

# Annual Report 2010-11



Many rays.  
One rising sun.

The rising sun is the mark of a new beginning.

A symbol of change that dispels darkness to shower light and warmth on the world.

And so keeping the Sun as our ideal, the Jagran group is proud to awaken to a new beginning.

A new identity that symbolises renewed energy and determination to progress with the changing times.

An embodiment of how various disciplines can unite to form a whole greater than the sum of its parts.

The same way as many rays uniting to form one rising sun.

We are Jagran. A progressive media group.

Print | Out Of Home | Activation | Mobile | Online



## Board of Directors

Mr. Mahendra Mohan Gupta  
Chairman And Managing Director  
Mr. Sanjay Gupta  
Whole Time Director And CEO  
Mr. Dharendra Mohan Gupta  
Whole Time Director  
Mr. Sunil Gupta  
Whole Time Director  
Mr. Shailesh Gupta  
Whole Time Director  
Mr. Bharatji Agrawal  
Mr. Devendra Mohan Gupta  
Mr. Gavin K.O'Reilly  
Mr. Kishore Biyani  
Mr. Naresh Mohan  
Mr. Rajendra Kumar Jhunjhunwala  
Mr. Rashid Mirza  
Mr. Shailendra Mohan Gupta  
Mr. Shashidhar Narain Sinha  
Mr. Vijay Tandon  
Mr. Vikram Bakshi

## Remuneration Committee

Mr. Naresh Mohan  
Chairman  
Mr. Gavin K.O'Reilly  
Mr. Kishore Biyani  
Mr. Vijay Tandon

## Audit Committee

Mr. Vijay Tandon  
Chairman  
Mr. Gavin K.O'Reilly  
Mr. Kishore Biyani  
Mr. Naresh Mohan  
Mr. Rajendra Kumar Jhunjhunwala

## Company Secretary & Compliance Officer

Mr. Amit Jaiswal

## Auditors

Price Waterhouse,  
Chartered Accountants  
Building 8, 7th & 8th Floor,  
Tower B, DLF CyberCity,  
Gurgaon 122002

## Registrar & Share Transfer Agents

Karvy Computershare Private Limited  
Plot No.17 to 24,  
Vittal Rao Nagar, Madhapur,  
Hyderabad 500081

## Shareholders / Investors Grievance Committee

Mr. Bharatji Agrawal  
Chairman  
Mr. Rashid Mirza  
Mr. Sanjay Gupta  
Mr. Sunil Gupta

## Bankers to the company

Central Bank of India  
Bank of Baroda  
ICICI Bank Limited  
Allahabad Bank  
State Bank of India  
Union Bank of India  
Oriental Bank of Commerce

## Registered office

Jagran Building  
2 Sarvodaya Nagar Kanpur-208005



**96** Editions

**14** States

**5** Languages

**9** Titles

**51%** of India's MPV

**62** mn Readers

**MPV states and cities**

HP, Punjab, Haryana, Delhi, UP, Uttarakhand, MP, Bihar, Jharkhand, WB, Mumbai, Pune, Hyderabad & Bangalore



**Dainik Jagran**  
India's No. 1 Newspaper



**I Next**  
India's No.1 Bilingual Compact Newspaper



**Mid-Day**  
India's No.1 Afternoon Newspaper



**Inquilab**  
India's No.1 Urdu Newspaper



**City Plus**  
India's No.1 Community Paper



**Mid-Day Gujarati**  
Mumbai's fastest growing Gujarati Newspaper



**Punjabi Jagran**  
The Punjabi Newspaper from Jagran

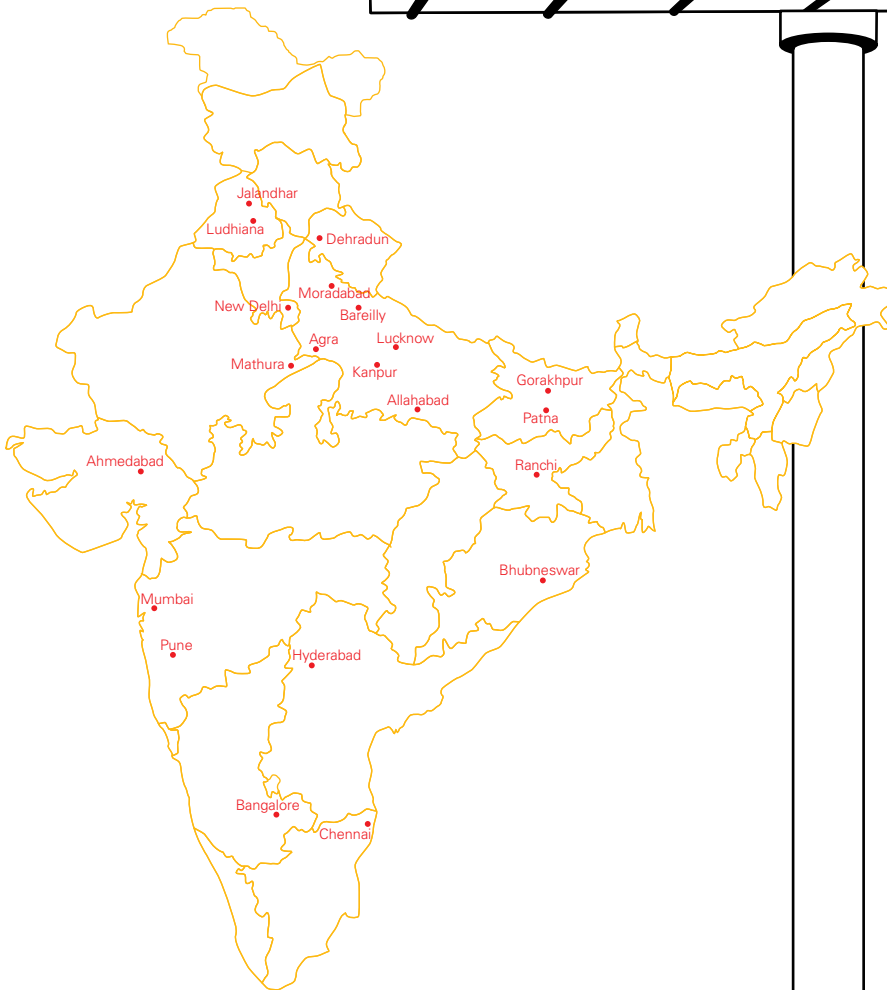


**Jagran Josh**  
Newsmagazine for the Youth



**Jagran Sakhi**  
Premium Women's Magazine

A Total **OOH** Media Solutions provider -  
**end to end OOH solutions**  
offering planning, creative adaptations,  
competitive landscape, data on traffic count,  
post campaign results across India



**6** YEARS

**23** OFFICES

**100** PROFESSIONALS

**600** INSTALLERS  
& MONITORS

**30** PRINTERS

**2000 +** ASSETS ACROSS  
INDIA

## Brand Activation

Customized, measurable solutions to address specific brand marketing objectives via experience driven consumer connect modules.

## Rural Marketing

Our team combines an indepth understanding of emerging indian markets and consumers, powered with a strong execution capability & reach down to the block level.

## Activation Consulting & Audits

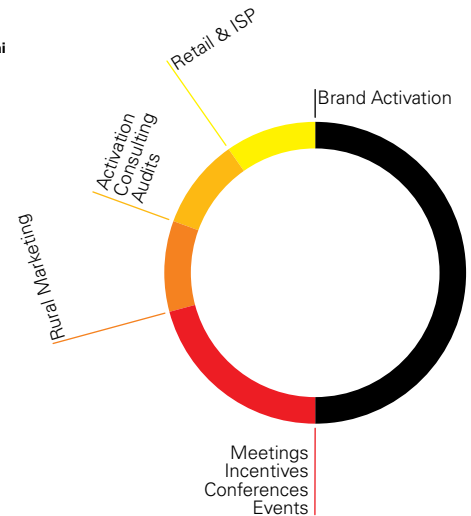
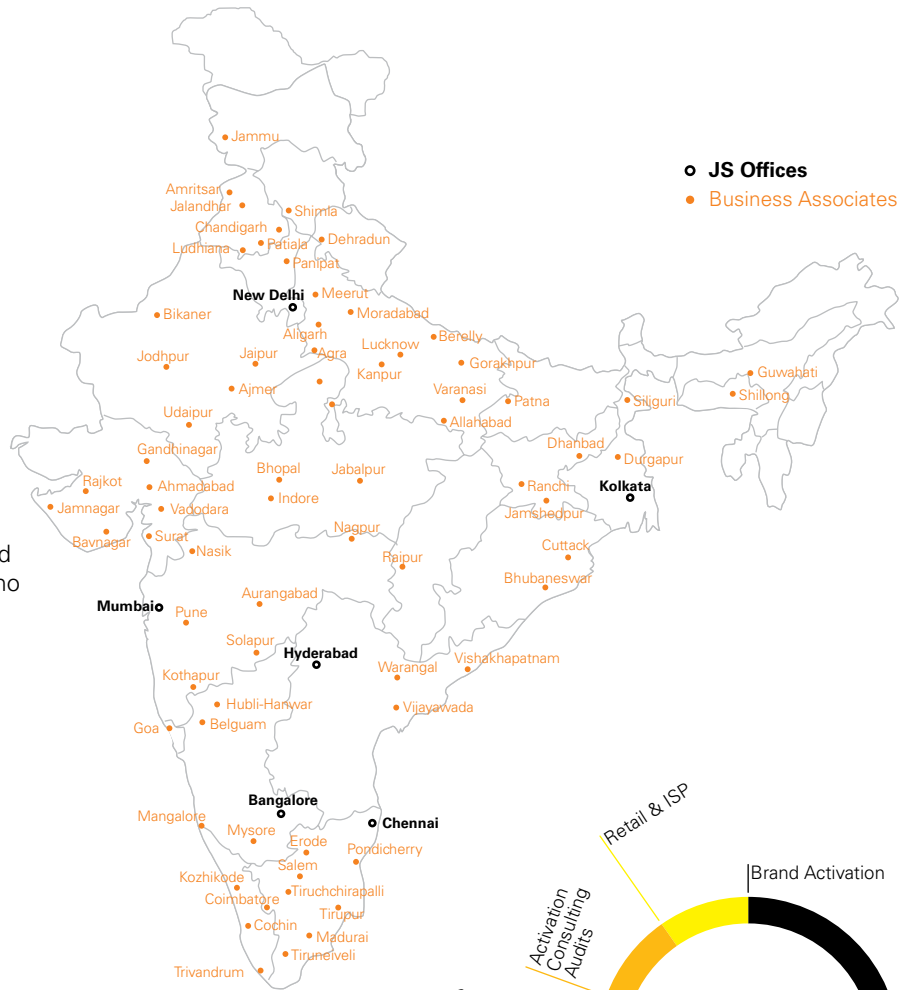
Our services of consulting, creative and monitoring are for our select clients who may have existing implementation systems, but who seek expertise to moderate, monitor, systematize, or simply add value via creative services.

## Retail & ISP

Our team specializes in developing ISP programs which focus on outlet mapping, branding, product display, stock and branding audits, sales support, POS display, monitoring and channel engagement programs.

## MICE

MICE services include designing theme creative, event production, stage designing, artist management, speaker management, leisure, printing, audio visuals, etc..



**6** OFFICES

**4500** PROJECTS

**16** NATIONAL AWARDS

**100** PROFESSIONALS

**40** INTERNATIONAL AWARDS



J9 is in the business of WEB, WAP & TEXT based value added Services, Products Platforms & Solutions for consumers & corporate customers.

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Bulk SMS services.

Mobile Value added services vertical with text, voice and WAP offerings.

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Branding on [m.jagran.com](http://m.jagran.com)

Key products are in the domain of contesting, subscription with variety of content to choose from.

