

**VALUE INDUSTRIES LIMITED**  
(Formerly Known as Videocon Appliances Limited)



May 30, 2012

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

Dear Sir,

**Sub.: Passing of Resolution(s) by voting through Postal Ballot.**

We refer to the provisions of Listing Agreement and wish to inform you that the Company has received Postal Ballot Scrutiny Report from Mr. Sharad B. Palod, Advocate, Scrutinizer appointed for conducting the Postal Ballot and Voting through Postal Ballot confirming that all the following resolutions have duly been assented with the requisite majority as per the requirements of the provisions of the Companies Act, 1956:

1. To alter the Main Object Clause No III A (1) "MAIN OBJECT TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION" of the Memorandum of Association of the Company by inserting the words "refrigerators, air conditioners, mobile tablets, mobile phones", by passing a Special Resolution in terms of the provisions of Section 17 of the Companies Act, 1956;
2. To alter Clause No III (B) 18 of the Memorandum of Association of the Company by substitution of the same with new Clause 18, in the manner provided in the Resolution, to make the investment clause more elaborative and specific, by passing a Special Resolution in terms of the provisions of Section 17 of the Companies Act, 1956;
3. To alter Clause III (B) 19 of the Memorandum of Association of the Company by substitution of the same with new Clause 19, in the manner provided in the Resolution, to explicitly provide the authority to extend guarantee or security in connection with various types of obligations whether monetary, non-monetary, financial or otherwise or on account of performance obligations, by passing a Special Resolution in terms of the provisions of Section 17 of the Companies Act, 1956;
4. To amend Articles of Association of the Company by substituting the existing set of regulations No. 1 to 187 (both inclusive) with new set of regulations No. 1 to 199 (both inclusive), in the manner provided in the Resolution, by passing a Special Resolution in terms of the provisions of Section 31 of the Companies Act, 1956;
5. To authorize the Board of Directors of the Company to borrow money/moneys upto an

**VALUE INDUSTRIES LIMITED**  
(Formerly Known as Videocon Appliances Limited)



amount not exceeding Rs. 30,000 Crores (Rupees Thirty Thousand Crores Only), by passing an Ordinary Resolution in terms of the provisions of sub-clause (d) of sub-section (1) of Section 293 of the Companies Act, 1956;

6. To authorize the Board of Directors of the Company to sell, lease, mortgage, or otherwise dispose off the whole or substantially the whole of undertaking of a Company upto an amount not exceeding Rs. 30,000 Crores (Rupees Thirty Thousand Crores Only), by passing an Ordinary Resolution in terms of the provisions of sub-clause (a) of sub-section (1) of Section 293 of the Companies Act, 1956;
7. To authorize the Board of Directors of the Company to make investments, extend guarantee, provide security, make inter-corporate loans upto an amount not exceeding Rs. 30,000 Crores (Rupees Thirty Thousand Crores Only), by passing a Special Resolution in terms of the provisions of Section 372A of the Companies Act, 1956;

The Board of Directors of the Company have taken on record the Postal Ballot Scrutiny Report and declared that the aforesaid resolutions have duly been passed.

We kindly request you to take the same on record.

Thanking you,

Yours truly,  
For **VALUE INDUSTRIES LIMITED**

  
**AMRUTA KARKARE**  
**COMPANY SECRETARY**