

ANNEXURE-2

FORM NO. MGT-9

As on the financial year ended on 31st March, 2019

EXTRACT OF ANNUAL RETURN

[Pursuant to section 92(3) of Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	:	L99999MH1986PLC103624
ii.	Registration Date	:	04.09.1986
iii.	Name of the Company	:	VIDEOCON INDUSTRIES LIMITED
iv.	Category/ Sub-Category of the Company:	:	
v.	Category	:	Company Limited by Shares
vi.	Sub-Category	:	Indian Non-Government Company
vii.	Address of the Registered office and contact details	:	14 K.M. Stone, Aurangabad – Paithan Road, Village: Chittegaon, Tal: Paithan, Dist.: Aurangabad 431 105, Maharashtra, India
	Tel No.	:	+91-2431-251501/02
	E-mail id	:	secretarial@videoconmail.com
viii.	Whether listed company	:	Yes
ix.	Name, Address and Contact details of Registrar and Transfer Agent, if any:	:	
	Name	:	MCS Share Transfer Agent Limited
	Address	:	A-209, C Wing, 2nd floor Gokul Industries Estate Building, Sagbaug, Marol Co-op Industrial Area, B/H Times Square, Andheri East, Mumbai- 400059.
	Tel No	:	+91 - 22 – 28516020
	Email Id	:	mcssta.mumbai@gmail.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the Company shall be stated:

Sl.No.	Name and Description of main products/services	NIC Code of the Product/Service	% to total turnover of the Company
1	Manufacture and whole-sale and retail trade of Consumer Electronics and Home Appliances items and	264,465, 478 and 061	98.10

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

As on financial year ended on 31.03.2019

Sl. No.	Name and address of the Company	CIN/GLN	Holding/Subsidiary /Associate	% of shares held	Applicable Section
1.	Videocon Energy Limited Address: Auto Cars Compound, Adalat Road, Aurangabad 431 005	U40103MH2010PLC198876	Subsidiary	100	2(87)(ii)
2.	Prosperous Energy Private Limited Address: 171-C, 17 th Floor, Mittal Court C Wing, Nariman Point, Mumbai - 400021	U40109MH2010PTC207233	Subsidiary	100	2(87)(ii)
3.	Pipavav Energy Private Limited Address: 171-C, 17 th Floor, Plot-224 C Wing, Mittal Court, Jamnalal Bajaj Marg, Nariman Point, Mumbai City - 400021	U40102MH2007PTC171813	Subsidiary	100	2(87)(ii)
4.	Videocon JPDA 06-103 Limited Address: P O Box 309 GT, Uglan House, South Church Street, George Town, Grand Cayman	MC-156838	Subsidiary	100	2(87)(ii)
5.	Videocon Energy Brazil Limited Address: Kingston Chambers, P.O. Box 173, Road Town, Tortola British Virgin Islands	1456147	Subsidiary	100	2(87)(ii)

6.	Videocon Indonesia Nunukan Inc. Address: P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands	MC-210985	Subsidiary	100	2(87)(ii)
7.	Videocon Australia WA – 388-P Limited Address: P. O Box 309, Ugland House, Grand Cayman, KY1-1101, Cayman Islands	MC-233984	Subsidiary	100	2(87)(ii)
8.	Videocon Mauritius Energy Limited Address: 4 th Floor, Ebene Skies, Rue de L'institut, Ebene, Republic of Mauritius	C097658 C1/GBL	Subsidiary	100	2(87)(ii)
9.	Videocon Hydrocarbon Holdings Limited Address: P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands	MC-233951	Subsidiary	100	2(87)(ii)
10.	Videocon Brazil Petroleo Ltda Address: Avenida das Americas, 4200, rooms, 217B to 220B, Rio de Janeiro.	22.396.282/0001-20	Subsidiary	100	2(87)(ii)
11.	VOVL Limited (Formerly Videocon Oil Ventures Limited) Address: Auto Cars Compound, Adalat Road, Aurangabad 431 005	U11102MH2010PLC199078	Subsidiary	100	2(87)(ii)
12.	Videocon Global Limited Address: International Trust Building, P.O Box 659, Road Town, Tortola, British Virgin Islands	604927	Subsidiary	100	2(87)(ii)
13.	Videocon Electronics (Shenzhen) Limited Address: 3G, Main Building, Ruode Financial Center, Fuzhong, 3rd Road, Futian District, Shenzhen City, Guangdong Province	SWZ YSFWZZZi[2008] No. 0084	Subsidiary	100	2(87)(ii)
14.	Electroworld Digital Solutions Limited (Formerly: Videocon International Electronics Limited) Address: 171-C, 17 th Floor, Mittal Court C Wing, Nariman Point, Mumbai – 400021	U32100MH2003PLC142232	Subsidiary	100	2(87)(ii)
15.	Jumbo Techno Services Private Limited Address: 12 th Floor, Videocon Tower, Block E-1, Jandewalan Extension, New	U93000DL2007PTC166247	Subsidiary	100	2(87)(ii)

