

May 30, 2023

To,

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

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

Symbol: JAGRAN  
ISIN No.: INE199G01027

Dear Sir / Ma'am,

**Subject: Annual Secretarial Compliance Report for the year ended March 31, 2023**

With reference to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019; please find enclosed herewith the Annual Secretarial Compliance Report for the year ended March 31, 2023, issued by M/s. Adesh Tandon and Associates, Practicing Company Secretaries, Kanpur, Secretarial Auditors of the Company.

We request you to please take the same on record.

Thanking You,  
Yours faithfully,

**For Jagran Prakashan Limited**

**AMIT**  
**JAISWAL**

Digitally signed  
by AMIT JAISWAL  
Date: 2023.05.30  
18:43:48 +05'30'

**(AMIT JAISWAL)**  
**Chief Financial Officer, Company Secretary and Compliance Officer**

Encl.: As above

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
**Tel. :** 0512 - 2332397 • **Mobile :** +91-9839100709  
**E-mail :** adesh.tandon11@gmail.com

### SECRETARIAL COMPLIANCE REPORT

For the Financial Year ended March 31<sup>st</sup>, 2023

To,  
Jagran Prakashan Limited  
Jagran Building, 2, Sarvodaya Nagar,  
Kanpur, Uttar Pradesh - 208005

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Jagran Prakashan Limited (hereinafter referred as 'the listed entity'), having its Registered office at Jagran Building, 2, Sarvodaya Nagar, Kanpur, Uttar Pradesh - 208005, Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, We hereby report that the listed entity has, during the review period covering the financial year ended on March 31<sup>st</sup>, 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: cn=A, st=Uttar Pradesh,  
2.5.4.020=22b815169a990584b8fca3a325bc113a8970065  
45c21b32c1e0fd50c4096, postalCode=208001,  
street=13/384-1 PARMAT, CIVIL LINES, AJYOR, KANPUR,  
UTTAR PRADESH-208001,  
pseudonym=c09b194df68803a99ab45f6d83c9556,  
serialNumber=ad2a73575746bc963216071b4ff32ca99b  
5114d22399152729db4649e080, o=Personal, cn=ADESH  
TANDON  
Date: 2023.05.30 18:08:40 +05'30'

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
Tel. : 0512 - 2332397 • Mobile : +91-9839100709  
E-mail : adesh.tandon11@gmail.com

I, Adesh Tandon, proprietor of Adesh Tandon & Associates, Company Secretaries, Kanpur have examined:

- (a) all the documents and records made available to us and explanation provided by **JAGRAN PRAKASHAN LIMITED** (hereinafter referred to as “the Listed Entity”) bearing CIN: L22219UP1975PLC004147 and having its registered office at Jagran Building 2 Sarvodaya Nagar, Kanpur, Uttar Pradesh- 208005;
- (b) the filings/ submissions made by the Listed Entity to the stock exchanges;
- (c) website of the Listed Entity;
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the year ended March 31<sup>st</sup>, 2023 (hereinafter referred to as “Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: c=IN, st=Uttar Pradesh,  
2.5.4.20=d2be815169a090584b8faca3a25bc1f3a897  
006545c21b32c1e0f6df50c4096, postalCode=208001,  
street=13/58A-1 PARMAT, CIVIL LINES, AJYORI,  
KANPUR, UTTAR PRADESH- 208001,  
pseudonym=c09b194dfd8803a99ab45fa6d83c9556,  
serialNumber=ad2a73575746bc963216f071b4ff32ca  
9985114d233a99152729dfb8469e080, o=Personal,  
cn=ADESH TANDON  
Date: 2023.05.30 18:09:15 +05'30'

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
Tel. : 0512 - 2332397 • Mobile : +91-9839100709  
E-mail : adesh.tandon11@gmail.com

