

JAGRAN MEDIA NETWORK INVESTMENT PRIVATE LIMITED

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

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E-mail id: jmnipl@jagran.com

CIN- U67100UP1990PTC011645

21st April, 2017

BSE Limited

Department of Corporate Services

1st Floor, New Trading Ring

Rotunda Building

P.J Towers

Dalal Street, Fort

Mumbai – 400001

National Stock Exchange of India Limited

Compliance Department

Exchange Plaza, Bandra Kurla Complex

Bandra (E)

Mumbai – 400051

Jagran Prakashan Limited

Jagran Building,

2, Sarvodaya Nagar,

Kanpur – 208005

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

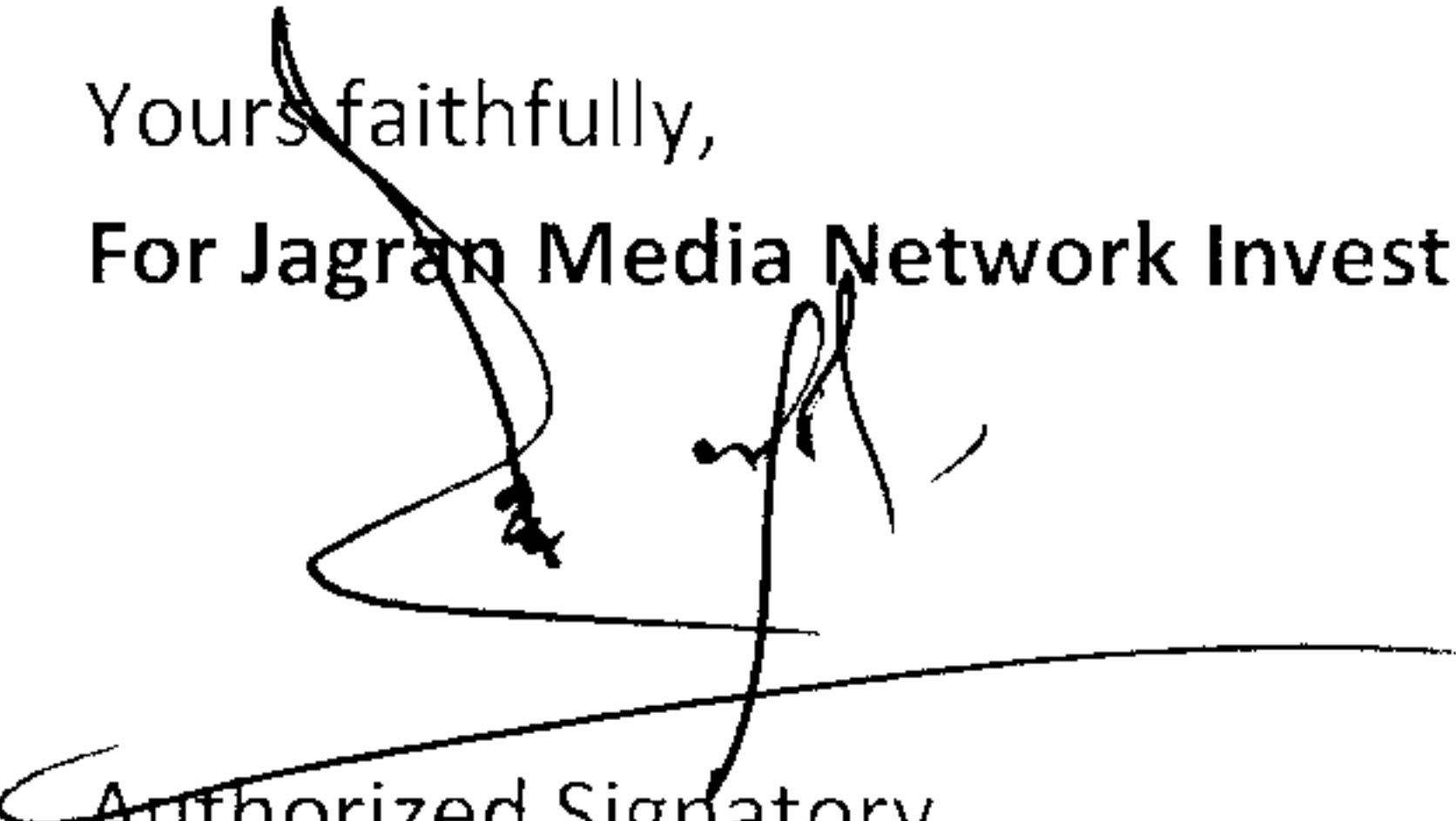
Please find enclosed the disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Please take the same on your record.

