

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.: Outcome of 43<sup>rd</sup> Annual General Meeting of Jagran Prakashan Limited held on September 27, 2019 pursuant to Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We are pleased to inform you that the 43rd Annual General Meeting ("AGM") of the Company was 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. At the meeting, the following resolutions were passed with requisite majority:

Sr. No.	Particulars	Nature of Business	Type of Resolution
1.	Consideration and adoption of 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 Reports of Board of Directors and Auditors thereon.	Ordinary	Ordinary
2.	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.	Ordinary	Ordinary
3.	Re-appointment of Mr. Sunil Gupta (DIN: 00317228), as a Director of the Company, liable to retire by rotation.	Ordinary	Ordinary
4.	Re-appointment of Mr. Satish Chandra Mishra (DIN: 06643245), as Director of the Company, liable to retire by rotation.	Ordinary	Ordinary
5.	Re-appointment of Mr. Satish Chandra Mishra (DIN: 06643245), as a Whole-time Director of the Company.	Special	Ordinary

*Amal Jaiswal*



Sr. No.	Particulars	Nature of Business	Type of Resolution
6.	Re-appointment of Mr. Anuj Puri (DIN: 00048386), as an Independent Director of the Company.	Special	Special
7.	Re-appointment of Mr. Dilip Cherian (DIN: 00322763), as an Independent Director of the Company.	Special	Special
8.	Re-appointment of Mr. Jayant Davar (DIN: 00100801) as an Independent Director of the Company.	Special	Special
9.	Re-appointment of Mr. Ravi Sardana (DIN: 06938773), as an Independent Director of the Company.	Special	Special
10.	Re-appointment of Mr. Shashidhar Narain Sinha (DIN: 00953796), as an Independent Director of the Company.	Special	Special
11.	Appointment of Mr. Shailendra Swarup (DIN: 00167799), as an Independent Director of the Company.	Special	Special

With reference to SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015, brief terms of appointment of Mr. Shailendra Swarup are as under:

Sr. No.	Particulars	Description
1.	Date of appointment	w.e.f. September 27, 2019
2.	Term of appointment	For a term of five (5) years from the conclusion of this Annual General Meeting up to the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2024, or the expiry of five (5) years, whichever is earlier.
3.	Brief Profile	Mr. Shailendra Swarup, aged 74 years, holds a Bachelor's degree in Arts and is also a law graduate. He is a Corporate Lawyer and has also been practicing as an Advocate in the Delhi High Court and the Supreme Court for over 53 years. Mr. Shailendra Swarup is a Director of JK Paper Ltd., Bengal & Assam Company Ltd., Gujarat Fluorochemicals Ltd., The India Thermit Corporation Ltd., Inox Infrastructure Ltd., Vis Legis Consult Pvt. Ltd., Kangaroo Properties and Services Pvt. Ltd. and Dev Valley Devcon Pvt. Ltd. He is also Member of the Audit Committee of Gujarat Fluorochemicals Ltd., The India Thermit Corporation Ltd., and Inox Infrastructure Ltd. He is also a Director of Eros International Plc, and is a

*Amal Kumar*

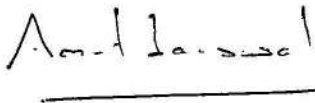


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		member of its Audit Committee. Mr. Swarup was a Member of the Task Force on Corporate Governance constituted by the Confederation of Indian Industry. He was a member of Ganguly Committee constituted by the Reserve Bank of India in the year 2002 on Corporate Governance of public sector Banks and financial institution with particular emphasis of role of Independent Directors.
4.	Disclosure of relationships between directors	None

Kindly, take the same in your records.

Thanking You,  
For Jagran Prakashan Limited




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

Encl.:

- 1) Summary of proceedings of the AGM as **Annexure A.**
- 2) Voting Results as **Annexure B.**
- 3) Combined Scrutinizer's Report on remote e-voting and voting conducted at the AGM through ballot papers, pursuant to Sections 108 and 109 of the Companies Act, 2013 read with the Rules made thereunder as **Annexure C.**

SUMMARY OF PROCEEDINGS OF THE 43<sup>RD</sup> ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF JAGRAN PRAKASHAN LIMITED HELD ON FRIDAY, THE 27<sup>TH</sup> DAY OF SEPTEMBER, 2019, COMMENCED AT 12:30 P.M. AND CONCLUDED AT 1:30 P.M. AT JALSAA BANQUET HALL, 4TH FLOOR, RAVE@MOTI, 117/K/13, GUTAIYA, KANPUR – 208025.

