

Universus Photo Imagings Limited

(Formerly known as JINDAL PHOTO IMAGING LIMITED)

CIN: L22222UP2011PLC103611

Corp. Off.: Plot No. 87, Sector-32, Institutional Area, Gurugram Haryana -122001.

Tel: 91-0124-6925100 Website: www.universusphotoimagings.com

UPIL/DE-PT/SE/2024-25

Date: 02nd September 2024

To,
The Manager Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

To,
The Manager Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai - 400 001

**Sub: Outcome of Meeting of the Board of Directors under Regulation 30 and 33 of SEBI
(Listing Obligation and Disclosure Requirements) Regulations, 2015**

(Scrip Code: BSE: 542933 and NSE: UNIVPHOTO)

Dear Sir/ Madam,

Pursuant to the provisions of the SEBI (LODR) Regulations, 2015, this is to inform you that the Board of Directors of the Company at its Meeting held on September 02, 2024, has inter-alia considered and approved the followings:

1. To convene the 13th Annual General Meeting ("AGM") of the Members of the Company will be held on Monday, September 30, 2024, at 11:30 a.m. (IST) at Hotel Natraj, Kala Aam, Delhi Rd, Civil Lines, Bulandshahr, Uttar Pradesh 203001.
2. The Company has fixed Monday, September 23, 2024 as the "Cut-off Date" for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the AGM and to attend the AGM. The Register of Members and Share Transfer Books shall remain closed from 23rd September, 2024 to 30th September, 2024(both days inclusive) in connection with ensuing AGM of the Company.
3. **Approval for re-appointment of Mrs. Sonal Agarwal (DIN: 08212478) as an Independent Director of the company in her second term:**

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we would like to inform you that based on the recommendation of Nomination and Remuneration Committee, the Board of Directors through resolution dated 02nd September 2024 have approved to recommend to the members for their approval, the re-appointment of Mrs. Sonal Agarwal (DIN: 08212478) as an Independent Director of the Company for a second term of 5 (five) years which would be effective from 11th December 2024 till 10th December 2029 (both days inclusive). Disclosures as required is enclosed as **Annexure-I**.

4. **Approval for re-appointment of Mr. Shailendra Sinha (DIN: 08649186) as a Managing Director of the company in his second term:**

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we would like to inform you that based on the recommendation of Nomination and Remuneration Committee, the Board of Directors through resolution dated 02nd September 2024 have approved to recommend to the members for their approval, the re-appointment of Mr. Shailendra Sinha (DIN: 08649186) as a Managing

Regd. Office: 19th K.M Hapur Bulandshahr Road, P.O Gulaothi, Distt. Bulandshar (UP).245408

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Director of the Company for a second term of 5 (five) years which would be effective from 25th December 2024 till 24th December 2029 (both days inclusive). Disclosures as required is enclosed as **Annexure-II**.

5. Appointment of Internal Auditors

Pursuant to the recommendations of the Audit Committee and as per the provisions of Section 138 of the Companies Act, 2013 and Rules made thereunder, the Board has approved the appointment of Mr. Suresh Kumar, Company Secretary, as an Internal Auditors of the Company for the financial year 2024-25. Brief particulars of Mr. Suresh Kumar as per Regulation 30(2) & Part A of Schedule III of SEBI (LODR) Regulations, 2015 are enclosed herewith as **Annexure – III**.

The meeting commenced at 10:30 A.M and concluded at 12:30 P.M

Please take the same on your record and acknowledge the receipt of the same.

Yours Sincerely,

For **Universus Photo Imagings Limited**

Suresh Kumar
Company Secretary
ACS: 41503

Encl.: A/a

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Annexure-I

The details of information pursuant to the provisions of Regulation 30 of the SEBI (LODR) Regulation, 2015 read with SEBI Circular dated July 13, 2023 concerning the re-appointment of Mrs. Sonal Agarwal.

Sr. No.	Particulars	Mrs. Sonal Agarwal
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment of Mrs. Sonal Agarwal as Non-Executive Independent Director of the Company.
2.	Date and Term of Appointment	Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors through resolution dated 02 nd September 2024 have approved to recommend to the members for their approval, the re-appointment of Mrs. Sonal Agarwal (DIN: 08212478) as an Independent Director of the Company for a second term of 5 (five) years which would be effective from 11th December 2024 till 10th December 2029 (both days inclusive). Only payment of sitting fees for attending the meeting of the board and committee thereof.
3.	Brief profile	<p>Mrs. Sonal Agarwal is a highly accomplished finance professional with over 21 years of experience in accounting, finance, and strategy. As a Chartered Accountant (CA), she has honed her expertise in financial management, Controllership, risk assessment, and compliance. Throughout her career, Mrs. Sonal has held leadership positions in various companies, where she has demonstrated exceptional skills and knowledge in the field.</p> <p>She serves on the board of several listed and unlisted companies, where her analytical powers, strategic thinking skills, and decision-making abilities make her an asset to the Company. Mrs. Sonal brings her extensive experience in corporate governance to these boards, contributing to effective decision-making and ensuring compliance with regulations. It is worth mentioning that Mrs. Sonal has served one term with Universus Photo Imagings Limited, further solidifying her reputation as a trusted and experienced professional in the finance and corporate governance domains.</p>
4.	Disclosure of Relationships between Directors	Mrs. Sonal Agarwal is not related to any of the Directors of the Company

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Annexure-II

The details of information pursuant to the provisions of Regulation 30 of the SEBI (LODR) Regulation, 2015 read with SEBI Circular dated July 13, 2023 concerning the re-appointment of Mr. Shailendra Sinha.

Sr. No.	Particulars	Mr. Shailendra Sinha
1.	Reason for change viz. Re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Shailendra Sinha as Managing Director of the Company.
2.	Date and Term of Appointment	Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors through resolution dated 02 nd September, 2024 have approved to recommend to the members for their approval, the re-appointment of Mr. Shailendra Sinha (DIN: 08649186) as a Managing Director of the Company for a second term of 5 (five) years which would be effective from 25 th December 2024 till 24 th December 2029 (both days inclusive). On payment of sitting fees only and no other remuneration is payable and whose office is liable to retire by rotation.
3.	Brief profile	<p>Mr. Shailendra Sinha, aged about 57 years is an M.SC in Organic Chemical has Versatile high energy Professional with an experience of nearly 25 years in Sales & Marketing, Business Development, Man Power Management and Client Relationship Management in Medical Business.</p> <p>He is Proficient in managing business operations and expertise in managing business development, identifying & developing new markets, lead generation, Client Retention, achieving targets for pharmaceutical products and other management fields.</p>
4.	Disclosure of Relationships between Directors	Mr. Shailendra Sinha is not related to any of the Directors of the Company

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Annexure - III

Appointment of Internal Auditors of the Company

S. No.	Details of the Events to be provided	Mr. Suresh Kumar
1.	Reason of Change Viz. appointment, resignation, removal, death or otherwise	Appointment for financial year 2024-25
2.	Date of Appointment or change	02 nd September, 2024
3.	Brief Profile (in case of appointment)	Mr. Suresh Kumar aged about 44 years is B. Com (Hons.), Company Secretary & L.L.B and having high energy Professional with an experience of nearly 9 Years in Secretarial matters.
4.	Disclosure of relationship between director (in case of appointment of Director)	NA