VIDEOCON

September 9, 2024

To,
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

Sub.: Intimation under Regulation 30 and 33 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 regarding consideration of un-audited financial results for the quarter/nine months ended on December 31, 2023 along with the Limited Review Report submitted by the Statutory Auditors of Videocon Industries Limited ("the Company").

As the exchange is aware, the Company along with 12 other Videocon group companies namely, Value Industries Limited, Videocon Telecommunications Limited, Evans Fraser & Co. (India) Limited, Millennium Appliances India Limited, Applicomp (India) Limited, Electroworld Digital Solutions Limited, Techno Kart India Limited, Century Appliances Limited, Techno Electronics Limited, PE Electronics Limited, CE India Limited and Sky Appliances Limited (collectively referred to as the "Videocon Group Entities") is undergoing consolidated corporate insolvency resolution process under the provisions of Insolvency and Bankruptcy Code, 2016 and Mr. Abhijit Guhathakurta is appointed as the Resolution Professional.

We refer to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and our intimation under regulation 29 of SEBI LODR Regulations dated September 6, 2024. We have vide our earlier communications provided the reasons for delay in submission of financial results.

In this connection, in accordance with Regulation 30 and 33 of the SEBI LODR Regulations and the provisions of the SEBI LODR Regulations, we wish to inform you that based on the confirmations provided by the group resources (employees, officials and consultants handling accounts and secretarial compliances of Videocon Group Entities), the Resolution Professional has considered, signed and taken on record the Un-Audited Financial Results of the Company for the quarter/ nine months ended December 31, 2023, along with the Limited Review Report thereon ("Financial Results").

VIDEOCON

We re-iterate that as per the provisions of the Insolvency and Bankruptcy Code, 2016, the powers of the board of directors stand suspended and the same have been vested with and are being exercised by the Resolution Professional. Accordingly, the Resolution Professional, in his powers have signed the financials on 9th September, 2024 at 09:00 p.m.

We enclose herewith the following:

(i) The un-audited financial results of the Company for the quarter/ nine months ended on December 31, 2023.
(ii) Limited Review Report on un-audited financial results for the quarter/ nine months ended on December 31, 2023.

Kindly take the same on records and treat the same as compliance with the applicable provisions of the Listing Regulations.

Thanking you,

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 Giridhar Parab
Digitally signed by Sujata Giridhar Parab
Date: 2024.09.09 21:27:11 +05'30'

SUJATA PARAB
COMPANY SECRETARY & COMPIANCE OFFICER
MEMBERSHIP NO. A48113

Encl.: as above.

KVA & COMPANY
CHARTERED ACCOUNTANTS

C-570, First Floor
Saraswati Vihar, Pitampura
Delhi- 110034, Tel: 01147081081
E-mail: kvaandcompany@gmail.com

Independent Auditor's Report on Quarterly Unaudited Standalone Financial Results of Videocon Industries Limited (31st December, 2023) Pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended

To
The Resolution Professional (RP)
Videocon Industries Limited
CIN: L99999MH1986PLC103624

1. Material Background for this Review Report

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 (the **"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 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 namely, Value Industries Limited, Videocon Telecommunications Limited, Evans Fraser & Co. (India) Limited, Millennium Appliances India Limited, Applicomp (India) Limited, Electroworld Digital Solutions Limited, Techno Kart India Limited, Century Appliances Limited, Techno Electronics Limited, PE Electronics Limited, CE India Limited and Sky Appliances Limited; (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 stand 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 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 NCLT Approval Order till the next date of hearing and ordered the maintenance of status quo ante as before passing of the NCLT 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 Consolidated 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. As a result, the powers 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.

It is also understood that the Resolution Professional has filed applications with Hon'ble NCLT under section 19 of the Code, seeking co-operation from promoters and erstwhile management of the company for providing various data, primarily pertaining to pre-CIRP period and certain additional data that is required for preparing the

financial statements of the Company. The requested data is still not made available to be Resolution Professional / Company. Hence, in the absence of detailed books of accounts of earlier years, incl. ledger copies / supporting documents as required to be maintained under the provisions of section 128 of Companies Act, 2013, the Financial Results have been prepared by the Group Resources on the basis of available data on best effort basis.

2. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Videocon Industries Limited** (the "**Company**") for the quarter ended December 31, 2023 (the "**Statement**" or the "**Financial Results**") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the **Regulation**"), as amended, read with SEBI Circular No. CIR/CFD/CMD1/80/2019 dated July 19, 2019 ('**the Circular**').

3. Preparation of the Financial Results is the responsibility of the Company's Management. Our responsibility is to issue a report on these Financial Results based on our review.

4. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Results Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement are free of material misstatement. A review is limited primarily to inquiries of company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

5. Based on our review of the Financial Results conducted as above, and according to the information and explanations given to us, we draw your attention to the following:

(A) Vide Note No-11 of Financial Results, the RP has disclaimed his liability on account of signing the Financial Results and further stated that RP is not making any representations regarding the accuracy, veracity or completeness of the data or information in the Financial Results. Further, the Group Resources and the RP (including his team) have relied on the balances reflected in available accounts / ledgers/ trial balance as on March 31, 2019, without going into the merits of such balances outstanding, and without making any adjustments to such accounts / balances except for giving effect to the transactions entered except for giving effect to the transactions entered subsequently after 1st April, 2019. Further, most of the requisite pre-CIRP records are not available with the Company at present. In view of the same, the Company has not adequately followed provisions of section 128 and other relevant sections of Companies Act, 2013.

(B) Under Note No 3 of the Financial Results, it is stated that the RP has filed applications with Hon'ble NCLT under section 19 of the Code seeking co-operation from promoters and erstwhile management of the company, for providing various data, primarily pertaining to pre-CIRP period and certain additional data that is required for preparing the financial statements of the Company and data requested by various investigating agencies. In the absence of relevant data, the Financials Results have been prepared on the basis of available data on best effort basis.

Further, under Note no-4 and 5 of the Financial Results, it is stated that an Independent Transaction Review Audit was conducted as required under section 43-66 of IBC for identification of Preferential, Undervalued, Extortionate, and Fraudulent transactions as defined and explained under IBC. The resultant observations from the review had indicated that there may be certain questionable accounting entries and/or transactions entered into before commencement of CIRP. And further, there are ongoing investigations against Videocon Group Entities by different government agencies, including SFIO and Directorate of Enforcement. In this regard, we have not been provided any copy of notice/ report/information/documents on such Transaction Review Audit and ongoing investigations. Hence, we are unable to comment on necessary changes that may be required in the Financial Results at this stage.

(C) Under Note 6 of the Financial Results, it is mentioned that, since the Company is under CIRP and various Prospective Resolution Applicants ("PRAs") were conducting their independent due-diligence for submitting a resolution plan, it was material to ensure that any change in books of the Corporate Debtor on account of revaluation of assets, impairment assessment, ascertainment of Fair Market Value of assets etc. does not provide any indicative pricing on the assets of the Corporate Debtor to the PRAs. Thus, in the interest of value maximization under CIRP for all stakeholders, certain assets like property plant and equipment, unquoted investments, loan & advances, inventories etc. have been recorded at their carrying values. Also, no additional provision has been made on outstanding receivables. Hence, we are unable to comment on necessary changes that may be required in the Financial Results at this stage.

(D) Under Note No-7 to the Financial Results, it is mentioned that pursuant to commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016, there are various claims submitted by the financial creditors, operational creditors, employees and other creditors to the RP. The overall obligations and liabilities including interest on loans and the principal amount of loans shall be determined during the CIRP. Outcome of the CIRP process is still pending thus no accounting impact in the books of accounts has been made in respect of excess, short, or non-receipts of claims for financial creditors, operational creditors, employees and other creditor.

Further, since the commencement of CIRP, there is a Moratorium in terms of section 14 of the Code towards repayment of existing debts and interest thereon. However, pending the completion / final outcome of CIRP, the Company has continued to charge the interest for quarter ended, including the moratorium period. Payment towards such interest expenses are subject to the provisions of the Code and outcome of CIRP. We have also not received supporting documents for such borrowings, including relevant sanction letters and other relevant documents for review.

(E) The Company has also not made any adjustment to Deferred Tax Asset/Liability for the quarter ended December 31, 2023. Accordingly, Ind AS-12 "Income Tax" has not been followed by the Company.