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**PRESENT:**

Mr. Mahendra Mohan Gupta  
Mr. Vijay Tandon

Chairman and Managing Director  
Independent Director & Chairman of the  
Audit Committee

Mr. Sanjay Gupta

Whole-time Director & CEO

Mr. Sunil Gupta

Whole-time Director

Mr. Shailesh Gupta

Whole-time Director

Mr. Satish Chandra Mishra

Whole-time Director

Mr. Devendra Mohan Gupta

Director

Mr. Rajendra Kumar Agarwal

Chief Financial Officer

Mr. Amit Jaiswal

Company Secretary

**ATTENDANCE:**

Members / Authorised Representatives: 48

Proxies: 03

Members voted through remote E-voting: 130

The Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors and Key Managerial Personnel present at the meeting.

The representatives of the Statutory Auditors and Secretarial Auditors were also present in the meeting.

The Members were informed by the Company Secretary that the Company had received 3 valid proxies for 3,46,000 equity shares.

The Company Secretary informed the members that all the requisite Statutory Registers, Proxy Register and other documents were available for inspection of the Members.

The Chairman then commenced his speech and briefed the Members about the overall performance and achievements of the Company in the financial year 2018-19. He also provided an insight on the major developments.

With the consent of the Members, the notice convening the 43<sup>rd</sup> AGM, Standalone and Consolidated Financial Statements and Board's Report and Annexures thereto having already been circulated to the members were taken as read.



*Amit Jaiswal*

The reports of the Statutory Auditors and the Secretarial Auditors of the Company for the financial year ended March 31, 2019, which had also been circulated to the Members containing no audit qualifications were read by the Company Secretary

The Company Secretary apprised the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013 including Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, and Regulation 44 of Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, the Company has extended to its members the facility to exercise their right to vote, in proportion to their shareholding as on the cut-off date i.e. Saturday, September 21, 2019 on all the items set out in the Notice, through remote E-voting and that there would be no voting by show of hands, however, Members who were present at the meeting and who had not cast their votes electronically have been provided an opportunity to cast their votes by Polling Papers.

The Members were also informed that remote e-voting facility was extended to the Members through Karvy Fintech Private Limited and was made available from Tuesday, September 24, 2019 (9:00 A.M. IST onwards) till Thursday, September 26, 2019 (till 5:00 P.M. IST). Mr. Adesh Tandon, Practising Company Secretary, Kanpur, was appointed as the Scrutinizer to scrutinize the remote e-voting process and voting through polling paper at the AGM in a fair and transparent manner.

The Chairman invited the Members for comments, if any, on the Financial Statements and businesses set out in the Notice. Queries received from the Members were replied satisfactorily.

The Chairman then requested the Members to propose and second the following resolutions as contained in the Notice convening the AGM:

Sr. No.	Particulars	Nature of Business	Type of Resolution
1.	Consideration and adoption of 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 Reports of Board of Directors and Auditors thereon.	Ordinary	Ordinary
2.	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.	Ordinary	Ordinary
3.	Re-appointment of Mr. Sunil Gupta (DIN: 00317228), as a Director of the Company, liable to retire by rotation.	Ordinary	Ordinary
4.	Re-appointment of Mr. Satish Chandra Mishra (DIN: 06643245), as Director of the Company, liable to retire by rotation.	Ordinary	Ordinary
5.	Re-appointment of Mr. Satish Chandra Mishra (DIN: 06643245), as a Whole-time Director of the Company.	Special	Ordinary
6.	Re-appointment of Mr. Anuj Puri (DIN: 00048386), as an Independent Director of the Company.	Special	Special



