

March 11, 2019

1) Manager-CRD,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Re: Jagran Prakashan Limited
Scrip Code: 532705
ISIN No.: INE199G01027

2) Listing Manager,
National Stock Exchange of India Ltd.,
'Exchange Plaza'
Bandra Kurla Complex,
Bandra (E),
Mumbai-400 051

Re: Jagran Prakashan Limited
Scrip Code: JAGRAN
ISIN No.: INE199G01027

Sub: Declaration of Results of Postal Ballot (including e-voting)/Submission of Voting Results in Pursuance of Regulation 44(3) of Listing Regulation

Dear Sir/Ma'am

This is in furtherance to our letter dated February 8, 2019 in relation to the intimation of dispatch of Notice of Postal Ballot and E-Voting to the Members seeking their approval through Special Resolution pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 ("Listing Regulations") on the following businesses:

Sl. No.	Description of Resolutions
1.	Special Resolution for continuation of holding of office of Mr. Vijay Tandon (DIN: 00156305) as a Non-Executive Independent Director till the completion of his present term i.e. up to the conclusion of the Annual General Meeting of the Company in the calendar year 2019 and re-appointment of Mr. Vijay Tandon as a Non-Executive Independent Director for a second term up to the conclusion of the Annual General Meeting of the Company in the calendar year 2024 or the expiry of 5 (five) years, whichever is earlier.
2.	Special Resolution under Section 180(1)(a) for creation, from time to time, of such mortgages, charges, liens, hypothecation and / or other securities, in addition to the mortgages, charges, liens, hypothecation and / or other securities created by the Company on the whole or substantially the whole undertaking of the Company.



Am - 11/03/19

E- Voting was closed on Sunday, March 10, 2019 at 5:00 P.M. The Scrutinizer has submitted his report on the results of Postal Ballot (including E-voting) on Monday, March 11, 2019.

Pursuant to Regulation 44(3) of the Listing Regulations, we would like to inform you that the special resolutions set out in the aforementioned Postal Ballot Notice have been passed with requisite majority by the Members of the Company.

The details of the voting results in the format specified under Listing Regulations and the Scrutinizer's Report is enclosed.

Kindly take the same on record.

Thanking You,

For Jagran Prakashan Limited

Amit Jaiswal

(AMIT JAISWAL)

Company Secretary & Compliance Officer



Encl.: As above

JAGRAN PRAKASHAN LIMITED CIN-L22219UP1975PLC004147	
Date of the General Meeting (Postal Ballot & E-voting)	11 th March, 2019 (Date of declaration of results of Postal Ballot and e-voting)
Total number of shareholders on record date	45236 shareholders as on record date / cut-off date i.e. February 1 st , 2019
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable Not Applicable

Item No.1: Special Resolution for continuation of holding of office of Mr. Vijay Tandon (DIN: 00156305) as a Non-Executive Independent Director till the completion of his present term i.e. up to the conclusion of the Annual General Meeting of the Company in the calendar year 2019 and re-appointment of Mr. Vijay Tandon as a Non-Executive Independent Director for a second term up to the conclusion of the Annual General Meeting of the Company in the calendar year 2024 or the expiry of 5 (five) years, whichever is earlier.

Resolution required: (Ordinary/Special)		Special Resolution						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favor	No. of Votes – against	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	181735591	181565991	99.9067	181565991	0	100.0000	0.0000
	Poll (N.A.)		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total (A)		181735591	181565991	99.9067	181565991	0	100.0000
Public-Institutions	E-Voting	66536183	56036468	84.2195	52646885	3389583	93.9511	6.0489
	Poll (N.A.)		0	0.0000	0	0	0	0
	Postal Ballot		0	0.0000	0	0	0	0
	Total (B)		66536183	56036468	84.2195	52646885	3389583	93.9511
Public-Non Institutions	E-Voting	48140055	14882731	30.9155	14880422	2309	99.9845	0.0155
	Poll (N.A.)		0	0.0000	0	0	0	0
	Postal Ballot		16812	0.0349	16574	238	98.5843	1.4157
	Total (C)		48140055	14899543	30.9504	14896996	2547	99.9829
GRAND TOTAL (A+B+C)		296411829	252502002	85.1862	249109872	3392130	98.6566	1.3433

Am-11/11/2019



Item No.2: Special Resolution under Section 180(1)(a) for creation, from time to time, of such mortgages, charges, liens, hypothecation and / or other securities, in addition to the mortgages, charges, liens, hypothecation and / or other securities created by the Company on the whole or substantially the whole undertaking of the Company.