	Delhi – 110 055				
16.	Senior Consulting Private Limited Address: 12 th Floor, Videocon Tower, Block E-1, Jandewalan Extension, New Delhi – 110 055	U74900DL2007PTC166266	Subsidiary	100	2(87)(ii)
17.	Videocon Telecommunications Limited Address: R H No. 2, Pratapnagar Shahnoorwadi Road, Aurangabad – 431 001	U72900MH2007PLC204763	Subsidiary	95.63	2(87)(ii)
18.	Videocon Easypay Private Limited (Formerly: Datacom Telecommunications Private Limited) Address: C 157, Industrial Area, Phase-VII, Mohali, Rupnagar, Punjab - 160055	U67190PB2008PTC031630	Subsidiary	95.63	2(87)(ii)
Associate and Joint Ventures:					
1.	Videocon Infinity Infrastructures Private Limited Address: Sector-V, Block BP Salt Lake City, Kolkatta - 700 091, West Bengal	U45400WB2008PTC126333	Joint Venture	50	2(6)
2.	IBV Brazil Petroleo Limitada Address: AV. Das Americas, No. 4200 building 9, rooms 217B to 220B (part), Ed. Paris, Centro Empresarial Barra Shopping, State of Rio de Janeiro, Zip Code 22640-102	07.766.332/0001-20	Joint Venture	50	2(6)
3.	VISPL LLP Address: F-141, Phase 8 B, Industrial, Area Mohali PB 16005	AAL-5925	Associate	50	2(6)
4.	Radium Appliances Private Limited Address: 171-C, 17 th Floor, Mittal Court C Wing, Nariman Point, Mumbai – 400021	U74999MH2010PTC207329	Associate	26	2(6)

f) Insurance Companies	18,176,140	-	18,176,140	5.43	1,81,76,140	-	1,81,76,140	5.43	-
g) Fills	5,792,141	11,371	5,803,512	1.74	27,98,251	11,371	28,09,622	0.84	-0.90
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others(Specify)	-	-	-	-	-	-	-	-	-
Sub-Total(B)(1):-	34,183,640	25,710	34,209,350	10.23	21,970,526	25,709	21,996,235	6.58	-3.65
2. Non-Institutions									
a)Bodies Corp.									
i)Indian	29,252,355	400,590	29,652,945	8.86	25,075,246	400,569	25,475,815	7.61	-1.25
ii)Overseas	-	-	-	-	-	-	-	-	-
b)Individuals	-	-	-	-	-	-	-	-	-
i)Individual shareholders holding nominal share capital upto Rs. 2 lakh	55,767,838	1,253,166	57,021,004	17.04	66,777,079	1,222,156	67,999,235	20.33	+3.29
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	21,363,633	-	21,363,633	6.38	38,004,254	-	38,004,254	11.36	+4.98
c)Others – Overseas Depository – shares held by Custodian for GDRs*	38,834,979	-	38,834,979	11.61	38,834,979	-	38,834,979	11.61	-
1) NRI	2,089,914	3,484	2,093,398	0.62	2,424,417	3,477	2,427,894	0.73	+0.11
2) Trust/Co-operative Society/ Foundation	4,012	90	4,102	0.00	11,862	90	11,952	0.00	-
3) HUF	2,847,876	855	2,848,731	0.86	3,664,532	795	3,665,327	1.10	+0.24
Sub-Total (B)(2):-	150,160,607	1,658,185	151,818,792	45.37	174,792,369	1,627,087	176,419,456	52.75	+7.37
Total Public Shareholding (B)=(B)(1)+(B)(2)	184,344,247	1,683,895	186,028,142	55.62	196,762,895	1,652,796	198,415,691	59.32	3.72
C. Shares held by Custodian for GDRs	-	-	-	-					-

