VIDEOCON

June 30, 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 25th Annual General Meeting

We refer to clause 35A of the Listing Agreement and enclose herewith voting results of business transacted at the Annual General Meeting of the Members of the Company held on 27th June, 2015.

The Company had provided remote e-voting facility and voting through Ballot for voting at the AGM for the members who have not exercised the remote e-voting facility. Mrs. Gayathri R. Girish, 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 (1) Scrutiny Report on Ballot (2) Scrutiny Report on Remote E-Voting and (3) Consolidated Scrutiny Report. The said 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 **VIDEOCON INDUSTRIES LIMITED**

VINOD KUMAR BOHRA
COMPANY SECRETARY

Encl.: As above

VIDEOCON INDUSTRIES LIMITED

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

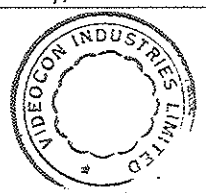
Date of AGM/EGM	:	27th June, 2015
Total Number of Shareholders on record date	:	3,08,230
No. of Shareholders present in the meeting either in person or through proxy		95
Promoter and Promoter Group	:	72
Public	:	23
No. of Shareholders attended the meeting through Video Conferencing	:	Video Conferencing 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 period ended 31st December, 2014 and the Balance Sheet as at that date together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
2.	Pursuant to provisions of Section 123 of the Companies Act, 2013 and the Rules made there under, to declare dividend on preference shares.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
3.	Pursuant to provisions of Section 123 of the Companies Act, 2013 and the Rules made there under, to declare dividend on equity shares held by Non-Promoter Shareholders (Public Shareholders).	Ordinary	Ballot and remote e-voting	Passed with requisite majority

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4.	Pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to appoint Auditors of the Company and fix their remuneration.	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. Ramabai Venugopal Dhoot (DIN: 02377583), 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 149, 152 of the Companies Act, 2013, and the Rules made there under to appoint/confirm Mr. Anil Joshi (DIN: 00019927), 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
7.	Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to appoint/confirm Maj. Gen. Sudhir Chintamani Nilkanth Jatar (DIN: 00393605), 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
8.	Pursuant to the provisions of Section 149, 152 of the Companies Act, 2013, and the Rules made there under to appoint/confirm Mr. Radheyshyam Dalchand Agarwal (DIN: 00012594), 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
9.	Pursuant to the provisions of Section 148 of the Companies Act, 2013, and the Rules made there under to ratify payment of remuneration of Mr. Jayant B. Galande, Cost Accountant in Whole-Time Practice, for the financial year commencing on 1st January, 2015.	Ordinary	Ballot and remote e-voting	Passed with requisite majority



10.	Pursuant to provisions of Section 196 of the Companies Act, 2013 and the Rules made there under, to re-appoint Mr. Venugopal N. Dhoot (DIN: 00092450) as a Managing Director of the Company, for a period of five years with effect from 1st September, 2015 to 31st August, 2020, liable to retire by rotation at Nil remuneration.	Ordinary	Ballot and remote e-voting	Passed with requisite majority
11.	Pursuant to provisions of Section 41, 42, 62, 67, 71 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, authorizing the Board of Directors of the Company, for Issue of Equity Shares or any other convertible instruments for an amount not exceeding Rs. 5,000 Crores, at an appropriate time, by way of Follow on Issue, Private Placement basis, Qualified Institutional Placement basis, American Depository Receipts (ADRs), Global Depository Receipts (GDRs), Foreign Currency Convertible Bonds (FCCBs) or any other mode or mechanism, subject to necessary approval and consent.	Special	Ballot and remote e-voting	Passed with requisite majority

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

Agenda wise voting details are as under:

(1) **Ordinary Resolution** - To consider and adopt the Audited Statement of Profit and Loss for the financial period ended 31st December, 2014 and the Balance Sheet as at that date together with the 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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,51,746	0	2.90	0.00
Public-Others	7,79,75,492	1,14,042	0.15	1,13,007	1,035	0.05	0.00
Total	**33,44,58,875**	**22,60,54,202**	**67.59**	**22,60,53,167**	**1,035**	**100.00**	**0.00**

2 Shareholders holding total 176 shares were abstain from voting and not included in no. of votes polled.

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(2) Ordinary Resolution- To declare dividend on preference shares.

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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,51,746	0	2.90	0.00
Public-Others	7,79,75,492	1,14,092	0.15	1,13,057	1,035	0.05	0.00
Total	**33,44,58,875**	**22,60,54,252**	**67.59**	**22,60,53,217**	**1,035**	**100.00**	**0.00**

1 Shareholder holding total 126 shares was abstain from voting and not included in no. of votes polled.

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(3) Ordinary Resolution - To declare dividend on equity shares held by Non-Promoter Shareholders (Public Shareholders).

