

General information about company	
Scrip code	511389
NSE Symbol	VIDEOIND
MSEI Symbol	NOTLISTED
ISIN	INE703A01011
Name of the entity	Videocon Industries Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory Textual Information(1)

Whether the listed entity has a Regular Chairperson No

Whether Chairperson is related to MD or CEO No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Venugopal Nandlal Dhoot	AANPD5594R	00092450	Executive Director	Not Applicable	CEO	30-09-1951
2	Mr	Satish Motilal Totala	AAEPT9649N	08901288	Executive Director	Not Applicable		30-06-1966
3	Mrs	Sarita Sanjay Surve	CLOPS5818M	07728829	Non-Executive - Independent Director	Not Applicable	Shareholder Director	26-09-1978
4	Mr	Sanjay Kumar Palecha	AGWPP2060k	10301038	Executive Director	Not Applicable		09-03-1970
5	Mr	Babubhai Dolatsinh Vaghela	ABAPV4994K	10301042	Executive Director	Not Applicable		12-12-1965

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	Yes	30-10-2022	29-10-2027	Mr. Venugopal N Dhoot has incurred disqualification under section 164(2) of the Companies Act, 2013 from October 30, 2022 due to the non-filing of financial statements and annual returns of the Company for the last three financial years i.e. for the financial year 2019-20, 2020-21 and 2021-22.	Inactive
2	Yes	30-10-2022	29-10-2027	Mr. Satish M Totala has incurred disqualification under section 164(2) of the Companies Act, 2013 from October 30, 2022 due to the non-filing of financial statements and annual returns of the Company for the last three financial years i.e. for the financial year 2019-20, 2020-21 and 2021-22. However, in terms of the first proviso to section 167(1)(a) of the Act, he does not vacate his office as director in the Company.	Active
3	No				Inactive
4	No				Active
5	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26 (1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26 (1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-06-2005	11-11-2016			1	0	1	0		
2	NA		05-10-2020	05-10-2022			1	0	0	0		
3	NA		11-02-2017	22-12-2017		55	0	0	0	0		
4	NA		14-09-2023				1	0	0	0		
5	NA		14-09-2023				1	0	0	0		

Text Block

Textual Information(1)

Mr. Venugopal Dhoot was selected as the Promoter Chairperson in the Board's Composition for XBRL file validation. However, the Board's powers are suspended and exercised by the RP, so Reg17 to 21 of LODR do not apply as per Reg 15 (2A) and (2B), accordingly, the Company is not required to have the Regular Chairperson and Chairperson related to Promoter on the Board.

While the tenure of Mr. Venugopal Nandlal Dhoot as Managing Director and Chairman of the Company had ended on August 31, 2020, he continues to be designated as the Chief-Executive Officer of the Company in terms of his appointment on November 16, 2016.

SEBI LODR mandates companies to disclose statutory committees' composition, including AC, NRC, SRC, and RMC. However, under CIRP, the Board's powers are suspended and exercised by the RP, which may cause a lack of adequate Board composition. Due to director resignations, the committees are currently at "Nil," but the company has retained Mrs. Sarita Surve's name to validate the Excel utility sheet of CGR, despite her resignation from the Board since June 27, 2022.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

Videocon entered into CIRP in 2018, and its resolution plan was approved in June 2021, which was challenged in January 2022, the NCLAT set aside the approval order, leading to the COC inviting fresh expressions of interest. However, Twin Star challenged the NCLAT's Final Order before the Supreme Court, which ordered the preservation of status quo until further orders/directions. The recent resignation of Mrs. Sarita Sanjay Surve as Independent, Non-Executive Director has resulted in the Statutory Committees of the Board having no members.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07728829	Sarita Sanjay Surve	Non-Executive - Independent Director	Member	22-09-2017		Textual Information(1)

Sr Text Block

Textual Information(1)

SEBI LODR mandates companies to disclose statutory committees' composition, including AC, NRC, SRC, and RMC. However, under CIRP, the Board's powers are suspended and exercised by the RP, which may cause a lack of adequate Board and Committee composition. Due to director resignations, the committees are currently at "Nil," but the company has retained Mrs. Sarita Surve's name to validate the Excel utility sheet of CGR, despite her resignation from the Board and committees since June 27, 2022.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07728829	Sarita Sanjay Surve	Non-Executive - Independent Director	Member	22-09-2017		Textual Information(1)

Sr Text Block

Textual Information(1)

SEBI LODR mandates companies to disclose statutory committees' composition, including AC, NRC, SRC, and RMC. However, under CIRP, the Board's powers are suspended and exercised by the RP, which may cause a lack of adequate Board and Committee composition. Due to director resignations, the committees are currently at "Nil," but the company has retained Mrs. Sarita Surve's name to validate the Excel utility sheet of CGR, despite her resignation from the Board and committees since June 27, 2022.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00092450	Venugopal Nandlal Dhoot	Executive Director	Member	22-09-2017		
2	07728829	Sarita Sanjay Surve	Non-Executive - Independent Director	Member	22-09-2017		Textual Information(1)

Sr Text Block

Textual Information(1)

SEBI LODR mandates companies to disclose statutory committees' composition, including AC, NRC, SRC, and RMC. However, under CIRP, the Board's powers are suspended and exercised by the RP, which may cause a lack of adequate Board and Committee composition. Due to director resignations, the committees are currently at "Nil," but the company has retained Mrs. Sarita Surve's name to validate the Excel utility sheet of CGR, despite her resignation from the Board and committees since June 27, 2022.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00092450	Venugopal Nandlal Dhoot	Executive Director	Member	22-09-2017		
2	07728829	Sarita Sanjay Surve	Non-Executive - Independent Director	Member	22-09-2017		Textual Information(1)