& ADRs									
Grand Total(A+B+C)	332,774,980	1,683,895	334,458,875	100.00	332,806,079	1,652,796	334,458,875	100.00	0.02

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	
1	Rajkumar Nandlal Dhoot	134,592	0.04	-	134,592	0.04	-	-
2	Pradipkumar Nandlal Dhoot	156,808	0.05	-	156,808	0.05	-	-
3	Venugopal Nandlal Dhoot	89,575	0.03	-	89,575	0.03	-	-
4	Kesharbai Nandlal Dhoot	8,210	0.00	-	8,210	0.00	-	-
5	Sushma R Dhoot	14,942	0.00	-	14,942	0.00	-	-
6	Nalinibai Pradipkumar Dhoot	14,934	0.00	-	14,934	0.00	-	-
7	Ramabai Venugopal Dhoot	14,097	0.00	-	14,097	0.00	-	-
8	Anirudha Venugopal Dhoot	8,098	0.00	-	8,098	0.00	-	-
9	Saurabh Pradipkumar Dhoot	18,088	0.01	-	18,088	0.01	-	-
10	Sushmabai Rajkumar Dhoot	50,624	0.02	-	50,624	0.02	-	-
11	Akshay Rajkumar Dhoot	54,265	0.02	-	54,265	0.02	-	-
12	Dome-Bell Electronics India Pvt. Ltd.	15,131,366	4.52	4.52	15,131,366	4.52	-	-

13	Waluj Components Pvt. Ltd.	52,884	0.02	-	52,884	0.02	-	-
14	Century Appliances Ltd.	1,093,110	0.33	0.32	1,093,110	0.33	-	-
15	Shree Dhoot Trading And Agencies Ltd	13,702,000	4.10	4.10	13,702,000	4.10	-	-
16	Electroparts (India) Pvt Ltd	4,727,346	1.41	1.32	302,346	0.09	-	-1.32
17	Force Appliances Pvt Ltd	222	0.00	0.00	222	0.00	-	-
18	KAIL Ltd	2,050,110	0.61	0.61	50,110	0.01	-	-0.60
19	Cluster Trade & Investments Pvt Ltd	45,100	0.01	-	45,100	0.01	-	-
20	Koala Holdings Pvt. Ltd	39,966	0.01	-	39,966	0.01	-	-
21	Value Industries Limited	35,411	0.01	-	35,411	0.01	-	-
22	The Invex Pvt Ltd	1,832	0.00	-	1,832	0.00	-	-
23	Greenfield Appliances Private Limited	11,687,140	3.49	3.40	11,687,140	3.49	-	-
24	TekCare India Pvt Ltd	3,186,738	0.95	0.95	3,090,377	0.92	-	-0.03
25	Synergy Appliances Private Limited	15,392,548	4.60	4.60	14,392,548	4.30	-	-0.30
26	Platinum Appliances Private Limited	7,875,288	2.35	2.35	7,803,266	2.33	-	-0.02
27	Solitaire Appliances Private Limited	4,487,496	1.34	1.33	4,458,330	1.33	-	-0.01
28	Synlene Fabrics Ltd	28,942	0.01	-	28,942	0.01	-	-
29	Tangent Electronics Pvt. Ltd.	12,222,220	3.65	3.64	10,047,220	3.00	-	-0.65