(F) As mentioned in Note 10 to the Financial Results, certain expenses have been accounted by the Company during the year at a later date, instead of making provisions towards such expenses at the quarter end date. Thus, consequential cumulative effects on the Financial Results are unascertainable

(G) *Under Note No-8 to the Financial Results, it is mentioned that considering the Company is required to be run as a going concern under CIRP, the unaudited standalone Financial Results have been prepared on going concern basis. However, the Company has been referred to NCLT under the Code, there is considerable decline in level of operations of the Company and net worth of the Company as on the reporting date is negative and it continues to incur losses. The Company is a co-obligor and has received demand notices in respect of borrowings of other co-obligors/ borrowers. Thus, there exists a material uncertainty about the ability of the Company to continue as a "Going Concern". The same is dependent upon the Resolution Plan. The appropriateness of the preparation of Financial Results on going concern basis is critically dependent upon CIRP as specified in the Code.*

6. *The consequential effect of the matters stated above, on the Financial Results for the quarter ended December 31, 2023 are not ascertainable. Further, with respect to Part B : Segment wise details of Revenue, Results, Assets and Liabilities, we are unable to ascertain if the reported details provide a complete and accurate breakup of segmental reporting in accordance with Ind AS- 108 "Operating Segments".*

7. Thus, for the matters stated above, we are unable to confirm whether the accompanying Financial Results are prepared in accordance with the applicable accounting standards and other recognized accounting practices and policies, and if the Company has not disclosed any information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or if these Financial Results contain any material misstatement.

For KVA & COMPANY
Chartered Accountants
Firm's Registration No.: 017771C

KVA & COMPANY DELHI CHARTERED ACCOUNTANTS

Vimal Kishore Agrawal
Partner
Membership No.: 510915

Place: New Delhi
Date: 09th September, 2024

VIDEOCON INDUSTRIES LIMITED

Registered office : 14KM Stone, Aurangabad - Paithan Road,
Village Chittegaon, Taluka Paithan, Dist. Aurangabad - 431 105
CIN No. L99999MH1986PLC103624

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 31ST DEC,2023

(₹ in Million)

Particulars	Quarter ended			Nine Monthly		Year Ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations						
(a) Net Sales/Income from Operations (Net of excise duty)	1,576.46	1,695.87	1,514.99	4,834.38	5,536.83	7,864.54
(b) Other Operating Income						
Total income from Operations (net)	**1,576.46**	**1,695.87**	**1,514.99**	**4,834.38**	**5,536.83**	**7,864.54**
2. Expenses						
(a) Cost of Materials consumed	(5.55)	-2.55	46.50	52.58	138.97	131.18
(b) Purchase of stock-in-trade	39.49	26.11	30.34	79.65	94.61	115.84
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	7.88	11.53	-22.94	1.79	-26.54	5.04
(d) Employee benefits expense	57.21	44.16	100.83	190.50	373.05	403.50
(e)Depreciation and amortisation expense	1,108.24	1,108.24	1,219.44	3,297.12	3,658.33	4877.78
(f) Other expenses(Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	1,160.01	1,167.34	810.49	3,270.22	2,989.36	6981.14
Total Expenses	**2,367.28**	**2,354.82**	**2,184.66**	**6,891.86**	**7,227.79**	**12,514.48**
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(790.82)	(658.95)	(669.67)	(2,057.48)	(1,690.96)	(4,649.95)
4. Other Income	4.87	13.94	69.69	19.98	233.92	422.56
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 ± 4)	(785.95)	(645.01)	(599.98)	(2,037.50)	(1,457.04)	(4,227.39)
6. Finance Costs	20,622.01	19,666.52	21,316.39	58,977.22	47,153.88	66,656.36
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 ± 6)	(21,407.96)	(20,311.53)	(21,916.37)	(61,014.72)	(48,610.92)	(70,883.76)
8. Exceptional Items		-				-
9.Profit / (Loss) from ordinary activities before tax (7 ± 8)	(21,407.96)	(20,311.53)	(21,916.37)	(61,014.72)	(48,610.92)	(70,883.76)
10. Tax expense						-
11.Net Profit / (Loss) from ordinary activities after tax (9 ± 10)	(21,407.96)	(20,311.53)	(21,916.37)	(61,014.72)	(48,610.92)	(70,883.76)
12. Extraordinary items (net of tax expense ____Lakhs)						-
13. Net Profit / (Loss) for the period (11 ± 12)	(21,407.96)	(20,311.53)	(21,916.37)	(61,014.72)	(48,610.92)	(70,883.76)
14. Share of Profit / (loss) of associates *						-
15. Minority Interest*						-
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 ± 14 ± 15) *	(21,407.96)	(20,311.53)	(21,916.37)	(61,014.72)	(48,610.92)	(70,883.76)
17. Paid-up equity share capital (Face Value of the Share shall be indicated)	3,344.59	3,344.59	3,344.59	3,344.59	3,344.59	3,344.59
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						(2,61,009.40)
19.(i) Earnings Per Share (before extraordinary items) of 10 /- each)						
(a) Basic	(64.01)	(60.73)	(65.53)	(182.43)	(145.34)	(211.94)
(b) Diluted	(57.64)	(54.69)	(59.01)	(164.29)	(130.89)	(190.87)
19.(ii) Earnings Per Share (after extraordinary items) (of 10/- each)						
(a) Basic	(64.01)	(60.73)	(65.53)	(182.43)	(145.34)	(211.94)
(b) Diluted	(57.64)	(54.69)	(59.01)	(164.29)	(130.89)	(190.87)

