

006087

April 18, 2017

The Corporate Relations Department BSE Limited Rotunda Building, 1 st floor Mumbai Samachar Marg, Mumbai – 400 001	Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051
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Dear Sir/Madam,

SUB: Buyback of upto 155,00,000 (One hundred and fifty five lakh) Equity Shares of Jagran Prakashan Limited (the "Company") at a price of INR 195 (Indian Rupees One hundred and ninety five only) per Equity Share (the "Buyback Price") payable in cash

1. In terms of the Buyback Regulations, ICICI Securities Limited has been appointed by the Company as the merchant banker to the Buyback.
2. On January 5, 2017, the board of directors of the Company, pursuant to the provisions of Article 159 A of the Articles of Association of the Company, Section 68, 69, 70, 110 and other applicable provisions of the Companies Act, 2013, and in compliance with the provisions of the Buyback Regulations, approved the Buyback by the Company of up to 155,00,000 fully paid up Equity Shares, representing up to 4.74% of the total paid-up Equity Share capital of the Company at a price of INR 195 per Equity Share payable in cash for an aggregate amount of up to INR 302,25,00,000, on a proportionate basis, from its existing Equity Shareholders, as on record date, through the tender offer route, as specified in Regulation 4(1)(a) of the Buyback Regulations.
3. Pursuant to section 108 and section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the consent of the shareholders through postal ballot and e-voting as set out in notice dated January 5, 2017 was sought for approval of shareholders by way of special resolution under section 68, 69, 70 and other applicable provisions of the Companies Act, 2013 for Buyback. The special resolution in the aforesaid postal ballot notice has been passed with the requisite majority by the members of the Company and the result of postal ballot was declared on February 9, 2017.
4. The Letter of Offer dated March 21, 2017 was filed with SEBI on March 20, 2017.

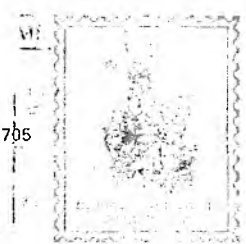


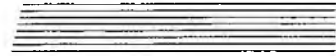
Member of National Stock Exchange of India Ltd. and Bombay Stock Exchange Ltd.
 Capital Market : NSE Regn. No. INF 20773033, BSE Regn. No. INB 011266854
 Futures & Options : NSE Regn. No. INF 20773033, BSE Regn. No. INF 010773035
 Currency Derivatives : NSE Regn. No. INF 20773033
 CIN No.: U67120MH1995PLC066241

ICICI Securities Limited
Registered Office (Institutional):
 ICICI Centre, H. T. Parekh Marg,
 Churchgate, Mumbai 400 020, India
 Tel (91 22) 2288 2460/70
 Fax (91 22) 2282 6580

Corporate Office (Institutional):
 ICICI Centre, H. T. Parekh Marg, D-507,
 Churchgate, Mumbai 400 020, India
 Tel (91 22) 4070 1000
 Fax (91 22) 4070 1022

Name of Compliance Officer (Broking Operations) : Ms. Mamta Jayaram Shetty
Email Address: complianceofficer@icicisecurities.com / Tel (91 22) 4070 1000
Website Address: www.icicisecurities.com / www.icicidirect.com





5. With respect to the captioned Buyback, please find enclosed a copy of the Corrigendum published on April 18, 2017 (Annexure 1) and a soft copy of the same in PDF format (Annexure 2). The Corrigendum was published in the following newspapers:

Newspaper	Language	Editions
Business Standard	English	All
Business Standard	Hindi	All
Dainik Jagran	Hindi	Kanpur

Thanking you,

Yours sincerely,

For ICICI Securities Limited



Authorized Signatory

Name: *Payal Kulkarni*

Designation: *AVP*



JAGRAN PRAKASHAN LIMITED

Corporate Identity Number: L22219UP1975PLC004147

Registered Office Address: Jagran Building, 2,

Sarvodaya Nagar, Kanpur - 208005. Website: www.jplicorp.in

Contact Person: Mr. Amit Jaiswal, Company Secretary and Compliance Officer

Tel.: 0512-2216161; Fax: 0512-2230625; E-mail: investor@jagran.com

CORRIGENDUM TO THE LETTER OF OFFER DATED SATURDAY, 11th MARCH, 2017, BY JAGRAN PRAKASHAN LIMITED FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF JAGRAN PRAKASHAN LIMITED

