

August 1, 2023

Manager–CRD, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	Equity	Scrip Code: 532705
		ISIN No.: INE199G01027

Listing Manager, National Stock Exchange of India Ltd., 'Exchange Plaza', Bandra Kurla Complex, Dalal Street, Bandra (E), Mumbai-400 051	Equity	Symbol: JAGRAN
		ISIN No.: INE199G01027
	NCD	Symbol: JARP24
		ISIN No.: INE199G07057

Dear Sir / Madam,

Subject: Disclosure under Regulation 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, please find enclosed herewith the disclosure required under Regulation 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, received from the promoter/holding company of the Company i.e. Jagran Media Network Investment Private Limited on 31st July, 2023 for your perusal.

Kindly take the above information on your record.

Thanking You,

For Jagran Prakashan Limited,

Amit Jaiswal
Chief Financial Officer and Company Secretary

Encl.: as above

JAGRAN MEDIA NETWORK INVESTMENT PRIVATE LIMITED

Regd. Office: 2, SARVODAYA NAGAR KANPUR – 208 005

Ph.: 091-512-2216161-64 Fax: 091-512-2230625

E-mail id: jmnipl@jagran.com

CIN- U67100UP1990PTC011645

July 31, 2023

To,
Company Secretary,
Jagran Prakashan Limited,
Jagran Building,
2, Sarvodaya Nagar,
Kanpur – 208005

Subject: Disclosure under Regulation 30A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

We write to you on behalf of Jagran Media Investment Private Limited (“JMNIPL”) holding company of Jagran Prakashan Limited (“JPL”).

We are informed that Security Exchange Board of India (“SEBI”) amended Regulation 30A of the Listing Obligations & Disclosure Requirement (“LODR”), by way of this amendment, it has been made mandatory to disclose agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity, shall be disclosed to the Stock Exchanges, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the listed entity is a party to such agreement.

The circular issued by SEBI dated 13.07.2023 provides that *inter-alia* the holding company is required to inform the listed entity about such agreements to which such a listed entity is not a party by July 31, 2023. We are attaching the circular for your easy reference.

Further, in compliance of such circular, please see enclosed herewith the details of the agreement between the promoters at JMNIPL level, that impacts the management/control of the listed entity, as per Clause 5A of Para A, Part A of Schedule III of the Listing Obligations & Disclosure Requirements.

For Jagran Media Network Investment Private Limited,

Mahendra
Mohan Gupta

Digitally signed by
Mahendra Mohan Gupta
Date: 2023.07.31
23:07:07 +05'30'

Mahendra Mohan Gupta
Chairman and Director
DIN: 00020451

DISCLOSURE OF AGREEMENTS TO JAGRAN PRAKASHAN LIMITED (JPL), IN COMPLIANCE OF REGULATION 30A OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

A. If the listed entity is a party to the agreement-

- i. Details of the counterparties (including name and relationship with the listed entity)-
N/A

B. If listed entity is not a party to the agreement-

- i. Name of the party entering into such an agreement and the relationship with the listed entity;
1. The inter- se agreement between the Promoters of Jagran Media Network Investment Private Limited (“JMNIPL”) is provided in Article 4.1 of Articles of Association of JMNIPL which reads as under:-

“4. POWER OF ATTORNEY

4.1. Each of the Promoters undertakes that Mr. Mahendra Mohan Gupta has been irrevocably appointed as agent and attorney-in-fact for each such Promoter, for an on behalf of such Promoter, to agree and execute any amendments to the provisions of these Articles, to give and receive notices and communications to agree to negotiate, enter into settlements and compromises of, and demand arbitration and comply with orders of courts and awards of arbitrators with respect to these Articles, and to take or exercise all rights of the Promoters under these Articles. It is clarified that the Promoters shall be acting as a 'single unit' in the exercise of their rights under these Articles, and therefore all such rights of the promoters shall be exercised by Mr. Mahendra Mohan Gupta only and Mr. Mahendra Mohan Gupta has been duly authorised to exercise such rights on behalf of each such Promoter. All the Promoters shall be jointly and severally liable for all obligations of the Promoters pursuant to these Articles.”