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favor	No. of Votes – against	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting	181735591	181565991	99.9067	181565991	0	100.0000	0.0000
	Poll (N.A.)		0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	
	Total (A)	181735591	181565991	99.9067	181565991	0	100.0000	0.0000
Public-Institutions	E-Voting	66536183	56745018	85.2845	50869279	5875739	89.6454	10.3546
	Poll (N.A.)		0	0.0000	0	0	0	
	Postal Ballot		0	0.0000	0	0	0	
	Total (B)	66536183	56745018	85.2845	50869279	5875739	89.6454	10.3546
Public-Non Institutions	E-Voting	48140055	29270181	60.8021	29267065	3116	99.9894	0.0106
	Poll (N.A.)		0	0.0000	0	0	0	
	Postal Ballot		16068	0.0334	15395	673	95.8116	4.1884
	Total (C)	48140055	29286249	60.8355	29282460	3789	99.9871	0.0129
GRAND TOTAL (A+B+C)		296411829	267597258	90.2789	261717730	5879528	97.8028	2.1972

Amal Jaiswal



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 & 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

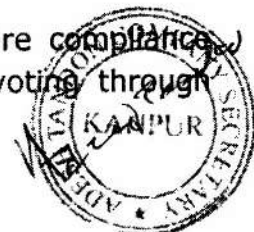
To
The Chairman and Managing Director
JAGRAN PRAKASHAN LIMITED
Jagran Building,
2, Sarvodaya Nagar,
Kanpur-208005

Sub: Combined Report of Scrutinizers on Voting by Postal Ballot including E-Voting in respect of passing the Resolutions contained in the Notice of Postal Ballot dated February 01, 2019.

Dear Sir,

I, Adesh Tandon, Company Secretary in Practice, Proprietor of Adesh Tandon & Associates, having its office at Office No. 811, 8th Floor, KAN Chambers, 14/113, Civil Lines, Kanpur-208001 have been appointed by the Board of Directors of Jagran Prakashan Limited (hereinafter referred to as "the Company") as Scrutinizer for the purpose of scrutinizing the Postal Ballot & E-Voting Process in a fair and transparent manner and ascertaining the requisite majority on Postal Ballot and E-Voting carried out, as per the provisions of Sections 108 and 110 of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rule, 2014 and subsequent amendment thereon on the resolutions set out in the Notice of the Postal Ballot dated February 01, 2019.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to voting through



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

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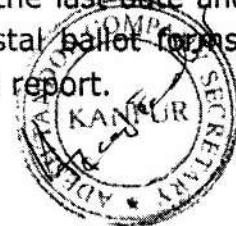
Postal Ballot and Electronic Means on the resolutions contained in the Notice of Postal Ballot. My responsibility as a Scrutinizer for the Postal Ballot voting process and E-Voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast 'in favour' or 'against' the resolution as stated in the Notice of Postal Ballot, based on the Postal Ballot Forms received from the members and reports generated from E-Voting system provided by the Karvy Fintech Private Limited (hereinafter referred to as "Karvy") the authorized agency to provide e-voting facility, engaged by The Company.

The Company completed the dispatch of Postal Ballot Notice and Postal Ballot Forms dated February 01, 2019 along with the statement setting out material facts under Section 102 of the Act to the members of the Company on Friday, February 8, 2019.

The members of the Company holding shares as on cut-off date i.e. Friday, February 01, 2019 were entitled to vote on the Resolutions proposed as set out in the Notice.

In this regard, I submit my report as under:

1. The Company had provided facility of casting vote to the members of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of providing voting through postal ballot and electronic means.
3. All postal ballot forms received up to the close of working hours i.e. 5:00 P.M. IST on Sunday, March 10, 2019, being the last date and time fixed by the Company for receipt of the postal ballot forms, were considered for Scrutiny for the purpose of this report.



ADESH TANDON & ASSOCIATES

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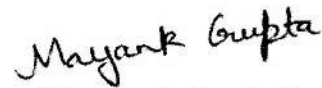
E-mail : adesh.tandon11@gmail.com

Date

4. The postal ballot forms were kept in my safe custody.
5. The E-Voting period remained open from 09:00 A.M. IST onwards Saturday, February 09, 2019 to 5:00 P.M. IST, Sunday March 10, 2019.
6. At the end of the E-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company i.e. Mr. Awashesh Dixit, R/o 30/6, Vishnupuri, Kanpur-208002 and Mr. Mayank Gupta, R/o 43, Industrial Estate, Kanpur-208012. They have signed below in confirmation of the E-Votes being unblocked in their presence.



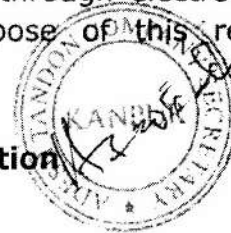
(Awashesh Dixit)



(Mayank Gupta)

7. The details containing list of shareholders who voted 'for' or 'against' the resolutions put to vote were downloaded from the E-Voting website of Karvy.
8. The particulars of all the electronic votes casted by the members through E-Voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for that purpose.
9. I have scrutinized the votes casted through electronic means and through postal ballot for the purpose of this report and the summary of the voting is as under:

(A) Resolution No. 1: Special Resolution



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Approval for continuation of holding of office and re-appointment
of Mr. Vijay Tandon [DIN: 00156305] as a Non-Executive
Independent Director of the Company. Date

(i) Voting **in favour** of the Resolution

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting through Postal Ballot	105	16,574	0.0066
Voting through Electronic Means (E-Voting)	143	24,90,93,298	98.6500
Total	248	24,91,09,872	98.6566

(ii) Voting **against** the Resolution

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting through Postal Ballot	4	238	0.0001
Voting through Electronic Means (E-Voting)	26	33,91,892	1.3433
Total	30	33,92,130	1.3434



(iii) **Invalid Votes**

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through Postal Ballot	15	1,709
Voting through Electronic Means (E-Voting)	0	0
Total	15	1,709

Since the votes cast in favour of the resolution are more than 3 (three) times of the votes cast against the resolution. The said Special Resolution is deemed to be passed with special majority. Further, six shareholders holding 1,50,98,439 have abstain from voting.

