VIDEOCON

22nd December, 2017

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 27th Annual General Meeting of the Member(s) of Videocon Industries Limited held on 22nd December, 2017.

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-Seventh Annual General Meeting ("Meeting") of the Company was held on Friday, 22nd December, 2017, at 11.00 am at the Registered Office of the Company situated at 14 K.M. Stone, Aurangabad- Paithan Road, Village: Chittegaon, Tal: Paithan, Dist: Aurangabad – 431105.

Mr. R. S. Agarwal, Director and Chairman of the Audit Committee, Mr. Subhash Dayama, Director and Chairman of Nomination and Remuneration Committee of the Board of Directors of the Company, and other key officials of the Company were present at the meeting. Further, the Meeting was attended by 20 Members in person 24 representatives of bodies corporate and 17 proxies total holding 176,892,702 Equity Shares representing 52.89% of the issued, subscribed and paid-up capital of the Company.

Mr. R. S. Agarwal, Director and Chairman of the Audit Committee, 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.

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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 Board of Directors had appointed Mrs. Gayathri R. Girish, Company Secretary in Whole-Time Practice, 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 her 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, 2017 and the Audited Balance Sheet as at that date together with the Cash Flow Statement, Reports of the Board of Directors and Auditors thereon.

2. Ordinary Resolution pursuant to the provisions of Section 152 of the Companies Act, 2013, and the Rules made there under, to appoint a Director in place of Mr. Venugopal N. Dhoot (DIN: 00092450), who retires by rotation and being eligible offers himself for reappointment.

3. Ordinary Resolution pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to appoint M/s S. Z. Deshmukh & Co., Chartered Accountants, Mumbai (Firm Registration No. 102380W) as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting i.e., the 27th Annual General Meeting until the conclusion of the 32nd Annual General Meeting of the Company subject to the ratification of appointment by the members and fixation of their remuneration.

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Special Business:

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 Mr. Jayant B. Galande, Membership No. 5255, Cost Accountant in Whole-Time Practice, Aurangabad, Cost Auditor of the Company, for the financial year commencing on 1st April, 2017.

5. Special Resolution in supersession of the earlier resolution passed by the Shareholders of the Company at the Annual General Meeting held on 27th June, 2016 and pursuant to the provisions of Section 41, 42, 62, 67 and 71 of the Companies Act, 2013, and the Rules made there under for approval to create, issue, offer and allot equity shares and/or other equity linked or convertible financial instruments ("OFIs") in one or more tranches, whether denominated in Indian Rupee or foreign currency(ies), in the course of international and/or domestic offering(s) in one or more foreign market(s), for an amount not exceeding Rs. 2,000 Crores (Rupees Two Thousand Crores Only), or its equivalent in foreign currency.

6. Ordinary Resolution pursuant to the provisions of Section 149, 152 and 160 of the Companies Act, 2013, and the Rules made there under to appoint Mrs. Sarita Surve (DIN:07728829), as an Independent Director to hold office upto a term of five consecutive years from 22nd December, 2017, not liable to retire by rotation.

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

VENUGOPAL N. DHOOT
MANAGING DIRECTOR & CEO
DIN: 00092450