID to enable us to give you a duly filled attendance slip for your signature and participation at the Meeting. The business set out in this Notice is also being conducted through remote e-voting. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Company is pleased to offer the remote e-voting facility as an alternate to all its Members to enable them to cast their vote electronically instead of casting the vote at the Meeting. Please note that the Voting through Electronic Mode is optional. For this purpose the Company has entered into an arrangement with NSDL for facilitating e-voting to enable the shareholders to cast their votes electronically. The Company is also providing facility for voting by Ballot at the Annual General Meeting apart from providing remote e-voting facility for all those members who are present at the venue of the Annual General Meeting and have not cast their votes by availing the remote e-voting facility. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again.

8. In case of joint holders attending the Meeting, and who have not exercised their right to vote by remote e-voting facility, only such joint holder who is higher in the order of names shall be entitled to vote.

9. *Please note that pre-CIRP secretarial records have not been made available to the Resolution Professional for which an application under Section 19 of the IBC has been filed by the Resolution Professional (which remains sub-judice before Hon'ble Adjudicating Authority). Further, certain officials of the Videocon Group Entities and employees have resigned and demitted the offices, due to which the Resolution Professional is facing severe information asymmetry. In this context, the Company has been constrained to rely on the last Annual Return (form MGT-7) filed by the Company with Ministry of Corporate Affairs and the*

shareholding details as made available by the erstwhile officials/Benpos statement as provided by NSDL & CDSL.

10. Accordingly, the notices are being sent to members (as mentioned in these documents) on the communication addresses as per the available records of the Company. In case this notice is inadvertently sent to a recipient who is no longer a shareholder of the Company, the notice is not intended for such recipient and such recipient is to disregard the contents of this notice, not rely upon the same in any manner and to return the notice to the Company.

11. It is being hereby clarified that in the absence of complete information and on account of non-cooperation from erstwhile management of the Company, the Company has relied on the available records on as is basis and is not in a position to verify the accuracy of the list of shareholders as well as factual information of any updation in the communication address of such shareholders. The Resolution Professional and Company fully disclaim to the maximum extent possible any liability arising in respect of such reliance placed by the Company on the available records, and matters connected therewith.

12. *Considering the fact that there are Directors at the Board's constitution appointed w.e.f. September 14, 2023 and October 31, 2023, the retirement by rotation would not be considered in this AGM and this will be considered at the 33rd AGM to be convened for the Financial Year 2023-24.*

13. The remote e-voting facility shall be opened from Friday, 23rd August, 2024 at 9.00 a.m. to Sunday, 25th August, 2024 upto 5.00 p.m., both days inclusive. Detailed instructions of Voting through Electronic Mode, forms part of this Notice. The remote e-voting facility shall not be allowed beyond 5.00 p.m. on Sunday, 25th August, 2024. During the period when facility for remote e-voting is provided, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date/entitlement date, may opt for remote e-voting. Provided that once the vote on a resolution is casted by the member, he shall not be allowed to change it subsequently or cast the vote again.

14. The Notice of the Meeting is being placed on the website of the Company viz., www.videoconindustriesltd.com and on the website of CDSL viz., www.evotingindia.com

15. Mr. Hemanshu Kapadia, Practicing Company Secretary; failing him Mr. Manthan Desai, Practicing Company Secretary; failing him Mr. Marmik Patel, Practicing Company Secretary have been appointed as a Scrutinizer for conducting the voting by Ballot at the Meeting and

remote e-voting process in a fair and transparent manner. Additionally, their willingness to be appointed for the said purpose has been received by the Company. It is hereby informed that in case of any event arising due to which it is unable for them to act as the scrutinizer, the Resolution Professional shall appoint any other person as the scrutinizer.

The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, first count the votes cast by Ballot at the Meeting, thereafter unblock the votes cast through remote e-voting in the manner provided in the Companies (Management and Administration) Rules, 2014 and make, not later than 3 days of conclusion of the Meeting, consolidated Scrutinizer's Report of remote e-voting and voting by Ballot at the Meeting, of the total votes casted in favour or against, if any, to the Chairman of the Meeting or a person as may be authorized by him in writing shall declare the result of the voting forthwith and all the resolutions as mentioned in the Notice of the Meeting shall be deemed to be passed on the date of the Meeting. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.videoconindustriesltd.com and on the website of NSDL at www.NSDL.co.in, immediately after the results are declared by the Chairman or a person authorised by him in writing. The results shall also be submitted to Bombay Stock Exchange Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

16. The resolutions placed for e-voting shall be deemed to be passed on the date of the Annual General Meeting of Members scheduled to be held on Monday, 26th August, 2024.