(B) Resolution No. 2: Special Resolution

Creation of charge/security on the Company's assets with respect to Borrowing pursuant to section 180(1)(a) of the Act.

(i) Voting **in favour** of the Resolution

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting through Postal Ballot	95	15,395	0.0058
Voting through Electronic Means (E-Voting)	113	26,17,02,335	97.7970
Total	208	26,17,17,730	97.8028



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Date

(ii) Voting **against** the Resolution

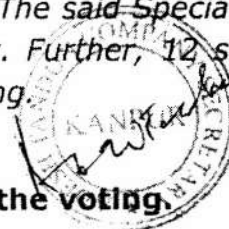
Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Voting through Postal Ballot	7	673	0.0003
Voting through Electronic Means (E-Voting)	56	58,78,855	2.1969
Total	63	58,79,528	2.1972

(iii) **Invalid** Votes

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Voting through Postal Ballot	15	1,709
Voting through Electronic Means (E-Voting)	0	0
Total	15	1,709

Since the votes cast in favour of the resolution are more than 3 (three) times of the votes cast against the resolution. The said Special Resolution is deemed to be passed with special majority. Further, 12 shareholders holding 3,174 shares have abstained from voting.

You may accordingly declare the result of the voting.



ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

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Date

10. All the relevant records were handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.
11. Voting Results of Postal Ballot/E-Voting in the Format as prescribed under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 is attached as **Annexure-A** to this Report.

Thanking You,

**For ADESH TANDON & ASSOCIATES
Company Secretaries**

For ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Adesh Tandon

PROPRIETOR

Adesh Tandon

Proprietor

FCS No.2253

C.P. No.1121

Date: March 11, 2019

Place: Kanpur



Amul Prakashan

ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Annexure-A

JAGRAN PRAKASHAN LIMITED CIN-L22219UP1975PLC004147	
Date of the General Meeting (Postal Ballot & E-voting)	March 11, 2019 (Date of declaration of results of Postal Ballot and e-voting)
Total number of shareholders on record date	45,236 shareholders as on record date / cut-off date i.e. February 1, 2019
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable Not Applicable



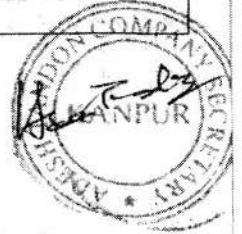
ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

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Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favor (4)	No. of Votes – against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	181735591	181565991	99.9067	181565991	0	100	0.0000
	Poll (N.A.)		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total (A)		181735591	181565991	99.9067	181565991	0	100
Public-Institutions	E-Voting	66536183	56036468	84.2195	52646885	3389583	93.9511	6.0489
	Poll (N.A.)		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total (B)		66536183	56036468	84.2195	52646885	3389583	93.9511
Public-Non Institutions	E-Voting	48140055	14882731	30.9155	14880422	2309	99.9845	0.0155
	Poll (N.A.)		0	0	0	0	0	0
	Postal Ballot		16812	0.0349	16574	238	98.5843	



ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

	Total (C)	48140055	14899543	30.9504	14896996	2547	99.9829	0.0171
GRAND TOTAL (A+B+C)		296411829	252502002	85.1862	249109872	3392130	98.6566	1.3434



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Item No.2: Special Resolution under Section 180(1)(a) for creation, from time to time, of such mortgages, charges, liens, hypothecation and / or other securities, in addition to the mortgages, charges, liens, hypothecation and / or other securities created by the Company on the whole or substantially the whole undertaking of the Company.								
Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll	181735591	181565991	99.9067	181565991	0	100	0.0000
	Postal Ballot		0	0	0	0	0	0
	Total (A)		181735591	181565991	99.9067	181565991	0	100
	Public-Institutions	66536183	56745018	85.2845	50869279	5875739	89.6454	10.3546
E-Voting Poll	0		0	0	0	0	0	
Postal Ballot	0		0	0	0	0	0	
	Total (B)	66536183	56745018	85.2845	50869279	5875739	89.6454	10.3546
Public-Non Institutions	E-Voting Poll	48140055	29270181	60.8021	29267065	3116	99.9894	0.0106
	Postal Ballot		0	0	0	0	0	0
	Postal Ballot		16068	0.0334	15395	673	95.8116	4.1884
		Total (C)	48140055	29286249	60.8355	29282460	3789	99.9871
GRAND TOTAL (A+B+C)		296411829	267597258	90.2789	261717730	5879528	97.8028	2.1972



ADESH TANDON & ASSOCIATES
COMPANY SECRETARIES

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public Non-Institutions	1709

