VIDEOCON

26th December, 2017

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

Dear Sir,

**Sub.: Voting Results of Ballot and voting by electronic means (remote E-voting) of resolutions passed at 27th Annual General Meeting held on 22nd December, 2017**

We refer to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations") and enclose herewith voting results of business transacted at the 27th Annual General Meeting of the Equity Shareholders of Videocon Industries Limited held on Friday, 22nd December, 2017, at 11.00 am at the Registered Office of the Company at 14 K.M. Stone, Aurangabad–Paithan Road, Village: Chittegaon, Taluka: Paithan, District: Aurangabad - 431 105 (Maharashtra).

The Company had provided remote e-voting facility and voting through Ballot at the AGM for the members who have not exercised the remote e-voting facility. Mrs. 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 from the Scrutinizer:

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

We kindly request you to take the same on record.

Thanking you,

Yours truly,

For **VIDEOCON INDUSTRIES LIMITED**

**VENUGOPAL N. DHOOT**
**MANAGING DIRECTOR & CEO**
**DIN: 00092450**

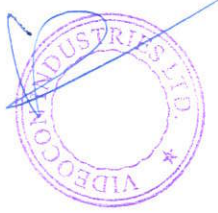
Encl.: As above

**VIDEOCON INDUSTRIES LIMITED**
**DETAILS OF VOTING RESULT**
**Pursuant to Regulation 44(3) of the Listing Regulations**

| | | |
|---|---|---|
| Date of AGM/~~EGM~~ | : | 22nd December, 2017 |
| Total Number of Shareholders on record date | : | 320,074 |
| No. of Shareholders present in the meeting either in person or through proxy | | 61 |
| Promoter and Promoter Group | : | 34 |
| Public | : | 27 |
| No. of Shareholders attended the meeting through Video Conferencing | : | Video Conferencing facility was not arranged. |
| Promoter and Promoter Group | : | |
| Public | : | |

**Agenda wise voting details are as under:**

| Resolution Required (Ordinary/Special) | **Ordinary Resolution 1** - 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. | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Whether promoter/promoter group are interested in the agenda/resolution** | No | | | | | | | |
| **Category** | **Mode of Voting** | **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 | E-Voting | 18,28,32,810 | 17,65,35,344 | 96.56 | 17,65,35,344 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **18,28,32,810** | **17,65,35,344** | **96.56** | **17,65,35,344** | **0** | **100.00** | **0.00** |
| Public – Institutions | E-Voting | 3,40,41,131 | 18,92,068 | 5.56 | 14,15,216 | 4,76,852 | 74.80 | 25.20 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **3,40,41,131** | **18,92,068** | **5.56** | **14,15,216** | **4,76,852** | **74.80** | **25.20** |
| Public-Non-Institutions | E-Voting | 11,72,10,668 | 19,509 | 0.02 | 19,482 | 27 | 99.86 | 0.14 |
| | Poll | | 48,305 | 0.04 | 48,305 | 0 | 100.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **11,72,10,668** | **67,814** | **0.06** | **67,787** | **27** | **99.96** | **0.04** |
| Total | | **33,40,84,609** | **17,84,95,226** | **53.43** | **17,80,18,347** | **4,76,879** | **99.73** | **0.27** |



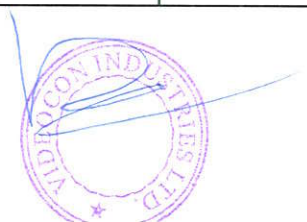
| Resolution Required (Ordinary/Special) | **Ordinary Resolution 2 -** pursuant to the provisions of Section 152 of the Companies Act, 2013, and the Rules made there under, to appoint a Director in place of Mr. Venugopal N. Dhoot (DIN: 00092450), who retires by rotation and being eligible offers himself for reappointment. | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Whether promoter/promoter group are interested in the agenda/resolution** | Yes | | | | | | | |
| **Category** | **Mode of Voting** | **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 | E-Voting | 18,28,32,810 | 17,65,35,344 | 96.56 | 17,65,35,344 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **18,28,32,810** | **17,65,35,344** | **96.56** | **17,65,35,344** | **0** | **100.00** | **0.00** |
| Public – Institutions | E-Voting | 3,40,41,131 | 18,92,068 | 5.56 | 18,83,649 | 8,419 | 99.56 | 0.44 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **3,40,41,131** | **18,92,068** | **5.56** | **18,83,649** | **8,419** | **99.56** | **0.44** |
| Public-Non-Institutions | E-Voting | 11,72,10,668 | 19,509 | 0.02 | 8,999 | 10,510 | 46.13 | 53.87 |
| | Poll | | 48,305 | 0.04 | 48,305 | 0 | 100.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **11,72,10,668** | **67,814** | **0.06** | **57,304** | **10,510** | **84.50** | **15.50** |
| Total | | **33,40,84,609** | **17,84,95,226** | **53.43** | **17,84,76,297** | **18,929** | **99.99** | **0.01** |



