

September 28, 2019

1) Manager – CRD,  
BSE Limited,  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai – 400001

Re: Jagran Prakashan Limited  
Scrip Code: 532705  
ISIN: INE199G01027

2) Listing Manager,  
National Stock Exchange of India Ltd.,  
'Exchange Plaza'  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400051

Re: Jagran Prakashan Limited  
Scrip Code: JAGRAN  
ISIN: INE199G01027

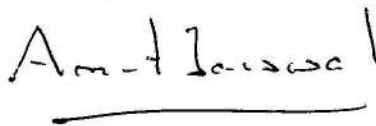
Dear Sir / Madam,

**Sub.: Disclosure pursuant to Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached the Scrutinizer's Report on the remote e-voting process and poll conducted at the 43<sup>rd</sup> Annual General Meeting of the Company held on Friday, September 27, 2019 at Jalsaa Banquet Hall, 4th Floor, Rave@Moti, 117/K/13, Gutaiya, Kanpur- 208025 at 12:30 P.M.

Kindly, take the same in your records.

Thanking You,  
For Jagran Prakashan Limited





**AMIT JAISWAL**  
Company Secretary & Compliance Officer  
Membership No.: F5863

J

**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**

FCS, LLB, B.Com, AAIMA

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, **KANPUR** - 208 001 (U. P.)  
Tel. : 0512-2332397 • Mobile : 09839100709  
E-mail : adesh.tandon11@gmail.com

Date.....

**SCRUTINIZER'S REPORT – COMBINED**

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management & Administration) Rules, 2015, as amended]

To,  
The Chairman of **43<sup>rd</sup> (Forty Third )** Annual General Meeting ("AGM") of the members of **Jagran Prakashan Limited** (hereinafter referred as "the Company") held on Friday, September, 27, 2019 at 12:30 P.M. at Jalsaa Banquet Hall, 4<sup>th</sup> Floor, Rave@Moti, 117/K/13, Gutaiya, Kanpur - 208025.

Dear Sir,

1. I, Adesh Tandon, Proprietor of Adesh Tandon & Associates, Kanpur have been appointed as scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Remote E-voting process and Voting through Poll at the AGM under the provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the 43<sup>rd</sup> AGM of the members of the Company, held on Friday, September 27, 2019 at Jalsaa Banquet Hall, 4<sup>th</sup> Floor, Rave@Moti, 117/K/13, Gutaiya, Kanpur - 208025;
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Act and Rules relating to E-voting and Poll on the resolutions contained in the Notice to the 43<sup>rd</sup> AGM of the members of the Company. My responsibility as a Scrutinizer for the Remote E-voting process and for Poll at the AGM is restricted to make a Scrutinizer's Report (Combined) of the votes casted 'In Favour' or 'Against' the resolutions stated below, based on the reports generated from the E-voting system provided by Karvy Fintech Private Limited ("Karvy"), the authorized agency engaged by the Company to provide E-voting and also based on the Poll conducted at the AGM;
3. The Company has engaged the services of Karvy as the Authorized Agency to provide Secured E-Voting process;

*Adesh Tandon*

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4. The E-Voting period remained open from 09:00 A.M. (IST) on Tuesday, September 24, 2019 upto 05:00 P.M. (IST) on Thursday, September 26, 2019;
5. The Cut-off date for the purpose of determining the entitlement for Remote E-Voting on the proposed resolutions was Saturday, September 21, 2019;
6. The votes casted electronically were unblocked on Friday, September 27, 2019 around 1:30 P.M., in the presence of two witness Mr. Awashesh Dixit, S/o Mr. Om Prakash Dixit, R/o 30/6, Vishnupuri Colony, Nawabganj, Kanpur - 208002 and Mr. Shivam Gupta, S/o Mr. Pradeep Kumar Gupta, R/o 46/45, Hatiya, Kanpur - 208001, who are not in the employment of the Company. They have signed below in Confirmation of the E-Voting being unblocked in their presence;

  
\_\_\_\_\_  
**Awashesh Dixit**

  
\_\_\_\_\_  
**Shivam Gupta**

7. The Poll facility has been provided to all the shareholders who attended the AGM to vote at the Resolutions as contained in the Notice to the 43<sup>rd</sup> AGM but not to those shareholders who had already opted the facility to vote through Remote E-Voting;
8. Thereafter, the details containing, inter alia, the information about shareholders voting 'In Favour' and 'Against' the resolution, were generated from the E-Voting website of Karvy and based on such reports the results of Remote E-Voting and Poll on each resolution are given hereunder:

**ORDINARY BUSINESS:**

**Resolution No. 1: Ordinary Resolution**

Consideration and adoption of the Standalone and Consolidated Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss for the year ended on that date together with the Report of Board of Directors and Auditors thereon.