17. The Company has fixed Monday, 19th August, 2024 as the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or in the Meeting by Ballot. Instructions for exercising voting rights by remote e-voting are attached herewith and forms part of this Notice. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off/ entitlement date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting.

    The Voting Rights will be reckoned on the paid-up value of shares registered in the name of shareholders on Monday, 19th August, 2024, the cut-off date/entitlement date for identifying the Shareholders for determining the eligibility to vote by electronic means or at the Meeting by Ballot.

18. Any person who becomes a member of the Company after the date of this Notice of the Meeting and holding shares as on the cut-off date i.e. 19th August, 2024 may obtain the User ID and Password by sending an email request to secretarial@videoconmail.com. Members may also call on +91 22 96198 94307 or send a request to The Company Secretary, by writing to her at Videocon Industries Limited at 171-C, 17th Floor, C Wing, Mittal Court, Nariman Point, Mumbai - 400 021.

19. The Register of Members and Share Transfer Books shall remain closed from Tuesday, 20th August, 2024 to Monday, 26th August, 2024 (both days inclusive) for taking record of the Members of the Company for the purpose of AGM.

20. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the RTA in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023. In the absence of any of the required documents in a folio, on or after October 01, 2023, the folio shall be frozen by the RTA. Intimation letters along with Business Reply Envelopes for furnishing the required details are being sent by the Company.

21. The Members may note that the SEBI has mandated the submission of PAN by every participant in securities market. The necessary Form ISR-1 is available on the website of the Company at www.videoconindustriesltd.com and on the website of the RTA at www.mcsregistrars.com/downloads.php under the tab KYC. Attention of the Members holding shares of the Company in physical form is invited to go through and submit the said Form ISR–1.

22. In terms of Section 72 of the Act read with the applicable Rules made under the Act, every holder of shares in the Company may at any time nominate, in the prescribed manner (Form No. SH-13), a person to whom his/her shares in the Company shall vest, in the event of his/her death. Accordingly, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in Form ISR-3 or Form SH-14, as the case may be. The said forms can be downloaded from the Investor Services section from the Company's website.

The duly filled in Nomination Form shall be sent to R & TA by the Members holding shares in physical mode. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

i. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

ii. Members who are holding Shares in identical order of names in more than one Folio, are requested to apply to the R & TA along with the relevant Share Certificates for consolidation of such Folios in one Folio.

23. In accordance with Section 125 of the Companies Act, 2013 and Rule 3 of Rules Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund ("**IEPF**"). Similarly, members are requested to note that all equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF authority within a period of thirty days of such equity shares becoming due to be transferred to the IEPF. In the event of transfer of equity shares and the unclaimed dividends to IEPF, Members shall be entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

24. As per Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the securities of the listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this, the members of the Company who are holding shares in physical form are requested to consider converting their physical holdings into dematerialised form. The members can contact the Company or M/s. MCS Share Transfer Agent Limited, Registrar and Transfer Agent of the Company, for such conversion.

25. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or M/s. MCS Share Transfer Agent Limited, Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:
    a) any change in the residential status on return to India for permanent settlement.
    b) particulars of the NRE account with a Bank in India, if not furnished earlier.

26. The relevant documents referred to in the accompanying notice are available for inspection at the Registered Office of the Company on all working days between 12.00 Noon to 4.00 p.m. up to the date of the Meeting.

27. The Annual Report of the Company will be made available on the Company's website at www.videoconindustriesltd.com.

28. As at the end of year (31st March, 2020), 13,01,893 equity shares held by 1,84,526 equity shareholders were unclaimed. The voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares. The Company has kept all the unclaimed shares under abeyance/ stop and is in process of dematerialization/transfer of the said shares to Unclaimed Suspense Account – Shares. All those shareholders whose shares are unclaimed are required to contact the Company or M/s. MCS Share Transfer Agent Limited, Registrar and Transfer Agent of the Company with self-attested copy of PAN Card for each of the joint shareholder(s) and Address Proof. On receipt of the request letter and on verification form, the Company shall arrange to credit the shares lying in the Unclaimed Suspense Account to demat account of concern shareholder or deliver the share certificate(s) after re-materialising the same.

29. A route map to the venue of the meeting has been annexed at the end of this Annual Report.

30. In case of any queries regarding the Annual Report, Members may write to secretarialvg.in@gmail.com to receive an email response. Members desiring any information relating to the financial statements at the meeting are requested to write to us at least ten (10) days before the meeting to enable us to keep the information ready at the time of the meeting.

