

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**[As on the financial year ended on 31-3-2021]**  
**[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies**  
**(Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

<b>1</b>	<b>CIN</b>	L22222UP2011PLC103611
<b>2</b>	<b>Registration Date</b>	November 12, 2011
<b>3</b>	<b>Name of the Company</b>	Universus Photo Imagings Limited(Formerly Jindal Photo Imaging Limited)
<b>4</b>	<b>Category/ Sub- Category of the Company</b>	Company Limited By Shares/ Indian Non-Government Company Listed Company
<b>5</b>	<b>Address of the Registered office and Contact Details</b>	<b>Registered Office:</b> 19 <sup>th</sup> K.M. Hapur-Bulandshahr Road P.O. Gulaothi, Distt. Bulandshahr, Uttar Pradesh, Tel. No.: (0573)- 2228057 <b>Corporate Office:</b> Plot no. 12, Sector B-1, Local Shopping Complex, Vasant Kunj, New Delhi – 110 070; Tel No.: (011) 26139256-65; Fax No.: (011)-26125711
<b>6</b>	<b>Whether Listed Company</b>	Yes
<b>7</b>	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	Karvy Fintech Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad – 500 032; Tel. No.: (040)-6716 1500

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

<b>S. N.</b>	<b>Name and Description of main products/ services</b>	<b>NIC Code of the Product/Service</b>	<b>% of total turnover of the Company</b>
1	Medical X- Ray and NTR Films	20294	100 %

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

<b>S. N.</b>	<b>Name and address of the Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary/ Associate</b>	<b>% of shares held</b>	<b>Applicable Section</b>
1	JPF Netherlands BV, Vestrastraat 5,6468EX, Kerkrade, Netherlands.*	Foreign Company(Reg. No 57016291)	Associate	39.87%	2(6)

During the year under review company's one of investee company namely JPF Netherland BV, an associate company, offered two Rights issues of differential rights shares to its shareholders in which the company decided not to subscribe in line with its India centric investment strategy and no dividend yield from this investment so far. Consequently the shareholding of the company in JPF Netherland "BV" now stands to 39.87% (Previous Year- 47.51%).

**IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)**

**(a) Category-wise Shareholding between 01/04/2020 AND 31/03/2021**

Category code	Category of shareholder	No. of shares held at the beginning of the year 31/03/2020				No. of shares held at the end of the year 31/03/2021				% change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
I.	II.	III.	IV.	V.	VI.	VII.	VIII.	IX.	X.	XI.
<b>A</b>	<b>PROMOTER AND PROMOTER GROUP</b>									
<b>(1)</b>	<b>Indian</b>									
<b>a)</b>	Individual*/HUF	500	0	500	0.00	250	0	250	0.00	0.00
<b>b)</b>	Central Government / State Government (s)	0	0	0	0.00	0	0	0	0.00	0.00
<b>c)</b>	Bodies Corporate	78,28,032	0	78,28,032	71.51	78,28,032	0	78,28,032	71.51	0.00
<b>d)</b>	Financial Institutions/ Banks	0	0	0	0.00	0	0	0	0	0.00
<b>e)</b>	Others	3,31,739	0	3,31,739	3.03	3,31,989	0	3,31,989	3.03	0.00
	<b>Sub-Total A(1)</b>	<b>81,60,271</b>	<b>0</b>	<b>81,60,271</b>	<b>74.55</b>	<b>81,60,271</b>	<b>0</b>	<b>81,60,271</b>	<b>74.55</b>	<b>0.00</b>
<b>B</b>	<b>PUBLIC SHAREHOLDING</b>									
<b>(1)</b>	<b>Institutions</b>									
<b>a)</b>	Mutual Funds/UTI	38	0	38	0.00	38	0	38	0.00	0.00
<b>b)</b>	Financial Institutions/ Banks	202	0	202	0.00	202	0	202	0.00	0.00
<b>c)</b>	Central Government / State Government (s)	0	0	0	0.00	0	0	0	0.00	0.00
<b>d)</b>	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
<b>e)</b>	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
<b>f)</b>	Foreign Institutional Investors	1,31,342	0	1,31,342	1.20	0	0	0	0.00	-1.20
<b>g)</b>	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00

