

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L22222UP2011PLC103611

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AACCJ7344R

(ii) (a) Name of the company

UNIVERSUS PHOTO IMAGINGS

(b) Registered office address

19th km,Hapur, Bulandshahr road,PO Guloathi Bulandshahr ,U
ttarpradesh - 245408 NA
Bulandshahr
Bulandshahr
Uttar Pradesh
245408

(c) *e-mail ID of the company

CS*****

(d) *Telephone number with STD code

01*****00

(e) Website

www.universusphotoimaging.com

(iii) Date of Incorporation

12/11/2011

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BOMBAY STOCK EXCHANGE	1
2	NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM 30/09/2024

(b) Due date of AGM 30/09/2024

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C8	Plastic products, non-metallic mineral products, rubber products, fabricated	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JPF NETHERLANDS BV		Associate	39.87
2	CONCATENATE IMAGING ADVI	U74999WB2021PTC248785	Holding	67.94

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	12,000,000	10,946,604	10,946,604	10,946,604
Total amount of equity shares (in Rupees)	120,000,000	109,466,040	109,466,040	109,466,040

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	12,000,000	10,946,604	10,946,604	10,946,604
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	120,000,000	109,466,040	109,466,040	109,466,040

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0			

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						

At the beginning of the year	57,169	10,889,435	10946604	109,466,041	109,466,041	
Increase during the year	0	2,236	2236	22,360	22,360	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	2,236	2236	22,360	22,360	0
Dematerialization of physical shares						
Decrease during the year	2,236	0	2236	22,360	22,360	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	2,236		2236	22,360	22,360	
Dematerialization of physical shares						
At the end of the year	54,933	10,891,671	10946604	109,466,041	109,466,041	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0

i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE03V001013

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	29/09/2023
Date of registration of transfer (Date Month Year)	10/04/2023
Type of transfer	Equity Shares 1 - Equity, 2 - Preference Shares, 3 - Debentures, 4 - Stock

Number of Shares/ Debentures/ Units Transferred	100	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0032321
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Transferor's Name	AGGARWAL		SURINDER
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039679
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Transferee's Name	AGGARWAL		ABHISHEK
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	10/07/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0036950
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Transferor's Name	GALA		KETAN
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039680
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Transferee's Name	GALA	VIRJI	JAYESH
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	10/07/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0035312
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Transferor's Name	DADLANI		SEEMA
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039681
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Transferee's Name	DADLANI	RAJENDRA	SEEMA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	20/09/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	25	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0033424
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Transferor's Name	AHLUWALIA	SINGH	SURAT
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039682
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Transferee's Name	AHLUWALIA		NIRMAL
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	20/09/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	25	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0033423
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Transferor's Name	AHLUWALIA	SINGH	SURAT
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039682
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Transferee's Name	AHLUWALIA		NIRMAL
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	20/10/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	6	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0035522
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Transferor's Name	SHAH	PRABODHCHANDRA	MADHURIKA
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039683
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Transferee's Name	SHAH	PRABODHCHANDRA	AMRISH
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	20/10/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0032274
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Transferor's Name	BHAGWAN		BHAR
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039684
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Transferee's Name	WADHWA	KUMAR	NARRENDER
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	31/10/2023
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
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Ledger Folio of Transferor	UPI0039010
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Transferor's Name	ROY	NATH	DHIRENDRA
	Surname	middle name	first name

Ledger Folio of Transferee	UPI0039685
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Transferee's Name	ROY	NATH	DHIRENDRA
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	20/02/2024
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Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	1	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	UPI0033426		
Transferor's Name	GUPTA	LAL	KANHAIYA
	Surname	middle name	first name
Ledger Folio of Transferee	UPI0039686		
Transferee's Name	GUPTA	LAL	KANHAIYA
	Surname	middle name	first name
Date of registration of transfer (Date Month Year)	26/03/2024		
Type of transfer	Equity Shares	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	4	Amount per Share/ Debenture/Unit (in Rs.)	10
Ledger Folio of Transferor	UPI0034523		
Transferor's Name	KHANDELWAL		SATYANARAYAN
	Surname	middle name	first name
Ledger Folio of Transferee	UPI0039687		
Transferee's Name	KHANDELWAL		SATYANARAYAN
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

324,475,770

(ii) Net worth of the Company

4,958,423,340

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	250	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	

	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,828,032	71.51	0	
10.	Others Trust, Body Corporate	331,989	3.03	0	
	Total	8,160,271	74.54	0	0

Total number of shareholders (promoters)

5

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	2,354,532	21.51	0	
	(ii) Non-resident Indian (NRI)	240,434	2.2	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	50	0	0	
5.	Financial institutions	0	0	0	