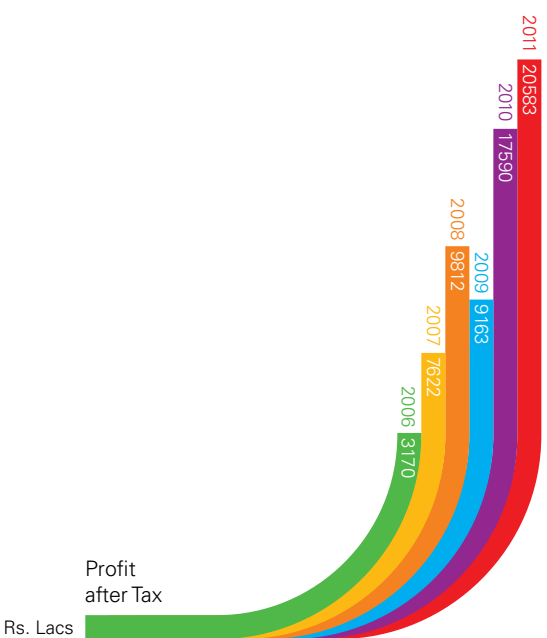
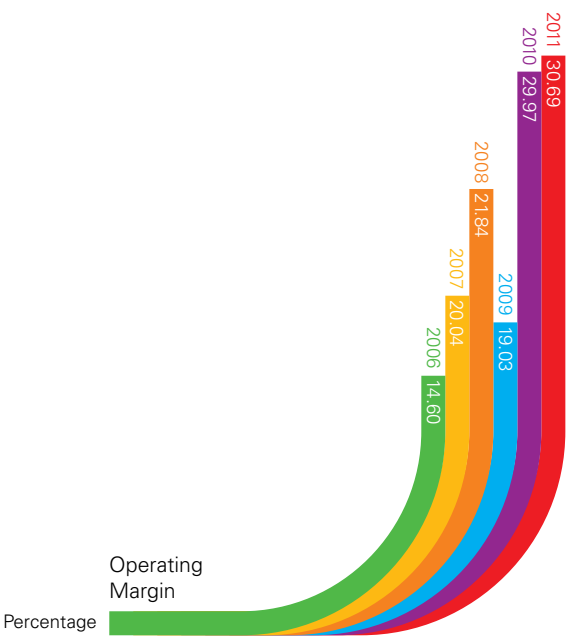
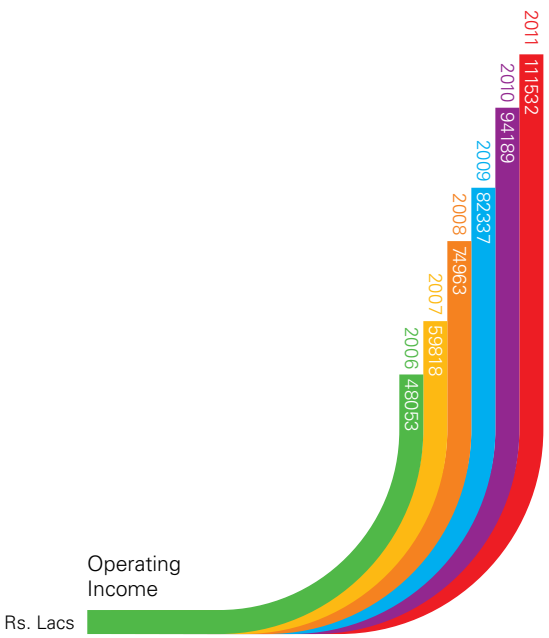


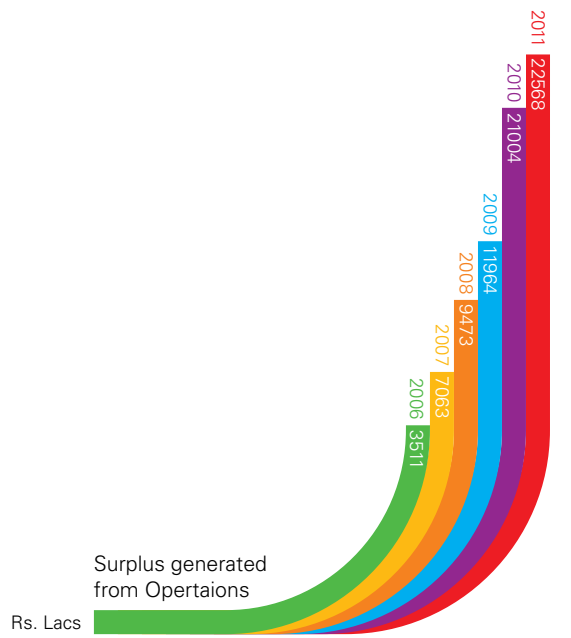
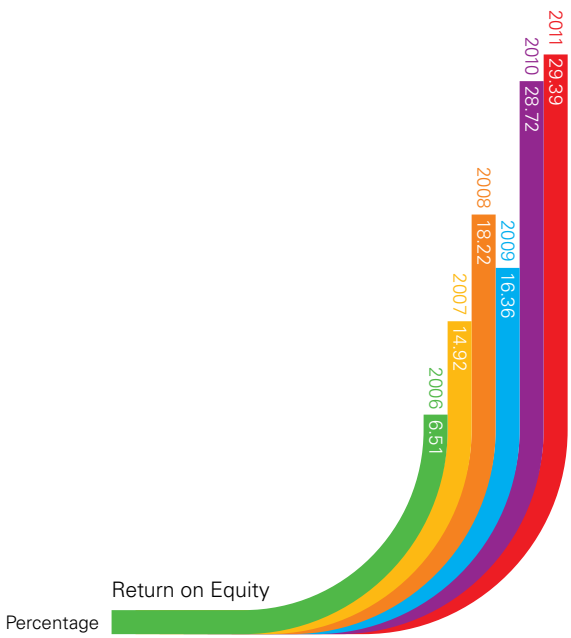
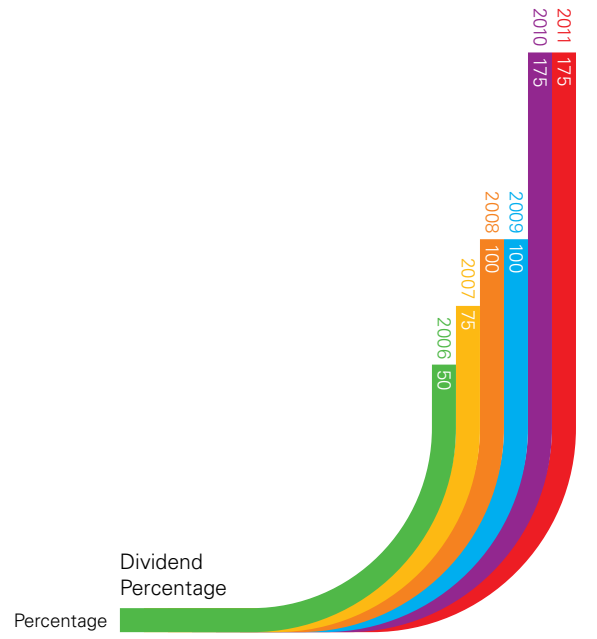
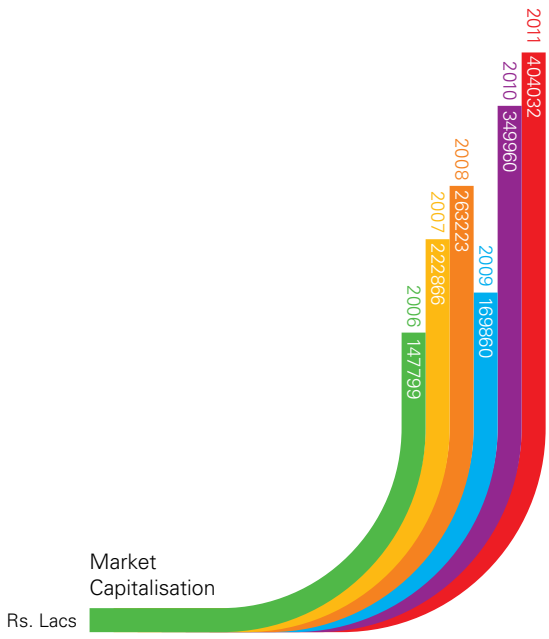
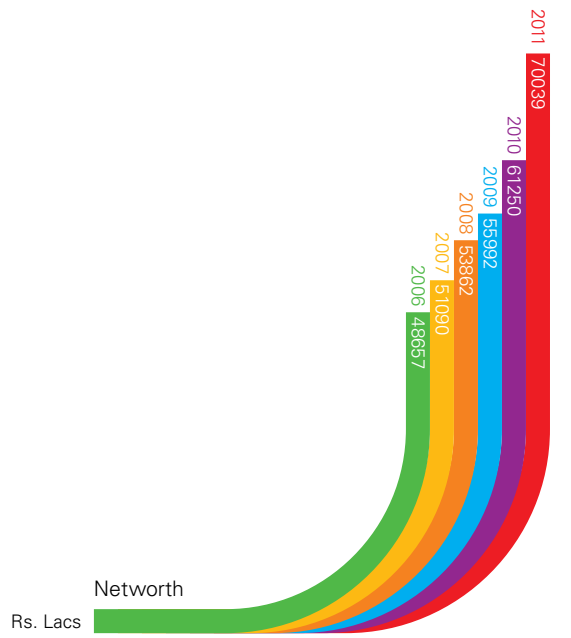
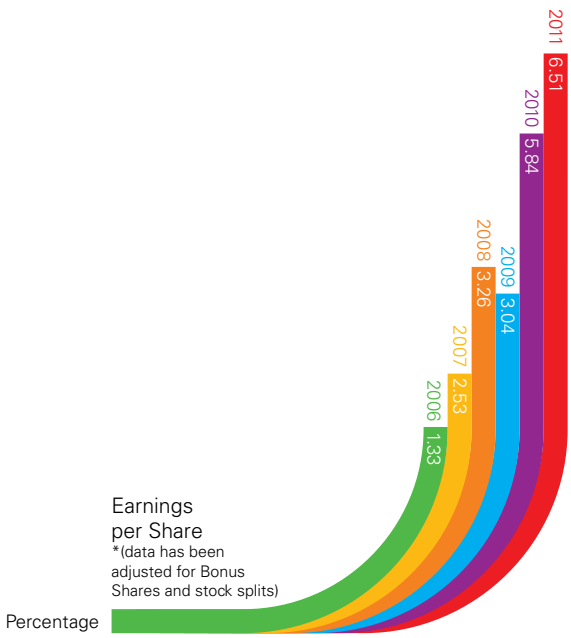
**5.8** MILLION UNIQUE VISITORS  
Per month