<b>h)</b>	Others	0	0	0	0.00	0	0	0	0.00	<b>0.00</b>
	<b>Sub Total B(1):</b>	<b>1,31,582</b>	<b>0</b>	<b>1,31,582</b>	<b>0.00</b>	<b>240</b>	<b>0</b>	<b>240</b>	<b>0.00</b>	<b>-1.20</b>
<b>(2)</b>	<b>Non-institutions</b>									
<b>a)</b>	Bodies Corporate	2,08,991	1,319	2,10,310	1.92	<b>99,660</b>	<b>1,319</b>	<b>1,00,979</b>	<b>0.92</b>	<b>-1.00</b>
<b>(b)</b>	Individuals	0		0						
<b>i.</b>	Individuals holding nominal share capital up to Rs.1 lakh	11,49,251	67,019	12,16,270	11.11	10,39,916	67,019	11,06,935	10.11	-1.00
<b>ii.</b>	Individuals holding nominal share capital in excess of Rs.1 lakh	8,18,731	0	8,18,731	7.48	9,41,415	0	9,41,415	8.60	1.12
<b>(c)</b>	Others									
	Clearing members	1,194	0	1,194	0.01	3,435	0	3,435	0.03	0.02
	I E P F	26,262	0	26,262	0.24	26,262	0	26,262	0.24	<b>0.00</b>
	Non-resident Indians	1,28,304	0	1,28,304	1.17	2,03,299	0	2,03,299	1.86	0.69
<b>H y</b>	NRI non-repatriation	2,53,314	0	2,53,314	2.31	4,03,527	0	4,03,527	3.69	1.37
	Trusts	366	0	366	0.00	241	0	241	0.00	0.00
<b>(d)</b>	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	<b>Sub-Total B(2) :</b>	<b>25,86,413</b>	<b>68,338</b>	<b>26,54,751</b>	<b>24.25</b>	<b>27,17,755</b>	<b>68,338</b>	<b>27,86,093</b>	<b>25.45</b>	<b>1.20</b>
<b>TOTAL B=B(1)+B(2):</b>		<b>27,17,995</b>	<b>68,338</b>	<b>27,86,333</b>	<b>25.45</b>	<b>27,17,995</b>	<b>68,338</b>	<b>27,86,333</b>	<b>25.45</b>	<b>0.00</b>
<b>C</b>	<b>SHARES HELD BY CUSTODIANS, AGAINST WHICH DEPOSITORY RECEIPTS HAVE BEEN ISSUED</b>									
<b>a)</b>	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
<b>b)</b>	Public	0	0	0	0.00	0	0	0	0.00	0.00
<b>TOTAL C :</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>GRAND TOTAL (A+B+C)</b>		<b>1,08,78,266</b>	<b>68,338</b>	<b>1,09,46,604</b>	<b>100</b>	<b>1,08,78,266</b>	<b>68,338</b>	<b>1,09,46,604</b>	<b>100</b>	<b>0.00</b>