30	Trend Electronics Limited	2,906,478	0.87	0.86	2,906,478	0.87	-	-
31	Holly- Hock Investments Pvt. Ltd.	830	0.00	0.00	830	0.00	-	-
32	Videocon Realty And Infrastructures Ltd	50,019,095	14.96	14.88	49,629,095	14.84	-	-0.12
33	Evans fraser and co. (India) limited	911	0.00	0.00	911	0.00	-	-
34	Nippon Investment & Finance Co Pvt Ltd	3,102,116	0.93	0.93	902,116	0.27	-	-0.66
35	CE India Limited	4,640	0.00	0.00	4,640	0.00	-	-
36	Leo Communications Pvt. Ltd.	986	0.00	-	986	0.00	-	-
37	Roshi Appliances Pvt Ltd	71,725	0.02	-	71,725	0.02	-	-
38	Proficient Engineering Private Limited	-	-	-	-	0.00	-	-
	Total	148,430,733	44.38	43.81	136,043,184	40.68	0.00	-3.70

iii. Change in Promoter's Shareholding

Sr. No	Name of the Shareholder	Shareholding at the beginning and at the end of the year		Date-wise Increase/Decrease in Promoters Shareholding during the year		Reason	Cumulative shareholding during the year	
		No. of shares	% of total Shares of the Company	Date	Increase/ Decrease		No. of shares	% of total Shares of the Company
1	Nippon Investment And Finance Company Private Limited	3,102,116	0.93		-22,00,000	Invoked by Yes Bank	902116	0.27

2	Electroparts (India) Private Limited	4,727,346	1.41	30/09/2018	-44,25,000	Invoked by Yes Bank	302346	0.09
3	TekCare India Private Limited	3,186,738	0.95	31/12/2018	-96,361	Invoked by IFCI	3090377	0.92
4	Videocon Realty And Infrastructures Limited	50,019,095	14.96		-2,00,000	Invoked by Yes Bank	49819095	14.90
		49,819,095	14.90		-1,90,000	Invoked by IFCI	49629095	14.84
5	KAIL LIMITED	2,050,110	0.61	30/06/2018	-20,00,000	Invoked by Yes Bank	50110	0.01
6	SYNERGY APPLIANCES PRIVATE LIMITED	15,392,548	4.60	30/09/2018	-10,00,000	Invoked by Yes Bank	14392548	4.30
7	PLATINUM APPLIANCES PRIVATE LIMITED	7,875,288	2.35		-72,022	Invoked	7803266	2.33
8	SOLITAIRE APPLIANCES PRIVATE LIMITED	4,487,496	1.34		-29,166	Invoked by IFCI	4458330	1.33
9	TANGENT ELECTRONICS PVT LTD	12,222,220	3.65		-21,75,000	Invoked by Yes Bank	10047220	3.00

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No	Name of the Shareholder	Shareholding at the beginning and at the end of the year		Date-wise Increase/Decrease in Promoters Shareholding during the year (determined from the benpos information)		Reason	Cumulative shareholding during the year	
		No. of shares	% of total Shares of the Company	Date	Increase/Decrease		No. of shares	% of total Shares of the Company
1	LIFE INSURANCE CORPORATION OF INDIA	15,256,515	4.56	-	-	-	15,256,515	4.56
2	BENNETT, COLEMAN AND COMPANY LIMITED	12,284,035	3.67				12,284,035	3.67
3	GENERAL INSURANCE CORPORATION OF INDIA	2,261,559	0.68	-	-	-	2,261,559	0.68
4	INFOTEL TELECOM INFRASTRUCTURE PRIVATE LIMITED	1,858,275	0.56	-	-	-	1,858,275	0.56

