

03<sup>rd</sup> December, 2019

To,

Corporate Relations Department BSE Limited P. J. Towers, Dalal Street Mumbai – 400 001	Corporate Relations Department The National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra East, Mumbai – 400059
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Dear Sir/Madam,

**Sub.: Outcome of Meeting of Directors**

In continuation to our letter dated 30<sup>th</sup> November, 2019 and in pursuance to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Directors of the Company at their meeting held today, i.e. 03<sup>rd</sup> December, 2019, *inter-alia* transacted the following business(es):

1. Considered, approved and recommended to the Resolution Professional to take on record the Audited Consolidated Financial Results of the Company for the Financial Year ended on 31<sup>st</sup> March, 2019. A copy of Audited Consolidated Financial Results of the Company along with the Audit Report and Statement on Impact of Audit Qualifications is enclosed herewith;
2. Fixed the Annual Book Closure of the Company i.e from Monday, 23<sup>rd</sup> December, 2019 to Monday, 30<sup>th</sup> December, 2019 (both days inclusive) for the purpose of the 29<sup>th</sup> Annual General Meeting.
3. Annual General Meeting of the Company is scheduled on Monday, 30<sup>th</sup> December, 2019, at the Registered office of the Company situated at 14 K. M. Stone, Aurangabad - Paithan Road, Village: Chittegaon, Taluka: Paithan, Dist.: Aurangabad -431 105 at 11:30 am;
4. Fixed Monday, 23<sup>rd</sup> December, 2019, as the Cut-off Date/entitlement date for identifying the shareholders for determining the eligibility to vote by electronic means or in the meeting by ballot at AGM.

**VIDEOCON INDUSTRIES LIMITED**

Correspondence Address	Registered Office	New Delhi Office	Project Office (Oil & Gas)
171 Mittal Court, 'C' wing, 17th Floor, Nariman Point, Mumbai - 400 021, India T (+91-22) 6611 3500	14KM Stone, Aurangabad-Paithan Road Village Chittegaon, Taluka Paithan District Aurangabad - 431 105, India T (+91-2431) 251501-2 F (+91-2431) 251551 www.videoconworld.com	Videocon Tower, 12th Floor, Rani Jansl Marg, E-1 Jhandewalan Extn, New Delhi - 110055 India T (+91-11) 41593100 F (+91-11) 41593150/23616593 CIN No.: L99999MH1986PLC103624	42, Thirumalai Pillai Road, 1st Floor, T. Nagar, Chennai - 600 017 India T (+91-44) 28343180 F (+91-44) 28340950

**VIDEOCON**

5. The Remote e-voting shall be opened from Friday, December 27, 2019 at 9:00 A.m. to Sunday, December 29, 2019 at 5.00 P.m (both days inclusive).

Given that the Company is under corporate insolvency resolution process pursuant to the provisions of the Insolvency and Bankruptcy Code, 2016, and with effect from 25<sup>th</sup> September, 2019 (published on 27<sup>th</sup> September, 2019), its affairs, business and assets are being managed by, and the powers of the board of directors are vested in, the resolution professional, Mr. Abhijit Guhathakurta ("RP"), the aforesaid meeting of the Directors was chaired by the RP of the Company who, relying on the certifications, representations and statements of the Directors and management of the Company and the consequent recommendation of the Directors, took on record the Audited Consolidated Financial Results for the quarter and financial year ended on 31<sup>st</sup> March, 2019.

Further, the Board Meeting commenced at 10:00 P.M. and concluded at 11:40 P.M.

You are requested to take the same on record.

Thanking you,

Yours truly,

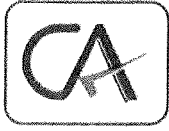
For **VIDEOCON INDUSTRIES LIMITED**

(A Company under Corporate Insolvency Resolution Process by NCLT order dated 6<sup>th</sup> June, 2018 and 08<sup>th</sup> August, 2019 read with the order dated 25<sup>th</sup> September, 2019)

**SAMRIDHI KUMARI**  
**COMPANY SECRETARY**  
**ACS NO. A54714**

## **VIDEOCON INDUSTRIES LIMITED**

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171 Mittal Court, 'C' wing, 17th Floor, Nariman Point, Mumbai - 400 021, India T (+91-22) 6611 3500	14KM Stone, Aurangabad-Palthan Road Village Chittagaon, Taluka Palthan District Aurangabad - 431 105, India T (+91-2431) 251501-2 F (+91-2431) 251551 www.videoconworld.com	Videocon Tower, 12th Floor, Rani Jansi Marg, E-1 Jhandewalan Extn, New Delhi - 110055 India T (+91-11) 41593100 F (+91-11) 41593150/23616593 CIN No.: L99999MH1986PLC103624	42, Thirumalai Pillai Road, 1st Floor, T. Nagar, Chennai - 600 017 India T (+91-44) 28343180 F (+91-44) 28340950



## S. Z. Deshmukh & Co Chartered Accountants

Pune Office 1 : 1108, Shivajinagar, Flat No 4, Building B, Shirole Baug,  
Ganesh Khind Road, Pune 411016 Contact No :020 25653908, Email : datta@szd.co.in

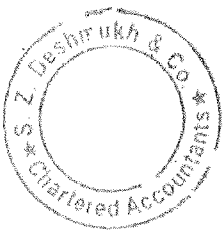
**Independent Auditor's Report on Consolidated Financial Results of Videocon Industries Limited Pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To  
The Resolution Professional of  
Videocon Industries Limited;

- 1) We have audited the accompanying Consolidated Financial Results of VIDEOCON INDUSTRIES LIMITED ("the Company") and its subsidiaries (together referred to as "the Group"), its associates and jointly controlled entities for the year ended March 31, 2019, together with the notes thereon ('the Statement') attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities Exchange Board of India('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016.
- 2) a) The Company and its 2 subsidiaries namely Videocon Telecommunications Limited (VTL) and Electroworld Digital Solutions Limited (EDSL) have been under the Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016 ('the Code') vide order dated June 6, 2018, June 11, 2018 and August 30, 2018, respectively passed by the National Company Law Tribunal ('NCLT'). The powers of the Board of Directors stand suspended as per Section 17 of the Code and such powers are being exercised by the respective Resolution Professional (RP) appointed by the NCLT by the said orders under the provisions of the Code. As per Section 20 of the Code, the management and operations of the Company and VTL were being managed by Interim Resolution Professional / Resolution Professional Mr. Anuj Jain. The operations of the EDSL were being managed by Interim Resolution Professional / Resolution Professional Mr. Avil Menezes.

Subsequently, NCLT Principal Bench on October 24, 2018 directed to transfer all insolvency petitions related to certain Videocon group/affiliate entities to one bench at NCLT, Mumbai and left open the matter of substantive consolidation to be decided by NCLT, Mumbai bench. Further, State Bank of India had filed a petition at NCLT, Mumbai bench for substantive consolidation of CIRP of group/affiliate entities.