Amal Jaiswal



Sr. No.	Particulars	Nature of Business	Type of Resolution
7.	Re-appointment of Mr. Dilip Cherian (DIN: 00322763), as an Independent Director of the Company.	Special	Special
8.	Re-appointment of Mr. Jayant Davar (DIN: 00100801) as an Independent Director of the Company.	Special	Special
9.	Re-appointment of Mr. Ravi Sardana (DIN: 06938773), as an Independent Director of the Company.	Special	Special
10.	Re-appointment of Mr. Shashidhar Narain Sinha (DIN: 00953796), as an Independent Director of the Company.	Special	Special
11.	Appointment of Mr. Shailendra Swarup (DIN: 00167799), as an Independent Director of the Company.	Special	Special

The Chairman then formally requested Poll on all the resolutions set out in the notice convening the AGM. The Chairman requested members and proxies present, who had not voted electronically to participate in the Poll to be taken. The poll process, including manner of casting of vote, was explained in detail to the Members and proxies present at the AGM.

Thereafter, the Chairman initiated the process of voting through ballot paper. The Scrutinizer requested the Members to fill up their ballot paper as per the instructions contained therein, sign and drop the same in the ballot box maintained for this purpose. The Chairman requested the Scrutinizer to submit his report on remote e-voting and voting through ballot papers as soon as possible to enable declaration of the voting results within the prescribed timelines.

The Chairman informed the Members that subject to receipt of requisite number of votes, the Resolutions shall be deemed to have been passed as on date of the AGM.

He, further informed that the voting results along with the Combined Scrutinizer's Report, would be announced within 48 hours of the conclusion of AGM and the voting results would be hosted on the Company's website viz. [www.jplcorp.in](http://www.jplcorp.in) and would be informed to the Stock Exchanges (i.e. National Stock Exchange of India Limited and BSE Limited). The voting results and the Combined Scrutinizer's Report would also be hosted on the website of Karvy Fintech Private Limited, Authorised Agency engaged for providing remote e-voting facility.

The Chairman then declared the Meeting as concluded and thanked the Members for participating in the Meeting.

The meeting concluded at 1:30 P.M. with a vote of thanks to the chair.

**Based on the Scrutinizer's Report dated September 28, 2019 all the resolutions as set out in the Notice of 43<sup>rd</sup> AGM were declared as passed with requisite majority.**



*A. M. Misra*

# ANNEXURE - B

Voting results	
Record date	21-09-2019
Total number of shareholders on record date	45145
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	11
b) Public	37
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>11</b>

Amit Kishore



### Resolution (1)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No Approval of Standalone and Consolidated Balance Sheet as at 31st March 2019, Profit and Loss Account and Report of Board and Auditors thereon.				
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	182560907	181487591	99.4121	181487591	0	100.0000	0.0000
	Poll		1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		182560907	182560907	100.0000	182560907	0	100.0000
Public- Institutions	E-Voting	63820761	53990673	84.5974	53990673	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		63820761	53990673	84.5974	53990673	0	100.0000
Public- Non Institutions	E-Voting	50030161	15508406	30.9981	15508367	39	99.9997	0.0003
	Poll		63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		50030161	15571981	31.1252	15571942	39	99.9997
<b>Total</b>		296411829	252123561	85.0585	252123522	39	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



*Am-12-2019*



Resolution (2)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Ordinary No				
Description of resolution considered				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.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	182560907	182560907	100.0000	182560907	0	100.0000	0.0000
Public- Institutions	E-Voting		54103271	84.7738	54103271	0	100.0000	0.0000
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>	63820761	54103271	84.7738	54103271	0	100.0000	0.0000
Public- Non Institutions	E-Voting		28586242	57.1380	28586232	10	100.0000	0.0000
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	50030161	28649817	57.2651	28649807	10	100.0000	0.0000
<b>Total</b>		296411829	265313995	89.5086	265313985	10	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



*Amal Jaiswal*

Resolution (3)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution? Description of resolution considered				Ordinary No Re-appointment of Mr. Sunil Gupta (DIN- 00317228) as a Director who retires by rotation.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	182560907	182560907	100.0000	182560907	0	100.0000	0.0000
Public- Institutions	E-Voting		54103271	84.7738	49343691	4759580	91.2028	8.7972
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>	63820761	54103271	84.7738	49343691	4759580	91.2028	8.7972
Public- Non Institutions	E-Voting		28586222	57.1380	28585573	649	99.9977	0.0023
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	50030161	28649797	57.2651	28649148	649	99.9977	0.0023
<b>Total</b>		296411829	265313975	89.5086	260553746	4760229	98.2058	1.7942
<b>Whether resolution is Pass or Not.</b>							Yes	