5	AKTIEBOLAGET ELECTROLUX (PUBL)	15,00,000	0.45	-	-	-	15,00,000	0.45
6	Mahesh Chand Mittal	1320000	0.39	31/03/2018	1,00,000	Market Purchase	14,20,000	0.42
		1420000	0.42	30/09/2018	97,308	Market Purchase	15,17,308	0.45
		1517308	0.45	16/11/2018	10,000	Market Purchase	15,27,308	0.46
7	Manish Lakhi	10,35,439	0.31				10,35,439	0.31
8	FOLLOWELL ENGINEERING LIMITED	10,00,000	0.30				10,00,000	0.30
9	SPDR S AND P EMERGING MARKETS ETF	79375	0.02	30/06/2018	1,088	Market Purchase	80,463	0.02
		80463	0.02	30/09/2018	7,27,695	Market Purchase	8,08,158	0.24
		808158	0.24	16/11/2018	1,23,790	Market Purchase	9,31,948	0.28
10	KARVY STOCK BROKING LIMITED	9511	0.00	30/06/2018	89,921	Market Purchase	99,432	0.03
		99432	0.03	30/09/2018	4,46,766	Market Purchase	5,46,198	0.16
		546198	0.16	16/11/2018	4,71,031	Market Purchase	10,17,229	0.30
		1017229	0.30	12/10/2018	-195	Market Sale	10,17,034	0.30
		1017034	0.30	31/12/2018	-1,303	Market Sale	10,15,731	0.30
		1015731	0.30	31/03/2019	-87,915	Market Sale	9,27,816	0.28

v. **Shareholding of Directors and Key Managerial Personnel:**

Sr. No	Name of the Shareholder	Shareholding at the beginning and at the end of the year		Date-wise Increase/Decrease in Promoters Shareholding during the year		Reason	Cumulative shareholding during the year	
		No. of shares	% of total Shares of the Company	Date	Increase/Decrease		No. of shares	% of total Shares of the Company
1	Venugopal Dhoot	89,575	0.03	-	-	-	89,575	0.03
None of the other KMPs holds any shares in the Company.								

V. **Indebtedness**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
I. Principal Amount	200,338.30	9,250.00	-	209,588.30
ii. Interest due but not paid	31,247.86	1,615.05		32,862.91
iii. Interest accrued but not due	2,692.40	143.03	-	2,835.43
Total (i+ii+iii)	234,278.56	11,008.08	-	245,286.64
Change in indebtedness during the financial year				
• Addition	39,311.74	1,835.58	-	41,147.32
• Reduction	446.93	-	-	446.93
Net Change	38,864.81	1,835.58		40,700.39
Indebtedness at the end of the financial year				
i. Principal Amount	201,457.93	9,250.00	-	210,707.93
ii. Interest due but not paid	71,570.88	3,593.66		75,164.54
iii. Interest accrued but not due	114.56	-	-	114.56
Total (i+ii+iii)	273,143.37	12,843.66	-	285,987.03

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Director and/or Manager :

Sl. No.	Particulars of Remuneration	Managing Director Mr. Venugopal N. Dhoot	Total Amount
1	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act,1961	-	-
	(c) Profits in lieu of salary u/s 17(3) Income-tax Act,1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission -as % of profit -others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	---	---

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors			Total Amount
		Mr. Subhash S. Dayama	Mrs. Sarita Surve	Mr. Sanjiv Kumar Sachdev (Nominee Director – IDBI Bank Ltd) (upto 19.09.2018)	
1.	Independent Directors				
	-Fee for attending board/committee meetings	-	-	-	-
	- Commission				
	-Others, please specify				
	Total(1)	-		-	-
2.	Other Non-Executive Directors				
	-Fee for attending board/committee meetings		-	-	-
	- Commission				

(Rs. in Millions)

	-Others, please specify			
	Total(2)	-	-	-
	Total=(1+2)	-	-	-
	Total Managerial Remuneration	-	-	-
	Overall Ceiling as per the Act	-	-	-

C. Remuneration to key managerial personnel other than MD/ MANAGER/ WTD

(Rs. in Millions)

Sl.No.	Particulars of Remuneration	Key Managerial Personnel			
		Company Secretary Mr. Mandar C. Joshi (upto13.08.2018)	Company Secretary Mr. Kaustubha Sahasrabudhe (upto 15.03.2019)	Chief Financial Officer Mr. Ashutosh Gune (upto 23.05.2018)	Total
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income-taxAct,1961 (b) Value of perquisites u/s 17(2) Income-tax Act,1961 (c) Profits in lieu of salary u/s 17(3) Income-tax Act,1961	0.367	1.172	0.343	1.882
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission -as % of profit -others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	0.367	1.172	0.343	1.882

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NIL

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal made, if any (give details)
A. COMPANY					

Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-