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined according to their applicability during the Review Period, include:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021(Not applicable during the year);
- (f) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013(Not applicable during the year);
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: c=IN, st=Uttar Pradesh,  
2.5.4.20=d2b3e815169a0905848f8fca3a225bc1f3a8970  
06545c21b32c1e0fd0f50c4096, postalCode=208001,  
street=13/384-1 PARMAT, CIVIL LINES, AJYORI,  
KANPUR, UTTAR PRADESH- 208001,  
pseudonym=c09b194df68803a99ab45fa6d83c0556,  
serialNumber=ad2a737575746bc963216f071b4ff32ca9  
9b5114d223a99152729dfb8469e080, o=Personal,  
cn=ADESH TANDON  
Date: 2023.05.30 18:09:38 +05'30'



# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
**Tel. : 0512 - 2332397 • Mobile : +91-9839100709**  
**E-mail : adesh.tandon11@gmail.com**

3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>• The Listed Entity is maintaining a functional website.</li> <li>• Timely dissemination of the documents/ information under a separate section on the website.</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	YES	
4.	<p><b><u>Disqualification of Director:</u></b></p> <p>None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013.</p>	YES	
5.	<p><b><u>To examine details related to Subsidiaries of listed entities:</u></b></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	YES	YES

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: cn=ADESH TANDON, o=ADESH TANDON, ou=Personal, email=adesh.tandon11@gmail.com, c=IN  
2.5.4.20=d2b815169a90848fca3a228c1fa89700646c21b2c1c68d904c496  
10256562e-200001\_0000-1314-131786-1 PARMAT, CIVIL  
LINES, KANYE, KANPUR, UTTAR PRADESH - 208001,  
serialNumber=d2b735757462-c63216071b4f82c-  
096211422234991527700846464600, cn=Personal,  
ou=ADESH TANDON  
Date: 2023.05.30 18:10:38 +05'30'

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
Tel. : 0512 - 2332397 • Mobile : +91-9839100709  
E-mail : adesh.tandon11@gmail.com

Sr No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
6.	<p><b><u>Preservation of Documents:</u></b></p> <p>The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival Policy prescribed under SEBI LODR Regulations, 2015.</p>	YES	
7.	<p><b><u>Performance Evaluation:</u></b></p> <p>The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations</p>	YES	
8.	<p><b><u>Related Party Transactions:</u></b></p> <p>(a) The Listed Entity has obtained prior approval of Audit Committee for all Related Party Transactions.</p> <p>(b) In case no prior approval obtained, the Listed Entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit</p>	YES           NA	<p>Prior Approval was taken for all Related Party Transactions.</p>

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: cn=ADESH TANDON, o=ADESH TANDON, ou=COMPANY SECRETARIES, email=adesh.tandon11@gmail.com, c=IN  
2.5.4.20=2206181516409054806ca1325c1f1a8970  
0905c21132c10f66d8406a0906; postalCode=208001,  
street=14/113, s=KANPUR CIVIL LINES, AYODHA,  
KANPUR, UTTER PRADESH, 208001  
pseudoDn=c=IN, o=ADESH TANDON, ou=COMPANY SECRETARIES, email=adesh.tandon11@gmail.com, c=IN  
90511422269912725046469060, cn=ADESH TANDON  
Date: 2023.05.30 18:12:17 +05'30'

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
**Tel. :** 0512 - 2332397 • **Mobile :** +91-9839100709  
**E-mail :** adesh.tandon11@gmail.com

Sr No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
	committee.		
9.	<p><b><u>Disclosure of events or information:</u></b></p> <p>The Listed Entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder</p>	YES	
10.	<p><b><u>Prohibition of Insider Trading:</u></b></p> <p>The Listed Entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	YES	
11.	<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b></p> <p>No Actions taken against the Listed Entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued there under.</p>	YES	As informed by the Management, no Actions were taken against the Company/ its promoters/ directors/ subsidiaries either by SEBI or by BSE & NSE under SEBI Regulations and circulars/ guidelines issued there under during the year under