**80** MILLION PAGE VIEWS  
Per month

# PERFORMANCE HIGHLIGHTS

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02 OOH

1.31 Jacket

1.30 Skybus

1.29 Edition

1.28 Campaign

1.27 Island

1.26 State Bureau

1.25 News Agent

1.24 Classifiedst

1.23 Run of Print

1.22 Square Centimetre

1.22 Admission Slip / Proxy Form

1.22 Significant Accounting Policies and Notes to Accounts

5.3 Impressions

5.4 Banners

5.5 Pixels

5.6 Emailers

5.7 Unique Visitors

5.8 CPM

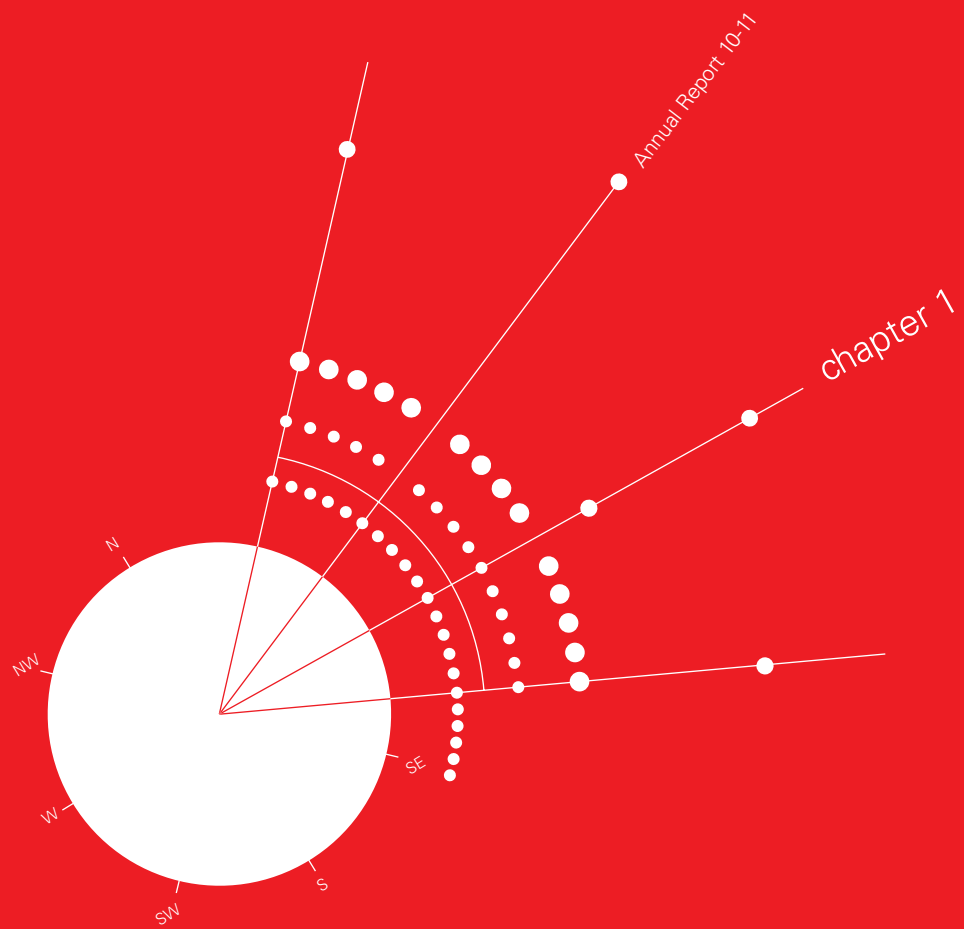
5.9 Expandos

5.10 Floaters

5.11 Videos

5.12 Blogging

5.13 URL



# Notice of Annual General Meeting

Notice is hereby giving that the 35th Annual General Meeting of the members of JAGRAN PRAKASHAN LIMITED will be held on Friday, the 26th Day of August, 2011 at 12:00 Noon at Jalsaa Banquet Hall, 4th floor, Rave @ Moti Mall, 117/K/13, Gutaiya, Kanpur to transact the following business

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2011 and the Profit & Loss Account for the year ended on that date together with the Report of Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Dharendra Mohan Gupta, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Gavin K.O' Reilly, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Rashid Mirza, who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint a Director in place of Mr. Shashidhar Narain Sinha, who retires by rotation and being eligible, offers himself for re-appointment.
6. To appoint a Director in place of Mr. Vijay Tandon, who retires by rotation and being eligible, offers himself for re-appointment.
7. To declare dividend on Equity shares for the financial year 2010-2011.
8. To appoint Auditors to hold office from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting of the Company and to fix their remuneration:

**"RESOLVED THAT** M/s. Price Waterhouse, Chartered Accountants, the Auditors of the Company, retiring at the conclusion of the Annual General Meeting, being eligible and offering themselves for re-appointment be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting to the conclusion of next Annual General Meeting of the Company on the remuneration to be decided by the Board of Directors and actual out of pocket expenses."

**SPECIAL BUSINESS:****9. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 269, 198, 309 and 311 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof), the consent of the members be and is hereby accorded to the re-appointment of Mr. Mahendra Mohan Gupta as Chairman and Managing Director of the Company for a period of five years with effect from October 01, 2011 on the following terms and conditions as recommended by the Remuneration/Compensation Committee:-

**I. Salary**

Rs. 12,50,000 per month with annual increment of 10%.

**II. Perquisites**

1. The Chairman and Managing Director shall be entitled to perquisites like furnished accommodation or house rent allowance in lieu, there of together with re-imbursment of expenses for utilisation of gas, electricity, water, re-imbursment of ordinary medical expenses and leave travel concession for self and his family including dependents, club fees, premium towards personal accident insurance and mediclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors, from time to time, subject however, that the aggregate monetary value of the perquisites per year not exceeding one month salary .

**Explanation**

"Family" here means the spouse, dependent children and dependent parents of the Chairman and Managing Director.

For the purpose of calculating the above ceiling, perquisites shall be evaluated at actual cost. If the actual cost is not determinate, these shall be evaluated as per Income Tax Rules, wherever applicable.

Use of Company Car for official purposes and Telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

2. Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites to the extent the same are not taxable under the Income Tax Act.

**III. Overall remuneration**

The aggregate of the remuneration as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Chairman and Managing Director from time to time, shall not exceed the limits prescribed from time to time under Section 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as may from time to time, be in force.

**IV. Minimum Remuneration**

Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Chairman and Managing Director, the Company has no profits or its profits are inadequate, the remuneration and other terms will be subject to Schedule XIII of the Companies Act, 1956.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution."

**10. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 269, 198, 309 and 311 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof), the consent of the members be and is hereby accorded to the re-appointment of Mr. Sanjay Gupta as Whole Time Director and designated as “Chief Executive Officer” of the Company for a period of five years with effect from October 01, 2011 on the following terms and conditions as recommended by the Remuneration / Compensation Committee:-

**I. Salary**

Rs. 11, 00,000 per month with the annual increment of 10%.

**II. Perquisites**

1. The Whole time Director shall be entitled to perquisites like furnished accommodation or house rent allowance in lieu thereof, together with reimbursement of expenses for utilisation of gas, electricity, water, re-imburement of ordinary medical expenses and leave travel concession for self and his family including dependents, club fees, premium towards personal accident insurance and mediclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors, from time to time, subject however, that the aggregate monetary value of the perquisites per year not exceeding one month salary .

**Explanation**

“Family” here means the spouse, dependent children and dependent parents of the Whole time Director.

For the purpose of calculating the above ceiling, perquisites shall be evaluated at actual cost. If the actual cost is not determinate, these shall be evaluated as per Income Tax Rules, wherever applicable.

Use of Company Car for official purposes and Telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

2. Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

3. Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites to the extent the same are not taxable under the Income Tax Act.

**III. Overall remuneration**

The aggregate of the remuneration as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Whole Time Director from time to time, shall not exceed the limits prescribed from time to time under Section 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as may from time to time, be in force.

**IV. Minimum Remuneration**

Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Whole time Director, the Company has no profits or its profits are inadequate, the remuneration and other terms will be subject to Schedule XIII of the Companies Act, 1956.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution.”

**11. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 269, 198, 309 and 311 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof), the consent of the members be and is hereby accorded to the re-appointment of Mr. Dharendra Mohan Gupta as Whole Time Director of the Company for a period of five years with effect from October 01, 2011 on the following terms and conditions as recommended by the Remuneration/ Compensation Committee:-

**I. Salary**

Rs. 10, 00,000 per month with the annual increment of 10%.

**II. Perquisites**

1. The Whole Time Director shall be entitled to perquisites like furnished accommodation or house rent allowance in lieu thereof, together with reimbursement of expenses for utilisation of gas, electricity, water, re-imburement of ordinary medical expenses and leave travel concession for self and his family including dependents, club fees, premium towards personal accident insurance and mediclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors, from time to time, subject however, that the aggregate monetary value of the perquisites per year not exceeding one month salary .

**Explanation**

“Family” here means the spouse, dependent children and dependent parents of the Whole time Director.

For the purpose of calculating the above ceiling, perquisites shall be evaluated at actual cost. If the actual cost is not determinate, these shall be evaluated as per Income Tax Rules, wherever applicable.

Use of Company Car for official purposes and Telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

2. Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites to the extent the same are not taxable under the Income Tax Act.

**III. Overall remuneration**

The aggregate of the remuneration as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Whole Time Director from time to time, shall not exceed the limits prescribed from time to time under Section 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as may from time to time, be in force.

**IV. Minimum Remuneration**

Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Whole time Director, the Company has no profits or its profits are inadequate, the remuneration and other terms will be subject to Schedule XIII of the Companies Act, 1956.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution.”

**12. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 269, 198, 309 and 311 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof), the consent of the Members be and is hereby accorded to the re-appointment of Mr. Sunil Gupta as Whole

Time Director of the Company for a period of five years with effect from October 01, 2011 on the following terms and conditions as recommended by the Remuneration/ Compensation Committee:

### I. Salary

Rs. 10, 00,000 per month with the annual increment of 10%.

### II. Perquisites

1. The Whole Time Director shall be entitled to perquisites like furnished accommodation or house rent allowance in lieu thereof, together with reimbursement of expenses for utilisation of gas, electricity, water, re-imbusement of ordinary medical expenses and leave travel concession for self and his family including dependents, club fees, premium towards personal accident insurance and mediclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors, from time to time, subject however, that the aggregate monetary value of the perquisites per year not exceeding one month salary .

#### Explanation

“Family” here means the spouse, dependent children and dependent parents of the Whole time Director.

For the purpose of calculating the above ceiling, perquisites shall be evaluated at actual cost. If the actual cost is not determinate, these shall be evaluated as per Income Tax Rules, wherever applicable.

Use of Company Car for official purposes and Telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

2. Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

3. Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites to the extent the same are not taxable under the Income Tax Act.

### III. Overall remuneration

The aggregate of the remuneration as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Whole Time Director from time to time, shall not exceed the limits prescribed from time to time under Section 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as may from time to time, be in force.

### IV. Minimum Remuneration

Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Whole time Director, the Company has no profits or its profits are inadequate, the remuneration and other terms will be subject to Schedule XIII of the Companies Act, 1956.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution.”

**13. To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 269, 198, 309 and 311 read with Schedule XIII and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof), the consent of the members be and is hereby accorded to the re-appointment of Mr. Shailesh Gupta as Whole Time Director of the Company for a period of five years with effect from October 01, 2011 on the following terms and conditions as recommended by the Remuneration / Compensation

Committee:

### I. Salary

Rs. 10, 00,000 per month with the annual increment of 10%.

### II. Perquisites

1. The Whole Time Director shall be entitled to perquisites like furnished accommodation or house rent allowance in lieu thereof, together with reimbursement of expenses for utilisation of gas, electricity, water, re-imbusement of ordinary medical expenses and leave travel concession for self and his family including dependents, club fees, premium towards personal accident insurance and mediclaim and all other payments in the nature of perquisites and allowances as agreed by the Board of Directors, from time to time, subject however, that the aggregate monetary value of the perquisites per year not exceeding one month salary .

#### Explanation

“Family” here means the spouse, dependent children and dependent parents of the Whole time Director.

For the purpose of calculating the above ceiling, perquisites shall be evaluated at actual cost. If the actual cost is not determinate, these shall be evaluated as per Income Tax Rules, wherever applicable.

Use of Company Car for official purposes and Telephone at residence (including payment for local calls and long distance official calls), shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.

2. Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of the ceiling on perquisites to the extent these either singly or put together are not taxable under the Income Tax Act.

3. Gratuity payable as per the Rules of the Company and encashment of leave at the end of the tenure will not be included in the computation of the ceiling on perquisites to the extent the same are not taxable under the Income Tax Act.

### III. Overall remuneration

The aggregate of the remuneration as specified above or paid additionally in accordance with the rules of the Company in any financial year, which the Board in its absolute discretion pay to the Whole Time Director from time to time, shall not exceed the limits prescribed from time to time under Section 198, 309 and other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the said Act as may from time to time, be in force.