JMNIPL presently holds 67.97% shareholding in the listed entity. The Promoters belong to the same family known as Gupta Family.

- i. Details of the counterparties to the agreement (including name and relationship with the listed entity);

The details of the Promoters including their LLP’s are as follows:

1. Mahendra Mohan Gupta – Chairman and Managing Director of JPL since 2005, Promoter. Mr. Mahendra Mohan Gupta is not liable to retire by rotation, Shareholder.
2. Devendra Mohan Gupta- Promoter Group, Director of JPL, Shareholder
3. Shailendra Mohan Gupta- Promoter Group, Director of JPL, Shareholder
4. Dhirendra Mohan Gupta- Promoter, Whole Time Director of JPL, Shareholder
5. Shailesh Gupta- Promoter Group, Whole Time Director of JPL. Mr. Shailesh Gupta is not liable to retire by rotation.
6. Sanjay Gupta- Promoter, Whole Time Director of JPL. Mr. Sanjay Gupta is not liable to retire by rotation. Shareholder
7. Sandeep Gupta- Promoter Group, Whole Time Director of JPL, Shareholder
8. Sunil Gupta- Promoter Group, Whole Time Director of JPL, Shareholder
9. Tarun Gupta- Promoter Group, Shareholder

10. Siddhartha Gupta- Promoter Group, Shareholder
11. Sameer Gupta- Promoter Group, Shareholder
12. Vijaya Gupta- Promoter Group, Shareholder
13. Bharat Gupta- Promoter Group, Shareholder
14. Saroj Gupta- Promoter Group
15. Raj Gupta- Promoter Group
16. Rajni Gupta- Promoter Group, Shareholder
17. Devesh Gupta- Promoter Group, Shareholder
18. Madhu Gupta- Promoter Group
19. VRSM Enterprises LLP- (a limited liability partnership with Mr. Mahendra Mohan Gupta and Mr. Shailesh Gupta as partners)-Shareholder

C. Date of entering into the agreement;

The current Articles were adopted on 21 July 2011

Purpose of entering into the agreement;

Article 4.1 was introduced to authorise Mr. Mahendra Mohan Gupta, Promoter and Chairman of JMNIPL as well as the Promoter and Chairman and Managing Director of the listed entity, to act on behalf of the Promoters of JMNIPL in respect of their rights under the Articles of Association of JMNIPL and to ensure that they act as a single unit. This is also in line with Clause 3.A (iii) of the Guidelines for Publication of Newspapers and Periodicals dealing with News and Current Affairs and Publication of Facsimile Additions of Foreign Newspaper issued by the Ministry of Information and Broadcasting on 30.03.2006.

D. Shareholding, if any, in the entity with whom the agreement is executed;

N/A

E. Significant terms of the agreement (in brief);

Please see Article 4.1 extracted hereinabove in clause B(i).

F. Extent and the nature of impact on management or control of the listed entity;

JMNIPL is the holding company and the largest shareholder presently holding 67.97% shares of the listed entity. JMNIPL's shareholding is owned entirely by the Promoters. Promoters have agreed to be represented as a single unit through Mr. Mahendra Mohan Gupta as stated in Article 4.1. This directly impacts decisions taken at the shareholder level in the listed entity

G. Details and quantification of the restriction or liability imposed upon the listed entity;

N/A

H. Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;

All the parties are promoters/promoters group of JPL and belong to the same family i.e. Gupta Family.

I. Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;

N/A

J. In case of issuance of shares to the parties, details of issue price, class of shares issued;

N/A

K. Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;

N/A

L. In case of rescission, amendment or alteration, listed entity shall disclose additional details to the stock exchange(s):

- i. name of parties to the agreement; N/A
- ii. nature of the agreement; N/A
- iii. date of execution of the agreement; N/A
- iv. details and reasons for amendment or alteration and impact thereof (including impact on management or control and on the restriction or liability quantified earlier); N/A
- v. reasons for rescission and impact thereof (including impact on management or control and on the restriction or liability quantified earlier): N/A