*Am. B. S. S. S.*

### Resolution (4)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mr. Satish Chandra Mishra (DIN- 06643245) as a Director who retires by rotation.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		182560907	182560907	100.0000	182560907	0	100.0000
Public- Institutions	E-Voting		54103271	84.7738	51029798	3073473	94.3192	5.6808
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>		63820761	54103271	84.7738	51029798	3073473	94.3192
Public- Non Institutions	E-Voting		28586222	57.1380	28585573	649	99.9977	0.0023
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		50030161	28649797	57.2651	28649148	649	99.9977
<b>Total</b>		296411829	265313975	89.5086	262239853	3074122	98.8413	1.1587
Whether resolution is Pass or Not.							Yes	



*A. K. Mishra*

### Resolution (5)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Satish Chandra Mishra (DIN- 06643245) as a Whole-time Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		182560907	182560907	100.0000	182560907	0	100.0000
Public- Institutions	E-Voting		54103271	84.7738	54103271	0	100.0000	0.0000
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>		63820761	54103271	84.7738	54103271	0	100.0000
Public- Non Institutions	E-Voting		28586222	57.1380	28585573	649	99.9977	0.0023
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		50030161	28649797	57.2651	28649148	649	99.9977
<b>Total</b>		296411829	265313975	89.5086	265313326	649	99.9998	0.0002
<b>Whether resolution is Pass or Not.</b>							Yes	



*Amit Jaiswal*

### Resolution (6)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Re-appointment of Mr. Anuj Puri (DIN- 00048386) as an Independent Director of the Company.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		182560907	182560907	100.0000	182560907	0	100.0000
Public- Institutions	E-Voting		54103271	84.7738	49913460	4189811	92.2559	7.7441
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>		63820761	54103271	84.7738	49913460	4189811	92.2559
Public- Non Institutions	E-Voting		15508386	30.9981	15507708	678	99.9956	0.0044
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		50030161	15571961	31.1251	15571283	678	99.9956
<b>Total</b>		296411829	252236139	85.0965	248045650	4190489	98.3387	1.6613
Whether resolution is Pass or Not.							Yes	



*Anuj Puri*

Resolution (7)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special No Re-appointment of Mr. Dilip Cherian (DIN- 00322763) as an Independent Director of the Company.				
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	182560907	181487591	99.4121	181487591	0	100.0000	0.0000
	Poll		1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		182560907	182560907	100.0000	182560907	0	100.0000
Public- Institutions	E-Voting	63820761	54103271	84.7738	49913460	4189811	92.2559	7.7441
	Poll							
	Postal Ballot (if applicable)							
	Total		63820761	54103271	84.7738	49913460	4189811	92.2559
Public- Non Institutions	E-Voting	50030161	15508386	30.9981	15507708	678	99.9956	0.0044
	Poll		63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		50030161	15571961	31.1251	15571283	678	99.9956
<b>Total</b>		296411829	252236139	85.0965	248045650	4190489	98.3387	1.6613
<b>Whether resolution is Pass or Not.</b>							Yes	



*Amal Kishore*



### Resolution (8)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special No Re-appointment of Mr. Jayant Davar (DIN- 00100801) as an Independent Director of the Company.				
Description of resolution considered								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	182560907	182560907	100.0000	182560907	0	100.0000	0.0000
Public- Institutions	E-Voting		54103271	84.7738	49913460	4189811	92.2559	7.7441
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>	63820761	54103271	84.7738	49913460	4189811	92.2559	7.7441
Public- Non Institutions	E-Voting		15508386	30.9981	15507708	678	99.9956	0.0044
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	50030161	15571961	31.1251	15571283	678	99.9956	0.0044
<b>Total</b>		296411829	252236139	85.0965	248045650	4190489	98.3387	1.6613
<b>Whether resolution is Pass or Not.</b>							Yes	