The NCLT, Mumbai Bench has, vide order dated August 8, 2019, directed consolidation of 13 entities out of 15 group/affiliate entities including the Company, VTL and EDSL. Subsequently, the NCLT vide Order dated September 25, 2019 has appointed Mr. Abhijit Guhathakurta as Resolution Professional (RP) for the consolidated CIRP cases of the 13 Videocon group entities including the Company, VTL and EDSL, which was published on September 27, 2019 and the RP has been directed to take over the process of insolvency. Further, the CIRP is to be completed within 180 days from the date of the said order i.e. August 8, 2019. Therefore, the management and operations of the Company and other 12 consolidated entities, namely, 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, Value Industries Limited, PE Electronics Limited, CE India Limited and Sky Appliances Limited are being managed by Resolution Professional Mr. Abhijit Guhathakurta.

- b) The subsidiary, VOVL Limited (VOVL) has been admitted under the CIRP under the Code vide order of NCLT dated November 8, 2019. The powers of its Board of Directors stand suspended as per Section 17 of the Code and such powers are being exercised by the Interim Resolution Professional (IRP) appointed by the NCLT by the said order under the provisions of the Code. As per Section 20 of the Code, the management and operations of the VOVL are being managed by IRP Mr. Rakesh Rameshwar.
- 3) This Statement, is the responsibility of the Company's Management and has been signed by the Chief Executive Officer of the Company and taken on record by the Resolution Professional. The Statement has been compiled from the related annual Ind AS Consolidated Financial Statements, which have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder (Ind AS) and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such annual consolidated Ind AS financial statements.
- 4) We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit includes examining, on a test basis, evidence supporting the amounts disclosed in the Statement. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the significant accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a reasonable basis for our audit opinion.

5) *Basis for Qualified Opinion:*

- a) *As mentioned in Note No. 3(a) of the Statement, the Group has made investments, given advances and has trade receivables aggregating to Rs. 12,421.57 Crore in group/affiliate companies, which have been also admitted to Corporate Insolvency Resolution Process (CIRP).*

*In view of the referral of these group/affiliate companies to National Company Law Tribunal and consequent admission thereof under the Insolvency and Bankruptcy Code, 2016, we are unable to express an opinion on the extent of realisability of aforesaid investments, advances and trade receivables from these group/affiliate companies. The consequential effect of the above, on the Consolidated Financial Results for the year ended March 31, 2019 is not ascertainable.*



- b) As mentioned in Note No. 3(b) of the Statement, the manufacturing activity of Glass Shell division which manufactured panels and funnels used in Colour Picture Tube of Colour Television, has been suspended from July, 2017 due to poor demand. According to management, there are indication of impairment loss. However, the Company has not assessed or reviewed the plant and machinery and other fixed assets related to the Glass Shell division for impairment. In respect of other fixed assets at other locations, the management has not carried out any assessment of impairment, and the impairment loss, if any, has not been ascertained. The consequent effect of the same is not ascertainable.
- c) As mentioned in Note No. 3(c) of the Statement, the balance confirmations have not been received in respect of certain secured and unsecured loans, balances with banks, trade receivables, trade and other payables and loans and advances. The Company continues the process of obtaining confirmations and reconciliation of the balances of trade receivables, trade and other payables and loans and advances. The impact of the same is not ascertainable at present.
- d) As mentioned in Note No. 3(d) of the Statement, no confirmation is available in respect of equity shares valued at Rs. 3.27 Crore shown in Non Current Investments, which were given as security for the loans and advances taken by the Company. The outstanding balance of loans and advances as on March 31, 2019 of Rs. 1.50 Crore, which is also subject to confirmation from that party.
- e) As mentioned in Note No. 3(e) of the Statement, pursuant to commencement of CIRP of the Company and its 3 subsidiaries 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 operational and financial creditors. Hence, consequential impact, if any, is currently not ascertainable and we are unable to comment on possible financial impacts of the same.
- f) As mentioned in Note No. 3(f) of the Statement, the Company has entered into agreement in April, 2018 with Mr. Said Salehal Hinai, for sale of Middle East Appliances LLC, a subsidiary company for RO 50,000 (equivalent to Rs. 0.86 Crore). Out of which RO 25,000 (equivalent to Rs. 0.43 Crore) had been received and balance RO 25,000 (equivalent to Rs. 0.43 Crore) are not yet received. Further, as per the Foreign Exchange Management Act, 1999, the said balance of RO 25,000 (equivalent to Rs. 0.43 Crore) should have been received within 90 days. This is non compliance of the provisions of Foreign Exchange Management Act.
- g) As mentioned in the Note No. 3(g) of the Statement, the auditors of subsidiary VTL have given adverse opinion. The basis of adverse opinion is as follows:



- (i) As mentioned in Note No. 3(g)(i) of the Statements, consequent to the transfer of the right to use 2 x 5 MHz Spectrum allocated to the VTL in its 6 circles with Bharti Airtel Limited, VTL is in process of determining the impairment loss, if any, on its assets including assets held for sale. As the impairment loss, if any, in terms of Indian Accounting Standard 36 - 'Impairment of Assets' has not been determined, we are unable to express any opinion as to the effect thereof on the Statement for the year.
- (ii) As mentioned in Note No. 3(g)(ii) of the Statement, VTL had given advances to Quadrant Televentures Limited (QTL) of Rs. 1,286.00 Crore for the proposed acquisition of indefeasible right of use (IRU) the UAS License of Punjab circle, subject to regulatory approvals. Same amount was converted into Unsecured Zero Coupon Compulsorily Convertible Debentures (CCD's). The said Investment has not been shown at fair value and in view of the huge accumulated losses of QTL, we are unable to express an opinion on the realizability of aforesaid investments and the effect of the same has not been ascertained. The consequential cumulative effect thereof on loss including other comprehensive income for the year, assets, liabilities and other equity is unascertainable.
- (iii) As mentioned in Note No. 3(g)(iii) of the Statement, VTL has not recognized fair value of corporate guarantee given for ultimate holding company as required under Indian Accounting Standard-109 'Financial Instruments'. The effect of the same has not been ascertained by VTL and hence the consequential cumulative effect thereof on loss including other comprehensive income for the year, assets, liabilities and other equity is unascertainable.
- (iv) As mentioned in Note No. 3(g)(iv) of the Statement, during the year VTL has incurred a net loss of Rs. 591.53 Crore and has accumulated losses of Rs. 7,293.79 Crore as at March 31, 2019. Also, VTL has traded the right to use 2 x 5 MHz spectrum allotted to it in 6 circles, in terms of the Guidelines for Trading of Access Spectrum by Access Service Providers dated October 12, 2015 issued by the WPC Wing of the Department of Telecommunications, (DoT), Government of India (Spectrum Trading Guidelines), which has resulted in closure of GSM (Global System for Mobile Communications) business operations of VTL in all 6 circles. Further, Financial Creditors petition to initiate the CIRP was admitted by the NCLT on June 11, 2018. These factors indicate a material uncertainty that may cast significant doubt on VTL's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business. The Statement do not disclose this fact.
- h) As mentioned in Note No. 3(h) of the Statement, the Department of Telecommunications (DoT) had raised demand notice to VTL for license fee, spectrum usage charges and electronic magnetic field (EMF) penalty from the financial year 2007-08 to financial year 2015-16 aggregating to Rs. 1,030.10 Crore and the same are under reconciliation. No provision has been made for the same in the consolidated financial statements.



