

| General information about company | |
|---|--|
| Scrip code | 532705 |
| NSE Symbol | JAGRAN |
| MSEI Symbol | NOTLISTED |
| ISIN | INE199G01027 |
| Name of the entity | JAGRAN PRAKASHAN LIMITED |
| Date of start of financial year | 01-04-2024 |
| Date of end of financial year | 31-03-2025 |
| Reporting Quarter Type | Yearly |
| Date of Quarter Ending | 31-03-2025 |
| Type of company | Equity |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity? | Yes |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity? | Yes |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | No In terms of sub-para 1 of Para A of Part A of Schedule III of SEBI (LODR), no shares or voting rights of an unlisted company has been acquired by the Company during the quarter and year ended March 31, 2025. |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity? | No In terms of sub-para 20 of Para A of Part A of Schedule III of SEBI (LODR), no fine or penalty has been imposed on the Company or its Directors, Key Managerial Personnel, Senior Management, Promoter or Subsidiary in relation to the Company, during the quarter and year ended March 31, 2025. |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity? | Yes |
| Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity? | No In terms of Part A of Schedule III of SEBI (LODR), no loan or Guarantees or Comfort Letters or Securities has been acquired by the Company during the quarter and year ended March 31, 2025. |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |
| Is SCORE ID Available ? | Yes |

| | |
|--|----------|
| SCORE Registration ID | j00006 |
| Reason For No SCORE ID | |
| Type of Submission | Original |
| Remarks (website dissemination) | |
| Remarks for Exchange (not for Website Dissemination) | |

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

| Sr | Title (Mr / Ms) | Name of the Director | | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth |
|----|-----------------------|--------------------------|--|----------|---|------------------------------------|----------------------------|------------------|
| 1 | Mr | MAHENDRA MOHAN GUPTA | | 00020451 | Non-Executive - Non Independent Director | Chairperson related to Promoter | | 10-11- 1940 |
| 2 | Mr | SANJAY GUPTA | | 00028734 | Executive Director | Not Applicable | | 20-12- 1962 |
| 3 | Mr | SHAILESH GUPTA | | 00192466 | Executive Director | Not Applicable | | 07-04- 1969 |
| 4 | Mr | DHIRENDRA MOHAN GUPTA | | 01057827 | Executive Director | Not Applicable | | 12-03- 1944 |
| 5 | Mr | SUNIL GUPTA | | 00317228 | Executive Director | Not Applicable | | 27-05- 1962 |
| 6 | Mr | SANDEEP GUPTA | | 00038410 | Executive Director | Not Applicable | | 06-09- 1964 |
| 7 | Mr | SATISH CHANDRA MISHRA | | 06643245 | Executive Director | Not Applicable | | 03-07- 1963 |
| 8 | Mr | DEVENDRA MOHAN GUPTA | | 00226837 | Non-Executive - Non Independent Director | Not Applicable | | 07-01- 1950 |
| 9 | Mr | SHAIENDRA MOHAN GUPTA | | 00327249 | Non-Executive - Non Independent Director | Not Applicable | | 17-02- 1951 |
| 10 | Mr | VIKRAM SAKHUJA | | 00398420 | Non-Executive - Independent Director | Not Applicable | | 30-10- 1961 |
| 11 | Mr | SHAIENDRA SWARUP | | 00167799 | Non-Executive - Independent Director | Not Applicable | | 20-11- 1944 |
| 12 | Ms | DIVYA KARANI | | 01829747 | Non-Executive - Independent Director | Not Applicable | | 09-10- 1965 |
| 13 | Ms | ANITA NAYYAR | | 03317861 | Non-Executive - Independent Director | Not Applicable | | 22-12- 1961 |

| | | | | | | | | |
|----|----|------------------|--|----------|---|----------------|--|----------------|
| 14 | Mr | HORMUSJI N. CAMA | | 00109337 | Non-Executive - Independent Director | Not Applicable | | 13-02- 1961 |
| 15 | Ms | KEMISHA SONI | | 06805708 | Non-Executive - Independent Director | Not Applicable | | 28-08- 1970 |
| 16 | Mr | PRAMOD AGARWAL | | 00038838 | Non-Executive - Independent Director | Not Applicable | | 22-07- 1954 |
| 17 | Mr | SHAALIN TANDON | | 01892562 | Non-Executive - Independent Director | Not Applicable | | 14-06- 1978 |
| 18 | Mr | TARUN SAWHNEY | | 00382878 | Non-Executive - Independent Director | Not Applicable | | 25-09- 1973 |