As per our report of even date
For KVA & Company
Chartered Accountants
(Firm's Registration No. 017771C)

VIMAL KISHORE AGRAWAL
Partner
ICAI Membership No: 510915

For and behalf of the Company

ABHIJIT GUHATHAKURTA
Resolution Professional
No. IBBI/IPA-003/IP-N000103/2017-18/11158

SUJATA PARAB
Company Secretary & Complinace Officer
Membership No. A48113

Place : New Delhi
Date : September 9, 2024

Part"A"

Segmentwise details of Revenue, Results, Assets and Liabilities

(₹ in Millions)

Particulars	Quarter ended			Nine Monthly		Year Ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Segment Revenue (net sale/income from each segment should be disclosed under this head)						
(a) Segment – Consumer Electronics & Home Appliances (incl. Rental Income from Assets)	93.28	85.76	132.99	275.74	468.10	584.03
(b) Segment – Oil & Natural Gas	1488.05	1624.05	1451.69	4578.62	5302.65	7,703.06
(C) Unallocated		-		-	-	-
Total	**1581.33**	**1709.81**	**1584.68**	**4854.36**	**5770.75**	**8,287.10**
Less: Inter Segment Revenue	-	-	-	-	-	-
Net sales/Income From Operations	**1581.33**	**1709.81**	**1584.68**	**4854.36**	**5770.75**	**8,287.10**
2. Segment Results (Profit)(+)/ Loss (-) before tax and interest from Each segment)						
(a) Segment – Consumer Electronics & Home Appliances (incl. Rental Income from Assets)	-	-	-	-	-	-
(b) Segment – Oil & Natural Gas	-	-	-	-	-	-
(C) Unallocated	785.95	645.01	(599.98)	2,037.50	(1,457.04)	(4,227.39)
Total	**785.95**	**645.01**	**-599.98**	**2,037.50**	**-1,457.04**	**-4,227.39**
Less:						
i) Interest	20,622.01	19,666.52	21,316.39	58,977.22	47,153.88	66,656.36
ii) Other Un-allocable Expenditure net off	-	-	-	-	-	-
(iii) Un-allocable income	-	-	-	-	-	-
Total Profit Before Tax	**(19,836.06)**	**(19,021.51)**	**(21,916.37)**	**(56,939.72)**	**(48,610.92)**	**(70,883.75)**
3. Capital Employed (Segment assets – Segment Liabilities)						
(a) Segment – Consumer Electronics & Home Appliances (incl. Rental Income from Assets)						-
(b) Segment – Oil & Natural Gas	-	-	-	-	-	-
(C) Unallocated	-	-	-	-	-	(2,61,009.40)
Total	-	-	-	-	-	**(2,61,009.40)**

As per our report of even date
For KVA & Company
Chartered Accountants
(Firm's Registration No. 017771C)

KVA & COMPANY DELHI CHARTERED ACCOUNTANTS

VIMAL KISHORE AGRAWAL
Partner
ICAI Membership No: 510915

Place : New Delhi
Date : September 9, 2024

For and behalf of the Company

ABHIJIT GUHATHAKURTA
Resolution Professional
No.: IBBI/IPA-003/IP-N000103/2017-18/11158

SUJATA PARAB
Company Secretary & Complinace Officer
Membership No. A48113

Part"B"

CRITICAL NOTES FORMING PART OF THE FINANCIAL RESULTS

Note 1

The Company primarily operates into two segments (i) Consumer Electronics & Home Appliances (incl. Rental Income from Assets) and (ii) Oil & Natural Gas.