*All the telecom operators had challenged the judgement of TDSAT on AGR matter before Hon'ble Supreme Court of India. That vide its judgement dated October 24, 2019, Hon'ble Supreme Court dismissed the telecom operators appeal in favour of DoT. Now DoT shall recalculate the demands and shall raise demands for payment of license fees based on AGR.*

i) *As mentioned in Note No. 3(i) of the Statement, the subsidiary Videocon Mauritius Energy Limited has made investments of Rs. 1,771.95 Crore which have been recognized /held at cost. The financial statement for the period have not been audited. However, the auditors of the said subsidiary for the previous year have given disclaimer of opinion as it has not been possible to estimate the financial effect of not carrying these investments at fair value.*

j) *Material uncertainty relating to Going Concern:*  
*As mentioned in Note No. 3(j) of the Statement, the Company and its 3 subsidiaries namely VTL, EDSL and VOVL have been referred to National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016, and there are persistent severe strains on the working capital and 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 has received invocation notices of corporate guarantees given by it and also the personal guarantees of promoter directors have been invoked. Further, VOVL and its subsidiaries and the joint venture are in exploration/appraisal stage and have spent significant amounts on acquisitions, explorations and evaluation costs and have liabilities on this account. Since Corporate Insolvency Resolution Process (CIRP) is currently in progress, as per the Code, it is required that the Company be managed as going concern during CIRP. Accordingly, the consolidated financial statements are continued to be prepared on going concern basis. However, 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 to be approved by NCLT. The appropriateness of the preparation of consolidated financial statements on going concern basis is critically dependent upon CIRP as specified in the Code. necessary adjustments required on the carrying amount of assets and liabilities are not ascertainable at this stage.*

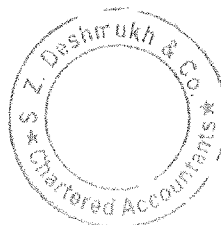
*Our report for the preceding financial year was also qualified/emphasis of matter in respect of sr. no. (b), (c), (g) and (i) above and emphasis of matter was given in respect of sr. no (j).*

6) **Qualified Opinion:**

*In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in paragraph 7 below and except for the effects of the matters described in the Basis of Qualified Opinion paragraph 5 above; the impact of which on the results of the Company is unascertainable; the Statement*

(i) Include the financial results for the year ended March 31, 2019 of following entities:

**List of Subsidiaries:**



1. Middle East Appliances LLC (ceased w.e.f. April 26, 2018)
2. Pipavav Energy Private Limited
3. Prosperous Energy Private Limited
4. Videocon Electronics (Shenzhen) Limited  
(Chinese Name-Weiyoukang Electronic (Shenzhen) Co., Ltd.)
5. Videocon Global Limited
6. VOVL Limited
7. Videocon Hydrocarbon Holdings Limited
8. Videocon JPDA 06-103 Limited
9. Videocon Indonesia Nunukan Inc.
10. Videocon Energy Brazil Limited
11. Videocon Australia WA-388-P Limited
12. Videocon Mauritius Energy Limited
13. Videocon International Cooperatie U.A. (ceased w.e.f. December 27, 2018)
14. Videocon Hydrocarbon Ventures B.V. (ceased w.e.f. December 27, 2018)
15. Videocon Brazil Ventures B.V. (ceased w.e.f. December 27, 2018)
16. Videocon Brasil Petroleo Ltda
17. Electroworld Digital Solutions Limited
18. Jumbo Techno Services Private Limited
19. Senior Consulting Private Limited
20. Videocon Telecommunications Limited
21. Videocon Easypay Private Limited
22. Videocon Energy Limited

**List of Joint ventures:**

1. IBV Brasil Petroleo Limitada
2. Videocon Infinity Infrastructure Private Limited

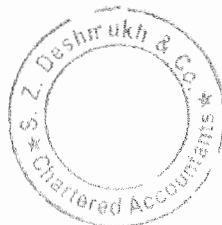
**List of Associates:**

1. Radium Appliances Private Limited
2. VISPL LLP

- (ii) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard as modified by circular no. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
- (iii) gives a true and fair view, in conformity with other accounting principles generally accepted in India, of the net loss and the total comprehensive loss and other financial information of the Group for the year ended March 31, 2019.

**7) Other Matter**

- (i) We did not audit the financial results of 16 subsidiaries considered in the preparation of the Statement whose financial results reflect total assets of Rs. 25,617.44 Crore as at March 31, 2019, total revenues from operations of Rs. 4.43 Crore for the year ended March 31, 2019 and total loss after tax of Rs. 484.27 Crore for the year ended 31 March, 2019. These financial results have been audited by



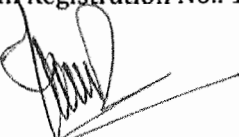


other auditors whose reports have been furnished to us by the management and our opinion on consolidated financial results in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of such auditors.

- (ii) We did not audit the financial results of 2 subsidiaries considered in the preparation of the Statement, whose financial results reflect total assets of Rs. 1,772.04 Crore as at March 31, 2019 and total loss after tax of Rs. 0.04 Crore for the year ended March 31, 2019. We also did not audit the financial results of 2 associates and 2 joint ventures considered in the Statement, whose financial results reflect Group's share of net loss of Rs. 297.39 Crore for the year ended March 31, 2019. These financial results as approved by the respective Board of Directors of these subsidiaries and associates have been furnished to us by the management, and our report on the Statement in so far as it relates to the amounts included in respect of these subsidiaries and associates is based solely on such board approved unaudited financial results.

Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial results certified by the respective management.

**For S. Z. DESHMUKH & CO.**  
**CHARTERED ACCOUNTANTS**  
Firm Registration No.: 102380W

  
**D. U. KADAM**  
**PARTNER**  
Membership No.: 125886  
UDIN: 19125886AAAACQ9919



Place: Mumbai  
Date : December 3, 2019

**Statement on Impact of Audit Qualifications (for audit report with modified opinion)  
submitted along-with Annual Audited Financial Results (Consolidated)**