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
|----|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| 1 | No | | | | Active |
| 2 | No | | | | Active |
| 3 | No | | | | Active |
| 4 | No | | | | Active |
| 5 | No | | | | Active |
| 6 | No | | | | Active |
| 7 | No | | | | Active |
| 8 | No | | | | Active |
| 9 | No | | | | Active |
| 10 | No | | | | Active |
| 11 | No | | | | Active |
| 12 | No | | | | Active |
| 13 | No | | | | Active |
| 14 | No | | | | Active |
| 15 | No | | | | Active |
| 16 | No | | | | Active |
| 17 | No | | | | Active |
| 18 | No | | | | Active |

I. Composition of Board of Directors

| Sr | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)] | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Reason for Cessation | Notes for not providing PAN | Notes for not providing DIN |
|----|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|----------------------|-----------------------------|-----------------------------|
| 1 | Yes | 24-09-2021 | 18-07-1975 | 01-10-2023 | | | 1 | 0 | 0 | 0 | | | |
| 2 | NA | | 30-06-1993 | 01-10-2021 | | | 1 | 0 | 2 | 1 | | | |
| 3 | NA | | 28-11-1994 | 01-10-2021 | | | 2 | 0 | 2 | 0 | | | |
| 4 | NA | | 18-07-1975 | 01-10-2021 | | | 1 | 0 | 0 | 0 | | | |
| 5 | NA | | 01-10-1993 | 01-10-2021 | | | 1 | 0 | 1 | 0 | | | |
| 6 | NA | | 30-05-2022 | 30-05-2022 | | | 1 | 0 | 0 | 0 | | | |
| 7 | NA | | 30-10-2013 | 01-01-2025 | | | 1 | 0 | 0 | 0 | | | |
| 8 | Yes | 24-09-2024 | 04-09-2008 | 04-09-2008 | | | 1 | 0 | 0 | 0 | | | |
| 9 | NA | | 04-09-2008 | 04-09-2008 | | | 1 | 0 | 0 | 0 | | | |
| 10 | NA | | 15-04-2016 | 23-09-2020 | | 108.04 | 1 | 1 | 0 | 0 | | | |
| 11 | Yes | 24-09-2024 | 27-09-2019 | 24-09-2024 | | 66.01 | 3 | 3 | 5 | 2 | | | |
| 12 | NA | | 13-11-2019 | 24-09-2024 | | 64.05 | 2 | 1 | 1 | 1 | | | |
| 13 | NA | | 24-09-2024 | | | 6.02 | 2 | 2 | 1 | 0 | | | |

| | | | | | | | | | | | | | |
|----|----|--|------------|--|--|------|---|---|---|---|--|--|--|
| 14 | NA | | 24-09-2024 | | | 6.02 | 1 | 1 | 1 | 0 | | | |
| 15 | NA | | 24-09-2024 | | | 6.02 | 3 | 3 | 6 | 4 | | | |
| 16 | NA | | 24-09-2024 | | | 6.02 | 2 | 1 | 2 | 0 | | | |
| 17 | NA | | 24-09-2024 | | | 6.02 | 1 | 1 | 0 | 0 | | | |
| 18 | NA | | 24-09-2024 | | | 6.02 | 5 | 2 | 6 | 0 | | | |

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 06805708 | KEMISHA SONI | Non-Executive - Independent Director | Chairperson | 30-09-2024 | | |
| 2 | 00382878 | TARUN SAWHNEY | Non-Executive - Independent Director | Member | 30-09-2024 | | |
| 3 | 00167799 | SHAIENDRA SWARUP | Non-Executive - Independent Director | Member | 13-11-2019 | | |
| 4 | 00109337 | HORMUSJI N. CAMA | Non-Executive - Independent Director | Member | 30-09-2024 | | |