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REMOTE E-VOTING INSTRUCTIONS

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 23rd August, 2024 at 09:00 a.m. and ends on 25th August, 2024 at 05:00 p.m. 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) of 19th August, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless

authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period & voting during the meeting

Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the

duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; secretarialvg.in@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr.Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800225533.

For VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution
Process by NCLT Order dated 6th June, 2018 read with
Orders dated 8th August, 2019 and 25th September, 2019)

SUJATA PARAB
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO.: A48113

Place: Mumbai
Date: 31st July, 2024

CIN: L99999MH1986PLC103624

Registered Office:
14 K.M. Stone, Aurangabad Paithan Road
Village Chittegaon Taluka Pathan
Dist Aurangabad 431 106

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A statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013

Item No. 1

The erstwhile Statutory Auditors of the Company, M/s. S. Z. Deshmukh & Co., Chartered Accountants, had tendered their resignation dated October 8, 2021 with effect from financial year commencing from April 1, 2019, in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, resulting into a casual vacancy in the office of Statutory Auditors of the Company.

In terms of Section 28 of the Insolvency and Bankruptcy Code, 2016 ("**IBC**" / "**the Code**"), any change in the terms of appointment of Statutory Auditor requires approval of the Committee of Creditors ("**COC**"). The COC at its meeting held on 8th June, 2022, approved appointment of M/s. KVA & Company, Chartered Accountants, (Firm Registration No. 017771C), as the Statutory Auditors of the Company, for the term of 5 (Five) years i.e. for the financial year 2019-20 to 2023-24.

M/s. KVA & Company, Chartered Accountants, had consented to act as Statutory Auditors and had also confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014.

There is no financial interest of the Resolution Professional, in the said resolution.

The Resolution Professional accordingly recommends the Ordinary Resolution as set out at Item No. 1 of the accompanying notice for approval/ratification of the Members of the Company.

Item No. 2

Mr. Babubhai Dolatsingh Vaghela (DIN: 10301042) was appointed as a Whole-time Director on the Board of the Company effective from 14th September, 2023. He, being an Additional Director as per the provisions of Section 161 of the Companies Act, 2013 ("the Act") holds office up to the date of the ensuing 30th Annual General Meeting of the Company and is eligible to be appointed as a Whole time Director of the Company.

The Resolution Professional recommends the appointment of Mr. Babubhai Dolatsingh Vaghela (DIN: 10301042) as a Whole-time Director of the Company.

Details of Mr. Babubhai Dolatsingh Vaghela are provided in the "Annexure I" to this Notice, pursuant to the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Babubhai Dolatsingh Vaghela is interested in the resolution set out at Item No. 2 of the Notice with regard to his appointment. Save and except the above, none of the other Directors / their relatives are, in any way, concerned or interested, in the resolution.
The Resolution Professional recommends the Ordinary Resolution set out at Item No. 2 of the Notice for approval by the Members.

Item No. 3

Mr. Sanjay Kumar Palecha (DIN: 10301038) was appointed as a Whole-time Director on the Board of the Company effective from 14th September, 2023. He, being an Additional Director as per the provisions of Section 161 of the Companies Act, 2013 ("the Act") holds office up to the date of the ensuing 30th Annual General Meeting of the Company and is eligible to be appointed as a Whole time Director of the Company.

The Resolution Professional recommends the appointment of Mr. Sanjay Kumar Palecha (DIN: 10301038) as a Whole-time Director of the Company.

Details of Mr. Sanjay Kumar Palecha are provided in the "Annexure I" to this Notice, pursuant to the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Sanjay Kumar Palecha is interested in the resolution set out at Item No. 3 of the Notice with regard to his appointment. Save and except the above, none of the other Directors / their relatives are, in any way, concerned or interested, in the resolution.

The Resolution Professional recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

Item No. 4

Mr. Amol Ashok Mandlik (DIN: 10367846) was appointed as a Whole-time Director on the Board of the Company effective from 31st October, 2023. He, being an Additional Director as per the provisions of Section 161 of the Companies Act, 2013 ("the Act") holds office up to the date of the ensuing 30th Annual General Meeting of the Company and is eligible to be appointed as a Whole time Director of the Company.

The Resolution Professional recommends the appointment of Mr. Amol Ashok Mandlik (DIN: 10367846) as a Whole-time Director of the Company.