<b>Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2019 [See Regulation 33 of the SEBI (LODR) (Amendment) Regulations, 2016]</b>				
<b>I.</b>	<b>Sl. No.</b>	<b>Particulars</b>	<b>Audited Figures (as reported before adjusting for qualifications) (Rs. Crore)</b>	<b>Adjusted Figures (as reported after adjusting for qualifications) (Rs. Crore)</b>
	1.	Total Income (Including Other Income)	4,773.37	4,773.37
	2.	Total Expenditure (including exceptional items)	12,174.62	12,174.62
	3.	Net Profit/(Loss)	(7,437.70)	(7,437.70)
	4.	Earnings Per Share	(223.46)	(223.46)
	5.	Total Assets	50,455.06	50,455.06
	6.	Total Liabilities	61,389.64	61,389.64
	7.	Net Worth	(10,944.58)	(10,944.58)
	8.	Any other financial item(s) (as felt appropriate by the management)	--	--
<b>II.</b>	<b>Audit Qualification (each audit qualification separately):</b>			
<b>A.</b>	<b>Qualification:</b>			
	<b>a. Details of Audit Qualification:</b>			
	<p>a) As mentioned in Note No. 3(a) of the Statement, the Group has made investments, given advances and has trade receivables aggregating to Rs. 12,421.57 Crore in group/affiliate companies, which have been also admitted to Corporate Insolvency Resolution Process (CIRP).</p> <p>In view of the referral of these group/affiliate companies to National Company Law Tribunal and consequent admission thereof under the Insolvency and Bankruptcy Code, 2016, we are unable to express an opinion on the extent of realisability of aforesaid investments, advances and trade receivables from these group/affiliate companies. The consequential effect of the above, on the Consolidated Financial Results for the year ended March 31, 2019 is not ascertainable.</p>			
	<p>b) As mentioned in Note No. 3(b) of the Statement, the manufacturing activity of Glass Shell division which manufactured panels and funnels used in Colour Picture Tube of Colour television, has been suspended from July, 2017 due to poor demand. According to management, there are indication of impairment loss. However, the Company has not assessed or reviewed the plant and machinery and other fixed assets related to the Glass Shell division for impairment. In respect of other fixed assets at other locations, the management has not carried out any assessment of impairment, and the impairment loss, if any, has not been ascertained. The consequent effect of the same is not ascertainable.</p>			
	<p>c) As mentioned in Note No. 3(c) of the Statement, the balance confirmations have not</p>			

been received in respect of certain secured and unsecured loans, balances with banks, trade receivables, trade and other payables and loans and advances. The Company continues the process of obtaining confirmations and reconciliation of the balances of trade receivables, trade and other payables and loans and advances. The impact of the same is not ascertainable at present.

- d) As mentioned in Note No. 3(d) of the Statement, no confirmation is available in respect of equity shares valued at Rs. 3.27 Crore shown in Non Current Investments, which were given as security for the loans and advances taken by the Company. The outstanding balance of loans and advances as on March 31, 2019 of Rs. 1.50 Crore, which is also subject to confirmation from that party.
- e) As mentioned in Note No. 3(e) of the Statement, pursuant to commencement of CIRP of the Company and its 3 subsidiaries 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 operational and financial creditors. Hence, consequential impact, if any, is currently not ascertainable and we are unable to comment on possible financial impacts of the same.
- f) As mentioned in Note No. 3(f) of the Statement, the Company has entered into agreement in April, 2018 with Mr. Said Salehal Hinai, for sale of Middle East Appliances LLC, a subsidiary company for RO 50,000 (equivalent to Rs. 0.86 Crore). Out of which RO 25,000 (equivalent to Rs. 0.43 Crore) had been received and balance RO 25,000 (equivalent to Rs. 0.43 Crore) are not yet received. Further, as per the Foreign Exchange Management Act, 1999, the said balance of RO 25,000 (equivalent to Rs. 0.43 Crore) should have been received within 90 days. This is non compliance of the provisions of Foreign Exchange Management Act.
- g) As mentioned in the Note No. 3(g) of the Statement, the auditors of subsidiary VTL have given adverse opinion. The basis of adverse opinion is as follows:
  - (i) As mentioned in Note No. 3(g)(i) of the Statements, consequent to the transfer of the right to use 2 x 5 MHz Spectrum allocated to the VTL in its 6 circles with Bharti Airtel Limited, VTL is in process of determining the impairment loss, if any, on its assets including assets held for sale. As the impairment loss, if any, in terms of Indian Accounting Standard 36 – 'Impairment of Assets' has not been determined, we are unable to express any opinion as to the effect thereof on the Statement for the year.
  - (ii) As mentioned in Note No. 3(g)(ii) of the Statement, VTL had given advances to Quadrant Televentures Limited (QTL) of Rs. 1,286.00 Crore for the proposed acquisition of indefeasible right of use (IRU) the UAS License of Punjab circle, subject to regulatory approvals. Same amount was converted into Unsecured Zero Coupon Compulsorily Convertible Debentures (CCD's). The said Investment has not been shown at fair value and in view of the huge accumulated losses of QTL, we are unable to express an opinion on the realizability of aforesaid investments and the effect of the same has not been

ascertained. The consequential cumulative effect thereof on loss including other comprehensive income for the year, assets, liabilities and other equity is unascertainable.

(iii) As mentioned in Note No. 3(g)(iii) of the Statement, VTL has not recognized fair value of corporate guarantee given for ultimate holding company as required under Indian Accounting Standard-109 'Financial Instruments'. The effect of the same has not been ascertained by VTL and hence the consequential cumulative effect thereof on loss including other comprehensive income for the year, assets, liabilities and other equity is unascertainable.

(iv) As mentioned in Note No. 3(g)(iv) of the Statement, during the year VTL has incurred a net loss of Rs. 591.53 Crore and has accumulated losses of Rs. 7,293.79 Crore as at March 31, 2019. Also, VTL has traded the right to use 2 x 5 MHz spectrum allotted to it in 6 circles, in terms of the Guidelines for Trading of Access Spectrum by Access Service Providers dated October 12, 2015 issued by the WPC Wing of the Department of Telecommunications, (DoT), Government of India (Spectrum Trading Guidelines), which has resulted in closure of GSM (Global System for Mobile Communications) business operations of VTL in all 6 circles. Further, Financial Creditors petition to initiate the CIRP was admitted by the NCLT on June 11, 2018. These factors indicate a material uncertainty that may cast significant doubt on VTL's ability to continue as a going concern and, therefore, it may be unable to realise its assets and discharge its liabilities in the normal course of business. The Statement do not disclose this fact.

h) As mentioned in Note No. 3(h) of the Statement, the Department of Telecommunications (DoT) had raised demand notice to VTL for license fee, spectrum usage charges and electronic magnetic field (EMF) penalty from the financial year 2007-08 to financial year 2015-16 aggregating to Rs. 1,030.10 Crore and the same are under reconciliation. No provision has been made for the same in the consolidated financial statements.