# ADESH TANDON & ASSOCIATES

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Date.....

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
125	250986631	47	1136891	252123522	99.9999%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Votes cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
2	39	0	0	39	0.0001%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

*Adesh Tandon*

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**Result:**

*As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 1. Hence, the Ordinary Resolution was passed with requisite majority. However, 3 shareholders whose aggregate shareholding was 13190981 has abstained their voting rights.*

**Resolution No. 2: Ordinary Resolution**

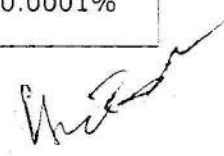
Declaration of Dividend of Rs. 3.5/- per equity share of face value of Rs. 2/- each for the financial year ended March 31, 2019.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and poll	% of total number of valid votes cast
128	264177094	47	1136891	265313985	99.9999%

Voted '**AGAINST**' the resolution:

Number of Members Voted through electronic voting system	Number of vote cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Against' the resolution by poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
1	10	-	-	10	0.0001%



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**'INVALID' votes:**

Number of Members voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

**Result:**

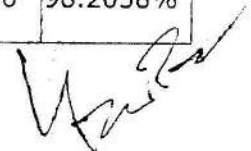
*As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 2. Hence, the Ordinary Resolution was passed with requisite majority. However, 1 shareholder whose shareholding was 547 has abstained their voting right.*

**Resolution No. 3: Ordinary Resolution**

Appointment of Director in place of Mr. Sunil Gupta (DIN: 00317228), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
82	259416855	47	1136891	260553746	98.2058%



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Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
46	4760229	0	0	4760229	1.7942%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

**Result:**

*As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as item No. 3. Hence, the Ordinary Resolution was passed with requisite majority. However, 2 shareholders whose aggregate shareholding was 567 has abstained their voting rights.*

**Resolution No. 4: Ordinary Resolution**

Appointment of Director in place of Mr. Satish Chandra Mishra (DIN: 06643245), who retires by rotation and being eligible, offers himself for re-appointment.





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Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
90	261102962	47	1136891	262239853	98.8413%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
38	3074122	0	0	3074122	1.1587%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

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**Result:**

*As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 4. Hence, the Ordinary Resolution was passed with requisite majority. However, 2 shareholders whose aggregate shareholding was 567 has abstained their voting rights.*

**SPECIAL BUSINESS:**

**Resolution No. 5: Ordinary Resolution**

Re-appointment of Mr. Satish Chandra Mishra (DIN: 06643245), as a Whole-time Director of the Company.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
124	264176435	47	1136891	265313326	99.9998%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
4	649	0	0	649	0.0002%



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Date .....

**'INVALID' votes:**

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

**Result:**

*As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 5. Hence, the Ordinary Resolution was passed with requisite majority. However, 2 shareholders whose aggregate shareholding was 567 has abstained their voting rights.*

**Resolution No. 6: Special Resolution**

Re-appointment of Mr. Anuj Puri (DIN: 00048386), as an Independent Director of the Company.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
87	246908759	47	1136891	248045650	98.3387%

*Handwritten signature*

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COMPANY SECRETARIES

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Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
40	4190489	0	0	4190489	1.6613%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

**Result:**

*As the votes cast in favour of the resolution are three times more than the votes cast against the resolution as set out in Notice as Item No. 6. Hence, the Special Resolution was passed with requisite majority. However, 3 shareholders whose aggregate shareholding was 13078403 has abstained their voting rights.*

**Resolution No. 7: Special Resolution**

Re-appointment of Mr. Dilip Cherian (DIN: 00322763), as an Independent Director of the Company.



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E-mail : adesh.tandon11@gmail.c

Date .....