Details of Mr. Amol Ashok Mandlik are provided in the "Annexure I" to this Notice, pursuant to the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Amol Ashok Mandlik is interested in the resolution set out at Item No. 4 of the Notice with regard to his appointment. Save and except the above, none of the other Directors / their relatives are, in any way, concerned or interested, in the resolution.

The Resolution Professional recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

Item No. 5

Mr. Kalidas Vishnu Jadhav (DIN: 10367847) was appointed as a Whole-time Director on the Board of the Company effective from 31st October, 2023. He, being an Additional Director as per the provisions of Section 161 of the Companies Act, 2013 ("the Act") holds office up to the date of the ensuing 30th Annual General Meeting of the Company and is eligible to be appointed as a Whole time Director of the Company.

The Resolution Professional recommends the appointment of Mr. Kalidas Vishnu Jadhav (DIN: 10367847) as a Whole-time Director of the Company.

Details of Mr. Kalidas Vishnu Jadhav are provided in the "Annexure I" to this Notice, pursuant to the provisions of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.

Mr. Kalidas Vishnu Jadhav is interested in the resolution set out at Item No. 5 of the Notice with regard to his appointment. Save and except the above, none of the other Directors / their relatives are, in any way, concerned or interested, in the resolution.

The Resolution Professional recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the Members.

Item No. 6

On 30th January, 2024, the Resolution Professional has approved the appointment of M/s. JSN & Co., Cost Accountants (Firm Registration No. 455), Delhi, as the Cost Auditors of the Company to fill up the casaual vacancy caused due to resignation of M/s. B. R. Chandak & Co., Cost Auditors.

M/s. JSN & Co. shall conduct the audit of the cost accounting records of the Company for the financial year commencing from April 1, 2019 to March 31, 2020 at a remuneration of Rs.1,20,000/- (Rupees One Lakh Twenty Thousand Only) excluding applicable Goods and Services Tax, reimbursement of travelling and other out of pocket expenses at actual incurred by them in connection with the aforesaid audit of the Company.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit & Auditors) Rules, 2014, the remuneration payable to the Cost Auditors needs to be subsequently ratified by the shareholders of the Company at a general body meeting.

Accordingly, consent of the members is sought by passing an Ordinary Resolution as set out at Item No. 6 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year commencing from April 1, 2019.

None of the Directors / Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution. The Directors recommend the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the members.

For VIDEOCON INDUSTRIES LIMITED
(A Company under Corporate Insolvency Resolution
Process by NCLT Order dated 6th June, 2018 read with
Orders dated 8th August, 2019 and 25th September, 2019)

SUJATA PARAB
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO.: A48113

Place: Mumbai
Date: 31st July, 2024

CIN: L99999MH1986PLC103624

Registered Office:
14 K.M. Stone, Aurangabad Paithan Road
Village Chittegaon Taluka Pathan
Dist Aurangabad 431 106

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ANNEXURE I

BRIEF PROFILE OF THE DIRECTOR(S) SEEKING APPOINTMENT / RE-APPOINTMENT AT THE ENSUING ANNUAL GENERAL MEETING [PURSUANT TO REGULATION 36(3) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]:

PARTICULARS	PROFILE OF DIRECTOR			
Name of the Director	Mr. Babubhai Dolatsinh Vaghela	Mr. Sanjay Kumar Palecha	Mr. Amol Ashok Mandlik	Mr. Kalidas Vishnu Jadhav
DIN	10301042	10301038	10367846	10367847
Date of Birth	12/12/1965	09/03/1970	26/01/1978	14/01/1972
Age (in years)	59	54	46	52
Educational qualification	B. Com.	CMA	MBA	DEE
Date of appointment	14/09/2023	14/09/2023	31/10/2023	31/10/2023
Category of the Director	Whole Time Director	Whole Time Director	Whole Time Director	Whole Time Director
Area of expertise / Work experience	Finance/30 Years	Finance/28 Years	Human Resource/25 Years	Production/31 Years
Number of Board Meetings attended during the year	NA	NA	NA	NA

Other Directorships held in Public Limited Companies	Nil	Nil	One	Nil
Names of other committees where Chairman	Nil	Nil	Nil	Nil
Names of other committees where Member	Nil	Nil	Nil	Nil
Name of the Companies from which concerned Director has resigned in the past 3 years.	Nil	Nil	Nil	Nil
Number of shares held	Nil	Nil	Nil	Nil
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	NA	NA	NA	NA

* Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of public limited companies.

** Directorships includes only Public Limited Companies.