All the telecom operators has challenged the judgement of TDSAT on AGR matter before Hon'ble Supreme Court of India. That vide its judgement dated October 24, 2019, Hon'ble Supreme Court dismissed the telecom operators appeal in favour of DoT. Now DoT shall recalculate the demands and shall soon raised demands for payment of AGR.

i) As mentioned in Note No. 3(i) of the Statement, the subsidiary Videocon Mauritius Energy Limited has made investments of Rs. 1,771.95 Crore which have been recognized /held at cost. The financial statement for the period have not been audited. However, the auditors of the said subsidiary for the previous year have given disclaimer of opinion as it has not been possible to estimate the financial effect of not carrying these investments at fair value.

j) **Material uncertainty relating to Going Concern:**  
As mentioned in Note No. 3(j) of the Statement, the Company and its 3 subsidiaries namely VTL, EDSL and VOVL have been referred to National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016, and there are persistent severe

	<p>strains on the working capital and 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 has received invocation notices of corporate guarantees given by it and also the personal guarantees of promoter directors have been invoked. Further, VOVL and its subsidiaries and the joint venture are in exploration/appraisal stage and have spent significant amounts on acquisitions, explorations and evaluation costs and have liabilities on this account. Since Corporate Insolvency Resolution Process (CIRP) is currently in progress, as per the Code, it is required that the Company be managed as going concern during CIRP. Accordingly, the consolidated financial statements are continued to be prepared on going concern basis. However, 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 to be approved by NCLT. The appropriateness of the preparation of consolidated financial statements on going concern basis is critically dependent upon CIRP as specified in the Code necessary adjustments required on the carrying amount of assets and liabilities are not ascertainable at this stage.</p>
	<b>b. Type of Audit Qualification : Qualified Opinion</b>
	<p><b>c. Frequency of qualification:</b></p> <ul style="list-style-type: none"> <li>a) Qualified for the first time for the financial year ended on 31<sup>st</sup> March, 2019.</li> <li>b) Qualified/emphasis of matter in the preceding financial year 31<sup>st</sup> March, 2018.</li> <li>c) Qualified/emphasis of matter in the preceding financial year 31<sup>st</sup> March, 2018.</li> <li>d) Qualified for the first time for the financial year ended on 31<sup>st</sup> March, 2019.</li> <li>e) Qualified for the first time for the financial year ended on 31<sup>st</sup> March, 2019.</li> <li>f) Qualified for the first time for the financial year ended on 31<sup>st</sup> March, 2019.</li> <li>g) Qualified/emphasis of matter in the preceding financial year 31<sup>st</sup> March, 2018.</li> <li>h) Qualified for the first time for the financial year ended on 31<sup>st</sup> March, 2019.</li> <li>i) Qualified/emphasis of matter in the preceding financial year 31<sup>st</sup> March, 2018.</li> <li>j) Qualified/emphasis of matter in the preceding financial year 31<sup>st</sup> March, 2018.</li> </ul>
	<b>C) For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: N. A.</b>
	<b>D) For Audit Qualification(s) where the impact is not quantified by the auditor:</b>
	<b>(i) Management's estimation on the impact of audit qualification: --</b>
	<p><b>(ii) If management is unable to estimate the impact, reasons for the same:</b></p> <ul style="list-style-type: none"> <li>a) The Company and its 3 subsidiaries viz. VTL, EDSL and VOVL have made investments, given advances and have trade receivables aggregating to Rs. 12,421.57 Crore in group/affiliate companies, namely Value Industries Limited, Trend Electronics Limited, KAIL Limited, Millennium Appliances India Limited, Applicomp (India) Limited, Sky Appliances Limited, Techno Electronics Limited, Century Appliances Limited, PE Electronics Limited, Techno Kart India Limited, Evans Fraser and Co. (India) Limited, CE India Limited, Planet M Retail Limited, Dome-Bell Electronics (India) Private Limited and Nippon Investments &amp; Finance Company Private Limited which have been referred to National Company Law</li> </ul>




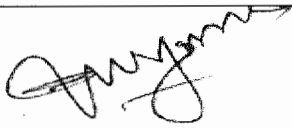



Tribunal under the Insolvency and Bankruptcy Code, 2016 by their lenders and subsequently been admitted into Corporate Insolvency Resolution Process (CIRP). The actual amount of loss on these investments, advances and trade receivables are not ascertainable till the completion of resolution process of these group/affiliate entities.

- b) The manufacturing activity of Glass Shell division which manufactured panels and funnels used in Colour Picture Tube of Colour Television, has been suspended from July, 2017 due to poor demand. According to management, there are indication of impairment loss. However, the Company has not assessed or reviewed the plant and machinery and other fixed assets related to the Glass Shell division for impairment. In respect of other fixed assets, management has not carried out any assessment of impairment, and the impairment loss, if any, has not been ascertained.
- c) The confirmations and reconciliation of balances of certain secured and unsecured loans, balances with banks, trade receivables, trade and other payables and loans and advances are pending. The management is in the process of obtaining confirmations and reconciliation of balances and ascertaining the impact of which is not ascertainable at present.
- d) The Company had given 40,000 equity shares of Asian Electronics Limited, 7,000 equity shares of Lumax Industries Limited and 300,000 equity shares of Man Industries (India) Limited, shown in Non-Current Investments amounting to Rs. 3.27 Crore as a security for the loans and advances taken from Nippon Investments & Finance Company Private Limited. These shares are not held by the Company in its own name. The Company is in the process of obtaining the confirmation of the outstanding balance of loans and advances of Rs. 1.50 Crore from and the holding of shares by Nippon Investments & Finance Company Private Limited
- e) 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 operational and financial creditors.
- f) During the year, the Company has entered into agreement in April, 2018 with Mr. Said Salehal Hinai, for sale of Middle East Appliances LLC, a subsidiary company for RO 50,000 (equivalent to Rs. 0.86 Crore). Out of which RO 25,000 (equivalent to Rs. 0.43 Crore) had been received and balance RO 25,000 (equivalent to Rs. 0.43 Crore) are not yet received. Further, as per the Foreign Exchange Management Act, 1999, the said balance of RO 25,000 (equivalent to Rs. 0.43 Crore) should have been received within 90 days. The Company is making efforts for recovering the same.
- g) In respect of auditors of subsidiary VTL have given adverse opinion, the

explanation of management is as under:

- i. Consequent to VTL's agreement dated March 16, 2016 with Bharti Airtel Limited for trading the right to use 2x5 MHz spectrum allocated to it in the 6 circles, GSM Network Assets including Assets held for Sale of Rs. 807.77 Crore has been shown under "Current Assets" as 'Disposal group-assets held for Sale'. VTL is in the process of ascertaining the impairment loss, if any, on its fixed assets including capital work-in-progress. The requisite accounting effect, if any, will be given upon such ascertainment/determination.
  - ii. VTL had given advances of Rs. 1,286.00 Crore to Quadrant Televentures Limited (QTL) for the proposed acquisition of indefeasible Rights of Use (IRU) the UAS License of QTL in Punjab circle, subject to regulatory approvals. The same has been converted into Unsecured Zero Coupon Compulsory Convertible Debentures of face value Rs. 1000/- each (CCD) (Convertible into 2% Non-Cumulative, Non-Convertible, Redeemable Preference Shares). VTL is in process of ascertaining the fair value of Unsecured Zero Coupon Compulsory Convertible Debentures and its accounting impact, if any, will be given upon such fair valuation.
  - iii. VTL has not recognised the notional guarantee income as per Ind AS 109 for corporate guarantee given to ultimate holding company. The notional guarantee income is determined with reference to the guarantee commission which a third party would have charged in an arm's length arrangement.
  - iv. During the year, VTL has incurred a net loss of Rs. 591.53 Crore resulting into accumulated losses of Rs. 7,293.79 Crore as at March 31, 2019. VTL has also stopped its International Long Distance (ILD) Business. Though VTL has huge accumulated losses, its net worth as on March 31, 2019 is positive and the management of VTL is confident of continuing its commercial operations in the National Long Distance (NLD) Business. Accordingly, the financial statements of VTL have been prepared on a going concern basis.
- h) The Department of Telecommunications (DoT) had raised demand notice to VTL for license fee, spectrum usage charges and electronic magnetic field (EMF) penalty from the financial year 2007-08 to financial year 2015-16 aggregating to Rs. 1,030.10 Crore and the same are under reconciliation. No provision has been made for the same in the consolidated financial statements.
- All the telecom operators had challenged the judgement of TDSAT on AGR matter before Hon'ble Supreme Court of India. That vide its judgement dated October 24, 2019, Hon'ble Supreme Court dismissed the telecom operators appeal in favour of DoT. Now DoT shall recalculate the demands and shall raise demands for payment of license fees based on AGR.
- i) The subsidiary Videocon Mauritius Energy Limited (VMEL) holds investments of

