

## POSTAL BALLOT RESULTS

Pursuant to the provisions of Section 192A of the Companies Act, 1956 read with Companies (Passing of resolution by Postal ballot) Rules, 2011 or amendments made thereto, the consent of Equity shareholders of the Company vide postal ballot dated November 25<sup>th</sup>, 2013 for under mentioned resolutions was sought through postal ballot and e-voting. The last date for receipt of the postal ballot forms from the shareholders was December 27<sup>th</sup>, 2013.

Accordingly, the Company made necessary arrangements for conducting postal ballot and e-voting. The Company appointed Mr. PMV Subba Rao, Practicing Company Secretary, as a Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner. The Company engaged Karvy Computershare Private Limited, Hyderabad (“Karvy”) to provide e-voting facility to the Equity Shareholders of the Company.

After completion of scrutiny of the ballot papers received and votes cast through e-voting, the Scrutinizer Mr. PMV Subba Rao has submitted his report on December 30<sup>th</sup>, 2013.

Pursuant to receipt of the Scrutinizer’s report, the result of the postal ballot and e-voting are hereby declared today i.e., December 30<sup>th</sup>, 2013. The details of Resolutions along with summary of voting are given below.

### **Resolution 1: To amend the Employees Stock Options Scheme of the Company**

<b>Resolution required : Special</b>							
<b>Mode of voting : Postal ballot/ E-voting</b>							
<b>Promoter/ Public</b>	<b>No. of shares (1)</b>	<b>No. of votes polled (2)</b>	<b>% of votes polled on outstanding shares (3)=[(2)/(1)] *100</b>	<b>No. of votes- in favour (4)</b>	<b>No. of votes- against (5)</b>	<b>% of votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of votes against on votes polled (7)=[(5)/ (2)]*100</b>
Promoters and Promoter Group	204525121	188881149	92.35	188881149	0	100	0.00
Public - Institutional Holders	80234255	53896668	67.17	17425643	36471025	32.33	67.67
Public- Others	47152453	6352526	13.47	6347136	5390	99.92	0.08
<b>Total</b>	<b>331911829</b>	<b>249130343</b>	<b>75.06</b>	<b>212653928</b>	<b>36476415</b>	<b>85.36</b>	<b>14.64</b>

\* Out of the Promoter and Promoter Group shareholding, 15643972 equity shares of Rs.2/- each are held by Suvi Info Management (Indore) Private Limited who being a subsidiary company of Jagran Prakashan Limited has not participated in the postal ballot.

**Resolution 2: To appoint Mr. Satish Chandra Mishra as Whole Time Director (Production)**

<b>Resolution required : Ordinary</b>							
<b>Mode of voting : Postal ballot/ E-voting</b>							
<b>Promoter/ Public</b>	<b>No. of shares (1)</b>	<b>No. of votes polled (2)</b>	<b>% of votes polled on outstanding shares (3)=[(2)/(1)] *100</b>	<b>No. of votes- in favour (4)</b>	<b>No. of votes- against (5)</b>	<b>% of votes in favour on votes polled (6)=[(4)/(2)]* 100</b>	<b>% of votes against on votes polled (7)=[(5)/ (2)]*100</b>
Promoters and Promoter Group	204525121	188881149	92.35	188881149	0	100	0.00
Public - Institutional Holders	80234255	53965168	67.26	53959964	5204	99.99	0.01
Public- Others	47152453	6352629	13.47	6345077	7552	99.88	0.12
<b>Total</b>	<b>331911829</b>	<b>249305677</b>	<b>75.08</b>	<b>249186190</b>	<b>12756</b>	<b>99.99</b>	<b>0.01</b>

\* Out of the Promoter and Promoter Group shareholding, 15643972 equity shares of Rs.2/- each are held by Suvi Info Management (Indore) Private Limited who being a subsidiary company of Jagran Prakashan Limited has not participated in the postal ballot.

Based on the Scrutinizer's Report as summarized above, it is declared that both the resolutions are duly passed with requisite majority.

**Place: Kanpur**

**Date: 30.12.2013**

**For Jagran Prakashan limited**

**(Amit Jaiswal)**

**Company Secretary**