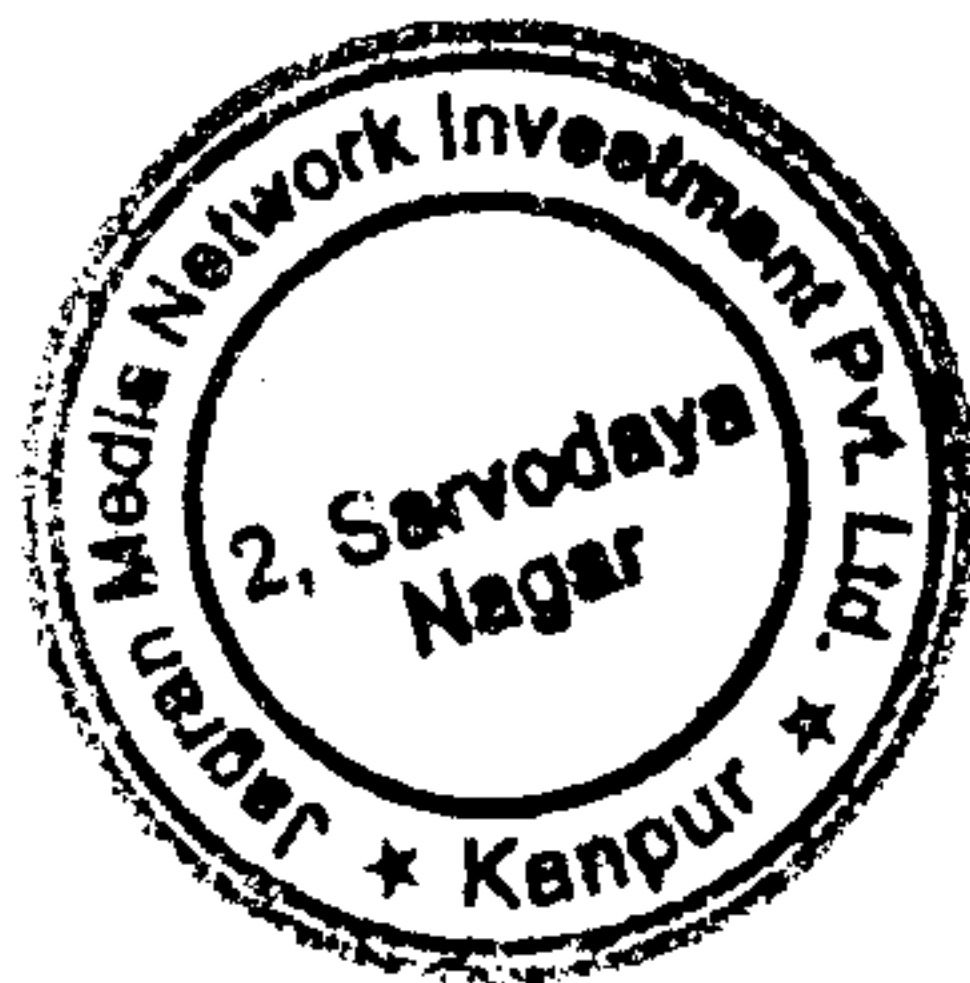
Thanking You,

Yours faithfully,

For Jagran Media Network Investment Private Limited

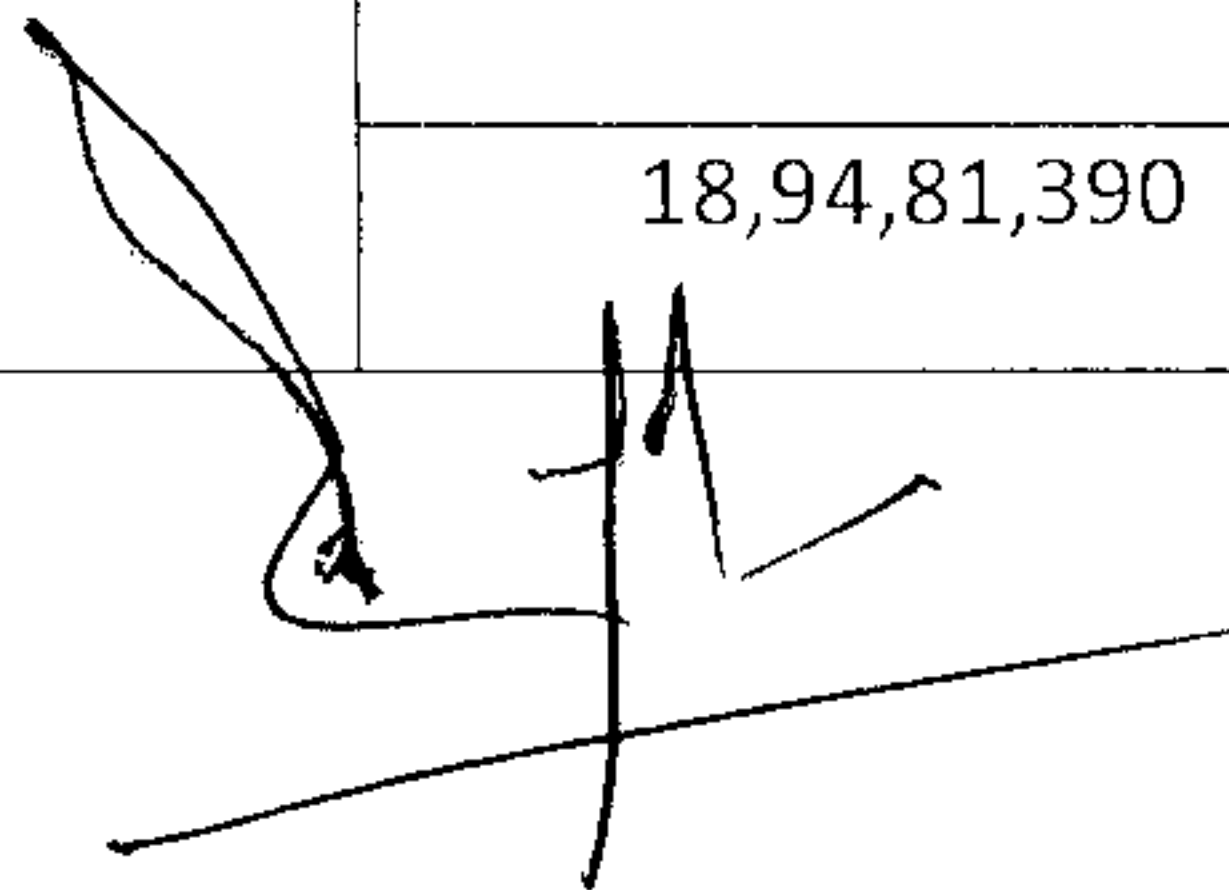

Authorized Signatory

Encl: as above



**Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations,
2011**

Name of the Target Company (TC)	Jagran Prakashan Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Jagran Media Network Investment Private Limited PAC: Mr. Mahendra Mohan Gupta Mr. Yogendra Mohan Gupta Mr. Devendra Mohan Gupta Mr. Dharendra Mohan Gupta Mr. Shailendra Mohan Gupta Mr. Sanjay Gupta Mr. Sandeep Gupta Mr. Siddhartha Gupta Mrs. Rajni Gupta Mr. Bharat Gupta collectively referred to herein as the " Promoter Group "		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited & National Stock Exchange of India Limited		
Details of the acquisition/ disposal as follows	No. of Shares	% w.r.t. total share /voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition disposal under consideration, holding of (Before BuyBack)			
a) Shares carrying voting rights	19,86,29,791	60.76	60.76
b) Shares in the nature of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	19,86,29,791	60.76	60.76
(As per Annexure-A attached herewith)			
Details of acquisition/sale (Sold on BuyBack)			
a) Shares carrying voting rights acquired/sold	91,48,401	2.80	2.80
b) VRs acquired /sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Shares encumbered / invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+/-d)	91,48,401	2.80	2.80
(As per Annexure-A attached herewith)			
After the acquisition/sale, holding of (After BuyBack):			
a) Shares carrying voting rights	18,94,81,390	60.85	60.85
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	18,94,81,390	60.85	60.85
(As per Annexure-A attached herewith)			