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	38	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	121,983	1.11	0	
10.	Others HUF, Trust, IEPF	69,296	0.63	0	
	Total	2,786,333	25.45	0	0

Total number of shareholders (other than promoters) 28,327

Total number of shareholders (Promoters+Public/
Other than promoters) 28,332

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	5	5
Members (other than promoters)	30,033	28,327
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	5	1	5	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0

(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	5	1	5	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SANJEEV AGGARWA	00006552	Director	0	
SONAL AGARWAL	08212478	Director	0	
RATHI BINOD PAL	00092049	Director	0	
SANJIV KUMAR AGAR	01623575	Director	0	
SHAIENDRA SINHA	08649186	Managing Director	0	
VINOD KUMAR GUPTA	00006526	Director	0	
NAVEEN CHANDRA B	AHHPB3000B	CFO	0	
SURESH KUMAR	ATNPK2383A	Company Secretar	1	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	29/09/2023	30,033	48	0.01
Postal Ballot	22/03/2024	28,927	90	99.88

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2023	6	6	100
2	08/08/2023	6	6	100
3	01/09/2023	6	5	83.33
4	09/11/2023	6	5	83.33
5	13/02/2024	6	6	100
6	21/02/2024	6	5	83.33

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	30/05/2023	3	3	100
2	Audit Committee	08/08/2023	3	3	100
3	Audit Committee	09/11/2023	3	3	100
4	Audit Committee	13/02/2024	3	3	100
5	Audit Committee	21/02/2024	3	3	100
6	Nomination and Remuneration	01/09/2023	3	3	100
7	Nomination and Remuneration	13/02/2024	3	3	100
8	Stakeholder Relationship	08/08/2023	3	3	100
9	Stakeholder Relationship	09/11/2023	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
10	Stakeholder R	11/12/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	SANJEEV AG	6	6	100	8	8	100	Yes
2	SONAL AGAR	6	6	100	11	11	100	No
3	RATHI BINOD	6	6	100	11	11	100	Yes
4	SANJIV KUM	6	6	100	3	3	100	No
5	SHAIENDRA	6	6	100	0	0	0	No
6	VINOD KUMA	6	3	50	0	0	0	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SHAIENDRA SINH	Whole-time Dire	1,756,909	0	0	0	1,756,909
	Total		1,756,909	0	0	0	1,756,909

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	NEVEEN CHANDR	CFO	2,436,289	0	0	0	2,436,289
2	SURESH KUMAR	Company Secre	836,097	0	0	0	836,097
	Total		3,272,386	0	0	0	3,272,386

Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJEEV AGGARWAL	Independent Dir	0	0	0	102,000	102,000
2	SONAL AGARWAL	Independent Dire	0	0	0	114,000	114,000
3	SANJIV KUMAR AGGARWAL	Non-Executive [	0	0	0	54,000	54,000
4	RATHI BINOD PAL	Non-Executive [	0	0	0	108,000	108,000
5	VINOD KUMAR GUPTA	Non-Executive [	0	0	0	18,000	18,000
	Total		0	0	0	396,000	396,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

DEEPAK KUKREJA

Whether associate or fellow

Associate Fellow

Certificate of practice number

8265

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 09 dated 02/09/2024

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

SANJIV
KUMAR
AGARWAL

DIN of the director

0*6*3*7*

To be digitally signed by

SURESH
KUMAR

Company Secretary

Company secretary in practice

Membership number

4*5*3

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

UNIVERSUS_MGT-8_16 Nov 2024.pdf
UPII_List of shareholder_31032024_.pdf
UPII_Transfer Details_31032024.pdf

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Form No.MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **UNIVERSUS PHOTO IMAGING LIMITED (CIN: L22222UP2011PLC103611)** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on March 31, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of following:

1. That the Company being a Listed Public Limited Company and during the year there was no change in the status of the Company;
2. That the Company has kept and maintained all registers/records as per the provisions of the Act and the rules made there under and all entries therein have been duly recorded;
3. That the Company has filed all the forms and returns with the Registrar of Companies & Central Government within the prescribed time in accordance with the Act and rules made thereunder. Further, the Company was not required to file any forms with Regional Director, the Tribunal, Court or other Authorities;
4. That the Company has duly complied the provisions of the Act with respect to calling/ convening/ holding meetings of Board of Directors, its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including circular resolutions have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. The Register of Members & Share Transfer Books of the company was closed from September 23, 2023 to September 30, 2024 (both days inclusive) during the financial year in compliance of the Act. Further, there were no other security holders (apart from Equity shareholders) in the company during the Year;