### IV. Minimum Remuneration

Notwithstanding the foregoing, where in any financial year during the currency of the tenure of the Whole time Director, the Company has no profits or its profits are inadequate, the remuneration and other terms will be subject to Schedule XIII of the Companies Act, 1956.

**RESOLVED FURTHER THAT** Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary or desirable to give effect to this resolution.”

By Order Of The Board  
For **Jagran Prakashan Limited**

**Amit Jaiswal**  
**Company Secretary**

Place: Kanpur  
Date: May 28, 2011

## NOTES:

- a. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Proxies, in order to be effective must be received at the Company's Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of limited companies, societies, partnership firms, etc. must be supported by appropriate resolution / authority as applicable, issued on behalf of the nominating organization.
- b. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
- c. Brief resume of all Directors including those proposed to be appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges in India, are provided in the Report on Corporate Governance forming part of the Annual Report.
- d. The Register of Members and Share Transfer Books shall be closed from Friday, June 17, 2011 to Wednesday, June 22, 2011 (both days inclusive).
- e. Dividend as recommended by the Board of Directors, if approved at the Annual General Meeting, will be payable after August 26, 2011 to those Members whose names appear on the Register of members as on the close of business hours on June 16, 2011.
- f. Shareholders holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agents, Karvy Computershare Private Limited. Shareholders holding shares in electronic form must send the advice about change in address or bank mandate to their respective Depository Participants and not to the Company or its Share Transfer Agents.
- g. Copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
- h. Members are requested to send in their queries at least a week in advance to the Company Secretary at the Registered Office of the Company to facilitate clarifications during the meeting.

## Important Communication to Members

**The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.**

## EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

### Item No. 9:

Mr Mahendra Mohan Gupta has been appointed as the Chairman & Managing Director of the Company for the period of 5 years w.e.f. 01.10.2006 by the Board of Directors of the Company. Hitherto, he was looking after the operations of the Company as the Chairman & Managing Director.

Brief resume with the nature of expertise in specific functional areas and name of the other Companies in which Mr. Mahendra Mohan Gupta is holding directorships and the Chairmanships/ Memberships of Committee of the Board are given in the Corporate Governance section of the Annual Report.

The Board is of the view that due to Mr. Mahendra Mohan Gupta has vast experience and knowledge, his re-appointment as the Chairman & Managing Director on fresh terms & conditions including remuneration, will be in the interest of the Company.

The proposed resolution should also be constituted as an abstract of terms and conditions of appointment of Mr. Mahendra Mohan Gupta, which is required to be sent to every member pursuant to Section 302 of the Companies Act, 1956.

Mr. Mahendra Mohan Gupta, himself and Mr. Dharendra Mohan Gupta, Mr. Devendra Mohan Gupta, Mr. Shailendra Mohan Gupta and Mr. Shailesh Gupta being his relative, are deemed to be concerned or interested in the resolution.

The Board of Directors recommend the resolution for the approval of the members.

### Item No. 10:

Mr. Sanjay Gupta has been appointed as a Whole Time Director of the Company for the period of 5 years w.e.f. 01.10.2006 by the Board of Directors of the Company. He also holds the position of Editor & Chief Executive Officer (CEO) of our Company. He is looking after the affairs of the Company as Whole Time Director.

Brief resume with the nature of expertise in specific functional areas and name of the other Companies in which Mr. Sanjay Gupta is holding directorships and the Chairmanships/ Memberships of Committee of the Board are given in the Corporate Governance section of the Annual Report.

The Board is of the view that due to Mr. Sanjay Gupta has vast experience and knowledge, his re-appointment as the Whole Time Director on fresh terms & conditions including remuneration, will be in the interest of the Company.

The proposed resolution should also be constituted as an abstract of terms and conditions of appointment of Mr. Sanjay Gupta, which is required to be sent to every member pursuant to Section 302 of the Companies Act, 1956.

Mr. Sanjay Gupta, himself is deemed to be concerned or interested in the resolution.

The Board of Directors recommend the resolution for the approval of the members.

### Item No. 11:

Mr. Dharendra Mohan Gupta has been appointed as a Whole Time Director of the Company for the period of 5 years w.e.f. 01.10.2006 by the Board of Directors of the Company. He is looking after the affairs of the Company as Whole Time Director.

Brief resume with the nature of expertise in specific functional areas and name of the other Companies in which Mr. Dharendra Mohan Gupta is holding directorships and the Chairmanships/ Memberships of Committee of the Board are given in the Corporate Governance section of the Annual Report.

The Board is of the view that due to Mr. Dharendra Mohan Gupta has vast experience and knowledge, his re-appointment as the Whole

Time Director on fresh terms & conditions including remuneration, will be in the interest of the Company.

The proposed resolution should also be constituted as an abstract of terms and conditions of appointment of Mr. Dharendra Mohan Gupta, which is required to be sent to every member pursuant to Section 302 of the Companies Act, 1956.

Mr. Dharendra Mohan Gupta, himself and Mr. Mahendra Mohan Gupta, Mr. Devendra Mohan Gupta and Mr. Shailendra Mohan Gupta being his relative, are deemed to be concerned or interested in the resolution.

The Board of Directors recommend the resolution for the approval of the members.

**Item No. 12:**

Mr. Sunil Gupta has been appointed as a Whole Time Director of the Company for the period of 5 years w.e.f. 01.10.2006 by the Board of Directors of the Company. He is looking after the affairs of the Company as Whole Time Director.

Brief resume with the nature of expertise in specific functional areas and name of the other Companies in which Mr. Sunil Gupta is holding directorships and the Chairmanships/ Memberships of Committee of the Board are given in the Corporate Governance section of the Annual Report.

The Board is of the view that due to Mr. Sunil Gupta has vast experience and knowledge, his re-appointment as the Whole Time Director on fresh terms & conditions including remuneration, will be in the interest of the Company.

The proposed resolution should also be constituted as an abstract of terms and conditions of appointment of Mr. Sunil Gupta, which is required to be sent to every member pursuant to Section 302 of the Companies Act, 1956.

Mr. Sunil Gupta, himself is deemed to be concerned or interested in the resolution.

The Board of Directors recommend the resolution for the approval of the members.

**Item No. 13:**

Mr. Shailesh Gupta has been appointed as a Whole Time Director of the Company for the period of 5 years w.e.f. 01.10.2006 by the Board of Directors of the Company. He is looking after the affairs of the Company as Whole Time Director.

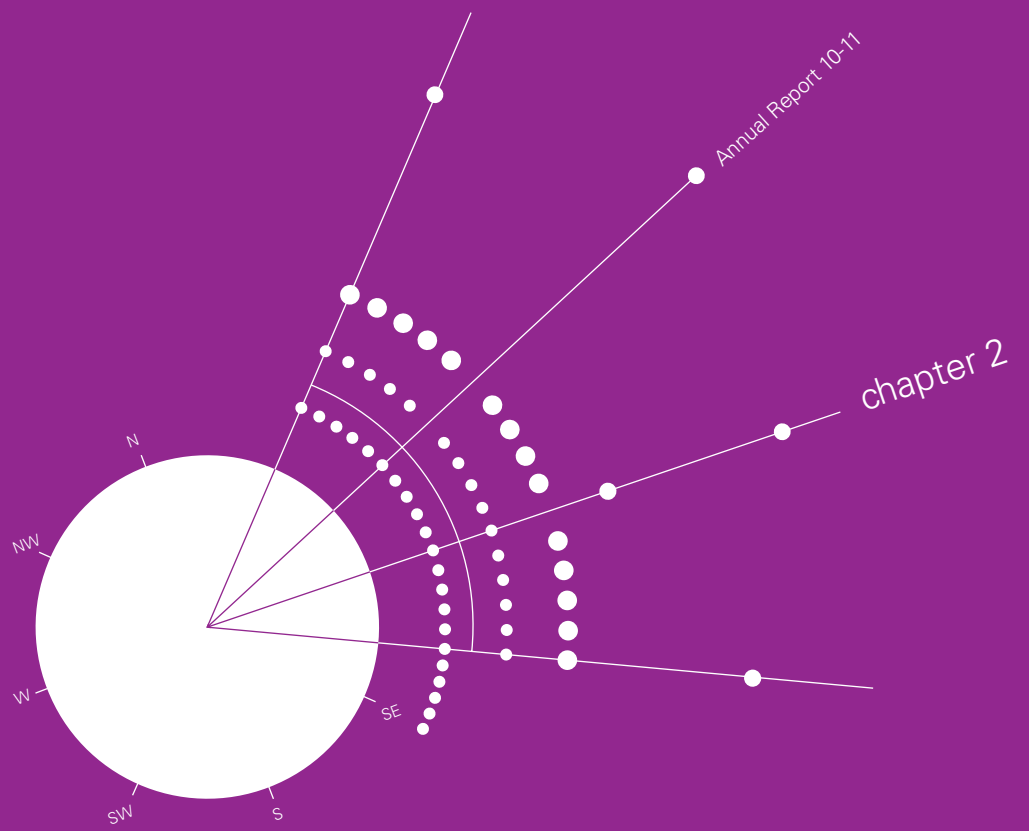
Brief resume with the nature of expertise in specific functional areas and name of the other Companies in which Mr. Shailesh Gupta is holding directorships and the Chairmanships/ Memberships of Committee of the Board are given in the Corporate Governance section of the Annual Report.

The Board is of the view that due to Mr. Shailesh Gupta has vast experience and knowledge, his re-appointment as the Whole Time Director on fresh terms & conditions including remuneration, will be in the interest of the Company.

The proposed resolution should also be constituted as an abstract of terms and conditions of appointment of Mr. Shailesh Gupta, which is required to be sent to every member pursuant to Section 302 of the Companies Act, 1956.

Mr. Shailesh Gupta, himself and Mr. Mahendra Mohan Gupta being his relative, are deemed to be concerned or interested in the resolution.

The Board of Directors recommend the resolution for the approval of the members.



# Directors' Report

**DEAR SHAREHOLDERS,**

**THE DIRECTORS HAVE THE PLEASURE IN PRESENTING THE 35TH ANNUAL REPORT AND AUDITED ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED ON MARCH 31, 2011.**

**FINANCIAL RESULTS:**

The summarized standalone financial performance of the Company for the financial year ended March 31, 2011 as compared to previous year was as under:

	(Rs. in Lakhs)	
PARTICULARS	Year ended March 31, 2011	Year ended March 31, 2010
Sales and other income (including increase/decrease in stock)	113842.72	97611.18
Total Expenditure	77306.32	65957.80
<b>Profit before Interest, Depreciation, Prior Period Adjustments and Tax (PBIDTA)</b>	<b>36536.40</b>	<b>31653.38</b>
Less: Interest	719.53	656.77
Less: Depreciation	<b>5642.70</b>	<b>5074.66</b>
<b>Profit before Prior Period Adjustment and Tax</b>	<b>30174.17</b>	<b>25921.95</b>
Less: Prior Period Adjustment (net)	<b>Nil</b>	<b>Nil</b>
<b>Profit Before Taxes (PBT)</b>	<b>30174.17</b>	<b>25921.95</b>
Less: Tax Expense	<b>9591.04</b>	<b>8331.62</b>
<b>Profit for the year (PAT)</b>	<b>20583.13</b>	<b>17590.33</b>
Add: Balance of Profit brought forward	<b>12068.01</b>	<b>8610.09</b>
<b>Balance available for Appropriation</b>	<b>32651.14</b>	<b>26200.42</b>
<b>Appropriations:</b>		
Transfer to General Reserve	2100.00	1800.00
Interim Dividend	-	6023.41
Proposed Final Dividend	11069.41	4517.56
Corporate Dividend Tax	1778.29	1791.44
<b>Balance carried to Balance Sheet</b>	<b>17703.45</b>	<b>12068.01</b>

**FINANCIAL HIGHLIGHTS:**

During the year under review, the Company recorded an increase in operating revenue of 18.41%, which was contributed by the increases in all revenue streams including advertisement revenue, which increased by 20.07% and circulation revenue which increased by 3.44 % as compared to the previous year. Out of Home Advertising and Event Management businesses increased significantly to Rs. 9395 lakhs as against Rs. 7086 lakhs, an increase of 32.59% over the last year.