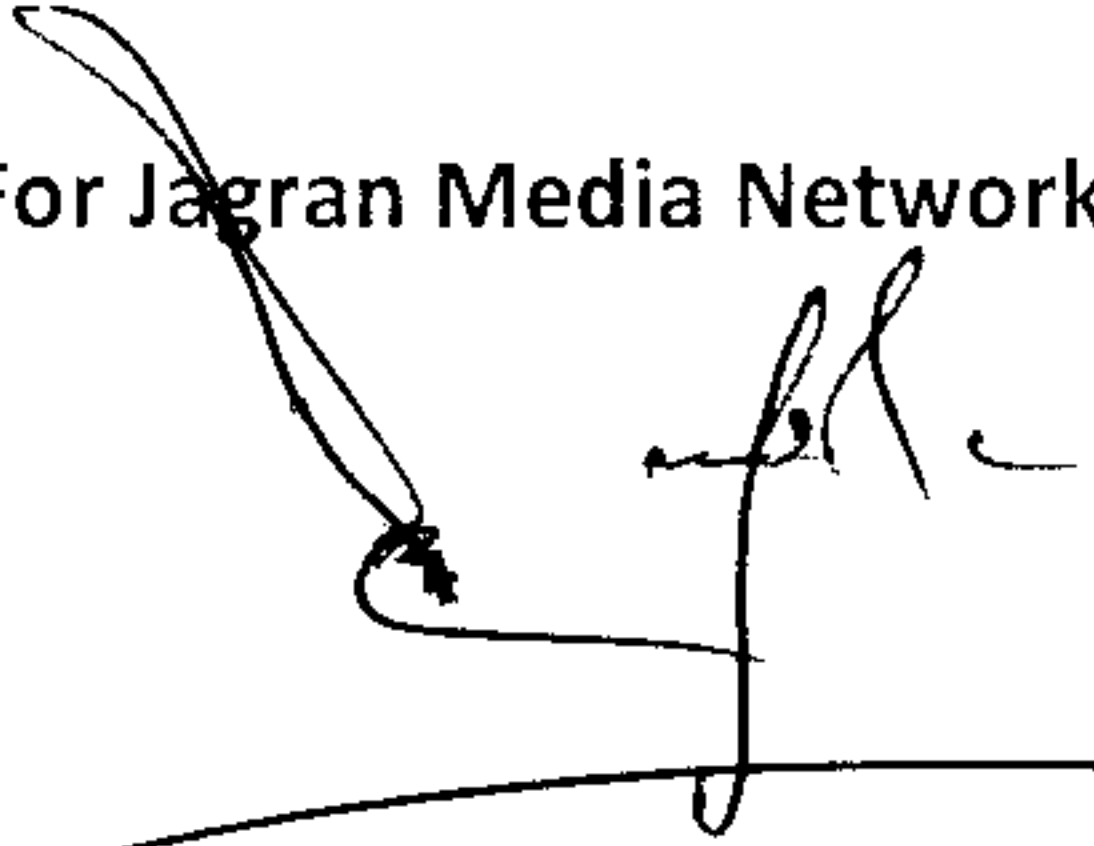
Mode of acquisition/ sale (e.g. open market / off-market /public issue / rights issue / preferential allotment / inter-se transfer etc).	Please refer to Note 1.
Date of acquisition/ sale of shares /VR or date of receipt of intimation of allotment of shares, whichever is applicable	20 April 2017
Equity share capital / total voting capital of the TC before the said acquisition / sale (Pre-BuyBack)	32,69,11,829 equity shares of INR 2/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale (Post-BuyBack)	31,14,11,829 equity shares of INR 2/- each
Total diluted share/voting capital of the TC after the said Acquisition (Post-BuyBack)	31,14,11,829 equity shares of INR 2/- each

