

# JINDAL PHOTO INVESTMENTS LIMITED

Ref - JPIL/SECT/March-21/462

Dated: 22<sup>nd</sup> 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](mailto:takeover@nse.co.in)

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

[corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)  
[corp.compliance@bseindia.com](mailto:corp.compliance@bseindia.com)

Company Secretary  
Universus Photo Imagings Limited  
19th K.M. Hapur- Bulandshahr Road,  
P.O. Gulaothi,  
Distt. Bulandshahr, Uttar Pradesh-203408.  
[cs\\_uphoto@universusphotoimagings.com](mailto:cs_uphoto@universusphotoimagings.com)

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

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

Dear Sirs,

With reference to captioned subject, please find enclosed herewith disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of Sale of 28,73,852 equity shares of Universus Photo Imagings Limited (UPIL), representing 26.25% shareholding of UPIL, held by the Company to Consolidated Photo & Finvest Limied, pursuant to interse transfer of shares among promoters of UPIL.

This is for your information and records.

Yours truly,  
For **Jindal Photo Investments Limited**

  
Ghanshyam Dass Singal  
Director  
DIN: 00708019 2



Date: 22/03/2021  
Place: New Delhi

Encl: as above

Registered Office: 16 B Shakespeare Sarani, 2<sup>nd</sup> Floor Kolkata West Bengal- 700071

Corporate Office: Plot no. 12, Sector B-1, Local Shopping Complex, Vasant Kunj, New Delhi – 110070

Tel No. 011- 40322100; 033-22828663 CIN: U67120WB1999PLC243861 E-mail: [corporate\\_sectt@jindalgroup.com](mailto:corporate_sectt@jindalgroup.com), Website: [www.jindalpil.com](http://www.jindalpil.com)

**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,<br>Scrip Code- 542933/UNIVPHOTO                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                   |                                                                   |
| Name(s) of the acquirer/seller and Persons Acting in Concert (PAC) with the acquirer                    | <b>Seller:</b> Jindal Photo Investments Ltd.<br><br>Consolidated Photo & Finvest Ltd. (Acquirer)<br><b>Persons Acting in Concert (PAC)</b> <ol style="list-style-type: none"> <li>1. Consolidated Finvest and Holdings Ltd.</li> <li>2. Consolidated Photo &amp; Finvest Limited</li> <li>3. Soyuz Trading Co Ltd</li> <li>4. Rishi Trading Co Ltd</li> <li>5. Bhavesh Trust</li> <li>6. Aakriti Trust</li> <li>7. SSJ Trust</li> <li>8. Ms. Aakriti Ankit Agarwal</li> <li>9. Mr. Bhavesh Jindal</li> <li>10. Mr. Shyam Sunder Jindal</li> </ol> |                                                                   |                                                                   |
| Whether the acquirer/sellers 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).<br>(ii) BSE Limited (BSE).                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                                                   |                                                                   |
| <b>Details of the acquisition/ sale as follows</b>                                                      | <b>Number</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>% w.r.t. total share/voting capital wherever applicable(*)</b> | <b>% w.r.t. total diluted share/voting capital of the TC (**)</b> |
| <b>Before the acquisition/sale under consideration, holding of acquirer/seller along with PACs of :</b> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                   |                                                                   |
| a) Shares carrying voting rights (Equity Shares)                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                   |                                                                   |
| <b>Seller:</b> Jindal Photo Investments Ltd.                                                            | 2873852                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 26.26                                                             | 26.26                                                             |
| <b>Persons Acting in Concert (PAC)</b>                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                   |                                                                   |
| 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. Rishi Trading Company Secretary                                                                      | 2873852                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 26.26                                                             | 26.26                                                             |
| 9. Soyuz Trading Company Limited                                                                        | 3051336                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 27.87                                                             | 27.87                                                             |
| 10. Consolidated Photo and Finvest Limited                                                              | 205822                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 1.88                                                              | 1.88                                                              |

|                                                                                                                                                                                                                                                                                                                                                               |           |       |       |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|-------|-------|
| <del>b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)</del><br><del>c) Voting rights (VR) otherwise than by equity shares.</del><br><del>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)</del> | 81,60,271 | 74.55 | 74.55 |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                                                                                                                                                                                     |           |       |       |
| <b>Details of Acquisition/Sale</b>                                                                                                                                                                                                                                                                                                                            |           |       |       |
| a) Shares carrying voting rights sold                                                                                                                                                                                                                                                                                                                         |           |       |       |
| Jindal Photo Investments Ltd.                                                                                                                                                                                                                                                                                                                                 | 28,73,852 | 26.26 | 26.26 |
| <del>b) VRs acquired /sold otherwise than by shares</del>                                                                                                                                                                                                                                                                                                     |           |       |       |
| <del>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.</del>                                                                                                                                                              |           |       |       |
| <del>d) Shares in the nature of encumbrance (pledge)/lien/non-disposal undertaking/others)</del>                                                                                                                                                                                                                                                              |           |       |       |
| <b>e) Total (a+b+c+d)</b>                                                                                                                                                                                                                                                                                                                                     | 28,73,852 | 26.26 | 26.26 |
| <b>After the acquisition/sale, holding of acquirer/seller along with PACs of :</b>                                                                                                                                                                                                                                                                            |           |       |       |
| a) Shares carrying voting rights (Equity Shares)                                                                                                                                                                                                                                                                                                              |           |       |       |
| <b>Seller:</b> Jindal Photo Investments Ltd.                                                                                                                                                                                                                                                                                                                  | NIL       | NIL   | NIL   |
| <b>Persons Acting in Concert (PAC)</b>                                                                                                                                                                                                                                                                                                                        |           |       |       |
| 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. Rishi Trading Company Secretary                                                                                                                                                                                                                                                                                                                            | 806004    | 7.36  | 7.36  |
| 9. Soyuz Trading Company Limited                                                                                                                                                                                                                                                                                                                              | 2526336   | 23.08 | 23.08 |
| 10. Consolidated Photo and Finvest Limited                                                                                                                                                                                                                                                                                                                    | 4104674   | 37.50 | 37.50 |

|                                                                                                                                                                                                         |                                                    |       |       |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------|-------|-------|
| b) <del>VRs otherwise than by equity shares.</del>                                                                                                                                                      |                                                    |       |       |
| c) <del>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</del> |                                                    |       |       |
| d) <del>Shares in the nature of encumbrance (pledge)/ lien/non-disposal undertaking /others)</del>                                                                                                      |                                                    |       |       |
| 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 |       |       |
| Date of acquisition/ sale of shares / <del>VR or date of receipt of intimation of allotment of shares, whichever is applicable</del>                                                                    | 19 <sup>th</sup> 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.          |       |       |

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For **Jindal Photo Investments Limited**

*Singal*  
 Ghanshyam Dass Singal  
 Director  
 DIN: 00708019



Date: 22/03/2021  
 Place: New Delhi