	<p>Rs. 1,771.95 Crore classified as unquoted investments in equity instruments - financial assets, which have been recognised at cost, and have not been carried at fair value. The financial statement for the period have not been audited. However, the auditors of VMEL for the previous year have given disclaimer of opinion as it has not been possible to estimate the financial effects of not carrying these investments at fair value.</p> <p>j) Material uncertainty relating to Going Concern: The Company and its 3 subsidiaries namely VTL, EDSL and VOVL have been referred to National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016 as amended, and there are persistent severe strains on the working capital and 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 continue to incur losses. The Company has received invocation notices of corporate guarantees given by it and also the personal guarantees of promoter directors have been invoked. Further, VOVL and its subsidiaries and the joint venture are in exploration/appraisal stage and have spent significant amounts on acquisitions, explorations and evaluation costs and have liabilities on this account. Since Corporate Insolvency Resolution Process (CIRP) is currently in progress, as per the Code, it is required that the Company be managed as going concern during CIRP. Accordingly, the consolidated financial statements are continued to be prepared on going concern basis. The Company continues the process for ascertaining the realisable value for its assets (including inventories and trade receivables) and necessary adjustments to the carrying value will be effected in due course, the impact of which is not ascertainable at this stage.</p>
	<p><b>(iii) Auditors' Comments on (i) or (ii) above:</b> In view of the above factors the impact of the qualification cannot be estimated.</p>
<b>B.</b>	<b>Emphasis of Matter: NIL</b>
	<b>a. Type of Audit Qualification :</b> Emphasis of Matter
	<b>b. Frequency of qualification:</b>
	<p><b>c. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> N.A</p>
	<b>d. For Audit Qualification(s) where the impact is not quantified by the auditor:</b>
	<p><b>(i) Management's estimation on the impact of audit qualification:</b> Nil</p>
	<p><b>(ii) If management is unable to estimate the impact, reasons for the same:</b> N.A.</p>

	<b>(iii) Auditors' Comments on (i) or (ii) above:</b> Auditors agree that no impact is expected.	
<b>III. Signatories:</b>	• CEO/Managing Director	
	• Audit Committee Chairman	
	• Chief Financial Officer	
	• Statutory Auditor	<p><b>For S. Z. DESHMUKH &amp; CO.</b> <i>Chartered Accountants</i></p>   <p>D. U. Kadam Partner Membership No. 125886</p>
	Place	Mumbai
Date	03 <sup>rd</sup> December , 2019	

# VIDEOCON INDUSTRIES LIMITED

Registered office : 14KM Stone, Aurangabad - Paithan Road,  
Village Chittegaon, Taluka Paithan, Dist. Aurangabad - 431 105  
CIN No. I99999MH1986PLC103624

## STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31ST MARCH, 2019

[Rs. in Crore]

Particulars	Year ended	
	31.03.2019	31.03.2018
	Audited	Audited
<b>1. Income</b>		
a) Revenue from Operations	911.03	3,007.56
b) Other Income	3,862.34	2,085.52
<b>Total Income</b>	<b>4,773.37</b>	<b>5,093.08</b>
<b>2. Expenses</b>		
a) Cost of Materials Consumed	877.91	2,522.32
b) Purchases of Stock-in-Trade	53.89	900.61
c) Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade	398.25	106.47
d) Excise Duty	-	73.79
e) Employee Benefits Expense	123.43	231.18
f) Finance Costs	7,885.83	4,947.95
g) Depreciation and Amortisation Expenses	531.59	830.76
h) Other Expenses	890.37	1,810.10
<b>Total Expenses</b>	<b>10,761.27</b>	<b>11,423.18</b>
<b>3. Profit/(Loss) before exceptional items and tax</b>	<b>(5,987.90)</b>	<b>(6,330.10)</b>
<b>4. Less: Exceptional Items</b>	<b>1,413.35</b>	<b>628.19</b>
<b>5. Profit/(Loss) before share of profit of associates/joint ventures and tax</b>	<b>(7,401.25)</b>	<b>(6,958.29)</b>
<b>6. Add: Share of Profit of equity accounted investees</b>	<b>(297.39)</b>	<b>(199.17)</b>
<b>7. Add: Profit on disposal/dilution of holding in subsidiaries/associates</b>	<b>74.29</b>	<b>27.41</b>
<b>8. Profit/(Loss) before tax</b>	<b>(7,624.35)</b>	<b>(7,130.05)</b>
<b>9. Tax Expense</b>		
a) Current Tax	-	0.03
b) Deferred Tax	(150.65)	(576.37)
c) (Excess)/Short provision of income tax for earlier years	-	0.01
<b>10. Net Profit/(Loss) for the year</b>	<b>(7,473.70)</b>	<b>(6,553.72)</b>
<b>11. Other Comprehensive Income/(Loss)</b>		
a) Items that will not be reclassified to profit or loss	(16.52)	(3.14)
b) Income tax relating to Items that will not be reclassified to profit or loss	(0.32)	(1.35)
c) Items that will be reclassified to profit or loss	138.43	118.61
<b>Total Other Comprehensive Income/(Loss) (Net of Tax)</b>	<b>121.59</b>	<b>114.12</b>
<b>12. Total Comprehensive Income/(Loss) for the period (10+11)</b>	<b>(7,352.11)</b>	<b>(6,439.60)</b>
<b>13. Paid-up Equity Share Capital (Face value of Rs.10/- each)</b>	<b>334.46</b>	<b>334.46</b>
<b>14. Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year</b>	<b>(11,279.04)</b>	<b>(3,952.85)</b>
<b>15. Earnings per Share (F.V. of Rs. 10/- each) (Not annualised)</b>		
a) Basic	(223.46)	(195.95)
b) Diluted	(223.46)	(195.95)

### Notes:

- a) Pursuant to an application filed before the Hon'ble National Company Law Tribunal, Mumbai (Adjudicating Authority) under Section 7 of the Insolvency and Bankruptcy Code, 2016 (IBC) against Videocon Industries Limited and its 2 subsidiaries namely Videocon Telecommunications Limited (VTL) and Electroworld Digital Solutions Limited (EDSL) (Corporate Debtors), the Adjudicating Authority had admitted the application for the initiation of the Corporate Insolvency Resolution Process (CIRP) of the Corporate Debtors vide an order dated June 06, 2018, June 11, 2018 and August 30, 2018, respectively and appointed Mr. Anuj Jain as the insolvency Resolution Professional of the Company and VTL and appointed Mr. Avil Menezes as the insolvency Resolution Professional of EDSL.



