VIDEOCON

December 30, 2019

To,

The Manager Corporate Relations Department BSE Limited P.J. Towers, Dalal Street, Mumbai-400 001 **Scrip Code: 511389**	The Manager Corporate Relations Department The National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex, Bandra (East), Mumbai- 400 059 **Symbol: VIDEOIND**

Dear Sir,

Sub: Submission of the proceedings of the 29th Annual General Meeting of the Company held on Monday, December 30, 2019, pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015 we are pleased to submit the proceedings of the 29th Annual General Meeting of Videocon Industries Limited held on Monday, December 30, 2019 at 11.30 a.m. (IST) at the registered office of the Company situated at 14 K.M. Stone, Aurangabad- Paithan Road, Village: Chittegaon, Tal: Paithan, Dist: Aurangabad– 431105.

Please note that the results of e-voting as well as poll will be intimated to you separately upon receipt of Report from Scrutinizer within 48 hours from the conclusion of the Annual General Meeting.

You are requested to kindly take the same on record.

Thanking you.
Yours truly,

For **VIDEOCON INDUSTRIES LIMITED**
(A Company under Corporate Insolvency Resolution Process by NCLT order dated 6th June, 2018 and order dated 08th August, 2019 read with order dated 25th September, 2019)

Videocon Industries Limited

SAMRIDHI KUMARI
COMPANY SECRETARY
ACS No. 54714
Encl: As above

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December 30, 2019

To,

Corporate Relations Department BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001	Corporate Relations Department The National Stock Exchange of India Limited Exchange Plaza, Bandra – Kurla Complex, Bandra East, Mumbai – 400 059

Dear Sir,

Sub: Summary of the proceedings of the 29th Annual General Meeting ("AGM") of the Member(s) of Videocon Industries Limited held on 30th December, 2019.

This is with reference to the provisions of Regulation 30, Part A of Schedule III, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In this connection, we hereby submit the summary of the proceedings of the Annual General Meeting as under:

The Twenty-Ninth Annual General Meeting ("Meeting" or "AGM") of the Company was held on Monday, December 30, 2019, at 11.30 am at the Registered Office of the Company situated at 14 K.M. Stone, Aurangabad- Paithan Road, Village: Chittegaon, Tal: Paithan, Dist: Aurangabad – 431105.

The Company made application to Registrar of Companies seeking approval for extension of time for holding Annual General Meeting under section 96(1) of the Companies Act, 2013 for the financial year ended March 31, 2019. Keeping in view, the circumstances as mentioned for extension of time for the purpose of holding Annual General Meeting, Registrar of Companies granted the extension of 2 months. The Company made a further application to Registrar of Companies seeking approval for extension of time for holding Annual General Meeting under section 96(1) of the Companies Act, 2013 by a further period of 1 month vide SRN R15752496. The Registrar of Companies granted the extension uptil 30th December, 2019 through extension letter dated December 23, 2019

The members were informed that the Hon'ble National Company Law Tribunal, Mumbai Bench, ("**NCLT**')"), had vide its order dated June 06, 2018 admitted the application for the initiation of the corporate insolvency resolution process ("**CIRP**") of Corporate Debtor ("**Admission Order**") in terms of the Insolvency and Bankruptcy Code, 2016 read with the rules and regulations framed thereunder, as amended from time to time ("**Code**"). Subsequently, the Hon'ble NCLT vide its order dated August 08, 2019 ("**Consolidation Order**") has ordered the consolidation of the CIRP of the 13 Videocon Group entities, including the Corporate Debtor, ("**Videocon Group Entities**"). Further, the NCLT vide an order dated September 25, 2019 has appointed Mr. Abhijit

Guhathakurta as the resolution professional ("**Resolution Professional**") for the consolidated CIRP of the Videocon Group Entities including the Corporate Debtor ("**Appointment Order**"). The Appointment Order was published on September 27, 2019, on which date the Resolution Professional has taken over the management and affairs of the Videocon Group Entities. Pursuant to the publication of the Appointment Order and in accordance with the provisions of the Code, the powers of the Board of Directors of the Company stand suspended and the same have been vested with and are being exercised by the Resolution Professional.

Mr. Subhash Dayama, Director and Chairman of Audit Committee and Nomination and Remuneration Committee of the Directors of the Company, and other key officials of the Company were present at the meeting. Further, the Meeting was attended by 13 Members in person, 20 representatives of bodies corporate and 10 proxies total holding 11,54,49,087 Equity Shares representing 34.52% of the issued, subscribed and paid-up capital of the Company.

Mr. Subhash Dayama, presided over the Meeting. The requisite quorum being present the Chairman called the Meeting to order.

The Chairman of the AGM, at the end of discussion on the resolution allowed voting by Ballot as provided in clauses (a) to (h) of sub-rule (1) of Rule 21 of Companies (Management and Administration) Rules, 2014, for all those members who were present at the annual general meeting and had not casted their vote by availing the remote e-voting facility. Clarifications were provided to the queries raised by the members. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. The Members who had casted their votes by remote e-voting and participated in the Meeting even after exercising their right to vote through remote e-voting were not allowed to cast vote again at the Meeting.

The Directors had appointed Mr. Gaurav Dharmendra Verma, Company Secretary in Whole-Time Practice (C.P. No. 22369), as Scrutinizer to supervise the e-voting and ballot voting process. After the conclusion of voting at the AGM, votes casted by Ballot at the AGM were counted, thereafter votes casted through remote e-voting votes were unblocked, in the manner provided in the Rules.

The Scrutinizer submitted his report to the Chairman of the Meeting.

The following business(es) were transacted at the AGM and following Resolutions were passed with requisite majority:

Ordinary Business:

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 Standalone and Consolidated Audited Statement of Profit and Loss for the financial year ended 31st March, 2019 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon.

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2. Ordinary Resolution pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to confirm payment of remuneration of M/s S. Z. Deshmukh & Co., Chartered Accountants, Mumbai (Firm Registration No. 102380W), the Statutory Auditors of the Company.

Special Business:

3. Ordinary Resolution pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify and confirm payment of remuneration of M/s. B. Sen & Co., Cost Accountants (Membership No. 6324), Aurangabad, Cost Auditor of the Company, for the financial year commencing on 1st April, 2019 to 31st March, 2020.

4. Ordinary Resolution pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify and confirm payment of remuneration of M/s. B. Sen & Co., Cost Accountants (Membership No. 6324), Aurangabad, Cost Auditor of the Company, for the financial year ended on 31st March, 2019.

The Chairman declared all the resolutions as set out in the Notice as passed.

You are kindly requested to take the same on record.

Thanking you.

Yours truly,

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)

SUBHASH SHAMSUNDER DAYAMA
CHAIRMAN
DIN: 00217692

Videocon Industries Limited