

CONSOLIDATED PHOTO & FINVEST LIMITED

Regd. Office: 16B, Shakespeare Sarani, 2nd Floor, Kolkata – 700071
Corp Office: Plot No. 12, Local Shopping Complex, Sector B-1, Vasant Kunj, New Delhi - 110070
Tel.: 91-11- 40322100; E-mail: corporate_sectt@Jindalgroup.com;
CIN: U65993WB1996PLC243606

Ref: CPFL/Sectt/March – 21/ 457

Dated: 22nd March, 2021

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C-1
Block – G, Bandra-Kurla Complex
Bandra (East),
Mumbai –400 051.
takeover@nse.co.in

The Deptt of Corporate Services
The BSE Ltd
25, PJ Towers, Dalal Street
Mumbai – 400001.

corp.relations@bseindia.com
corp.compliance@bseindia.com

Company Secretary
Universus Photo Imagings Limited
Plot No.12, Sector B-1,
Local Shopping Complex, Vasankunj,
New Delhi – 110 070
cs_uphoto@universusphotoimagings.com

Sub: Disclosure under Regulation 29 (1) and (2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Ref: Universus Photo Imagings Limited, Scrip Code- 542933/UNIVPHOTO

Dear Sir(s),

With reference to captioned subject, please find enclosed herewith disclosure under Regulation 29(1) and 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition of 38,98,852 equity shares of Universus Photo Imagings Limited (UPIL), representing 35.62% shareholding of UPIL, from the following Promoter Companies, pursuant to interse transfer of shares among promoters of UPIL.

S. No.	Name of the Promoter Company	No. of Shares acquired
1	Jindal Photo Investments Limited	2873852
2	Soyuz Trading Co. Ltd.	525000
3	Rishi Trading Co. Ltd.	500000
Total		3898852

This is for your information and records.

Yours truly,
For Consolidated Photo & Finvest Limited (Promoter)


Iti Goyal
Company Secretary
M. No. 31807

Date: 22/03/2021
Place: New Delhi

Encl: as above

Part A – Details of the Acquisition

Name of the Target Company (TC)	Universus Photo Imagings Limited, Scrip Code- 542933/UNIVPHOTO		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Consolidated Photo & Finvest Ltd. Persons Acting in Concert (PAC) <ol style="list-style-type: none"> 1. Consolidated Finvest and Holdings Ltd. 2. Jindal Photo Investments Limited 3. Soyuz Trading Co Ltd 4. Rishi Trading Co Ltd 5. Bhavesh Trust 6. Aakriti Trust 7. SSJ Trust 8. Ms. Aakriti Ankit Agarwal 9. Mr. Bhavesh Jindal 10. Mr. Shyam Sunder Jindal 		
Whether the acquirer/seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(i) National Stock Exchange of India Limited (NSE). ii) BSE Limited (BSE).		
Details of the acquisition/ sale as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/sale under consideration, holding of acquirer/seller along with PACs of :			
a) Shares carrying voting rights (Equity Shares)			
Acquirer: Consolidated Photo & Finvest Ltd.	2,05,822	1.88	1.88
Persons Acting in Concert (PAC)			
1. Consolidated Finvest & Holdings Ltd	391018	3.58	3.58
2. Bhavesh Trust	29750	0.27	0.27
3. SSJ Trust	302239	2.76	2.76
4. Bhavesh Jindal	250	0.00	0.00
5. Aakriti Ankit Agarwal	-	0.00	0.00
6. Aakriti Trust	-	0.00	0.00
7. Shyam Sunder Jindal	-	0.00	0.00
8. Jindal Photo Investments Limited	2873852	26.26	26.26
9. Soyuz Trading Company Limited	3051336	27.87	27.87
10. Rishi Trading Company Limited	1306004	11.93	11.93
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)			

<p>e) Voting rights (VR) otherwise than by equity shares.</p> <p>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</p> <p>e) Total (a+b+c)</p>	81,60,271	74.55	74.55
Details of Acquisition/Sale			
<p>a) Shares carrying voting rights acquired (Equity shares)</p> <p>Consolidated Photo & Finvest Limited</p>	38,98,852	35.62	35.62
b) VRs acquired /sold otherwise than by shares			
c) Warrants/convertible securities or any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired.			
d) Shares in the nature of encumbrance (pledge)/lien/non-disposal undertaking/others)			
e) Total (a+b+c+d)	38,98,852	35.62	35.62
After the acquisition/sale, holding of acquirer/seller along with PACs of :			
a) Shares carrying voting rights (Equity Shares)			
Acquirer: Consolidated Photo & Finvest Limited	41,04,674	37.50	37.50
Persons Acting in Concert (PAC)			
1. Consolidated Finvest & Holdings Ltd	391018	3.57	3.57
2. Bhavesh Trust	29750	0.27	0.27
3. SSJ Trust	302239	2.76	2.76
4. Bhavesh Jindal	250	0.00	0.00
5. Aakriti Ankit Agarwal	-	0.00	0.00
6. Aakriti Trust	-	0.00	0.00
7. Shyam Sunder Jindal	-	0.00	0.00
8. Jindal Photo Investments Limited	Nil	0.00	0.00
9. Soyuz Trading Company Limited	2526336	23.08	23.08
10. Rishi Trading Company Limited	806004	7.36	7.36
b) VRs otherwise than by equity shares.			
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			

d) Shares in the nature of encumbrance (pledge)/ lien/non-disposal undertaking /others)			
e) Total (a+b+c+d)	81,60,271	74.55	74.55
Mode of acquisition/Sale (e.g. open market / off- market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance etc).	Off market interse transfer between promoter group		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Equity Shares		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	19 th March, 2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,09,46,604 Equity Shares of Rs. 10 each.		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,09,46,604 Equity Shares of Rs. 10 each.		
Total diluted share/voting capital of the TC after the said acquisition/sale	1,09,46,604 Equity Shares of Rs. 10 each.		