- 1.1. This corrigendum ("Corrigendum") is in continuation of and should be read in conjunction with the Letter of Offer dated Saturday, 11th March, 2017 (the "Letter of Offer") by Jagran Prakashan Limited (the "Company") for buyback of up to 155,00,000 (One hundred and fifty five lakh) (representing 4.74% of the total number of equity shares in the paid-up share capital of the Company) fully paid-up equity shares of face value of INR 2 (Indian Rupees Two) each ("Equity Shares"), from all the existing equity shareholders/beneficial owners of Equity Shares as on the Record Date (i.e. Friday, 24th February 2017) ("Eligible Shareholders"), on a proportionate basis, through the "Tender Offer" route at a price of INR 195 (Indian Rupees One hundred and ninety five) per Equity Share payable in cash for an aggregate consideration of INR 302,25,00,000 (Indian Rupees Three hundred two crores and twenty five lakhs). The terms used but not defined in this Corrigendum shall have the meanings as assigned in the Letter of Offer.
- 1.2. The Eligible Shareholders of the Company are requested to note the following revisions to the "Letter of Offer"

Paragraph 20.23 of the Letter of Offer shall now read as follows:

The Company will make the payment of consideration to all Shareholders validly participating in the Buyback Offer in Indian National Rupees. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct payouts of funds to the respective Eligible Shareholders. In case of foreign Shareholders the funds shall be directly transferred to the relevant custodian participants by the Company's Broker. If an Eligible Shareholder's bank account details are not available or if the funds transfer instruction is rejected by RBI or any bank, due to any reason, then such funds will be transferred to the concerned Shareholder Broker for onward transfer to such Eligible Shareholder. By participating in the Buyback Offer, demat Equity Shareholders are deemed to have provided consent to the Company, the Registrar to the Buyback Offer and the Manager to the Buyback Offer to obtain details of their bank accounts linked to the respective demat accounts, from the Depositories. As regards the Shareholders holding Shares in physical form, the bank details indicated in the Tender Form will be used for payment of consideration under the Buyback Offer.

Paragraph 20.30(b) of the Letter of Offer shall now read as follows:

The Company will pay the consideration to the Company's Broker on or before the pay-in date for settlement. The Company's Broker shall immediately thereafter transfer the relevant funds to the designated account of the Clearing Corporation. For Equity Shares accepted under the Buyback, the Clearing Corporation will make direct payouts of funds to the respective Eligible Shareholders. In case of foreign Shareholders the funds shall be directly transferred to the relevant custodian participants by the Company's Broker. If an Eligible Shareholder's bank account details are not available or if the funds transfer instruction is rejected by RBI or any bank, due to any reason, then such funds will be transferred to the concerned Shareholder Broker for onward transfer to such Eligible Shareholder. The payment of consideration to all Shareholders validly participating in the Buyback will be made in INR.

2. MANAGER TO THE BUYBACK OFFER

ICICI SECURITIES LIMITED

ICICI Centre, H.T. Parekh Marg,

Churchgate, Mumbai - 400 020, India

Tel. No.: (+91 22) 2288 2460; Fax No.: (+91 22) 2282 6580

Contact Person: Mr. Shekhar Asnani/Ms. Payal Kulkarni

Email: jagran.buyback@icicisecurities.com

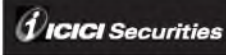
Website: www.icicisecurities.com

SEBI Registration No.: INM000011179

Validity Period: Permanent

(unless suspended or cancelled by SEBI)

CIN: U67120MH1995PLC086241



3. DIRECTORS' RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accept full responsibility for the information contained in this Corrigendum and confirm that the information in this Corrigendum contains true, factual and material information and does not contain any misleading information.

**For and on behalf of the Board of Directors of
Jagran Prakashan Limited**

Mahendra Mohan Gupta
Chairman and
Managing Director
(DIN: 00020451)

Sunil Gupta
Wholetime
Director
(DIN: 00317228)

Amit Jaiswal
Company Secretary
and Compliance
Officer

Date : 17 April, 2017

Place : New Delhi