Note 2

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 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 namely, Value Industries Limited, Videocon Telecommunications Limited, Evans Fraser & Co. (India) Limited, Millennium Appliances India Limited, Applicomp (India) Limited, Electroworld Digital Solutions Limited, Techno Kart India Limited, Century Appliances Limited, Techno Electronics Limited, PE Electronics Limited, CE India Limited and Sky Appliances Limited; 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 stand 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 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 NCLT Approval Order till the next date of hearing and ordered the maintenance of status quo ante as before passing of the NCLT 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 Consolidated 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. As a result, the powers 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.

Note 3

The Resolution Professional has filed applications with Hon'ble NCLT under section 19 of the Code seeking co-operation from promoters and erstwhile management of the company, for providing various data, Primarily pertaining to pre-CIRP period & certain additional data that is required for preparing financial statements, and data requested by various investigating agencies. In the absence of relevant data, these financial statements have now been prepared on the basis of available data on best effort basis. However, it is clarified that these financial statements are in agreement with the relevant books of accounts presently available/maintained by the company.

Note 4

An independent Transaction Review Audit was conducted as required under section 43-66 of IBC for identification of Preferential, Undervalued, Extortionate, and Fraudulent transactions as defined and explained under IBC. The resultant observations from the Audit had indicated that there may be certain questionable accounting entries and/or transactions entered into before commencement of CIRP. In this regard, RP in compliance of his duties under the IBC has filed an application with NCLT to declare such transactions as void and be set aside. Adjustments, if any, for such transaction(s) may be made upon further directions from NCLT and/or upon any order being passed by NCLT.

Note 5

There are ongoing investigations against Videocon Group Entities by different government agencies, including SFIO and Directorate of Enforcement. Merely by affixation of signatures by RP on these Financial Results, RP cannot be said to have any cognizance or knowledge of matters contained herein that pertain to the period prior to assumption of his office. RP is signing these Financial Results, fully relying in good faith upon these Financial Results as prepared by Group Resources. Accordingly, merely by affixation of signatures by RP on these Financial Results in good faith, no proceedings can be initiated nor RP be implicated in ongoing proceedings for matters contained herein which relate to period prior to his incumbency.

Note 6

Since the Company is under CIRP and various Prospective Resolution Applicants ("PRAs") were conducting their independent due diligence for submitting a resolution plan, it was material to ensure that any change in books of the Corporate Debtor on account of revaluation of assets, impairment assessment, ascertainment of Fair Market Value of assets etc. does not provide any indicative pricing on the assets of the Corporate Debtor to the PRAs. Thus, in the interest of value maximization under CIRP for all stakeholders, certain assets like property plant and equipment, unquoted investments, loan & advances, inventories etc. have been recorded at their carrying values after relevant adjustments for actual transactions undertaken during the financial year. Also, no additional provision has been made on outstanding receivables.

KNA & COMPANY DELHI CHARTERED ACCOUNTANTS

CRITICAL NOTES FORMING PART OF THE FINANCIAL RESULTS (Contd.)

Note 7

Pursuant to commencement of CIRP of the Company under Insolvency and Bankruptcy Code, 2016, there are various claims submitted by the financial creditors, operational creditors, employees and other creditors to the RP. The overall obligations and liabilities including interest on loans and the principal amount of loans shall be determined during the CIRP. Pending final outcome of the CIRP, no accounting impact in the books of accounts has been made in respect of excess, short, or non-receipts of claims for financial, operational and other creditors.

Note 8

Considering the Company is being run as a going concern under CIRP, the Financial Results have been prepared on going concern basis.

Note 9

Previous year figures have been reclassified/regrouped wherever necessary to confirm to the classification of the current year.