**(b) Shareholding of Promoters: Promoters Comparison Report between 01/04/2020 and 31/03/2021**

S.N.	Name of the Shareholder	No of shares held as on 31/03/2020	% of shares held as on 31/03/2020	Pledge shares as on 31/03/2020	No of Shares held as on 31/03/2021	% of shares held as on 31/03/2021	Pledge shares as on 31/03/2021
1	Soyuz Trading Company Limited	30,51,336	27.87	0	2526336	23.08	0
2	Jindal Photo Investments Ltd.	28,73,852	26.25	0	0	0.00	0
3	Rishi Trading Company Ltd	13,06,004	11.93	0	8,06,004	7.36	0
4	Consolidated Finvest And Holdings Limited	3,91,018	3.57	0	3,91,018	3.57	0
5	Consolidated Photo & Finvest Ltd.	2,05,822	1.88	0	41,04,674	37.50	0
6	SSJ Trust	1,88,108	1.72	0	3,02,239	2.76	0
7	Aakriti Trust	1,13,881	1.04	0	0.00	0.00	0
8	Bhavesh Trust	29,750	0.27	0	29750	0.27	0
9	Bhavesh Jindal	250	0.00	0	250	0.00	0
10	Aakriti Ankit Agarwal	250	0.00	0	0.00	0.00	0
	<b>TOTAL</b>	<b>81,60,271</b>	<b>74.55</b>	<b>0</b>	<b>81,60,271</b>	<b>74.55</b>	<b>0</b>

**c) Change in Promoters' Shareholding (please specify, if there is no change)**

S.N.	Name of the Shareholder	Shareholding at the beginning of the year (01/4/2020)		Cumulative Shareholding at the end of the year (31/03/2021)		% change in shareholding during the year
		No of Shares	% of Shares	No of Shares	% of Shares	
1	Soyuz Trading Company Limited	30,51,336	27.87	25,26,336	23.08	-4.79
2	Jindal Photo Investments Ltd.	28,73,852	26.25	0	0.00	-26.25
3	Rishi Trading Company Ltd	13,06,004	11.93	8,06,004	7.36	-4.57
4	Consolidated Finvest And Holdings Limited	3,91,018	3.57	3,91,018	3.57	0.00
5	Consolidated Photo & Finvest Ltd.	2,05,822	1.88	41,04,674	37.50	35.62
6	SSJ Trust	1,88,108	1.72	302239	2.76	1.04
7	Aakriti Trust	113881	1.04	0	0.00	-1.04
8	Bhavesh Trust	29750	0.27	29750	0.27	0.00
9	Bhavesh Jindal	250	0.00	250	0.00	0.00
10	Aakriti Ankit Agarwal	250	0.00	0	0.00	0.00
	<b>Total</b>	<b>8160271</b>	<b>74.55</b>	<b>8160271</b>	<b>74.55</b>	<b>0.00</b>

**(d) Share holding Pattern of top ten Shareholders (Other than Director, Promoters and Holders of GDRs)**

S.N.	Name	Shareholding at the beginning of year 01/04/2020		Cumulative Shareholding at the end year 31/03/2021	
		No of Shares	% of total shares of the Company	No of Shares	% of total shares of the Company
1	Seetha Kumari	4,94,693	4.52	5,04,000	4.60
2	Sahul Agarwala	2,99,681	2.74	3,68,679	3.37
3	Ankit Jain	2,52,595	2.31	2,52,595	2.31
4	Manohar Tikamdas	6,453	0.06	1,59,138	1.45
5	Asian Agro Industries Ltd	88,281	0.81	0	0.00
6	Anil Kumar Goel	58,310	0.53	42,000	0.38
7	Shreya Agarwal	52,494	0.48	52,494	0.48
8	Avni Paresh Shah	0	0.00	49,843	0.46
9	Emerging Markets Core Equity Portfolio (The Portfolio)	48,659	0.44	0	0.00
10	Dimensional Emerging Markets value fund	33,247	0.30	0	0.00

**(e) Shareholding of Directors and Key Managerial Personnel:**

S. N.	Name of the Shareholder	No. of shares at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of share of the Company	No. of shares	% of share of the Company
1	Mr. R. K. Pandey	-	-	-	-
2	Mrs. Sonal Agarwal	-	-	-	-
3	Mr. Rathi Binod Pal	-	-	-	-
4	Mr. Sanjeev Kumar Agarwal	-	-	-	-
5	Mr. Shailendra Sinha	-	-	-	-
6	Mr. Vinod Kumar Gupta	-	-	-	-
7	Mr. Krishna Gopal Agarwal	-	-	-	-
8	Mr. Suresh Kumar	1	0.00	1	0.00