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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 Debtors along with other group companies (collectively referred to as the "Videocon Group Entities"). 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 Debtors with that of 10 other Videocon group companies namely Evans Fraser & Co. (India) Limited, Millennium Appliances India Limited, Applicomp (India) Limited, Techno Kart India Limited, Century Appliances Limited, Techno Electronics Limited, Value Industries Limited, PE Electronics Limited, CE India Limited and Sky Appliances Limited; 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 or 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 Debtors stand vested in the Resolution Professional.

- b) The subsidiary, VOVL Limited (VOVL) has been admitted under the CIRP under the Code vide order of NCLT dated November 8, 2019. The powers of its Board of Directors stand suspended as per Section 17 of the Code and such powers are being exercised by the Interim Resolution Professional (IRP) appointed by the NCLT by the said order under the provisions of the Code. As per Section 20 of the Code, the management and operations of the VOVL are being managed by IRP Mr. Rakesh Rameshwar.

In terms of Section 17 read with Section 23 of the Code, the powers of the board of directors of the Company are suspended and are being exercised by the Resolution Professional. Furthermore, the RP vested with the management of the Company and is responsible for complying with the requirements under any law for the time being in force on behalf of the Company during the corporate insolvency resolution process (CIRP) of the Company and accordingly, the Resolution Professional shall exercise the power of the board of directors based on the confirmation/ representation provided by the directors in the meeting convened by the Resolution Professional.

The Audit Committee meeting and the meeting of Directors was convened for consideration and recommendation of financial results to Resolution Professional. Accordingly, this financial results were considered and recommended by the Audit Committee to the Directors and consequently the same were considered and recommended by the Directors to the Resolution Professional for taking note of the same. This financial results have been signed by Mr. V N Dhoot, Chief Executive Officer of the Company, confirming truthfulness, fairness, accuracy and completeness of the audited consolidated financial results. Based on this confirmation by the Directors, these audited consolidated financial statements have been taken on record by the Resolution Professional on December 3, 2019 for filing with the stock exchanges.

2. According to the requirements of Schedule III of the Companies Act, 2013 Revenue from Operations for the period upto 30th June, 2017 (included in financial results for year ended 31st March, 2018) was inclusive of excise duty. Consequent to applicability of Goods and Service Tax (GST) w.e.f. 1st July, 2017, Revenue from Operations are shown net of GST in accordance with requirements of Ind AS-18 'Revenue'.
3. In respect of Auditors' qualifications in the audit report, the explanation of management is as under:
- a) The Company and its 3 subsidiaries viz. VTL, EDSL and VOVL have made investments, given advances and have trade receivables aggregating to Rs. 12,421.57 Crore in group/affiliate companies, namely Value Industries Limited, Trend Electronics Limited, KAIL Limited, Millennium Appliances India Limited, Applicomp (India) Limited, Sky Appliances Limited, Techno Electronics Limited, Century Appliances Limited, PE Electronics Limited, Techno Kart India Limited, Evans Fraser and Co. (India) Limited, CE India Limited, Planet M Retail Limited, Dome-Bell Electronics (India) Private Limited and Nippon Investments & Finance Company Private Limited which have been referred to National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016 by their lenders and subsequently been admitted into Corporate Insolvency Resolution Process (CIRP). The actual amount of loss on these investments, advances and trade receivables are not ascertainable till the completion of resolution process of these group/affiliate entities.
- b) The manufacturing activity of Glass Shell division which manufactured panels and funnels used in Colour Picture Tube of Colour Television, has been suspended from July, 2017 due to poor demand. According to management, there are indication of impairment loss. However, the Company has not assessed or reviewed the plant and machinery and other fixed assets related to the Glass Shell division for impairment. In respect of other fixed assets, management has not carried out any assessment of impairment, and the impairment loss, if any, has not been ascertained.
- c) The confirmations and reconciliation of balances of certain secured and unsecured loans, balances with banks, trade receivables, trade and other payables and loans and advances are pending. The management is in the process of obtaining confirmations and reconciliation of balances and ascertaining the impact of which is not ascertainable at present.
- d) The Company had given 40,000 equity shares of Asian Electronics Limited, 7,000 equity shares of Lumax Industries Limited and 300,000 equity shares of Man Industries (India) Limited, shown in Non-Current Investments amounting to Rs. 3.27 Crore as a security for the loans and advances taken from Nippon Investments & Finance Company Private Limited.



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## VIDEOCON INDUSTRIES LIMITED

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These shares are not held by the Company in its own name. The Company is in the process of obtaining the confirmation of the outstanding balance of loans and advances of Rs. 1.50 Crore from and the holding of shares by Nippon Investments & Finance Company Private Limited.

- e) 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 operational and financial creditors.
- f) During the year, the Company has entered into agreement in April, 2018 with Mr. Said Salehal Hinai, for sale of Middle East Appliances LLC, a subsidiary company for RO 50,000 (equivalent to Rs. 0.86 Crore). Out of which RO 25,000 (equivalent to Rs. 0.43 Crore) had been received and balance RO 25,000 (equivalent to Rs. 0.43 Crore) are not yet received. Further, as per the Foreign Exchange Management Act, 1999, the said balance of RO 25,000 (equivalent to Rs. 0.43 Crore) should have been received within 90 days. The Company is making efforts for recovering the same.
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- i) Consequent to VTL's agreement dated March 16, 2016 with Bharti Airtel Limited for trading the right to use 2x5 MHz spectrum allocated to it in the 6 circles, GSM Network Assets including Assets held for Sale of Rs. 807.77 Crore has been shown under "Current Assets" as "Disposal group-assets held for Sale". VTL is in the process of ascertaining the impairment loss, if any, on its fixed assets including capital work-in-progress. The requisite accounting effect, if any, will be given upon such ascertainment/determination.
- ii) VTL had given advances of Rs. 1,286.00 Crore to Quadrant Televentures Limited (QTL) for the proposed acquisition of indefeasible Rights of Use (IRU) the UAS License of QTL in Punjab circle, subject to regulatory approvals. The same has been converted into Unsecured Zero Coupon Compulsory Convertible Debentures of face value Rs. 1000/- each (CCD) (Convertible into 2% Non-Cumulative, Non-Convertible, Redeemable Preference Shares). VTL is in process of ascertaining the fair value of Unsecured Zero Coupon Compulsory Convertible Debentures and its accounting impact, if any, will be given upon such fair valuation.
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- h) The Department of Telecommunications (DoT) had raised demand notice to VTL for license fee, spectrum usage charges and electronic magnetic field (EMF) penalty from the financial year 2007-08 to financial year 2015-16 aggregating to Rs. 1,030.10 Crore and the same are under reconciliation. No provision has been made for the same in the consolidated financial statements.
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- j) Material uncertainty relating to Going Concern:  
The Company and its 3 subsidiaries namely VTL, EDSL and VOVL have been referred to National Company Law Tribunal under the Insolvency and Bankruptcy Code, 2016 as amended, and there are persistent severe strains on the working capital and 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 continue to incur losses. The Company has received invocation notices of corporate guarantees given by it and also the personal guarantees of promoter directors have been invoked. Further, VOVL and its subsidiaries and the joint venture are in exploration/appraisal stage and have spent significant amounts on acquisitions, explorations and evaluation costs and have liabilities on this account. Since Corporate Insolvency Resolution Process (CIRP) is currently in progress, as per the Code, it is required that the Company be managed as going concern during CIRP. Accordingly, the consolidated financial statements are continued to be prepared on going concern basis. The Company continues the process for ascertaining the realisable value for its assets (including inventories and trade receivables) and necessary adjustments to the carrying value will be effected in due course, the impact of which is not ascertainable at this stage.