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00398420 | VIKRAM SAKHUJA | Non-Executive - Independent Director | Chairperson | 30-09-2024 | | |
| 2 | 00327249 | SHAIENDRA MOHAN GUPTA | Non-Executive - Non Independent Director | Member | 29-10-2014 | | |
| 3 | 00382878 | TARUN SAWHNEY | Non-Executive - Independent Director | Member | 30-09-2024 | | |
| 4 | 01892562 | SHAALIN TANDON | Non-Executive - Independent Director | Member | 30-09-2024 | | |
| 5 | 00167799 | SHAIENDRA SWARUP | Non-Executive - Independent Director | Member | 30-05-2022 | | |

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 01829747 | DIVYA KARANI | Non-Executive - Independent Director | Chairperson | 30-09-2024 | | |
| 2 | 00028734 | SANJAY GUPTA | Executive Director | Member | 24-03-2006 | | |
| 3 | 00317228 | SUNIL GUPTA | Executive Director | Member | 18-11-2005 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|------------------------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00020451 | MAHENDRA MOHAN GUPTA | Non-Executive - Non Independent Director | Chairperson | 01-02-2019 | | |
| 2 | 00028734 | SANJAY GUPTA | Executive Director | Member | 01-02-2019 | | |
| 3 | 03317861 | ANITA NAYYAR | Non-Executive - Independent Director | Member | 30-09-2024 | | |
| 4 | 00192466 | SHAILESH GUPTA | Executive Director | Member | 01-02-2019 | | |
| 5 | 00038410 | SANDEEP GUPTA | Executive Director | Member | 01-11-2021 | | |
| 6 | 00398420 | VIKRAM SAKHUJA | Non-Executive - Independent Director | Member | 27-04-2023 | | |
| 7 | 99999999 | AMIT JAISWAL | Chief Financial Office and Company Secretary | Member | 01-11-2021 | | Textual Information(1) |
| 8 | 99999999 | SARBANI BHATIA | Senior VP IT | Member | 01-02-2019 | | Textual Information(2) |

| Sr Text Block | |
|------------------------|--|
| Textual Information(1) | Chief Financial Office and Company Secretary |
| Textual Information(2) | Senior VP IT |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00020451 | MAHENDRA MOHAN GUPTA | Non-Executive - Non Independent Director | Chairperson | 28-05-2014 | | |
| 2 | 00028734 | SANJAY GUPTA | Executive Director | Member | 28-05-2014 | | |
| 3 | 00398420 | VIKRAM SAKHUJA | Non-Executive - Independent Director | Member | 27-09-2019 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

Annexure 1

Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | | | | | | | |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr. No. | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 07-11-2024 | | | | Yes | 18 | 18 | 9 |
| 2 | | 05-02-2025 | 89 | | Yes | 18 | 17 | 9 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Audit Committee | 07-11-2024 | | | | Yes | 4 | 4 | 4 | 0 |
| 2 | Audit Committee | 05-02-2025 | 89 | | | Yes | 4 | 4 | 4 | 0 |
| 3 | Audit Committee | 27-03-2025 | 49 | | | Yes | 4 | 3 | 3 | 0 |
| 4 | Stakeholders Relationship Committee | 07-11-2024 | | | | Yes | 3 | 3 | 1 | 0 |
| 5 | Stakeholders Relationship Committee | 05-02-2025 | 89 | | | Yes | 3 | 3 | 1 | 0 |
| 6 | Nomination and remuneration committee | 05-02-2025 | | | | Yes | 5 | 4 | 4 | 0 |

Annexure 1

IV. Meeting of Committees

| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|---|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| 7 | Corporate Social Responsibility Committee | 05-02-2025 | | | | Yes | 3 | 3 | 1 | 0 |
| 8 | Risk Management Committee | 05-02-2025 | | | | Yes | 6 | 6 | 2 | 2 |

Annexure 1

V. Affirmations

| Sr | Subject | Compliance status (Yes/No) |
|----|---|----------------------------|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 7 | The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|--|
| 1 | Name of signatory | AMIT JAISWAL |
| 2 | Designation | Company Secretary and Compliance Officer |