Note 10

For FY 23-24, the Company has closed its books of accounts on accrual basis for the purpose of preparing annual Financial Results / annual financial statements, in terms of the requirement(s) of Section 128 of the Companies Act, 2013. However, for the purpose of preparing / reporting quarterly results, considering the Company is into CIRP and various other financial and operational challenges, certain expenses may have been accounted by the Company during the year at a later date, instead of making provisions towards such expenses at the quarter end date.

Note 11

a) Pursuant to Consolidation of CIRP of Videocon Group Entities, due to limited availability of resources, the accounting and secretarial compliances of Videocon Group Entities (including the Corporate Debtor) are being collectively managed by employees, officials and consultants of Videocon Group Entities (hereinafter referred to as "Group Resources").

b) The Financial Results of the Company have been prepared by the Group Resources and accordingly, basis the confirmation provided by the Group Resources of the veracity and reliability of these Financial Results, these Financial Results have been taken on record and signed by Mr. Abhijit Guhathakurta, the resolution professional of the Company, subject to the following disclaimers:

i The RP has assumed control of Corporate Debtor from with effect from September 27, 2019 and therefore was not in control of the operations or the management of the Corporate Debtor for the period prior to his assumption of office. On this account, RP does not have any visibility as to the matters that transpired prior to the date of his assumption of office as the RP of the Company, and is not in a position to independently verify or ascertain the matters as stated or reported in the said Financial Results and/ or accompanying documents in respect of matters prior to the date of his assumption.

ii These Financial Results are being furnished in good faith and accordingly, no suit, prosecution or other legal proceeding shall lie against the RP in terms of Section 233 of IBC; Further, pursuant to Regulation 39(7) of the Insolvency & Bankruptcy Board of India (Insolvency Resolution Process for Corporate Persons) Regulations, 2016 ("CIRP Regulations"), RP should be protected against any actions of the Corporate Debtor prior to assumption of his office. RP disclaims any liability whatsoever on account of signing these Financial Results.

iii No statement, fact, information or opinion contained herein should be construed as a representation or warranty, express or implied, of the RP including, his authorized representatives and advisors.

iv These Financial Results have been prepared solely on the basis of confirmations, representations and statements made by the Group Resources. The RP has assumed that all information and data as provided by Group Resources in the Financial Results are in conformity with applicable laws with respect to the preparation of the Financial Results, and is true and correct. Accordingly, the RP is not making any representations regarding accuracy, veracity or completeness of the data or information in the Financial Results. In any case, considering that the said Financial Results relate to certain matters prior to RP's incumbency, RP is not in a position to either independently verify such matters as stated herein nor to make any representation or warranty in relation to these aspects.

v As explained in financial statemetns for FY 19-20, the Group Resources and the RP (including his team) have relied on the opening Balance Sheet and the balances reflected in available accounts / ledgers/ trial balance as on 31st March, 2019, without going into the merits of such balances outstanding. Since these matters pertain to period prior to assumption of his office, the RP is constrained to rely on these materials on as is basis, without being able to independently verify or ascertain matters in relation to the same. No adjustments have been made to such accounts / balances except for giving effect to the transactions entered after 1st April 2019.

Further, insofar as the balances reflected as on 31 March 2019 are in corollary to the balances reflected as on insolvency commencement date/ 31 March 2018 (i.e. pre-CIRP), which cannot anyway be independently verified or ascertained by RP and in respect of which, application has also been filed by RP against the promoters and erstwhile management under Section 19 of the Code to seek requisite cooperation and data (which has not yet been provided to RP or Company), the balances outstanding as on 31 March 2019 could not have been verified on this account as well.

vi These Financial Results have been prepared and are being finalized solely for the purposes of compliance of the Company in terms of applicable law. Considering that the pre-CIRP director is not co-operating with the RP, the RP is signing these Financial Results merely for this limited purpose of achieving compliance status of the Company in terms of applicable law.

As per our report of even date
For KVA & Company
Chartered Accountants
(Firm's Registration No. 017771C)

KVA & COMPANY DELHI CHARTERED ACCOUNTANTS

VIMAL KISHORE AGRAWAL
Partner
ICAI Membership No: 510915

Place : New Delhi
Date : September 9, 2024

For and behalf of the Company

ABHIJIT GUHATHAKURTA
Resolution Professional
No.: IBBI/IPA-003/IP-N000103/2017-18/11158