

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

UPIP/DE-PT/SE/2024 -25

Date: 30th September 2024

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

To,
The Manager Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001
Scrip Code: BSE: 542933

Subject: Proceedings of the 13th Annual General Meeting (AGM) of Universus Photo Imagings Limited held on Monday, 30th September 2024 at 11:30 A.M.

Dear Sir/Madam,

Pursuant to Regulation 30 read with Part- A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby submit the Proceedings of the 13th Annual General Meeting of **Universus Photo Imagings Limited** held on **Monday, 30th September 2024 at 11:30 AM** at Hotel Natraj, Civil Lines, Bulandshahr, Uttar Pradesh 203001.

Please take the above matter on your records and acknowledge receipt.

Thanking you,

Yours Sincerely,
For **Universus Photo Imagings Limited**

Suresh Kumar
Company Secretary
ACS 41503
Encl.: A/a

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PROCEEDINGS OF THE 13th ANNUAL GENERAL MEETING OF UNIVERSUS PHOTO IMAGINGS LIMITED

The 13th Annual General Meeting of Universus Photo Imagings Limited took place on 30th September 2024 at 11:30 AM. The venue was Hotel Natraj, Civil Lines, Bulandshahr, Uttar Pradesh 203001.

The Company Secretary introduced the Directors and KMPs present at the meeting:

- Mr. Sanjeev Aggarwal, Chairman of the Board of the Company and Chairperson CSR Committee of the Board.
- Mr. Vinod Kumar Gupta, Non-Executive Director on the Board of the Company
- Mr. Rathi Binod Pal, Non-Executive Director on the Board of the Company.
- Mr. Shailendra Sinha, Managing Director.

Mr. Sanjeev Aggarwal, Independent Director and Member of the Audit Committee and Nomination & Remuneration Committee was representing all the above said Committees at the venue of the meeting as Mrs. Sonal Agarwal, Independent Director and Chairperson of these Committees of the Board was not present due to personal sudden unavoidable circumstances. The leave of absence was granted to her. Mr. Rathi Binod Pal, Non-Executive Director and Member of the Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee was representing as Mrs. Sonal Agarwal, Independent Director and also chairman of Stakeholder Relationship Committee.

The leave of absence was granted to Mr. Sanjiv Kumar Agarwal, Non-executive Director, who expressed his inability to attend the meeting due to his pre-occupation.

Mr. Ankur Bagla, representing the Statutory Auditor was also present at the meeting.

Mr. Deepak Kukreja (FCS-4140), Practicing Company Secretary (CP No. 8265), was the Secretarial Auditor of the Company and was present in the meeting. Mrs. Monika Kohli (FCS 5480), Practicing Company Secretary (CP No. 4936), was the Scrutinizer of the 13th Annual General Meeting and she was present in the meeting. Mr. Deepak Kukreja (FCS-4140) and Mrs. Monika Kohli (FCS 5480), both are Partner of M/s DMK Associates, Company Secretaries, New Delhi.

Members Present: **48** Members attended the meeting.

The Company Secretary informed the members that the necessary documents & registers pursuant to the Companies Act, 2013 were available for inspection at the meeting and then requested Chairman to commence the proceedings of 13th Annual General Meeting.

Mr. Sanjeev Aggarwal chaired the meeting. The Chairman informed that the AGM is being held today in person. The requisite quorum being present, the Chairman called the meeting to order. The Chairman welcomed all shareholders, auditors and other invitees who joined this meeting and delivered his speech. He also informed that the Reports of the Statutory Auditor and Secretarial Auditor do not have any qualifications or observations or comments on the financial transactions or matters as having any adverse effect on the functioning of the Company. The Annual Report containing the Notice of the 13th Annual General Meeting, the Board's Report along with annexures and other Reports which was already circulated were taken as read. The Chairman informed that the Company had provided to members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who had not casted their votes by availing the remote e-voting facility were asked to vote on resolutions by use of ballot paper.

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The floor was then returned to the Company Secretary, to brief the members about the following items of business, set out in the Notice of 13th AGM, which were commended for members' consideration and approval: -

Ordinary business:

- Adoption of Standalone and consolidated Financial Statements of the Company for the financial year ended 31 March 2024 along with Report of Board of Directors and Auditors thereon.
- To reappoint Mr. Vinod Kumar Gupta, Director (DIN: 00006526), who retires by rotation and being eligible, offers himself for re-appointment.

Special business:

- To consider the approval for Material Related Party Transactions with JPFL Films Private Limited.
- To re-appoint Mrs. Sonal Agarwal (DIN: 08212478) as an Independent Director of the company in her second term.
- To re-appoint Mr. Shailendra Sinha (DIN: 08649186) as a Managing Director of the company in his second term.

The Company Secretary then invited the Scrutinizer to explain the voting mechanism. The Scrutinizer detailed the ballot paper use process, displayed the empty ballot box to the members present and emphasized the importance of upholding the fairness and transparency of the voting procedure. Thereafter the eligible members present in the meeting casted their votes through ballot paper.

The Chairman apprised the Members that the voting results, accompanied by the consolidated Scrutinizer's Report, would be submitted to the stock exchanges within stipulated time period. The same will also be placed on the Company's website, KFin Technologies Limited, National Stock Exchange and Bombay Stock Exchange, where the company's shares are listed.

Subsequently, the Chairman extended his gratitude to all the Members for their active involvement, valuable insights, and feedback, while wishing them well-being and safety.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 11:52 a.m.

Thanking You

For **UNIVERSUS PHOTO IMAGINGS LIMITED**

Suresh Kumar
Company Secretary
ACS- 41503