

27<sup>th</sup> December , 2016

1. <b>National Stock Exchange of India Ltd.(NSE)</b> Exchange Plaze, 5 <sup>th</sup> Floor Plot No. C/1, G Block Bandra (East) Mumbai-400 051 <b>NSE Scrip Code: JAGRAN</b>	2. <b>BSE Limited(BSE)</b> Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street Fort Mumbai-400 001 <b>BSE Scrip Code:532705</b>
--	--

**Re.: Update in relation to scheme of arrangement of Suvi Info-Management(Indore)Private Ltd("SUVI or Transferor Company") with Jagran Prakashan Limited ("JPL or Transferee Company"), for amalgamation of SUVI with JPL, (the "Scheme of Arrangement") in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sirs,

With reference to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") and observation letter of Exchanges of BSE dated 21<sup>st</sup> October 2015 & NSE dated 20<sup>th</sup> October 2015 in reply to our application dated 20<sup>th</sup> August 2015, we wish to inform the exchange that the Scheme of Arrangement has been approved by the Hon'ble High Court of Judicature at Allahabad, the Hon'ble High Court of Bombay .

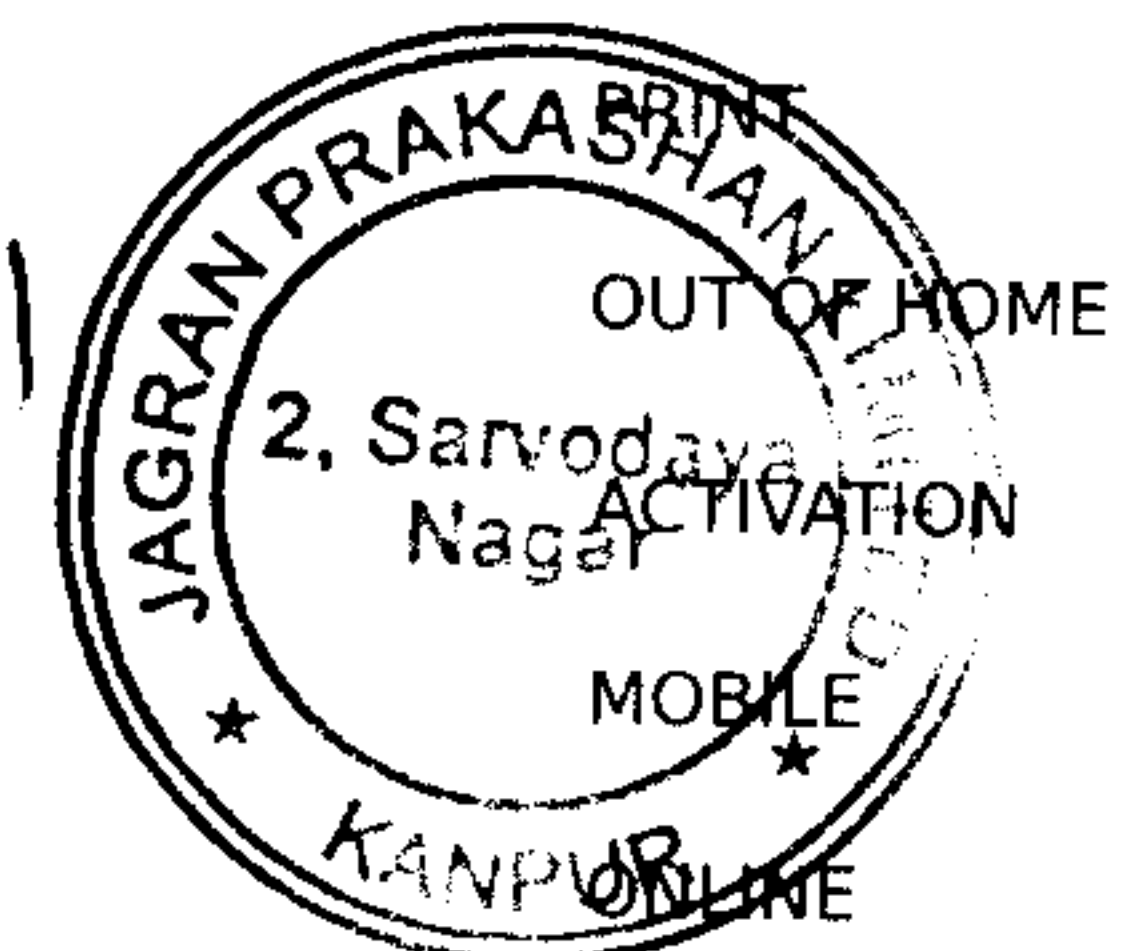
The rationale for the Scheme of Arrangement that the amalgamation of SUVI into JPL aims at achieving following objectives:-