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
87	246908759	47	1136891	248045650	98.3387%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
40	4190489	0	0	4190489	1.6613%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

*Adesh Tandon*

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**Result:**

*As the votes cast in favour of the resolution are three times more than votes cast against the resolution as set out in Notice as Item No. 7. Hence, the Special Resolution was passed with requisite majority. However, 3 shareholders whose aggregate shareholding was 13078403 has abstained their voting rights.*

**Resolution No. 8: Special Resolution**

Re-appointment of Mr. Jayant Davar (DIN: 00100801), as an Independent Director of the Company.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
87	246908759	47	1136891	248045650	98.3387%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
40	4190489	0	0	4190489	1.6613%



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**'INVALID' votes:**

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
	-	-	-	-

**Result:**

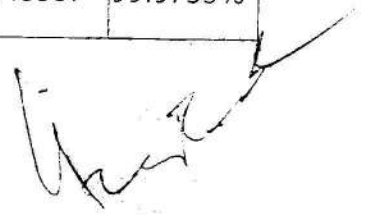
*As the votes cast in favour of the resolution are three times more than votes cast against the resolution as set out in Notice as Item No. 8. Hence, the Special Resolution was passed with requisite majority. However, 3 shareholders whose aggregate shareholding was 13078403 has abstained their voting rights.*

**Resolution No. 9: Special Resolution**

Re-appointment of Mr. Ravi Sardana (DIN: 06938773), as an Independent Director of the Company.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
122	264106696	47	1136891	265243587	99.9735%



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Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
6	70388	0	0	70388	0.0265%

'**INVALID**' votes:

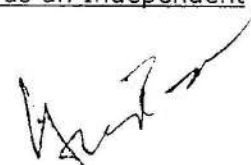
Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

**Result:**

*As the votes cast in favour of the resolution are three times more than votes cast against the resolution as set out in Notice as Item No. 9. Hence, the Special Resolution was passed with requisite majority. However, 2 shareholders whose aggregate shareholding was 567 has abstained their voting rights.*

**Resolution No. 10: Special Resolution**

Re-appointment of Mr. Shashidhar Narain Sinha (DIN: 00953796), as an Independent Director of the Company.





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Voted in '**FAVOUR**' of the resolution:

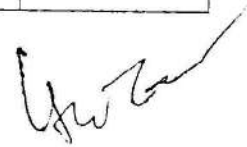
Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
79	246043690	47	1136891	247180581	98.1106%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
47	4760258	0	0	4760258	1.8894%

'**INVALID**' votes:

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-



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**Result:**

*As the votes cast in favour of the resolution are three times more than votes cast against the resolution as set out in Notice as Item No. 10. Hence, the Special Resolution was passed with requisite majority. However, 4 shareholders whose aggregate shareholding was 13373703 has abstained their voting rights.*

**Resolution No. 11: Special Resolution**

Appointment of Mr. Shailendra Swarup (DIN: 00167799), as an Independent Director of the company.

Voted in '**FAVOUR**' of the resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
119	263984663	47	1136891	265121554	99.9275%

Voted '**AGAINST**' the resolution:

Number of Members voted through electronic voting system	Number of votes cast 'Against' the resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of Vote cast 'Against' the resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast
9	192421	0	0	192421	0.0725%

*Adesh Tandon*

**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**  
FCS, LLB, B.Com. AAIMA

811, 8th Floor, KAN Chamb  
14/113, Civil Lines, KANPUR - 208 001 (U  
Tel. : 0512-2332397 • Mobile : 09839100  
E-mail : adesh.tandon11@gmail.com

Date .....

**'INVALID' votes:**

Number of Members Voted through electronic voting system	Number of votes cast 'Invalid' by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast 'Invalid' by Poll	Total Number of votes cast through e-voting and Poll
-	-	-	-	-

**Result:**

*As the votes cast in favour of the resolution are three times more than votes cast against the resolution as set out in Notice as Item No. 11. Hence, the Special Resolution was passed with requisite majority. However, 2 shareholders whose aggregate shareholding was 567 has abstained their voting rights.*

9. The poll papers and all other relevant records were sealed and are being handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you.



Yours faithfully,  
**For ADESH TANDON & ASSOCIATES**  
Company Secretaries

**Adesh Tandon**  
Proprietor  
FCS No. 2253  
C.P. No. 1121

Place: Kanpur  
Date: September 28, 2019