The increase in PBIDTA, PBT, PAT and EPS over the previous year was primarily due to growth in advertisement revenue and revenue from outdoor advertising, event management, job printing and digital business. PBIDTA increased by 15.42% from Rs. 31,653.38 lakhs to Rs. 36,536.40 lakhs, PBT increased by 16.4% from Rs. 25,921.95 lakhs to Rs. 30,174.17 lakhs, PAT increased by 17.01% from Rs. 17,590.33 lakhs to Rs. 20,583.13 lakhs and EPS increased from Rs. 5.84 to Rs. 6.51 (also refer to the Report on Management Discussion and Analysis of the Annual Report).

**DIVIDEND:**

The Board of Directors at their meeting held on May 28th, 2011 has recommended dividend of Rs. 3.5 per equity share (175%) on 31,62,67,857 equity shares of face value of Rs. 2 each, which, if approved at the ensuing Annual General Meeting, will be paid to (i) all those equity shareholders whose names appears in the Register of Members as on June 16, 2011, and (ii) to those whose names appears as beneficial owners, as at the end of the business hours on June 16, 2011 as furnished by National Securities Depository Limited and Central Depository Services (India) Limited.

The dividend, if approved by the shareholders, will entail an outgo of Rs. 12,847.7 lakhs including dividend tax.

The register of members and share transfer books will remain closed from June 17, 2011 to June 22, 2011 both days inclusive. The Annual General meeting has been scheduled for August 26, 2011.

**FIXED DEPOSITS:**

The Company has not accepted any deposit from public/shareholders in accordance with section 58A of the Companies Act, 1956 and, as such, no amount on account of principal or interest on public deposits was outstanding on the date of the Balance Sheet.

**CREDIT RATING:**

CRISIL has assigned 'AA/Positive' rating to Rs 120 Crores Cash Credit facility enhanced from Rs 100 crores, 'AA/Positive(re-affirmed)' rating to Rs 50 Crores Term Loan facility and P1+ (re-affirmed) rating to Rs 50 Crores Commercial Paper programme.

**DIRECTORS:**

Mr. Gavin K. O' Reilly was non-executive director as nominee of Independent News & Media Investment Limited, Ireland (INMIL). After exit by INMIL from the Company, he has been taken as non-executive independent director on our Board in August, 2010.

Mr. Dharendra Mohan Gupta, Mr. Gavin K.O' Reilly, Mr. Rashid Mirza, Mr. Shashidhar Narain Sinha and Mr. Vijay Tandon are directors liable to retire by rotation and being eligible offer themselves for reappointment as proposed in the Notice of the ensuing Annual General Meeting.

The brief resume of the directors retiring by rotation and seeking re-appointment at the ensuing Annual General Meeting, their experience in specific functional areas and the companies on which they hold directorship and / or membership / chairmanship of the committees of the Board, their shareholdings etc., as stipulated under clause 49 of the listing agreement with the Stock Exchanges, are given in section "Report on Corporate Governance" of the Annual Report.

**MANAGING DIRECTOR/WHOLE TIME DIRECTOR OF THE COMPANY:**

The Board in its meeting held on May 28, 2011, has re-appointed Mr. Mahendra Mohan Gupta as Chairman and Managing Director; Mr. Sanjay Gupta as Whole time Director designated as Chief Executive Director; Mr. Dharendra Mohan Gupta, Mr. Sunil Gupta and Mr. Shailesh Gupta as Whole time Directors for the period of five years w.e.f. October 1, 2011 on the fresh terms and conditions.

The necessary resolutions for obtaining the approval of the shareholders for the appointment of Mr. Mahendra Mohan Gupta, Mr. Sanjay Gupta, Mr. Dharendra Mohan Gupta, Mr. Sunil Gupta and Mr. Shailesh Gupta on the fresh terms and conditions are contained in the Notice of the ensuing Annual General Meeting.

**SCHEME OF ARRANGEMENT- ACQUISITION OF PRINT MEDIA BUSINESS OF MID-DAY MULTIMEDIA LIMITED:**

Pursuant to the Scheme of Arrangement formulated under the provisions of Sections 391 to 394 of the Companies Act, 1956 between Mid-Day Multimedia Limited ("MML") and Jagran Prakashan Limited ("JPL"), as approved by the Honourable High Court of Judicature at Mumbai and Honourable High Court of Judicature at Allahabad vide their orders dated October 15, 2010 and January 4, 2011 respectively, which became effective on January 6, 2011, the investment in Midday Infomedia Limited ("MIL") and all the estate, assets, rights, claims, title, interest, licenses, liabilities and authorities including accretions and appurtenances of MML pertaining to the Print Business ("Demerged Undertaking") were transferred to JPL with effect from the Appointed Date i.e. April 1, 2010.

Pursuant to the Scheme of Arrangement 1,50,97,272 equity shares of Rs. 2 each have been issued to the shareholders of MML as consideration in the ratio of two fully paid-up Equity Shares of Rs. 2 each of the Company for every seven Equity Shares of Rs. 10 each held in MML as was determined by the Independent Valuer, Ernst & Young Private Limited.. The equity shares have been listed with Bombay Stock Exchange Limited and National Stock Exchange of India Limited

**SUBSIDIARY COMPANY:**

As the result of the above Scheme of Arrangement the Midday Infomedia Limited has become 100% subsidiary of the Company w.e.f 1st April, 2010.

The Company has availed the general exemption from attaching a copy of the Balance Sheet, Profit and Loss Account, Directors' Report and Auditors' Report of the subsidiary Companies and other documents required to be attached under Section 212(1) of the Companies Act, 1956, to the Balance Sheet of the Company.

The said exemption is available vide general circular no. 2/2011 issued by Ministry of Corporate Affairs dated February 8, 2011. Accordingly, the said documents are not being attached with the Balance Sheet of the Company. A gist of the financial performance of the subsidiary Companies is contained in the Annual Report.

The Annual Accounts of the Subsidiary Company are open for inspection by any member/investor at the Company's Registered Office and the Company will make available these documents and the related detailed information upon request by any investor of the Company or any investor of its Subsidiary Company who may be interested in obtaining the same.

**CHANGES IN CAPITAL STRUCTURE:**

During the year ended March 31, 2011 the paid-up equity capital of the Company increased from Rs. 60,23,41,170/- comprising of 30,11,70,585 equity shares of Rs. 2/- each to Rs. 63,25,35,714/- comprising of 31,62,67,857 equity shares of Rs. 2/- each. The said increase in the paid-up equity share capital of the Company was consequent to the allotment of shares pursuant to the Scheme of Arrangement of the Company.

**EMPLOYEES STOCK OPTION PLAN:**

During the year, Jagran Prakashan Limited Employees Stock Option Plan ("Plan") was introduced with the approval of the shareholders by postal ballot through the Special Resolutions in accordance with the provisions of the Memorandum and Articles of Association of the Company and the provisions of the Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 ("the ESOP Guidelines"). The Remuneration/ Compensation Committee will administer and monitor the Plan.

The Plan is applicable from April, 2011. The Remuneration / Compensation Committee is in process of determining employees eligible for the Plan.

**DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 217(2AA) of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 2000, the Directors confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed except in case of AS-26. The departure has been duly explained by way of Note to Accounts as well as in Report on Corporate Governance.
- ii. the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2011 and of the Profit of the Company for that year;
- iii. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the directors have prepared the annual accounts on a going concern basis.

**AUDITORS:**

M/s. Price Waterhouse, Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment.

**AUDITORS' REPORT:**

The notes to Accounts referred to in the Auditors' Report adequately explain the Auditors' qualification. Please also refer to Clause 14(v) (c) of the Report on Corporate Governance forming part of Annual Report.

**CORPORATE GOVERNANCE:**

A Report on Corporate Governance as stipulated under Clause 49 of the Listing Agreement entered with the Stock Exchanges, forms part of the Annual Report.

The Company has been in compliance with all the norms of Corporate Governance as stipulated in Clause 49 of the Listing Agreement.

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Management Discussion and Analysis Report on financial condition and results of operations of the Company for the year under review as required under Clause 49 of the Listing Agreement entered with the Stock Exchanges is given as separate statement forming part of the Annual Report.

**CORPORATE SOCIAL RESPONSIBILITY:**

As a responsible corporate citizen, your company supports a specifically dedicated group's outfit of Shri Puran Chandra Gupta Smarak Trust, Pehel, to discharge its social responsibilities and provide social

services such as organizing workshops/seminars to voice different social issues, health camps/roadshows for creating awareness on the social concerns and helping underprivileged masses. Pehel has been working with various national and international organizations such as World Bank on various projects to effectively discharge the responsibilities entrusted by the company. Shri Puran Chandra Gupta Smarak Trust has also been imparting primary, secondary and higher education to nearly 6000 students through schools and colleges at Kanpur, Noida, Lucknow and smaller towns of Kannauj and Aligarh. The company has also been assisting trusts and societies dedicated to the cause of promoting education, culture, healthcare, etc.

**STATUTORY INFORMATION:****A. PARTICULARS OF EMPLOYEES**

In terms of the provisions of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, the names and other particulars of the employees are required to be set out in Annexure to the Directors' Report. However, as per the provisions of section 219(1)(b)(iv) of the said Act, the Annual Report excluding the aforesaid information is being sent to all the Members of the Company and others entitled thereto. Members who are interested in obtaining such particulars may write to the Company Secretary of the Company at its Registered Office.

**B. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO****a) Conservation of Energy**

Although the operations of the Company are not energy intensive, steps are being taken to conserve energy in all possible ways. The details relating to Disclosure of Particulars with respect to conservation of energy in Form A to the Rules are not applicable to the printing and publication Industry.

**b) Technology Absorption**

The Company has not imported any specific technology for its printing and publication operations, although it has advanced technology printing machines, which are handled by the Company's in-house technical team.

**c) Foreign Exchange Earnings and Outgo**

The details of earnings and outgo in foreign exchange are as under:

(Rs. in Lakhs)			
		Year ended March 31, 2011	Year ended March 31, 2010
<b>Foreign exchange earned</b>			
	Advertisement	45.53	50.00
	Revenue from Other Operating Activities	55.50	44.93
	<b>TOTAL</b>	<b>101.03</b>	<b>94.93</b>
<b>Foreign exchange outgo</b>			
i.	Import of Raw Materials	8304.86	7059.67
ii.	Import of stores and spares	8.79	61.59
iii.	Import of Capital goods	696.38	242.38
iv.	Advance for Capital Goods	NIL	83.42
i.	Travelling Expenses	123.86	102.95
ii.	Interest on Term loan	221.00	165.95
iii.	Representative Office Expenses	52.97	49.95
iv.	Other Expenses	136.01	50.53
	<b>TOTAL</b>	<b>9543.87</b>	<b>7816.44</b>

**GROUP COMING WITHIN THE DEFINITION OF GROUP AS DEFINED IN THE MONOPOLIES AND RESTRICTIVE TRADE PRACTICES ACT, 1969 (MRTP):**

Persons constituting "group" as defined under the MRTP for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as amended from time to time, include those given in Annexure "A" which is attached herewith and forms part of this Annual Report.

**ACKNOWLEDGMENTS:**

The Directors would like to express their sincere appreciation for the cooperation and assistance received from the Authorities, Readers, Hawkers, Advertisers, Advertising Agencies, Bankers, Credit Rating Agencies, Depositories, Stock Exchanges, Registrar and Share Transfer Agents, Associates as well as our Shareholders at large during the year under review.