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: cn=ADESH TANDON, o=ADESH TANDON & ASSOCIATES, email=ADESH.TANDON@ADESH-TANDON.COM, c=IN  
Date: 2023.08.18 10:24:49 +05'30'



# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
**Tel. : 0512-2332397 • Mobile : +91-9839100709**  
**E-mail : adesh.tandon11@gmail.com**

Sr No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
12.	<p><b><u>Additional Non-compliances, if any:</u></b></p> <p>No other additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.</p>	YES	<p>review.</p> <p>No additional non-compliance were observed for any SEBI regulation/ circular/guidance note etc. during the year under review.</p>

**Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMDI1/114/2019 dated 18<sup>th</sup> October, 2019:-**

No event relating to resignation of auditor has occurred during the review period; N.A.

The Additional Disclosures of Annual Secretarial Compliance Report are as below:-

- (a) The Listed Entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: cn=A, ou=Uttar Pradesh,  
2.5.4.20-d2b0f15169a90584b8faca3325bc1fa8970065  
45c21b132c1e06d9f50c4096, postalCode=208001,  
street=13/28A-1 PABHATI, CIVIL LINES, AYODE, KANPUR,  
UTTAR PRADESH-208001,  
pseudoym=c09e194df0802a99ab4516d683c9f556,  
serialNumber=c42a215757460c9612148071448123a9965  
114d23a9915272928b8469e080, o=Personal, cn=ADESH  
TANDON  
Date: 2023.05.30 18:14:03 +05'30'

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
Tel. : 0512 - 2332397 • Mobile : +91-9839100709  
E-mail : adesh.tandon11@gmail.com

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
----- Not Applicable -----										

(b) The Listed Entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
----- Not Applicable -----										

### Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

ADESH  
TANDON

Digitally signed by ADESH TANDON  
DN: cn=ADESH TANDON, o=ADESH TANDON & ASSOCIATES, ou=ADESH TANDON & ASSOCIATES, email=adesh.tandon11@gmail.com, c=IN  
2.4.20+00000171880669068828222011708906646270301  
e=adesh.tandon11@gmail.com, cn=ADESH TANDON, ou=ADESH TANDON & ASSOCIATES, o=ADESH TANDON & ASSOCIATES, email=adesh.tandon11@gmail.com, c=IN  
2.5.4.97=sha256.20170603105114422399  
1527288484888, cn=ADESH TANDON  
Date: 2023.09.18 14:51:45Z

# ADESH TANDON & ASSOCIATES

## COMPANY SECRETARIES

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

811, 8th Floor, KAN Chambers,  
14/113, Civil Lines, Kanpur - 208 001 (U.P.)  
**Tel. :** 0512- 2332397 • **Mobile :** +91-9839100709  
**E-mail :** adesh.tandon11@gmail.com

2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**UDIN: F002253E000406547**

**Peer Review: 741/2020**

**Date: May 30, 2023**

**Place: Kanpur**

**For ADESH TANDON & ASSOCIATES**

**Company Secretaries**

**ADESH  
TANDON**

Digitally signed by ADESH TANDON  
DN: c=IN, st=Uttar Pradesh,  
2.5.4.20=d2be815169a090584bfaca3a325bc1f3a89  
7006545c21b32c1e0fd50c4096,  
postalCode=208001, street=13/384-1 PARMAT, CIVIL  
LINES, AJYORI, KANPUR, UTTAR PRADESH- 208001,  
pseudonym=c09b194dfd8803a99ab45fa6d83c9556,  
serialNumber=ad2a735755746bc963216f071b4ff32  
ca99b5114d223a99152729afbf9469e080,  
o=Personal, cn=ADESH TANDON  
Date: 2023.05.30 18:15:22 +05'30'

**Adesh Tandon**

(Proprietor)

FCS No. 2253

C. P. No. 1121