6. That the Company has not advanced any loan or provided guarantee or security to its directors or persons or firms or companies referred in section 185 of the Act;
7. That the company has entered into contracts / arrangements with related parties as specified in section 188 of the Act. As per the information provided all contracts / arrangements were on arm's length basis and were in the ordinary course of business. The details of Related Party Transactions are disclosed in the Standalone Financial Statements under note no. 33;
8. That during the year:
 - a. The Company has not issued, allotted equity shares or bought back any securities or redeemed preference shares or debentures or altered or reduced its share capital;
 - b. The Company has not received any request for physical transfer of equity shares of the company;
 - c. The Company has received 10(Ten) requests for transmission of shares which have been processed by the Company in Compliance of the Act;
 - d. The Company has received 8 (eight) requests for issuance of duplicate share certificates and which have been processed in accordance with the provisions of applicable laws to the Company;
 - e. The Company has not converted any shares or securities;
9. That the Company has not declared/paid dividend or issued shares on right basis or bonus shares, hence the provisions of keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares were not applicable;
10. That the Company has not declared dividend/made payment of dividend during the financial year and there was no case of unpaid/unclaimed dividend for a period of seven years, hence the company was not required to transfer amounts to the Investor Education and Protection Fund;
11. That the Company's audited financial statement has been signed as per the provisions of section 134 of the Act and report of directors has been prepared in accordance with sub sections (3), (4) & (5) of section 134 of the Companies Act, 2013;



12. That the Board of the company was duly constituted and the appointments/ re-appointments/retirements has been made In compliance of the Act and there has been no case of filling casual vacancies. The necessary disclosures were made by Directors, Key Managerial Personnel and the remuneration paid to Directors/ Key Managerial Personnel was in accordance with the Act;
13. That the company has duly complied with the provisions of section 139 of the act relating to appointment of Statutory Auditor of the company and there was no case of filling of casual vacancies of Auditors;
14. That the Company was not required to obtain approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities prescribed under the various provisions of the Act during the financial year;
15. That the Company has not accepted, renewed or repaid any deposits under section 73 of the Act;
16. That the amount borrowed by the Company was within the borrowing limits and the company has filed necessary e-form for creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17. That the Company has made investments in other bodies corporate or persons falling under the provisions of section 186 of the Act .Further, the company has not given any loans/guarantees /provided securities to other bodies corporate or persons falling under the provisions of section 186 of the Act; and
18. That during the year, the Company has not altered its Memorandum and Articles of Association of the Company in compliance of the Act.

Place: New Delhi
Date: 16.11.2024
UDIN: F004140F002240211



Thanks & Regards
For DMK & Associates

(DEEPAK KUKREJA)
FCS, LL.B., ACIS(UK), IP.
Partner
CP No. 8265
FCS 4140
Peer Review No. 779/2020

UNIVERSUS PHOTO IMAGINGS LIMITED

Regd Office: REG OFFICE - 19TH KM HAPUR BULANDSHAHR ROAD F O

CN NO: L22223MP0311PLC1491811

Date of closure of previous financial year: 31/03/2023

Sno	Date of Registration of Transfer of Shares	Type of Security	No. of Shares	Nominal value (each in Rs.)	Ledger Folio of Transferor	Transferor's Name	Ledger Folio of Transferee	Transferee's Name
1	10/04/2023	1	100		10 UPI0032321	SURINDER AGGARWAL	UPI0039679	ABHISHEK AGGARWAL
2	10/07/2023	1	4		10 UPI0036950	KETAN GALA	UPI0039680	JAYESH VIRJI GALA
3	10/07/2023	1	1		10 UPI0035312	SEEMA DADLANI	UPI0039681	SEEMA RAJENDRA DADLANI
4	20/09/2023	1	25		10 UPI0033424	SURAT SINGH AHLUWALIA	UPI0039682	NIRMAL AHLUWALIA
5	20/09/2023	1	25		10 UPI0033423	SURAT SINGH AHLUWALIA	UPI0039682	NIRMAL AHLUWALIA
6	20/10/2023	1	6		10 UPI0035522	MACHURIKA PRABODHCHANDRA SHAH	UPI0039683	AMRISH PRABODHCHANDRA SHAH
7	20/10/2023	1	1		10 UPI0032274	BHAR BHAGWAN	UPI0039684	NARENDER KUMAR WADHWA
8	31/10/2023	1	1		10 UPI0039010	DHIRENDRA NATH ROY	UPI0039685	DHIRENDRA NATH ROY
9	20/02/2024	1	2		10 UPI0033426	KANHAIYA LAL GUPTA	UPI0039686	KANHAIYA LAL GUPTA
10	26/03/2024	1	4		10 UPI0034523	SATYANARAYAN KHANDELWAL	UPI0039687	SATYANARAYAN KHANDELWAL