The Directors also wish to place on record their deep sense of appreciation for the commitment, abilities and hard work of all executives, officers and staff who enabled Company to deliver even in the difficult economic conditions.

For and on behalf of the board

**Mahendra Mohan Gupta**  
Chairman and Managing Director

Place: Kanpur  
Date: May 28, 2011

**ANNEXURE 'A' TO DIRECTOR'S REPORT**

Persons constituting group coming within the definition of "group" as defined in the Monopolies and Restrictive Trade Practices Act, 1969, for the purpose of Regulation 3(1)(e)(i) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, include the following:

S No.	Name of the Entity
1.	Jagmini Micro knit Private Limited
2.	Classic Hosiery Private Limited
3.	Lakshmi Consultants Private Limited
4.	Jagran Media Network Investment Private Limited (earlier known as Jagran Media Network Private Limited)
5.	Shri Puran Multimedia Limited
6.	Jagran Subscriptions Private Limited
7.	Om Multimedia Private Limited
8.	Rave@Moti Entertainment Private Limited
9.	Rave Real Estate Private Limited
10.	Leet OOH Media Private Limited
11.	MMI Online Limited

S. No.	Name of the Individuals
1.	Saroja Gupta
2.	Sanjay Gupta
3.	Pragati Gupta
4.	Sandeep Gupta
5.	Manjari Gupta
6.	Yogendra Mohan Gupta
7.	Vijaya Gupta
8.	Sunil Gupta
9.	Ritu Gupta
10.	Sameer Gupta
11.	Bhawna Gupta
12.	Mahendra Mohan Gupta
13.	Pramila Gupta
14.	Shailesh Gupta
15.	Ruchi Gupta
16.	Dhirendra Mohan Gupta
17.	Madhu Gupta
18.	Devesh Gupta
19.	Divya Gupta
20.	Tarun Gupta
21.	Madhuri Gupta
22.	Devendra Mohan Gupta
23.	Raj Gupta
24.	Bharat Gupta
25.	Supriya Gupta
26.	Rahul Gupta
27.	Aarti Gupta
28.	Shailendra Mohan Gupta
29.	Rajni Gupta
30.	Siddhartha Gupta
31.	Gayatri Gupta

the 1990s, the number of people in the UK who are employed in the public sector has increased from 10.5 million to 12.5 million, and the number of people in the public sector who are employed in health care has increased from 2.5 million to 3.5 million (Department of Health 2000).

There are a number of reasons for this increase. One of the main reasons is the increasing demand for health care services. The population of the UK is increasing, and the number of people who are aged 65 and over is increasing rapidly. This has led to an increase in the number of people who are in need of health care services, and this has led to an increase in the number of people who are employed in the public sector.

Another reason for the increase is the increasing demand for health care services from the private sector. The private sector is becoming increasingly important in the provision of health care services, and this has led to an increase in the number of people who are employed in the public sector. The private sector is also becoming increasingly important in the provision of health care services, and this has led to an increase in the number of people who are employed in the public sector.

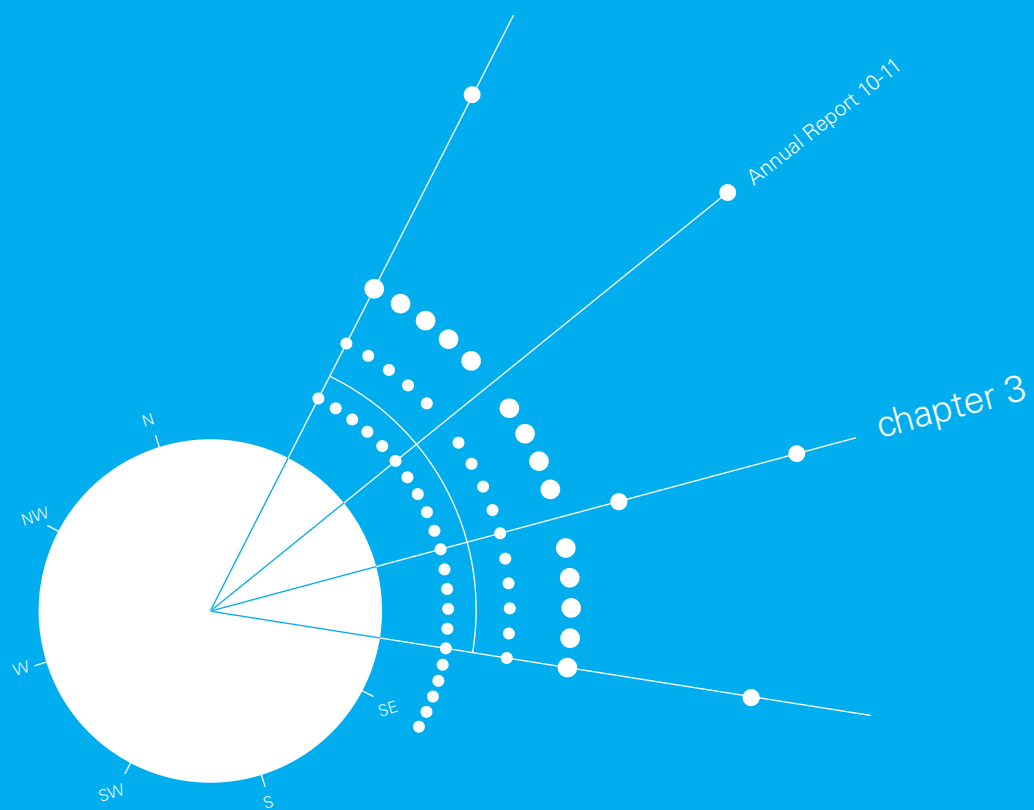
A third reason for the increase is the increasing demand for health care services from the voluntary sector. The voluntary sector is becoming increasingly important in the provision of health care services, and this has led to an increase in the number of people who are employed in the public sector. The voluntary sector is also becoming increasingly important in the provision of health care services, and this has led to an increase in the number of people who are employed in the public sector.

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# Report on Corporate Governance

(As required under Clause 49 of the Listing Agreement entered into with the Stock Exchanges)

## 1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mindset of the organization. Corporate Governance is an integral part of management, execution of business plans, policies and processes as the Company believes that it is a tool to attain and enhance the competitive strengths in business and ensure sustained performance for continuously enhancing the value for every stakeholder. Accordingly, Jagran Prakashan Limited (JPL) endeavors to adhere to the highest levels of transparency, accountability and ethics in all its operations, at the same time fully realizing its social responsibilities. The Company's focus on Corporate Governance is reflected in following:

- Composition, size and functioning of and disclosures to the Board of Directors and various Committees of the Board.
- Board's commitment to discharge duties and responsibilities entrusted upon them by the Statute and to live up to the expectations of stakeholders of the Company and public at large.
- Strong value systems and ethical business conduct.
- Sound internal control and internal audit system.
- Transparency, accountability, social responsibility and ethics in all its operations.
- Putting in place the Code of Conduct for all the members of Board and team of senior management personnel.
- Efforts for prompt redressal of investors' grievances.
- Appropriate delegation of authority responsibility, monitoring of performance and collective decision making involving senior management team in all key decisions.
- Automated seamless integrated work flow to ensure consistency and timely flow of information

## 2. BOARD OF DIRECTORS:

According to Clause 49 of the Listing Agreement, if the Chairman is Executive, at least half of the Board should consist of independent Directors. The Board consists of Sixteen Directors. Eleven Directors are non-executive, of whom nine are independent directors constituting more than 50% of the total Board of Directors.

The Board comprises of directors of repute, who are experienced businessmen, professionals and executives. The Executive Directors command respect in the industry for their valuable experience and contribution. They look after their areas of responsibilities independently and seek guidance from the Chief Executive Officer and/or Chairman and Managing Director in all important matters. JPL's management team endeavors to adhere to the directions of the Board.

## 3. COMPOSITION OF BOARD OF DIRECTORS AND PARTICULARS THEREOF:

S. No.	Name	Position	No. of Board Meeting attended during the year	Whether attended last AGM	Relationship with other Directors	Share-holding in the Company in Number & Percentage
1	Mr. Mahendra Mohan Gupta	Promoter, Executive/ Non Independent Director, Chairman and Managing Director and Managing Editor	5	Yes	Brother of Mr. Dharendra Mohan Gupta, Mr. Devendra Mohan Gupta and Mr. Shailendra Mohan Gupta and Father of Mr. Shailesh Gupta	23554927; 7.45%
2	Mr. Sanjay Gupta	Promoter, Executive/Non Independent Director, CEO and Editor	5	Yes	-	10697560; 3.38%
3	Mr. Dharendra Mohan Gupta	Promoter, Executive/ Non Independent Director	3	No	Brother of Mr. Mahendra Mohan Gupta, Mr. Devendra Mohan Gupta and Mr. Shailendra Mohan Gupta	18146355; 5.74%
4	Mr. Sunil Gupta	Executive/ Non Independent Director	4	Yes	-	3565845; 1.13%
5	Mr. Shailesh Gupta	Executive/ Non Independent Director	4	Yes	Son of Mr. Mahendra Mohan Gupta	5348790; 1.69%
6.	Mr.Devendra Mohan Gupta	Non Executive/ Promoter Director	5	Yes	Brother of Mr. Mahendra Mohan Gupta, Mr. Dharendra Mohan Gupta and Mr. Shailendra Mohan Gupta	18146355; 5.74%

7.	Mr. Shailendra Mohan Gupta	Non Executive/ Promoter Director	5	Yes	Brother of Mr. Mahendra Mohan Gupta, Mr. Dharendra Mohan Gupta and Mr. Devendra Mohan Gupta	18146355; 5.74%
8.	Mr. Gavin K. O'Reilly (designated as an Independent Director w.e.f. 29.10.2010)	Non Executive/ Independent Director	1	No	-	Nil
9.	Mr. Bharatji Agrawal	Non Executive/ Independent Director	1	No	-	Nil
10.	Mr. Kishore Biyani	Non Executive/ Independent Director	-	No	-	Nil
11.	Mr. Naresh Mohan	Non Executive/ Independent Director	5	No	-	Nil
12.	Mr. Rajendra Kumar Jhunjunwala	Non Executive/ Independent Director	5	No	-	650; 0.0002%
13.	Mr. Rashid Mirza	Non Executive/ Independent Director	1	No	-	Nil
14.	Mr. Shashidhar Narain Sinha	Non Executive/ Independent Director	1	No	-	Nil
15.	Mr. Vijay Tandon	Non Executive/ Independent Director	5	Yes	-	Nil
16.	Mr. Vikram Bakshi	Non Executive/ Independent Director	2	No	-	Nil
17.	Mr. Rahul Gupta (ceased to be Alternate Director w.e.f. 29.10.2010)	Non Executive/ Non Independent Director and Alternate Director to Mr. Gavin K O'Reilly	3	Yes	Son of Mr. Devendra Mohan Gupta	3565865; 1.13%

**Note:**

Relationship with other Director(s) means 'Relative' of other Director(s) as defined u/s 2(41) and Section 6 of the Companies Act, 1956, read with Schedule 1A of the Act.

Mr. Dharendra Mohan Gupta, Mr. Gavin K.O' Reilly, Mr. Rashid Mirza, Mr. Shashidhar Narain Sinha and Mr. Vijay Tandon, directors retire by rotation and being eligible offer themselves for reappointment.