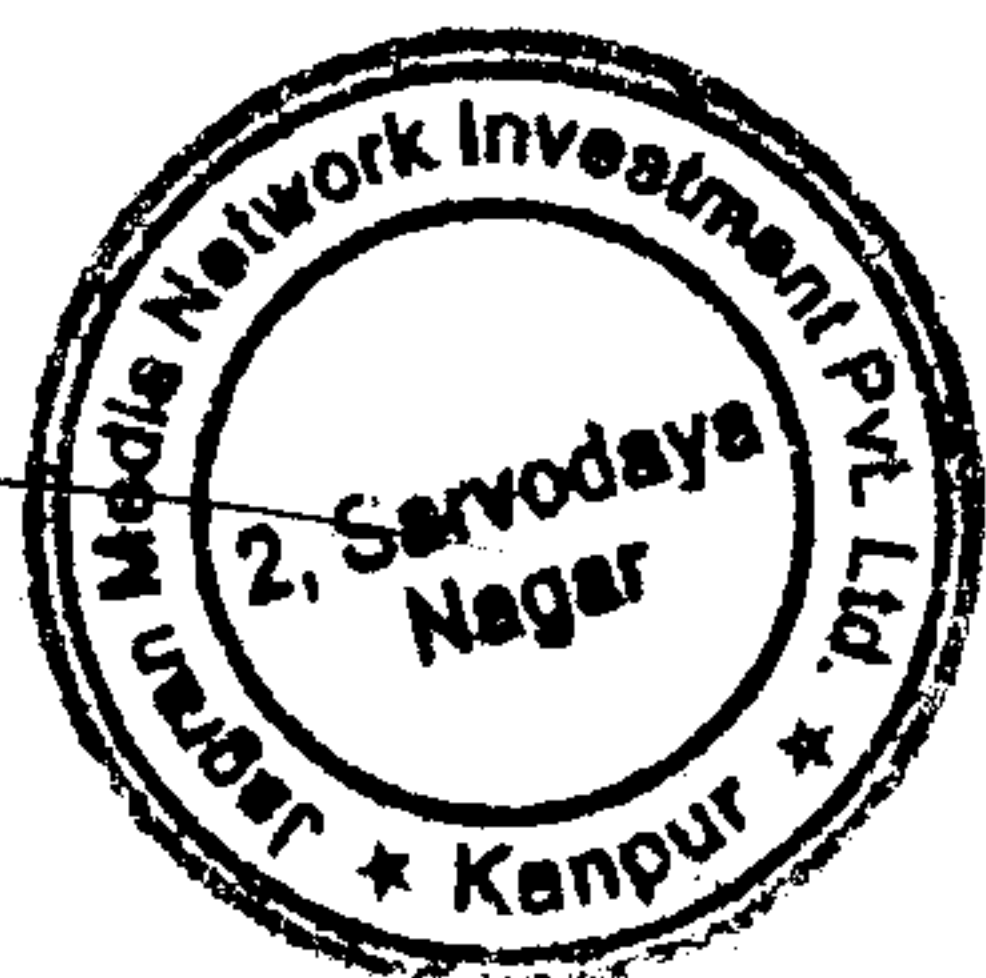
Note 1: The Target Company, Jagran Prakashan Limited has completed the buyback of upto 155,00,000 (One hundred and fifty five lakh) equity shares from all the existing shareholders / beneficial owners of equity shares, on a proportionate basis, through the tender offer route at a price of INR 195 (Indian Rupees One hundred ninety five) per equity share payable in cash for an aggregate amount of INR 302,25,00,000 (Indian Rupees Three hundred two crores and twenty five lakhs). Jagran Media Network Investment Private Limited had expressed its intention, to participate in the buyback and tender up to 125,00,000 (One hundred and twenty five lakhs) equity shares or such lower number of shares as required to comply with the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended. Out of this, 91,48,401 equity shares have been accepted and bought back by the Target Company.

(*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement (corresponding Regulation 31 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015) – **The paid up share capital of the Company as on 31st March, 2017 was 32,69,11,829 Equity shares of INR 2/- aggregating to INR 65,38,23,658 and after completion of BuyBack is 31,14,11,829 Equity shares of INR 2/- aggregating to INR 62,28,23,658.**

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Jagran Media Network Investment Private Limited


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Place: Kanpur
 Date: 21st April, 2017