- Consolidation of the business and asset of the two companies. This would help the two companies in saving various administrative, managerial and other costs and improving organisational efficiency.
- Dissolving SUVI without winding up as it has lost its relevance in view of the fact that it has not succeeded in commencing any of the businesses as specified in the main object of the company in past 9 years since incorporation and has no intent to carry on any such business even in future. Currently, SUVI primarily has debts owed to or recoverable from its 100% holding company JPL. Its amalgamation into JPL will help JPL, a listed entity in restructuring its balance sheet and present a cleaner picture of its financial health to its vast base of shareholders, lenders and other stake holders, besides strengthening its capital structure.

The turnover (including other income) and networth of the Transferor & Transferee involved in the Scheme of Arrangement as at 31<sup>st</sup> March 2016 are as follows:

(Amount in Rs. in lakhs)			
S. No.	NAME OF THE ENTITIES	TURNOVER	NET WORTH
1.	JAGRAN PRAKASHAN LIMITED	183,296.18	1,28,840.77
2.	SUVI INFO MANAGEMENT (INDORE)PRIVATE LIMITED	13,500.53	(6,632.45)

Suvi Info Management (Indore) Private Limited ("SUVI" or "Transferor Company"), incorporated on 27<sup>th</sup> January 2006. The entire equity capital of SUVI is held by Jagran Prakashan Limited. Its registered office is situated at Flat No. 9, B Wing, Sushila Sadan, Opp. Shoppers Stop, Linking Road, Bandra West, Mumbai – 400050, Maharashtra.



Jagran Prakashan Limited ("JPL" or "Transferee Company"), incorporated on 18<sup>th</sup> July, 1975. The equity shares of JPL are listed on the Bombay Stock Exchange Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"). Its registered office is situated at Jagran Building, 2 Sarvodaya Nagar, Kanpur – 208 005, Uttar Pradesh. JPL is engaged in the publication of newspapers, magazines, journals, outdoor advertisement, event management, ground activation and promotional business, value added services through mobile and maintaining and running various web portals.

The Scheme of Arrangement provided for the amalgamation of Suvi with JPL.

The Scheme of Arrangement involves related parties and has been undertaken on arm's length basis. The Scheme of Arrangement was approved by the public shareholders of JPL on 20<sup>th</sup> November, 2015 with 99.99% votes in favour of the Scheme of Arrangement.

Since Suvi is a wholly owned subsidiary of JPL, therefore there would be no issue of shares by JPL to the shareholders of the Suvi and also no cash consideration is involved in amalgamation of Suvi with JPL. As a result, there will be no change in shareholding pattern of JPL.

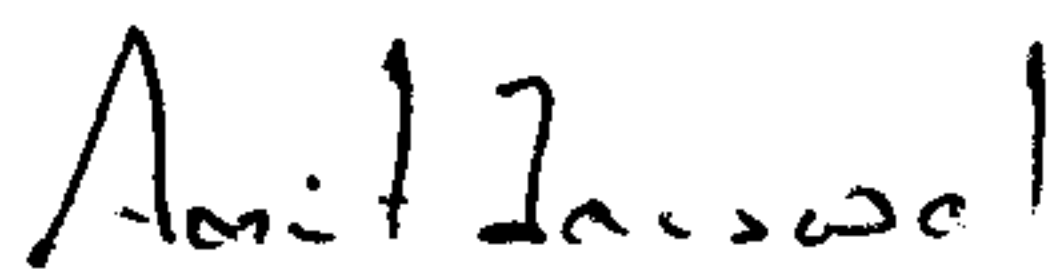
The Scheme of Arrangement is effective from the date of filing of certified / authenticated copies of the High Court Orders with the Registrar of Companies, Uttar Pradesh and Registrar of Companies, Mumbai, as applicable.

You are requested to take note of the same.

Thanking you

Yours faithfully

For Jagran Prakashan Limited



**Amit Jaiswal**

Company Secretary and Compliance Officer