Sr Text Block

Textual Information(1)

SEBI LODR mandates companies to disclose statutory committees' composition, including AC, NRC, SRC, and RMC. However, under CIRP, the Board's powers are suspended and exercised by the RP, which may cause a lack of adequate Board and Committee composition. Due to director resignations, the committees are currently at "Nil," but the company has retained Mrs. Sarita Surve's name to validate the Excel utility sheet of CGR, despite her resignation from the Board and committees since June 27, 2022.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00092450	Venugopal Nandlal Dhoot	Executive Director	Member	22-09-2017		
2	07728829	Sarita Sanjay Surve	Non-Executive - Independent Director	Member	22-09-2017		Textual Information(1)

Sr Text Block

Textual Information(1)

SEBI LODR mandates companies to disclose statutory committees' composition, including AC, NRC, SRC, and RMC. However, under CIRP, the Board's powers are suspended and exercised by the RP, which may cause a lack of adequate Board and Committee composition. Due to director resignations, the committees are currently at "Nil," but the company has retained Mrs. Sarita Surve's name to validate the Excel utility sheet of CGR, despite her resignation from the Board and committees since June 27, 2022.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1	
Annexure 1	
III. Meeting of Board of Directors	
Disclosure of notes on meeting of board of directors explanatory	Textual Information(1)

Text Block

Textual Information(1)

Videocon entered into CIRP in 2018, and its resolution plan was approved in June 2021, which was challenged in January 2022, the NCLAT set aside the approval order, leading to the COC inviting fresh expressions of interest. However, Twin Star challenged the NCLAT's Final Order before the Supreme Court, which ordered the preservation of status quo until further orders/directions.

The Board's powers are suspended and the Directors are required to extend cooperation to the RP. No meetings were held for the quarter ended 30.09.2023.

Annexure 1	
IV. Meeting of Committees	
Disclosure of notes on meeting of committees explanatory	Textual Information(1)

Text Block

Textual Information(1)

Videocon entered into CIRP in 2018, and its resolution plan was approved in June 2021, which was challenged in January 2022, the NCLAT set aside the approval order, leading to the COC inviting fresh expressions of interest. However, Twin Star challenged the NCLAT's Final Order before the Supreme Court, which ordered the preservation of status quo until further orders/directions.

The Board's powers are suspended and the Directors are required to extend cooperation to the RP. No committees meetings were held for the quarter ended 30.09.2023.

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Babubhai Dolatsinh Vaghela
2	Designation	Director

Text Block	
Textual Information(1)	<p>Comment w.r.t Point No. 1 to 4, and 7:</p> <p>From the date of Stay Order i.e. July 19, 2021, the Company was once again brought under the purview of CIRP from July 19, 2021, suspending board powers and placing them with the Resolution Professional, making some SEBI (LODR) provisions inapplicable. NCLAT's January 5, 2022, order invited fresh Expression of Interest, but Honble Supreme Court's oral remarks on Feb 14, 2022, preserved the status quo. Thus, the company is managed by the Resolution Professional, and some board-related provisions and meetings are exempted. Therefore, point 1-4 and 7 are marked as "YES."</p> <p>Comment w.r.t. Point No. 5</p> <p>The provisions pertaining to Risk Management Committee in terms of LODR is not applicable to the Company. Accordingly, the same has been marked as NA.</p> <p>Comment w.r.t. Point No. 6:</p> <p>At the time of appointment, the committee members were made aware of their powers, roles and responsibilities as required under SEBI (LODR), 2015. Accordingly, the comment has been marked as "YES".</p> <p>Comment w.r.t Point No. 8</p> <p>From the date of Stay Order i.e. July 19, 2021, the Company was once again brought under the purview of CIRP from July 19, 2021, NCLAT's order on January 5, 2022, set aside the Approval Order, and fresh EoI was invited. Twin Star challenged the order in SC Appeals. The Supreme Court preserved the status quo on February 14, 2022, and currently, the Board's powers are being exercised by the Resolution Professional. The report for the quarters ended September 30, 2023 and June 30, 2023, has been taken on record by the RP. Comment 8 is marked as "YES" as "NA" is not present.</p>

Annexure III

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	NA	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	NA	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NA	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	NA	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)

The Company could not hold the Annual General Meeting for the financial year ended on March 31, 2020, March 31, 2021, March 31, 2022 and March 31, 2023, hence, the compliance status for the Regulations as quoted under Point 1 to 5 and 7 of Schedule III has been selected as Not Applicable.

Annexure III

Annexure III		
1	Name of signatory	Babubhai Dolatsinh Vaghela
2	Designation	Director

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	<p>The disclosure in terms of Annexure IV of the SEBI Circular requires the information regarding any loan advanced/guarantee/security provided with respect to the following:</p> <ol style="list-style-type: none">1. Aggregate amount during the period of 6 months (i.e, April-September 2023); and2. The balance outstanding at the end of 6 months period (which will include the previous year balances). <p>In this regard, since accurate information is currently not available with the Company in relation to pre-CIRP data, for which applications u/s 19 of IBC have already been filed against the promoters / erstwhile management, the option "Not Applicable" has been selected.</p>

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details	
Name of signatory	Babubhai Dolatsinh Vaghela
Designation of person	Director
Place	Mumbai
Date	19-01-2024

