

Universus Photo Imagings Limited

(Formally known as JINDAL PHOTO IMAGING LIMITED)

CIN: L22222UP2011PLC103611

Corp. Off.: Plot No. 12 , Sector-B-1, Local Shopping Complex , Vasant Kunj, New Delhi-110070.

Tel: 91-11-40322100 Fax: 91-11-40322129

Website: www.universusphotoimagings.com, E-mail: cs_uphoto@universusphotoimagings.com

Date: 19th March 2021

UPIL/DE-PT/SE/2020-21

The Manager, Listing
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex
Bandra (E)
MUMBAI - 400 051
surveillance@nse.co.in
Scrip Code: **NSE: UNIVPHOTO**

The Manager Listing
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400 001
bse.surv@bseindia.com
Scrip Code: **BSE: 542933**

Dear Sir/Madam,

Subject: Voting Results of Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Scrutinizer's Report

Ref: Our letter dated October 31, 2020 intimating Board approval for the reclassification request received from **Mrs. Aakriti Ankit Agarwal and M/s. Aakriti Trust** seeking reclassification from 'Promoter Group' to 'Public Category'.

Further, with reference to our letter dated February 15, 2021 enclosing the Postal Ballot Notice along with the Explanatory Statement seeking the consent of the Members for said reclassification, we would like to inform you that the aforesaid ordinary resolution has been passed by the Members of the Company by requisite majority. Please find enclosed herewith voting results along with Scrutinizer's Report.

The resolution is deemed as passed on the last date of the e-voting, i.e., **Wednesday, March 17, 2021**.

Kindly bring it to the notice of all concerned.

Thanking you,

Yours Sincerely,

For **UNIVERSUS PHOTO IMAGINGS LIMITED**

Suresh Kumar

SURESH KUMAR
COMPANY SECRETARY
ACS 41503
Encl. A/a



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

[Home](#)[Validate](#)[Import XML](#)

General information about company

| | |
|---|------------------------------|
| Scrip code | 542933 |
| NSE Symbol | UNIVPHOTO |
| MSEI Symbol | NA |
| ISIN | INE03V001013 |
| Name of the company | Universus Photo Imagings Ltd |
| Type of meeting | Postal Ballot |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 17-03-2021 |
| Start time of the meeting | |
| End time of the meeting | |

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Scrutinizer Details

| | |
|---|--------------------|
| Name of the Scrutinizer | Mr. Deepak Kukreja |
| Firms Name | DMK & Associates |
| Qualification | CS |
| Membership Number | FCS 4140 |
| Date of Board Meeting in which appointed | 09-02-2021 |
| Date of Issuance of Report to the company | 18-03-2021 |

[Prev](#)[Next](#)

Home

Validate

| Voting results | |
|---|---------------------------|
| Record date | 12-02-2021 |
| Total number of shareholders on record date | 35475 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group b) Public | |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group b) Public | |
| No. of resolution passed in the meeting | 1 |
| Disclosure of notes on voting results | Add Notes |

Prev



Home

Validate

| Resolution (1) | | | | | | | | |
|---|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered | | | | Ordinary No Approval for reclassification of Mrs. Aakriti Ankit Aggarwal and Aakriti Trust from "Promoter and Promoter Group" category to "Public" category | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | | 7828032 | 95.9286 | 7828032 | 0 | 100.0000 | 0.0000 |
| | Poll | 8160271 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 8160271 | 7828032 | 95.9286 | 7828032 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | 240 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 240 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | | 502 | 0.0180 | 411 | 91 | 81.8725 | 18.1275 |
| | Poll | 2786093 | | | | | | |
| | Postal Ballot (if applicable) | | | | | | | |
| | Total | 2786093 | 502 | 0.0180 | 411 | 91 | 81.8725 | 18.1275 |
| Total | | 10946604 | 7828534 | 71.5156 | 7828443 | 91 | 99.9988 | 0.0012 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|-----------------------------|--------------|
| Category | No. of Votes |
| Promoter and Promoter Group | |
| Public Insitutions | |
| Public - Non Insitutions | |



To,
The Chairman
M/S Universus Photo Imagings Limited
19th K.M., Hapur - Bulandshahr Road,
P.O. - Gulaothi, Distt - Bulandshahr - 203408,
Uttar Pradesh

SUB: SCRUTINIZER REPORT ON RESULT OF POSTAL BALLOT NOTICE

Dear Sir,

The Board of Directors of M/s Universus Photo Imagings Limited ("the Company") at its meeting held on Tuesday, February 9, 2021 has appointed us as Scrutinizer pursuant to section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with SEBI circular no. CIR/CFD/CMD/16/2015 dated November 30, 2015, to conduct the Postal Ballot process and Electronic voting (i.e. e-voting) in a fair and transparent manner with respect to the resolutions proposed for approval from members through postal ballot notice dated February 9, 2021 relating to:

1. Approval for reclassification of Mrs. Aakriti Ankit Agarwal and M/s. Aakriti Trust from "Promoter and Promoter Group" category to "Public" category

WE SUBMIT OUR REPORT AS UNDER:

1. The Company has sent Postal Ballot Notice electronically to all those Members whose name appeared on the Register of Members/List of Beneficiaries and whose e-mail id(s) were registered with the Company and/or their depositories as on cut-off date i.e. February 12, 2021.
2. In view of the current extraordinary circumstances and on account of threat posed by COVID-19 pandemic situation and in accordance with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred " the MCA circulars"), the Company has sent the Postal Ballot Notice in **electronic form only** and no physical copy of Postal Ballot Notice, Postal Ballot form and pre-paid business reply envelope has been sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through e-voting system only.
3. In compliance to provisions of Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-Voting facility to all its Shareholders (including companies /FIs/FIIs etc.) to enable them to cast their votes electronically. The E-voting started on Tuesday, February 16, 2021 at 9:00 A.M.(IST) and ended on Wednesday, March 17, 2021 at 5:00 P.M (IST).



4. The Company has engaged M/s. KFin Technologies Private Limited (KTPL) as the service provider, for extending the facility of e-voting to all the Members of the Company.
5. We have monitored the process of e-voting through the scrutinizer's secured link provided by KTPL through its designated website.
6. The e-voting was unblocked by us immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and we have downloaded the E-voting report from the website of KTPL in respect of members, who voted through e-voting.
7. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder including MCA circulars; and (ii) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to postal ballot and voting by electronic means.
8. Our responsibility as Scrutinizer for e-voting process is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KTPL.
9. The total paid up shares capital of the Company as on cut-off date was Rs. 10,94,66,040/- divided into 1,09,46,604 equity shares of Rs. 10/- each.
10. After our scrutiny, the summary of E-voting is given below: -

| S. No. | Particulars | No. of Members voted in Physical postal ballot forms | No. of votes Cast (Shares)- Physical Ballot forms | No. of Members voted in E-voting | No. of votes Cast E Voting |
|-------------------------|----------------------|--|---|----------------------------------|----------------------------|
| Resolution No. 1 | | | | | |
| 1. | Total Votes received | NA | NA | 48 | 7828571 |
| 2. | Less: invalid votes | NA | NA | 0 | 0 |
| 3. | Net valid votes | NA | NA | 48 | 7828571 |
| 4. | With Assent | NA | NA | 41 | 7828443 |
| 5. | With dissent | NA | NA | 6 | 91 |
| 6. | Abstain | NA | NA | 1 | 37 |



Based on above the result is as under

2. RESOLUTION NO. 1: APPROVAL FOR RECLASSIFICATION OF MRS. AAKRITI ANKIT AGARWAL AND M/s. AAKRITI TRUST FROM “PROMOTER AND PROMOTER GROUP” CATEGORY TO “PUBLIC” CATEGORY- ORDINARY RESOLUTION.

(I) VOTED IN FAVOUR THE RESOLUTION:

| No. of Members voted through E-voting | Total no. of votes cast through E-voting | % of total number of valid votes cast |
|---------------------------------------|--|---------------------------------------|
| 41 | 7828443 | 99.9988 |

(II) VOTED AGAINST THE RESOLUTION:

| No. of Members voted through E-voting | Total no. of votes cast through E-voting | % of total number of valid votes cast |
|---------------------------------------|--|---------------------------------------|
| 06 | 91 | 0.0012 |

(III) INVALID VOTES OF THE RESOLUTION:

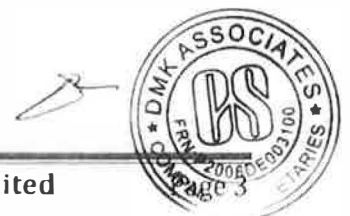
| No. of Members voted in E-voting | No. of votes Cast through E-Voting |
|----------------------------------|------------------------------------|
| 0 | 0 |

(IV) ABSTAINED VOTES:

| Number of Members who abstained from voting | No. of abstained votes |
|---|------------------------|
| 01 | 37 |

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the resolution with regard to Item no. 1 as set out in the Notice of Postal ballot and E voting is passed in favour of the resolution as Ordinary Resolution.



11. The electronic data and other relevant records relating to e-voting are under our safe custody until the chairman considers, approves and sign the minutes and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.
12. You may accordingly declare the result of the e-voting of Postal Ballot Process.

Thanking you

Yours Sincerely
**For DMK ASSOCIATES
COMPANY SECRETARY**



DEEPAK KUKREJA

Partner

B.Com., FCS, LL.B., ACIS (UK), IP.

FCS No: 4140

CP No: 8265

UDIN: F004140B004100421

Place : New Delhi

Date : 18.03.2021



Signed By:

Suresh Kumar

Company Secretary & Compliance Officer