For Consolidated Photo & Finvest Limited (Promoter)



Date: 22/03/2021

Place: New Delhi

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A – Details of the Acquisition

Name of the Target Company (TC)	Universus Photo Imagings Limited, Scrip Code- 542933/UNIVPHOTO		
Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer	Acquirer: Consolidated Photo & Finvest Ltd. <u>Persons Acting in Concert (PAC)</u> 11. Consolidated Finvest and Holdings Ltd. 12. Jindal Photo Investments Limited 13. Soyuz Trading Co Ltd 14. Rishi Trading Co Ltd 15. Bhavesh Trust 16. Aakriti Trust 17. SSJ Trust 18. Ms. Aakriti Ankit Agarwal 19. Mr. Bhavesh Jindal 20. Mr. Shyam Sunder Jindal		
Whether the acquirer/seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	(ii) National Stock Exchange of India Limited (NSE). ii) BSE Limited (BSE).		
Details of the acquisition/-sale as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/sale under consideration, holding of acquirer/seller along with PACs of :			
f) Shares carrying voting rights (Equity Shares)			
Acquirer: Consolidated Photo & Finvest Ltd.	2,05,822	1.88	1.88
Persons Acting in Concert (PAC)			
11. Consolidated Finvest & Holdings Ltd	391018	3.58	3.58
12. Bhavesh Trust	29750	0.27	0.27
13. SSJ Trust	302239	2.76	2.76
14. Bhavesh Jindal	250	0.00	0.00
15. Aakriti Ankit Agarwal	-	0.00	0.00
16. Aakriti Trust	-	0.00	0.00
17. Shyam Sunder Jindal	-	0.00	0.00
18. Jindal Photo Investments Limited	2873852	26.26	26.26
19. Soyuz Trading Company Limited	3051336	27.87	27.87
20. Rishi Trading Company Limited	1306004	11.93	11.93

<p>g) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)</p> <p>h) Voting rights (VR) otherwise than by equity shares.</p> <p>i) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)</p> <p>j) Total (a+b+c)</p>	81,60,271	74.55	74.55
Details of Acquisition/Sale			
<p>f) Shares carrying voting rights acquired (Equity shares)</p> <p>Consolidated Photo & Finvest Limited</p>	38,98,852	35.62	35.62
<p>g) VRs acquired /sold otherwise than by shares</p> <p>h) Warrants/convertible securities or any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired.</p> <p>i) Shares in the nature of encumbrance (pledge)/lien/non-disposal undertaking/others)</p> <p>j) Total (a+b+c+d)</p>	38,98,852	35.62	35.62
After the acquisition/sale, holding of acquirer/seller along with PACs of :			
<p>f) Shares carrying voting rights (Equity Shares)</p> <p>Acquirer: Consolidated Photo & Finvest Limited</p> <p>Persons Acting in Concert (PAC)</p> <p>11. Consolidated Finvest & Holdings Ltd</p> <p>12. Bhavesh Trust</p> <p>13. SSJ Trust</p> <p>14. Bhavesh Jindal</p> <p>15. Aakriti Ankit Agarwal</p> <p>16. Aakriti Trust</p> <p>17. Shyam Sunder Jindal</p> <p>18. Jindal Photo Investments Limited</p> <p>19. Soyuz Trading Company Limited</p> <p>20. Rishi Trading Company Limited</p>	<p>41,04,674</p> <p>391018</p> <p>29750</p> <p>302239</p> <p>250</p> <p>-</p> <p>-</p> <p>-</p> <p>Nil</p> <p>2526336</p> <p>806004</p>	<p>37.50</p> <p>3.57</p> <p>0.27</p> <p>2.76</p> <p>0.00</p> <p>0.00</p> <p>0.00</p> <p>0.00</p> <p>0.00</p> <p>23.08</p> <p>7.36</p>	<p>37.50</p> <p>3.57</p> <p>0.27</p> <p>2.76</p> <p>0.00</p> <p>0.00</p> <p>0.00</p> <p>0.00</p> <p>23.08</p> <p>7.36</p>
<p>g) VRs otherwise than by equity shares.</p> <p>h) Warrants/ convertible, securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition</p>			

i) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking /others)			
j) Total (a+b+c+d)	81,60,271	74.55	74.55
Mode of acquisition/Sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance etc).	Off market interse transfer between promoter group		
Date of acquisition/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	19 th March, 2021		
Equity share capital / total voting capital of the TC before the said acquisition / sale	1,09,46,604 Equity Shares of Rs. 10 each.		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,09,46,604 Equity Shares of Rs. 10 each.		
Total diluted share/voting capital of the TC after the said acquisition/sale	1,09,46,604 Equity Shares of Rs. 10 each.		

For Consolidated Photo & Finvest Limited (Promoter)



Itri Goyal
Company Secretary
M. No. 31807

Date: 22/03/2021

Place: New Delhi