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of LODR Regulation

Sr

| Sr | Item | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address |
|--------------------------------------|---|-------------------------------|--|---|
| As per regulation 46(2) of the LODR: | | | | |
| 1.1 | Details of business | Yes | | https://jplcorp.in/new/Default.aspx |
| 1.2 | Memorandum of Association and Articles of Association | Yes | | https://jplcorp.in/new/Reports.aspx?CID=20 |
| 1.3 | Brief profile of board of directors including directorship and full-time positions in body corporates | Yes | | https://jplcorp.in/new/DirectorsList.aspx?PID=19 |
| 2 | Terms and conditions of appointment of independent directors | Yes | | chrome-extension://efaidnbmnnnibpcajpcglclefindmkaj/https://jplcorp.in/new/pdf/terms_of_appointment_of_ID.pdf |
| 3 | Composition of various committees of board of directors | Yes | | https://jplcorp.in/new/BOD.aspx?PID=20 |
| 4 | Code of conduct of board of directors and senior | Yes | | chrome-extension://efaidnbmnnnibpcajpcglclefindmkaj/https://jplcorp.in/new/pdf/Code_of_Business_Conduct_approved.pdf |

| | | | | |
|----|---|-----|--|---|
| | management personnel | | | |
| 5 | Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | | chrome-extension://efaidnbmnnnibpcajpcgclefindmkaj/https://jplcorp.in/new/pdf/JPL_Vigil_Mechanism_Whistle-blower_Policy-86.pdf |
| 6 | Criteria of making payments to non-executive directors | Yes | | chrome-extension://efaidnbmnnnibpcajpcgclefindmkaj/https://jplcorp.in/new/pdf/Criteria_for_making_payment_to_NEDs.pdf |
| 7 | Policy on dealing with related party transactions | Yes | | chrome-extension://efaidnbmnnnibpcajpcgclefindmkaj/https://jplcorp.in/new/pdf/Policy_on_Related_Party_Transactions.pdf |
| 8 | Policy for determining 'material' subsidiaries | Yes | | chrome-extension://efaidnbmnnnibpcajpcgclefindmkaj/https://jplcorp.in/new/pdf/POLICY_FOR_DETERMINING_MATERIAL_SUBSIDIARIES_1.pdf |
| 9 | Details of familiarization programmes imparted to independent directors | Yes | | https://jplcorp.in/new/Reports.aspx?CID=26 |
| 10 | Email address for grievance redressal and other relevant details | Yes | | https://jplcorp.in/new/Pages.aspx?PID=21 |
| 11 | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes | | https://jplcorp.in/new/Pages.aspx?PID=21 |
| 12 | Financial results | Yes | | https://jplcorp.in/new/FinancialReports.aspx |
| 13 | Shareholding pattern | Yes | | https://jplcorp.in/new/Shares.aspx |

| | | | | |
|----|---|----|--|--|
| 14 | Details of agreements entered into with the media companies and/or their associates | NA | | |
|----|---|----|--|--|

| Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year) | | | |
|--|---|-----|---|
| I. Disclosure on website in terms of LODR Regulation | | | |
| Sr | | | |
| | As per regulation 46(2) of the LODR: | | |
| 15.1 | (I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events. | Yes | https://jplcorp.in/new/Presentations.aspx |
| 15.2 | Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means | NA | |
| 16 | New name and the old name of the listed entity | NA | |
| 17 | Advertisements as per regulation 47 (1) | Yes | https://jplcorp.in/new/Reports.aspx?CID=25 |
| 18 | Credit rating or revision in credit rating obtained | Yes | https://jplcorp.in/new/Reports.aspx?CID=29 |
| 19 | Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year | Yes | https://jplcorp.in/new/FinancialReports.aspx |
| 20 | Secretarial Compliance Report | Yes | https://jplcorp.in/new/pdf/ANNUAL_REPORT_FY20232024.pdf |
| 21 | Materiality Policy as per Regulation 30 (4) | Yes | https://jplcorp.in/new/pdf/Policy_on_criterial_for_determining_materiality_of_events_1.pdf |
| 22 | Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5) | Yes | https://jplcorp.in/new/Pages.aspx?PID=21 |
| 23 | Disclosures under regulation 30(8) | Yes | https://jplcorp.in/new/Reports.aspx?CID=22 |
| 24 | Statements of deviation(s) or variations(s) as specified in | NA | |

| | | | |
|------|---|-----|---|
| | regulation 32 | | |
| 25 | Dividend Distribution policy as per Regulation 43A(1) | Yes | https://jplcorp.in/new/pdf/dividend_distribution_policy.pdf |
| 26.1 | Annual return as provided under section 92 of the Companies Act, 2013 | Yes | https://jplcorp.in/new/FinancialReports.aspx |
| 26.2 | Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021 | NA | |
| 27 | Confirmation that the above disclosures are in a separate section as specified in regulation 46(2) | Yes | https://jplcorp.in/new/Default.aspx |
| 28 | Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating | Yes | https://jplcorp.in/new/Default.aspx |