**(V) INDEBTEDNESS\***

Particulars	Secured Loans excluding deposits		Unsecured Loans	Public Deposits	Total indebtedness
<b>Indebtedness at the beginning of the financial year</b>					
I. Principal Amount	-	-	-	-	-
II. Interest due but not paid	-	-	-	-	-
III. Interest accrued but not due	-	-	-	-	-
Total (I+II+III)	-	-	-	-	-
<b>Change in Indebtedness during the financial year*</b>					
Addition	-	-	-	-	-
Reduction	-	-	-	-	-
Net Change	-	-	-	-	-
<b>Indebtedness at the end of the financial year</b>					
I. Principal Amount	-	-	-	-	-

II. Interest due but not paid	-	-	-	-	-
III. Interest accrued but not due	-	-	-	-	-
Total (I+II+III)	-	-	-	-	-

\*NOTE: There is no Indebtedness of the Company including interest outstanding/accrued but not due for payment.

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in Rs.)

S. N.	Name of the Director	Mr. Shailendra Sinha Whole-Time Director
1	Gross Salary	
	(a) Salary as per the Provisions contained in section 17(1) of the Income Tax Act, 1961	24,20,147
	(b) Value of Perquisites u/s 17(2) Income Tax Act, 1961	36,447
	(c) Profits in Lieu of salary under Section 17(3) Income Tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission - As % of profit Others, specify	-
5	Others, please specify (Incentive)	-
	Total	2456594

### B. Sitting Fees to other Directors:

#### 1. Independent Directors:

(Amount in Rs.)

Particulars of Remuneration	Name of the Director		Total
	Mr. R K Pandey	Mrs. Sonal Agarwal	
Fee for attending Board / Committee etc. Meeting	1,02,000	1,02,000	2,04,000
Commission	-	-	-
Others, please specify	-	-	-
Total	1,02,000	1,02,000	2,04,000

#### 2. Executive and Non-Executive Directors:

(Amount in Rs.)

Particulars of Remuneration	Name of the Director			Total
	Mr. Rathi Binod Pal	Mr. Sanjiv Kumar Agarwal	Mr. Vinod Kumar Gupta	
Fee for attending Board / Committee etc. Meeting	66,000	42,000	18,000	1,26,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total	66,000	42,000	18,000	1,26,000

**C. Remuneration to Key Managerial Personnel Other than MD / Manager / WTD**

(Amount in Rs.)

S. N.	Name of the Director	Mr. Krishna Gopal Agarwal (Chief Financial Officer)	Mr. Suresh Kumar (Company Secretary)*
1	Gross Salary		
	(a) Salary as per the Provisions contained in section 17(1) of the Income Tax Act, 1961	20,23,024	5,03,467
	(b) Value of Perquisites u/s 17(2) Income Tax Act, 1961	39,000	31,884
	(c) Profits in Lieu of salary under Section 17(3) Income Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - As % of profit Others, specify	-	-
5	Others, please specify (Incentive)	3,12,676	
	<b>Total</b>	<b>23,74,700</b>	<b>5,35,351</b>

\*Mr Suresh Kumar has been appointed as Company Secretary of the Company effective from 29<sup>th</sup> June 2020.

**VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	None	-	-	-	-
Punishment	None	-	-	-	-
Compounding	None	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	None	-	-	-	-
Punishment	None	-	-	-	-
Compounding	None	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	None	-	-	-	-
Punishment	None	-	-	-	-
Compounding	None	-	-	-	-

For and on behalf of the Board of Directors  
Universus Photo Imagings Limited

Place: New Delhi  
Dated: 4<sup>th</sup> September, 2021

Sd/-  
Sanjiv Kumar Agarwal  
Director  
DIN: 01623575

Sd/-  
Shailendra Sinha  
Whole-Time Director  
DIN: 08649186