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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,51,746	0	2.90	0.00
Public-Others	7,79,75,492	1,14,062	0.15	1,13,427	635	0.05	0.00
Total	**33,44,58,875**	**22,60,54,222**	**67.59**	**22,60,53,587**	**635**	**100.00**	**0.00**

1 Shareholder holding total 126 shares was abstain from voting and not included in no. of votes polled.

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(4) Ordinary Resolution - to appoint 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
Promoter and Promoter Group	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,48,297	17.65	65,10,418	37,879	2.88	0.02
Public-Others	7,79,75,492	1,14,218	0.15	1,13,148	1,070	0.05	0.00
Total	**33,44,58,875**	**22,60,50,929**	**67.59**	**22,60,11,980**	**38,949**	**99.98**	**0.02**

1 Shareholder holding total 3,449 shares was abstain from voting and not included in no. of votes polled.

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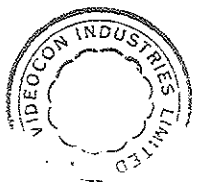
(5) **Ordinary Resolution** - To appoint Mrs. Ramabai Venugopal Dhoot (DIN: 02377583), as a Director, liable to retire by rotation.

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
Promoter and Promoter Group	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,51,746	0	2.90	0.00
Public-Others	7,79,75,492	1,14,218	0.15	1,11,932	2,286	0.05	0.00
Total	**33,44,58,875**	**22,60,54,378**	**67.59**	**22,60,52,092**	**2,286**	**100.00**	**0.00**



(6) **Ordinary Resolution** - to appoint/confirm Mr. Anil Joshi (DIN: 00019927), 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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,02,122	49,624	2.88	0.02
Public-Others	7,79,75,492	1,14,218	0.15	1,11,848	2,370	0.05	0.00
Total	**33,44,58,875**	**22,60,54,378**	**67.59**	**22,60,02,384**	**51,994**	**99.98**	**0.02**



(7) **Ordinary Resolution** - to appoint/confirm Maj. Gen. Sudhir Chintamani Nilkanth Jatar (DIN: 00393605), 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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	64,98,672	53,074	2.88	0.02
Public-Others	7,79,75,492	1,14,217	0.15	1,11,832	2,385	0.05	0.00
Total	**33,44,58,875**	**22,60,54,377**	**67.59**	**22,59,98,918**	**55,459**	**99.98**	**0.02**

1 Shareholder holding total 1 share was abstain from voting and not included in no. of votes polled.

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(8) **Ordinary Resolution** – To appoint/confirm Mr. Radheyshyam Dalchand Agarwal (DIN: 00012594), 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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	64,98,672	53,074	2.88	0.02
Public-Others	7,79,75,492	1,13,218	0.15	1,11,848	1,370	0.05	0.00
Total	**33,44,58,875**	**22,60,53,378**	**67.59**	**22,59,98,934**	**54,444**	**99.98**	**0.02**

1 Shareholder holding total 1,000 shares was abstain from voting and not included in no. of votes polled.

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(9) **Ordinary Resolution** – to ratify payment of remuneration to Mr. Jayant B. Galande, Cost Accountant in Whole-Time Practice, for the financial year commencing on 1st January, 2015.

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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,13,868	37,878	2.88	0.02
Public-Others	7,79,75,492	1,14,218	0.15	1,13,133	1,085	0.05	0.00
Total	**33,44,58,875**	**22,60,54,378**	**67.59**	**22,60,15,415**	**38,963**	**99.98**	**0.02**

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(10) **Ordinary Resolution** – to re-appoint Mr. Venugopal N. Dhoot (DIN: 00092450) as a Managing Director of the Company, for a period of five years with effect from 1st September, 2015 to 31st August, 2020, liable to retire by rotation at Nil 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
Promoter and Promoter Group	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	65,51,746	0	2.90	0.00
Public-Others	7,79,75,492	1,14,218	0.15	1,13,132	1,086	0.05	0.00
Total	**33,44,58,875**	**22,60,54,378**	**67.59**	**22,60,53,292**	**1,086**	**100.00**	**0.00**

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(11) Special Resolution – to authorize the Board of Directors of the Company, for Issue of Equity Shares or any other convertible instruments for an amount not exceeding Rs. 5,000 Crores, at an appropriate time, by way of Follow on Issue, Private Placement basis, Qualified Institutional Placement basis, American Depository Receipts (ADRs), Global Depository Receipts (GDRs), Foreign Currency Convertible Bonds (FCCBs) or any other mode or mechanism, subject to necessary approval and consent.

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	21,93,88,414	21,93,88,414	100.00	21,93,88,414	0	97.05	0.00
Public – Institutional holders	3,70,94,969	65,51,746	17.66	22,61,560	42,90,186	1.00	1.90
Public-Others	7,79,75,492	1,14,218	0.15	1,13,197	1,021	0.05	0.00
Total	**33,44,58,875**	**22,60,54,378**	**67.59**	**22,17,63,171**	**42,91,207**	**98.10**	**1.90**

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