Annexure II**II. Annual Affirmations**

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|---|-------------------------------|--|
| 1 | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) | Yes | |
| 2 | Board composition | 17(1), 17(1A) & 17(1C), 17(1D) & 17(1E) | Yes | |
| 3 | Meeting of Board of directors | 17(2) | Yes | |
| 4 | Quorum of Board meeting | 17(2A) | Yes | |
| 5 | Review of Compliance Reports | 17(3) | Yes | |
| 6 | Plans for orderly succession for appointments | 17(4) | Yes | |
| 7 | Code of Conduct | 17(5) | Yes | |
| 8 | Fees/compensation | 17(6) | Yes | |
| 9 | Minimum Information | 17(7) | Yes | |
| 10 | Compliance Certificate | 17(8) | Yes | |

Annexure II**II. Annual Affirmations**

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|-------------------|-------------------------------|--|
| 11 | Risk Assessment & Management | 17(9) | Yes | |
| 12 | Performance Evaluation of Independent Directors | 17(10) | Yes | |
| 13 | Recommendation of Board | 17(11) | Yes | |
| 14 | Maximum number of Directorships | 17A | Yes | |
| 15 | Composition of Audit Committee | 18(1) | Yes | |
| 16 | Meeting of Audit Committee | 18(2) | Yes | |
| 17 | Role of Audit Committee and information to be reviewed by the audit committee | 18(3) | Yes | |
| 18 | Composition of nomination & remuneration committee | 19(1) & (2) | Yes | |
| 19 | Quorum of Nomination and Remuneration Committee meeting | 19(2A) | Yes | |
| 20 | Meeting of Nomination and Remuneration Committee | 19(3A) | Yes | |

Annexure II**II. Annual Affirmations**

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|------------------------------|-------------------------------|--|
| 21 | Role of Nomination and Remuneration Committee | 19(4) | Yes | |
| 22 | Composition of Stakeholder Relationship Committee | 20(1), 20(2) & 20(2A) | Yes | |
| 23 | Meeting of Stakeholders Relationship Committee | 20(3A) | Yes | |
| 24 | Role of Stakeholders Relationship Committee | 20(4) | Yes | |
| 25 | Composition and role of risk management committee | 21(1),(2),(3),(4) | Yes | |
| 26 | Meeting of Risk Management Committee | 21(3A) | Yes | |
| 27 | Quorum of Risk Management Committee meeting | 21(3B) | Yes | |
| 28 | Gap between the meetings of the Risk Management Committee | 21(3C) | Yes | |
| 29 | Vigil Mechanism | 22 | Yes | |
| 30 | Policy for related party Transaction | 23(1), (1A), (5), (6), & (8) | Yes | |

Annexure II**II. Annual Affirmations**

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|---|--------------------------|-------------------------------|--|
| 31 | Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3) | Yes | |
| 32 | Approval for material related party transactions | 23(4) | NA | |
| 33 | Disclosure of related party transactions on consolidated basis | 23(9) | Yes | |
| 34 | Composition of Board of Directors of unlisted material Subsidiary | 24(1) | NA | |
| 35 | Other Corporate Governance requirements with respect to subsidiary of listed entity | 24(2),(3),(4), (5) & (6) | Yes | |
| 36 | Alternate Director to Independent Director | 25(1) | NA | |
| 37 | Maximum Tenure | 25(2) | Yes | |
| 38 | Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism | 25(2A) | Yes | |
| 39 | Meeting of independent directors | 25(3) & (4) | Yes | |
| 40 | Familiarization of independent directors | 25(7) | Yes | |