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4. The Company had written off certain loans and advances aggregating to Rs. 1,413.35 Crore during the year ended March 31, 2019, and the same is shown as Exceptional Items. The said exercise for other current assets is continuing.
5. The figures of the previous year have been regrouped and reclassified to confirm to the classification of current period, wherever considered necessary.
6. The Company made an application to the 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 31st, 2019. Keeping in view, the circumstances as mentioned for extension of time for the purpose of holding Annual General Meeting, Registrar of Companies has 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 i.e., upto December 30, 2019. The said approval is still under process.
7. Segment-wise details of Consolidated Revenue, Results, Assets and Liabilities:

[Rs. in Crore]

Particulars	Year ended	
	31.03.2019	31.03.2018
	Audited	Audited
i) Segment Revenue		
a) Consumer Electronics and Home Appliances	281.30	2,322.21
b) Crude Oil and Natural Gas	628.69	527.57
c) Telecommunications	1.04	157.78
Total	911.03	3,007.56
Less: Inter Segment Revenue	-	-
Revenue from Operations	911.03	3,007.56
ii) Segment Results		
a) Consumer Electronics and Home Appliances	(3,243.72)	(3,621.52)
b) Crude Oil and Natural Gas	116.47	(9.43)
c) Telecommunications	(237.83)	(46.22)
Total Segment Profit before Finance Costs and Tax	(3,365.08)	(3,677.17)
Less:		
a) Finance Costs	7,885.83	4,947.95
b) Other Unallocable (Income)/Expenditure net of Unallocable Expenditure	(3,849.66)	(1,666.83)
Total Profit/(Loss) before share of profit of associates/joint ventures and tax	(7,401.25)	(6,958.29)
iii) Segment Assets		
a) Consumer Electronics and Home Appliances	14,185.24	16,420.05
b) Crude Oil and Natural Gas	20,225.10	18,779.39
c) Telecommunications	2,917.86	3,151.65
d) Others/Unallocable	13,116.86	11,394.82
Total Assets	50,445.06	49,745.91
iv) Segment Liabilities		
a) Consumer Electronics and Home Appliances	16,067.53	14,037.80
b) Crude Oil and Natural Gas	27,994.61	23,698.71
c) Telecommunications	3,497.65	3,140.00
d) Others/Unallocable	13,829.85	12,487.79
Total Liabilities	61,389.64	53,364.30

## Notes to Segment Information:

- i) The Company has reported Segment Information as per Indian Accounting Standard 108 'Operating Segments' (Ind AS 108). The identification of operating segments is consistent with performance assessment and resources allocation by the management. The Company has identified two reportable segments viz. Consumer Electronics and Home Appliances and Crude Oil and Natural Gas. The smaller business segments not separately reportable have been grouped under the Others segment.
- ii) Segment revenue comprises sales and operational income allocable specifically to a segment.
- iii) Other Unallocable expenditure includes expenses incurred on common services provided to segments and corporate expenses. Unallocable income primarily includes interest income, income from investments and divestment income.



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# VIDEOCON INDUSTRIES LIMITED

Registered office : 14KM Stone, Aurangabad - Paithan Road,  
Village Chittegaon, Taluka Paithan, Dist. Aurangabad - 431 105  
CIN No. I99999MH1986PLC103624


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## 8. Statement of Consolidated Assets and Liabilities as on 31st March, 2019:

Particulars	[Rs. in Crore]	
	As at 31.03.2019	As at 31.03.2018
<b>I. ASSETS</b>		
<b>1) Non-current assets</b>		
a) Property, Plant and Equipment	5,653.18	6,221.53
b) Capital work-in-progress	54.12	52.03
c) Other Intangible assets	2.94	7.84
d) Goodwill on Consolidation	1,104.53	1,105.91
e) Equity accounted investees	642.74	408.92
f) Financial Assets		
i) Investments	3,305.40	3,213.26
ii) Loans	25,896.29	22,479.29
iii) Others	0.59	19.86
g) Other non-current assets	780.99	805.23
h) Other tax assets	68.18	75.64
<b>Total non-current assets</b>	<b>37,508.96</b>	<b>34,389.51</b>
<b>2) Current assets</b>		
a) Inventories	272.48	1,409.00
b) Financial Assets		
i) Trade receivables	996.09	787.41
ii) Cash and cash equivalents	235.50	338.97
iii) Bank balances other than cash and cash equivalents	285.68	431.42
iv) Loans	10,044.18	11,215.04
v) Others	52.78	47.24
c) Other current assets	241.62	211.00
d) Disposal group assets held for sale	807.77	916.32
<b>Total current assets</b>	<b>12,936.10</b>	<b>15,356.40</b>
<b>Total Assets</b>	<b>50,445.06</b>	<b>49,745.91</b>
<b>II. EQUITY AND LIABILITIES</b>		
<b>1) Equity</b>		
a) Equity Share capital	334.46	334.46
b) Other Equity	(11,279.04)	(3,952.85)
<b>Total Equity</b>	<b>(10,944.58)</b>	<b>(3,618.39)</b>
<b>2) Non controlling interest</b>	<b>30.53</b>	<b>56.49</b>
<b>3) Non-current liabilities</b>		
a) Financial Liabilities		
i) Borrowings	2.60	169.63
b) Provisions	184.57	167.56
c) Deferred tax liabilities (Net)	138.62	277.35
d) Grant for Ozone Project	4.82	5.23
<b>Total non-current liabilities</b>	<b>330.61</b>	<b>619.77</b>
<b>4) Current liabilities</b>		
a) Financial Liabilities		
i) Borrowings	58,571.38	50,091.17
ii) Trade payables	1,377.61	1,536.90
iii) Others	976.25	870.84
b) Other current liabilities	55.71	124.87
c) Provisions	47.55	64.26
<b>Total current liabilities</b>	<b>61,028.50</b>	<b>52,688.04</b>
<b>Total Equity and Liabilities</b>	<b>50,445.06</b>	<b>49,745.91</b>

For VIDEOCON INDUSTRIES LIMITED

Place: Mumbai  
Date: December 3, 2019

  
V. N. DHOOT  
(Managing Director & CEO)