*Amal Das*

Resolution (9)								
Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special No				
Description of resolution considered				Re-appointment of Mr. Ravi Sardana (DIN- 06938773) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	182560907	182560907	100.0000	182560907	0	100.0000	0.0000
Public- Institutions	E-Voting		54103271	84.7738	54033561	69710	99.8712	0.1288
	Poll	63820761						
	Postal Ballot (if applicable)							
	<b>Total</b>	63820761	54103271	84.7738	54033561	69710	99.8712	0.1288
Public- Non Institutions	E-Voting		28586222	57.1380	28585544	678	99.9976	0.0024
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>	50030161	28649797	57.2651	28649119	678	99.9976	0.0024
<b>Total</b>		296411829	265313975	89.5086	265243587	70388	99.9735	0.0265
<b>Whether resolution is Pass or Not.</b>							Yes	



*Amal K...*

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Shashidhar Narain Sinha (DIN-00953796) as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1882560907	181487591	9.6405	181487591	0	100.0000	0.0000
	Poll		1073316	0.0570	1073316	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		1882560907	182560907	9.6975	182560907	0	100.0000
Public-Institutions	E-Voting	63820761	53807971	84.3111	49048391	4759580	91.1545	8.8455
	Poll							
	Postal Ballot (if applicable)							
	Total		63820761	53807971	84.3111	49048391	4759580	91.1545
Public- Non Institutions	E-Voting	50030161	15508386	30.9981	15507708	678	99.9956	0.0044
	Poll		63575	0.1271	63575	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total		50030161	15571961	31.1251	15571283	678	99.9956
<b>Total</b>		1996411829	251940839	12.6197	247180581	4760258	98.1106	1.8894
<b>Whether resolution is Pass or Not.</b>							Yes	



*Amal K. Saha*

### Resolution (11)

Resolution required: (Ordinary / Special)				Special					
Whether promoter/promoter group are interested in the agenda/resolution?				No					
Description of resolution considered				Appointment of Mr. Shailendra Swarup (DIN- 00167799) as an Independent Director of the Company.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		181487591	99.4121	181487591	0	100.0000	0.0000	
	Poll	182560907	1073316	0.5879	1073316	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	<b>Total</b>		182560907	182560907	100.0000	182560907	0	100.0000	0.0000
Public- Institutions	E-Voting		54103271	84.7738	53911628	191643	99.6458	0.3542	
	Poll	63820761							
	Postal Ballot (if applicable)								
	<b>Total</b>		63820761	54103271	84.7738	53911628	191643	99.6458	0.3542
Public- Non Institutions	E-Voting		28586222	57.1380	28585444	778	99.9973	0.0027	
	Poll	50030161	63575	0.1271	63575	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	<b>Total</b>		50030161	28649797	57.2651	28649019	778	99.9973	0.0027
<b>Total</b>			296411829	265313975	89.5086	265121554	192421	99.9275	0.0725
<b>Whether resolution is Pass or Not.</b>							Yes		



*Amal K. S. S.*

**ADESH TANDON & ASSOCIATES**  
COMPANY SECRETARIES

**Adesh Tandon**

FCS, LLB, B.Com, AAIMA

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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*

# ADESH TANDON & ASSOCIATES

COMPANY SECRETARIES

**Adesh Tandon**

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E-mail : adesh.tandon11@gmail.com

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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COMPANY SECRETARIES

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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:**

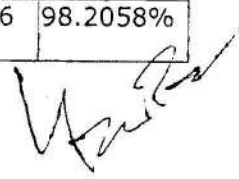
*As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in Notice as Item No. 2. Hence, the Ordinary Resolution was passed with requisite majority. However, 1 shareholder whose shareholding was 547 has abstained their voting right.*

**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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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
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
-	-	-	-	-

*Handwritten signature*

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**Adesh Tandon**

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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 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%



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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
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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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. 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%



# ADESH TANDON & ASSOCIATES

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Date.....

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

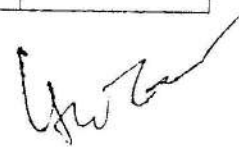
Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution by e-voting	Number of Members/ Proxies Voted by Poll	Number of votes cast in 'Favour' of resolution by Poll	Total Number of votes cast through e-voting and Poll	% of total number of valid votes cast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





# ADESH TANDON & ASSOCIATES

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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 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