Annexure II

II. Annual Affirmations

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|-------------------|-------------------------------|--|
| 41 | Declaration from Independent Director | 25(8) & (9) | Yes | |
| 42 | Directors and Officers insurance | 25(10) | Yes | |
| 43 | Confirmation with respect to appointment of Independent Directors who resigned from the listed entity | 25(11) | NA | |
| 44 | Memberships in Committees | 26(1) | Yes | |
| 45 | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3) | Yes | |
| 46 | Policy with respect to Obligations of directors and senior management | 26(2) & 26(5) | Yes | |
| 47 | Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity | 26(6) | Yes | |
| 48 | Vacancies in respect Key | 26A(1) & 26A(2), | No | There are ongoing inter-se disputes amongst the Promoters/Promoter Group inter-alia regarding appointment of the next Managing Director ("MD") of the Company, |

| | | | |
|--|--|--------|---|
| | Managerial Personnel | 26A(3) | <p>which are pending before the Hon'ble NCLT, Allahabad in the matter titled Mahendra Mohan Gupta & Ors. v. Devendra Mohan Gupta & Ors., C.P. No. 64 of 2023. On account of the ensuing vacancy in the office of MD w.e.f. 30.09.2023, the Company had filed C.A. No. 47 of 2023 before the Hon'ble NCLT on 25.09.2023 inter-alia seeking appointment of a professional CEO in the interim. The Hon'ble NCLT has vide its interim orders dated 27.09.2023 and 04.10.2023 passed in C.A. No. 47 of 2023 directed that as a special arrangement and in the absence of the MD, all major decisions should be collectively taken by the board of directors in accordance with the Companies Act, 2013 and the Articles of Association. The Company has been acting in compliance with the above order of the Hon'ble NCLT. The Company had also made timely disclosures intimating the stock exchanges about the vacancy in the office of MD on various dates such as: (i) on 24.09.2023 and 30.09.2023 i.e., prior to the date on which the vacancy arose; and (ii) on 02.01.2024 i.e., after vacation of the office of MD. Further the Company has issued full disclosure about the ongoing litigation to the stock exchanges and has been updating the stock exchanges about order passed by the Hon'ble NCLT. Please note that the captioned matter (along with all applications filed therein) is being finally heard and is next listed on 23.04.2025 before the Hon'ble NCLT. The Company will keep the stock exchanges fully informed of the status of the said litigation.</p> |
| | Any other information to be provided - Add Notes | | |

Annexure II

| | | |
|---|-------------------|--|
| 1 | Name of signatory | Amit Jaiswal |
| 2 | Designation | Company Secretary and Compliance Officer |

Annexure II

III. Affirmations

| Sr | Particulars | Compliance status (Yes/No/NA) |
|-----------|--|--|
| 1 | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | Yes |
| | Any other information to be provided | |

Annexure II

| | | |
|---|-------------------|--|
| 1 | Name of signatory | Amit Jaiswal |
| 2 | Designation | Company Secretary and Compliance Officer |

| Details of Cyber security incidence | | |
|--|-------------------|----------------------------|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | | No |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter | | |
| Sr. | Date of the event | Brief details of the event |

| Signatory Details | |
|--------------------------|--|
| Name of signatory | AMIT JAISWAL |
| Designation of person | Company Secretary and Compliance Officer |
| Place | KANPUR |
| Date | 14-04-2025 |

| Investor Grievance Details | |
|---|---|
| No. of investor complaints pending at the beginning of Quarter | 0 |
| No. of investor complaints received during the Quarter | 8 |
| No. of investor complaints disposed off during the Quarter | 8 |
| No. of investor complaints those remaining unresolved at the end of the Quarter | 0 |

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

| Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes | | | | |
|--|----------------------------|--|--|---|
| Sr. No. | Name of the opposing party | Date of initiation of the litigation / dispute | Status of the litigation / dispute as per last disclosure | Current status of the litigation / dispute |
| 1 | Income Tax department | 12-03-2025 | Income Tax Assessment order received by the Company under section 156 of the Income Tax Act, 1961 of Rs. 11,55,050 on account of disallowance of proportionate interest expenses. Along with the said Order, Income Tax Department has issued a Show Cause Notice(“SCN”) under section 274 read with section 270A of the Income-tax Act, 1961 dated March 11, 2025 for imposing Penalty for under-reporting income for Assessment Year 2023-24 basis the above disallowance. | The Company had submitted the disclosure regarding the Income Tax Assessment order dated March 11, 2025 as per the requirement of Regulation 30 of the Listing Regulations on March 13, 2025. The Company will be filing appropriate response within the prescribed timelines or evaluate other legal options against the said order. |