**4. OUTSIDE DIRECTORSHIPS AND MEMBERSHIP OF BOARD COMMITTEES:**

S. No.	Name	Number and Name of Directorships in other Public Companies.	No. of Committee position held in other Companies	
			Chairman	Member
1	Mr. Mahendra Mohan Gupta	Jagran 18 Publications Limited	None	None
2	Mr. Sanjay Gupta	Mid-day Infomedia Limited MMI Online Limited	None	None
3	Mr. Dharendra Mohan Gupta	None	None	None
4	Mr. Sunil Gupta	SBO Steels Limited	None	None
5	Mr. Shailesh Gupta	Mid-day Infomedia Limited MMI Online Limited	None	None
6	Mr. Devendra Mohan Gupta	SPFL Securities Limited Kanchan Properties Limited	None	None
7	Mr. Shailendra Mohan Gupta	Kanchan Properties Limited	None	None
8	Mr. Gavin K. O'Reilly	None	None	None
9	Mr. Bharatji Agrawal	None	None	None
10	Mr. Kishore Biyani	Pantaloon Retail (India) Limited Kumar Urban Development Limited Home Solutions Retail (India) Limited Galaxy Entertainment Corporation Limited Future Capital Holdings Limited Future Generali India Life Insurance Company Limited. Future Generali India Insurance Company Limited Future Ventures India Limited Future Corporate Resources Limited Fame (I) Limited Embassy Property Developments Limited Future Media (India) Limited	None	Future Capital Holdings Limited Future Ventures India Limited Pantaloon Retail (India)Limited Future Generali India Life Insurance Company Limited Future Generali India Insurance Company Limited Future Media (India) Limited

11	Mr. Naresh Mohan	Mid-day Infomedia Limited The Statesman Limited Jagran 18 Publications Limited	None	None
12	Mr. Rajendra Kumar Jhunjhunwala	Moti International Limited	None	None
13	Mr. Rashid Mirza	Mirza International Limited Euro Footwear Limited	None	None
14	Mr. Shashidhar Narain Sinha	None	None	None
15	Mr. Vijay Tandon	None	None	None
16	Mr. Vikram Bakshi	Ascot Hotels & Resort Limited Arabian Sea Resorts Limited K. K. Ropeways Limited Lilliput Kidswear Limited PVR Limited	None	PVR Limited

**Notes:**

- 1) Directorship held by Directors in other companies does not include alternate directorships, directorships in foreign companies, Section 25 and private limited companies.
- 2) In accordance with Clause 49, Chairmanships/Memberships only in Audit Committee & Shareholders Grievance Committee of public limited companies have been considered for Committee positions.
- 3) None of the directors is a member in more than 10 Committees and is not a Chairman in more than 5 Committees across the Companies in which he is a director.

**5. BRIEF PROFILE OF THE DIRECTORS:**

**Mr. Mahendra Mohan Gupta (70 years)** is the Chairman and Managing Director of our Company and also holds the position of Managing Editor of Dainik Jagran. He holds a bachelor's degree in commerce. Mr. Gupta has 53 years of experience in the print media industry. Mr. Gupta has held various key positions in the industry including being the Chairman of United News of India ("UNI"), President of The Indian Newspaper Society ("INS"), President of Indian Languages Newspaper Association ("ILNA"), Council Member of Audit Bureau of Circulations, Member of Press Council of India and Member of Film Censor Board of India, Member of the Board of Press Trust of India (PTI) besides holding senior honorary positions in various social and cultural organizations. Mr. Gupta is also a Member of Parliament (Rajya Sabha) and presently Member on the Board of PTI, INS and Merchants' Chambers of Uttar Pradesh. His work for the cause of society, Indian trade and industry in general and newspaper industry in particular has been recognized by various social, cultural and professional bodies in India. For excellence in Hindi newspaper, he has been honoured with 'Indira Gandhi Priyadarshni Award' by All India National Unity Conference, New Delhi. Mr. Gupta also holds the post of Non-Executive Chairman of Rave@Moti Entertainment Private Limited and Jagran18 Publications Limited. He has been a director of our Company since inception and is a nominee of our Promoters.

**Mr. Sanjay Gupta (48 years)** is a Whole-time Director and also holds the position of Editor of Dainik Jagran and CEO of our Company. He holds a bachelor's degree in science. Mr. Gupta has more than 28 years of experience in the print media industry. Besides being the Editor of Dainik Jagran and CEO of our Company, he is also responsible for our operations in the northern region comprising of New Delhi, Haryana, Punjab, Himachal Pradesh and Jammu & Kashmir. Mr. Gupta is a director of Midday Infomedia Limited (MIL), a 100% subsidiary of the Company. Mr. Gupta has been a director of our Company since 1993 and is a nominee of our Promoters.

**Mr. Dharendra Mohan Gupta (67 years)** is a Whole-time Director. He holds a bachelor's degree in arts. Mr. Gupta has more than 45 years of experience in the print media industry. He is the Director-in-charge of our operations in the western regions of Uttar Pradesh and Uttaranchal. He is also the Director of Western U.P. Chambers of Commerce & Industry. Mr. Gupta has been a director of our Company since inception and is a nominee of our Promoters.

**Mr. Sunil Gupta (49 years)** is a Whole-time Director. He holds a bachelor's and a master's degree in commerce. Mr. Gupta has more than 28 years of experience in the print media industry. He is in charge of our operations in Bihar, Jharkhand and parts of eastern Uttar Pradesh. Mr. Gupta has been a director of our Company since 1993 and is a nominee of our Promoters.

**Mr. Shailesh Gupta (42 years)** is a Whole-time Director of our Company. He holds a bachelor's degree in commerce. Mr. Gupta has more than 21 years of experience in the print media industry. He is Member of Council of Audit Bureau of Circulations, The Indian Newspaper Society and heads our advertisement and marketing department. Mr. Gupta is a director of Midday Infomedia Limited (MIL), a 100% subsidiary of the Company. Mr. Gupta has been a director of our Company since 1994 and is a nominee of our Promoters.

**Mr. Devendra Mohan Gupta (61 years)** is a Non-Executive Director. He holds a bachelor's degree in Engineering (Mechanical). Mr. Gupta has vast experience in handling Product Design, Research & Development, Production, Purchase & Sales (Domestic & Overseas). He is pioneer in introducing D.C. Micro Motors technology in the country and Indian Standard Institution (I.S.I.), took Mr. Gupta on its Panel in the year 1979 for D.C. Micro Motors. Mr. Gupta has helped I.S.I. for formulating the specifications for D.C. Micro Motors & bringing out its first Standard IS: 9670 in the year 1980. He is the Managing Director of Jagmini Micro Knit Private Limited and Director of SPFL Securities Limited and Classic Hosiery Private Limited. He is the recipient of Export award of Electronics & Computer Software Export Promotion Council (sponsored by the Ministry of Commerce, Govt. of India), New Delhi for the year 1995-96 from Hon'ble Minister of Commerce. Mr. Gupta has been appointed as the Director of our Company in the Annual General Meeting held on 4th September 2008 and is a nominee of our promoters.

**Mr. Shailendra Mohan Gupta (60 years)** is a Non-Executive Director. He holds a bachelor's degree in science. He has over 32 years of experience in administration, sales and marketing fields in Sugar, Alcohol and Electronics industry. He was Joint Managing Director of Jagran Micro Motors Limited and Managing Director of Shakumbari Sugar & Allied Industries Limited. Mr. Shailendra Mohan Gupta has been appointed as the Director of our Company in the Annual General Meeting held on 4th September 2008 and is a nominee of our promoters.

**Mr. Gavin K. O'Reilly (44years)** is an Independent Director. He holds a bachelor's degree in science from Georgetown University Business School, Washington D.C. He has been a Director of

Independent News & Media Plc. since 1997 and is now the Chief Executive Officer of Independent News & Media Plc. Mr. O'Reilly is the President of the World Association of Newspapers and Chairman of the National Newspapers of Ireland. He serves on the Board of a number of companies including APN News & Media Limited, Australia. Mr. Gavin O' Reilly joined our Board on July 25, 2005.

**Mr. Bharat Ji Agrawal (68 years)** is an Independent Director. He holds a bachelor's degree in science and a bachelor's degree in law. Mr. Agrawal has been practicing as an advocate for about 48 years. Mr. Agrawal has been designated as Senior Advocate by the High Court, Allahabad in 1997 and has been appointed as the Senior Standing Counsel of the Income Tax Department in the High Court at Allahabad. He has been the Chairman and the Vice Chairman of U.P. Bar Council and has been nominated as National President of All India Federation of Tax Practitioners. He has addressed various Tax Conferences abroad in London and USA apart from being a regular Faculty Member of Madras Chamber of Commerce and Industry, Chennai. Mr. Agrawal has been awarded 'SUMMAN' by the Income Tax Department in fiscal year 1997. In addition, Mr. Agrawal holds various senior honorary positions in various social and cultural organizations. Mr. Agrawal joined our Board on November 18, 2005.

**Mr. Kishore Biyani (50 years)** is an Independent Director. He holds a bachelor's degree in commerce and a post graduate degree in marketing. Mr. Biyani is the Group CEO of Future Group and is the Founder and Managing Director of Pantaloon Retail (India) Limited. Pantaloon Retail (India) Limited is India's leading retail Company that operates chains like Pantaloons, Big Bazaar, Food Bazaar, Central, among other formats. He has over two decades of entrepreneurial experience in the textile and retailing industry. Kishore Biyani's contributions to the retail industry have been recognized with several awards including Ernst & Young Entrepreneur of the Year (services) 2006 and CNBC India Business Leadership Awards' First Generation Entrepreneur of the Year 2006. Kishore Biyani has recently authored his autobiography, "It Happened in India." In addition, he is a Member of the Indian Merchant Chamber, Past Chairman of Confederation of Indian Industry's (CII) National Committee on Retail, President of the Fashion Design Promotion Council (FDPC) set up by the Ministry of Textiles and on the Board of Governors of IIM, Indore. Mr. Biyani joined our Board on November 18, 2005.

**Mr. Naresh Mohan (69 years)** is an Independent Director. He holds a bachelor's degree in arts. Mr. Naresh Mohan has more than 46 years of work experience in the print media industry. Prior to retirement in 1998, he worked with The Hindustan Times Limited as Executive President. Subsequently, Mr. Naresh Mohan is engaged in media consultancy. Mr. Naresh Mohan has held various key positions in the print media industry including being the President of Indian Newspaper Society, Chairman of United News of India, Chairman of Audit Bureau of Circulations and Member of Press Council of India. Mr. Naresh Mohan is presently the member of the Executive Committee of The Indian Newspaper Society and the Director of Jagran 18 Publications Limited, Midday Infomedia Limited and The Statesman Limited. Mr. Mohan joined our Board on November 18, 2005.

**Mr. Rajendra Kumar Jhunjhunwala (66 years)** is an Independent Director. He holds a bachelor's degree in Commerce. He has the vast experience of handling Sugar Mill, Vanaspati Plant and Steel Foundry of Motilal Padampat Udyog Limited. He has been managing the export business of harness and saddlery products in M/s Moti International Limited. In past, he has been the President of Merchant Chamber of U.P., Chairman of the Employers association of Northern India, Vice President of Indian Vanaspati Producers Association, New Delhi and member of the Steel Furnace Association of India, New Delhi. In addition to this, he has also been associated with many philanthropic Associations. Mr. R.K. Jhunjhunwala has been appointed as the Director of our Company in the Annual General Meeting held on 4th September 2008.

**Mr. Rashid Mirza (55 years)** is an Independent Director. He holds a

diploma in leather technology from Leather Sellers College, London and served with various leather companies in the U.K. Upon his return to India, he joined his family business. In 1979, he along with his father promoted Mirza International Limited. He is having a vast experience of more than 35 years in the leather industry. Mr. Mirza is presently the Managing Director of Mirza International Limited and also in the Board of some of his group companies in India and abroad. Mr. Mirza joined our Board on November 18, 2005.