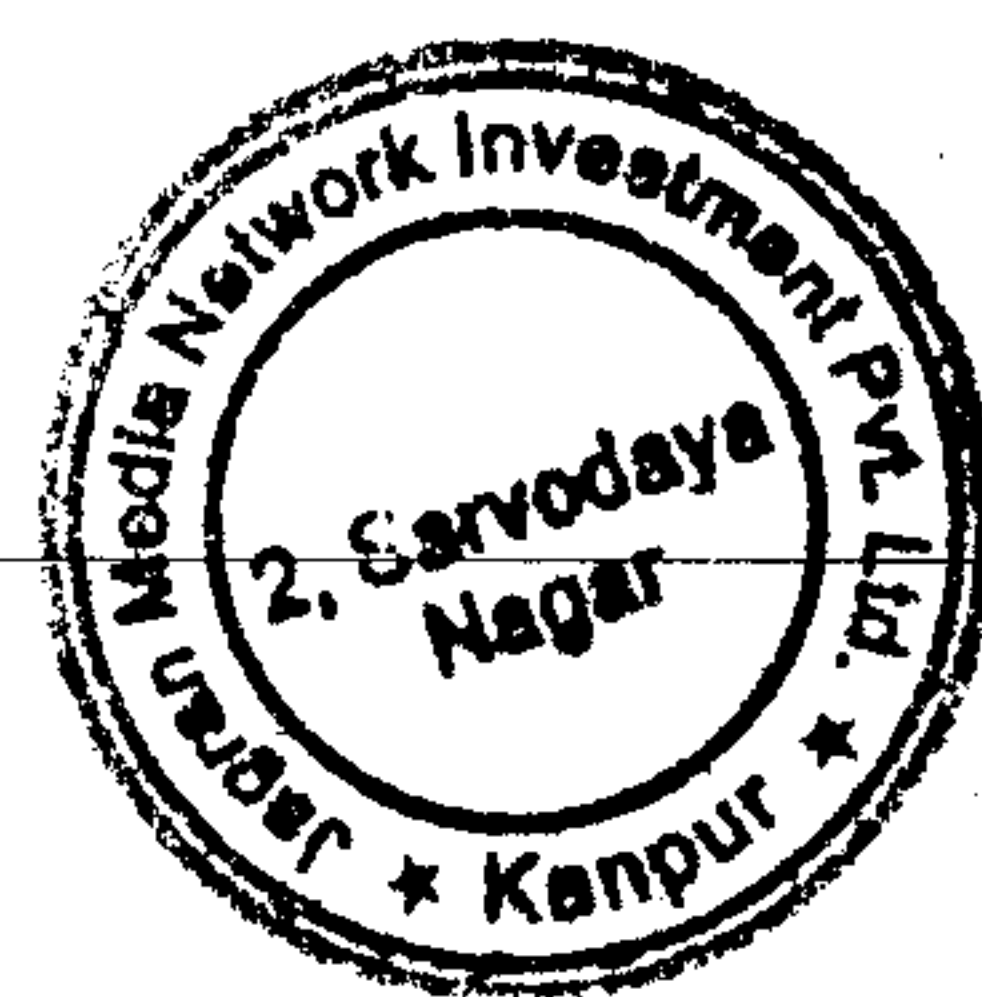
Annexure-A to Disclosure under regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Sl. No.		No. Equity Shares held before BuyBack/sale and % of paid up capital	No. of Equity Shares BuyBack/sold and % of paid up capital	No. of Equity Shares held after BuyBack/sale and % of paid up capital
1.	Jagran Media Network Investment Private Limited	19,79,60,097 (60.55%)*	91,48,401 (2.80%)*	18,88,11,696 (60.63%)**
2.	Mr. Yogendra Mohan Gupta	1,06,000 (0.03%)*	-	1,06,000 (0.03%)**
3.	Mr. Bharat Gupta	14,335 (0.00%)*	-	14,335 (0.00%)**
4.	Mr. Sanjay Gupta	53,000 (0.02%)*	-	53,000 (0.02%)**
5.	Mr. Sandeep Gupta	53,000 (0.02%)*	-	53,000 (0.02%)**
6.	Mr. Shailendra Mohan Gupta	63,600 (0.02%)*	-	63,600 (0.02%)**
7.	Mr. Devendra Mohan Gupta	1,06,000 (0.03%)*	-	1,06,000 (0.03%)**
8.	Mr. Dharendra Mohan Gupta	1,06,000 (0.03%)*	-	1,06,000 (0.03%)**
9.	Mr. Mahendra Mohan Gupta	1,25,359 (0.04%)*	-	1,25,359 (0.04%)**
10.	Mr. Rajni Gupta	21,200 (0.01%)*	-	21,200 (0.01%)**
11.	Mr. Siddhartha Gupta	21,200 (0.01%)*	-	21,200 (0.01%)**
	Total	19,86,29,791 (60.76%)*	91,48,401 (2.80%)*	18,94,81,390 (60.8459%)**

*% calculate on 32,69,11,829 shares (i.e., Pre-BuyBack Capital)

**% calculate on 31,14,11,829 (i.e., Post-BuyBack Capital)

For Jagran Media Network Investment Private Limited



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