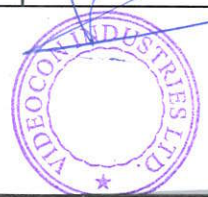
| Resolution Required (Ordinary/Special) | **Ordinary Resolution 3** - pursuant to the provisions of Section 139, 142 of the Companies Act, 2013, and the Rules made there under, to appoint M/s S. Z. Deshmukh & Co., Chartered Accountants, Mumbai (Firm Registration No. 102380W) as Auditors of the Company, 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. | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Whether promoter/promoter group are interested in the agenda/resolution** | No | | | | | | | |
| **Category** | **Mode of Voting** | **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 | E-Voting | 18,28,32,810 | 17,65,35,344 | 96.56 | 17,65,35,344 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **18,28,32,810** | **17,65,35,344** | **96.56** | **17,65,35,344** | **0** | **100.00** | **0.00** |
| Public – Institutions | E-Voting | 3,40,41,131 | 18,92,068 | 5.56 | 18,92,068 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **3,40,41,131** | **18,92,068** | **5.56** | **18,92,068** | **0** | **100.00** | **0.00** |
| Public-Non-Institutions | E-Voting | 11,72,10,668 | 19,509 | 0.02 | 9,104 | 10,405 | 46.57 | 53.33 |
| | Poll | | 48,305 | 0.04 | 48,305 | 0 | 100.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **11,72,10,668** | **67,814** | **0.06** | **57,409** | **10,405** | **84.66** | **15.34** |
| Total | | **33,40,84,609** | **17,84,95,226** | **53.43** | **17,84,84,821** | **10,405** | **99.99** | **0.01** |



| Resolution Required (Ordinary/Special) | **Ordinary Resolution 4** - 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. | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Whether promoter/promoter group are interested in the agenda/resolution** | No | | | | | | | |
| **Category** | **Mode of Voting** | **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 | E-Voting | 18,28,32,810 | 17,65,35,344 | 96.56 | 17,65,35,344 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **18,28,32,810** | **17,65,35,344** | **96.56** | **17,65,35,344** | **0** | **100.00** | **0.00** |
| Public – Institutions | E-Voting | 3,40,41,131 | 18,92,068 | 5.56 | 18,92,068 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **3,40,41,131** | **18,92,068** | **5.56** | **18,92,068** | **0** | **100.00** | **0.00** |
| Public-Non-Institutions | E-Voting | 11,72,10,668 | 19,509 | 0.02 | 5,130 | 14,379 | 26.30 | 73.70 |
| | Poll | | 48,305 | 0.04 | 48,305 | 0 | 100.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **11,72,10,668** | **67,814** | **0.06** | **53,435** | **14,379** | **78.80** | **21.20** |
| Total | | **33,40,84,609** | **17,84,95,226** | **53.43** | **17,84,80,847** | **14,379** | **99.99** | **0.01** |



| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Resolution Required (Ordinary/Special)** | **Special Resolution 5** - 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. | | | | | | | |
| **Whether promoter/promoter group are interested in the agenda/resolution** | The Promoters/Promoter Group are deemed to be interested in this resolution only to the extent of shares, if any allotted to them. | | | | | | | |
| **Category** | **Mode of Voting** | **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 | E-Voting | 18,28,32,810 | 17,65,35,344 | 96.56 | 17,65,35,344 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **18,28,32,810** | **17,65,35,344** | **96.56** | **17,65,35,344** | **0** | **100.00** | **0.00** |
| Public – Institutions | E-Voting | 3,40,41,131 | 18,92,068 | 5.56 | 0 | 18,92,068 | 0.00 | 100.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **3,40,41,131** | **18,92,068** | **5.56** | **0** | **18,92,068** | **0.00** | **100.00** |
| Public-Non-Institutions | E-Voting | 11,72,10,668 | 19,509 | 0.02 | 10,182 | 9,327 | 52.19 | 47.81 |
| | Poll | | 48,305 | 0.04 | 48,305 | 0 | 100.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **11,72,10,668** | **67,814** | **0.06** | **58,487** | **9,327** | **86.25** | **13.75** |
| Total | | **33,40,84,609** | **17,84,95,226** | **53.43** | **17,65,93,831** | **19,01,395** | **98.93** | **1.07** |



| Resolution Required (Ordinary/Special) | **Ordinary Resolution 6** - 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 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Whether promoter/promoter group are interested in the agenda/resolution** | No | | | | | | | |
| **Category** | **Mode of Voting** | **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 | E-Voting | 18,28,32,810 | 17,65,35,344 | 96.56 | 17,65,35,344 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **18,28,32,810** | **17,65,35,344** | **96.56** | **17,65,35,344** | **0** | **100.00** | **0.00** |
| Public – Institutions | E-Voting | 3,40,41,131 | 18,92,068 | 5.56 | 18,92,068 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **3,40,41,131** | **18,92,068** | **5.56** | **18,92,068** | **0** | **100.00** | **0.00** |
| Public-Non-Institutions | E-Voting | 11,72,10,668 | 19,509 | 0.02 | 19,007 | 502 | 97.43 | 2.57 |
| | Poll | | 48,305 | 0.04 | 48,305 | 0 | 100.00 | 0.00 |
| | Postal Ballot (If applicable) | Not Applicable | | | | | | |
| | **Total** | **11,72,10,668** | **67,814** | **0.06** | **67,312** | **502** | **99.26** | **0.74** |
| Total | | **33,40,84,609** | **17,84,95,226** | **53.43** | **17,84,94,724** | **502** | **100.00** | **0.00** |