**Mr. Shashidhar Narain Sinha (53 years)** is an Independent Director. He is the CEO of Lodestar Universal India. A veteran of 27 years experience in media management and development, he has overseen his agency's recognition as a national "Agency of the Year" twice and "Runner Up" twice in the past five years. At the same time he has driven Lodestar Universal's expansion into the Digital, Retail and Film Entertainment areas which offer unique opportunities in this large and accelerating market. He has worked on large FMCG brands like L'Oreal, Amul and S. C. Johnson. He is actively involved and drives key industry bodies like the Advertising Standards Council of India, AAAI's – Indian Broadcasting Federation joint body on industry practices, Audit Bureau of Circulation and the Joint Industry Body set up to monitor TV measurement. Mr. Shashidhar Sinha has been appointed as the Director of our Company in the Annual General Meeting held on 4th September 2008.

**Mr. Vijay Tandon (66 years)** is an Independent Director. He graduated from the University of Delhi. Mr. Tandon is a Chartered Accountant and fellow of the Institute of Chartered Accountants of India. After qualifying as a Chartered Accountant in 1969, Mr. Tandon worked with Thakur, Vaidyanath Aiyar & Co., a leading firm of Chartered Accountants in New Delhi and was a partner of the firm between 1980 and 1999. As a chartered accountant and financial management consultant, with over 34 years of professional experience in various capacities, Mr. Tandon has been associated with number of private and public sector companies and banks in the capacity of auditor. Mr. Tandon has extensive knowledge of the corporate laws and was heading the Corporate Division of Thakur Vaidyanath Aiyar & Co. Mr. Tandon has been associated with print media industry in various capacities, as publisher auditor, auditor representing the Audit Bureau of Circulations and as director in Associated Journals Limited (National Herald Group of Publications). Also, as a management consultant, Mr. Tandon has been associated with a number of consulting services in diverse sectors of economy, industry and public utilities funded by the Asian Development Bank, the World Bank and Department of International Development, UK in India as well as South & Central Asia. Presently, Mr. Tandon is Principal Consultant with GHK Consulting Limited a UK-based development consultant. Mr. Tandon joined our Board on November 18, 2005.

**Mr. Vikram Bakshi (56 years)** is an Independent Director. He holds a bachelor's degree in science. Mr. Bakshi has extensive experience spanning 29 years in real estate, hospitality and retail. As the Managing Director, Connaught Plaza Restaurants Pvt. Ltd. & JV Partner of McDonald's India, a Joint Venture with McDonald's Corporation of USA, Mr. Bakshi has established McDonald's as the industry leader in the Food Services Sector. Mr. Bakshi was nominated by Images Retail Forum for "Retail Face of the Year Award 2004 & 2005. He was also nominated by ET under the category of "Entrepreneur of the year" for the Economic Times awards 2004 & 2005. He was conferred for his contribution towards 5th International Franchise and Retail show-07 by Franchise India. Recently he has been recognized as "The Most Admired Food Professional of the Year" at the Golden Spoon Awards 2008-The Images Award for excellence in food retailing.

Mr. Bakshi's role in institutional work includes, among others, being President, National Restaurant Association of India (NRAI) 2006-2008, the Chairman, Sub-Committee on Tourism (Northern Region), Chairman, CII 2004-2006, National Committee on Retailing, Chairman, CII Delhi State Council, Vice-President of the Hotel & Restaurant Association of Northern India, Chairman, CII Northern

Region Committee on Retailing, Member Delhi State Council for Rights to Information with the Government of National Capital Territory of Delhi, Administrative Reforms Department, Council Member of CII Northern Region & National Council and member, FHRAI and FICCI. Mr. Bakshi joined our Board on November 18, 2005.

## 6. BOARD MEETING AND PROCEDURES:

The Board of Directors is the apex body constituted by the shareholders for overseeing the overall functioning of the Company, management policies and their effectiveness and ensures that the long term interest of the shareholders are being served.

The internal guidelines of the Board and the Board Committee meetings facilitate the decision making process at the meetings of the Board/Committees in an informed and efficient manner. The following sub-sections deals with the practice of these guidelines:

### 6A. Scheduling and selection of Agenda Items for Board meetings

- (i) Minimum four Board meetings are held in each year. Apart from the above, additional Board meetings are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are passed by circulation.
- (ii) All divisions/departments of the Company are encouraged to plan their functions well in advance, particularly with regard to matters requiring discussion / approval / decision at the Board / Committee meetings. All such matters are communicated to the Company Secretary in advance so that the same could be included in the Agenda for the Board/Committee meetings.
- (iii) The Board has complete access to any information within the Company and with the employee of the Company. The information placed before the Board includes:
  - 1) Annual operating plans and budgets and any updates.
  - 2) Capital budgets and any updates.
  - 3) Quarterly results for the Company.
  - 4) Minutes of meetings of Audit Committee and other Committees of the board and also resolutions passed by Circulation.
  - 5) The information on recruitment and remuneration of senior management personnel just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
  - 6) Show cause, demand, prosecution notices and penalty notices which are materially important.
  - 7) Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
  - 8) Any material default in financial obligations to and by the Company, or substantial non-payment for goods sold by the Company.
  - 9) Any issue, which involves possible public or product liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
  - 10) Details of any joint venture or collaboration agreement.
  - 11) Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
  - 12) Significant labour problems and their proposed solutions and any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
  - 13) Sale of material nature, investments, subsidiaries, assets, which is not in normal course of business.

- 14) Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- 15) Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.
- 16) Dividend declaration
- 17) Quarterly summary of the borrowings, loans and investments made.
- 18) Internal audit findings and external audit report.
- (iv) The Chairman of the Board and the Company Secretary in consultation with other concerned team members of the senior management, finalize the agenda papers for the Board meetings.

### 6B. Board Material distributed in advance

- (i) Agenda and Notes on Agenda are circulated to the Directors, in advance. All material information is incorporated in the Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the Agenda, the same is tabled before the meeting with specific reference to this effect in the Agenda.
- (ii) In special and exceptional circumstances, additional or supplementary item(s) on the Agenda are permitted. Sensitive subject matters may be discussed at the meeting without written material being circulated in advance.

### 6C. Recording Minutes of proceedings at Board and Committee meetings

The Company Secretary records the minutes of the proceedings of each Board and Committee meetings. Draft minutes are circulated to all the members of the Board / Committee for their comments.

### 6D. Post Meeting Follow-up Mechanism

Action taken report on the decisions/minutes of the previous meeting(s) is placed at the succeeding meeting of the Board/Committee for noting by the Board/Committee.

### 6E. Compliance

The Company Secretary while preparing the Agenda, Notes on Agenda, Minutes etc. of the meeting(s), is responsible for and is required to ensure adherence to all the applicable laws and regulations including the Companies Act, 1956 read with the Rules issued there under and to the extent feasible, the Secretarial Standards recommended by the Institute of Company Secretaries of India, New Delhi.

### 6F. Board Meetings

5 Board meetings were held during the financial year 2010-2011 on May 5, 2010; May 27, 2010; July 31, 2010; October 29, 2010 and January 29, 2011. The gap between any two Board Meetings did not exceed four months.

Leave of absence was granted to the non-attending directors on their request and noted in the attendance register as well as in the minutes of the meetings.

### 6G. Demarcation of Authority and Responsibility between the CMD and CEO

Mr. Mahendra Mohan Gupta is the Chairman and Managing Director of Jagran Prakashan Limited and Mr. Sanjay Gupta is the Chief Executive Officer. There are clear demarcations of authority and responsibility between the two as stated below:

- The Chairman and Managing Director is responsible for all strategic decisions within the guidelines given by the Board and monitoring the Company's performance periodically. His responsibilities include formulating corporate strategy, preparation of business plan, decision on taking new initiatives

and representation of the Company in the industry and at various other forums. The Chairman and Managing Director is duly assisted by the Chief Executive Officer, Director Marketing and Chief Financial Officer in taking strategic decisions. As Chairman of the Board, he is also responsible for all Board matters and is the Managing Editor of Dainik Jagran.

- The Chief Executive Officer is responsible for implementation of business plan, regular monitoring of the operations in addition to day to day affairs. He is also the Editor of Dainik Jagran and is directly responsible for operations in northern region of the country.

## 7. BOARD COMMITTEES:

In terms of Clause 49 of the Listing Agreement, the Board has constituted three Committees i.e. Audit Committee, Shareholders/ Investors Grievance Committee and Remuneration/Compensation Committee. Board has also constituted a sub-committee to open the bank accounts and give all such power of attorney/authorizations as may be needed by the whole time directors and employees to represent the Company before the Governmental authorities etc.

### (A) AUDIT COMMITTEE:

In compliance with Clause 49 of the Listing Agreement and as per the requirements of Section 292A of the Companies Act, 1956, an Audit Committee has been constituted. The Audit Committee consists of five non-executive directors.

#### (i) Composition and attendance in Committee meeting during the year:

Name of Committee Members	Position	Meetings held	Meetings attended
Mr. Vijay Tandon	Chairman (Non-Executive and Independent)	5	5
Mr. Gavin K O' Reilly	Member (Non-Executive and Independent )	5	1
Mr. Kishore Biyani	Member (Non-Executive and Independent)	5	-
Mr. Naresh Mohan	Member (Non-Executive and Independent)	5	5
Mr. R.K. Jhunjhunwala	Member (Non-Executive and Independent)	5	5

The Chairman of the Committee was present at the last Annual General Meeting held on 26th August, 2010.

Mr. Amit Jaiswal is Secretary to the Committee.

The Chief Executive Officer, Chief Financial Officer, Executive President, Senior General Manager (Accounts, Audit and Treasury) are regular invitees to the said meeting and representatives of the Statutory Auditor and Chief Coordinator (Internal Audit) attend the Audit Committee meetings.

The primary objective of the Audit Committee is to monitor and supervise the Company's financial reporting process with a view to provide accurate, timely and proper disclosures and financial reporting.

#### (ii) Terms of Reference

The Audit Committee while exercising its functions has powers including but not limited to following:

- To investigate any activity brought to the notice of the Committee.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it

considers necessary.

The Audit Committee performs such additional function as would be assigned to it from time to time by the Board and in particular the following-

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
- Recommending to the Board, the appointment, reappointment and, if required the replacement or removal of the statutory auditor and fixation of the audit fees.
- Approval of the payment to the statutory auditors for any other services rendered by the statutory auditors.
- Reviewing with management the annual financial statement before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Directors' Responsibility Statement to be included in the Boards' Report in terms of the clause (2AA) of section 217 of the Companies Act, 1956;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on exercise of judgment by management;
  - Significant adjustments made in the financial statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of related party transactions;
  - Qualifications in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Reviewing with the management, performance of statutory and internal auditors, and the adequacy of internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing, seniority of the official heading the department, reporting scope and frequency of internal audit.
- Discussion with internal auditors on any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payments of dividend) and creditors.
- To review the functioning of the Whistle Blower Mechanism, in case the same exists.
- Carrying out such other function as may be entrusted by the Board from time to time.

The information as prescribed under Clause 49 (II) (e) of the Listing Agreement has been reviewed from time to time.

### (B) REMUNERATION/ COMPENSATION COMMITTEE:

In compliance with Clause 49 of The Listing Agreement, read with Schedule XIII of the Companies Act, 1956, the Remuneration Committee of the Board has been constituted. The Remuneration Committee consists of four non-executive directors:

Name	Position	Meetings Held	Meetings Attended
Mr. Naresh Mohan	Chairman (Non-executive and Independent)	1	1
Mr. Gavin K. O'Reilly	Member (Non-executive and Independent)	1	1
Mr. Kishore Biyani	Member (Non-executive and Independent)	1	-
Mr. Vijay Tandon	Member (Non-executive and Independent)	1	1

Mr. Amit Jaiswal is Secretary to the Committee.

#### Terms of Reference

The terms of reference of the Committee are to determine the Company's policy on specific remuneration package for Managing Director and Whole time Directors and any other related matter referred to it by the Board from time to time in addition to recommendation/review of remuneration to the Board.

In Board meeting held on 29th October, 2010 the Committee was also authorized to function as the Compensation Committee as prescribed under SEBI (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 to administer the Employee Stock Option Plan (ESOP) and to determine the eligibility of employees for the same and, it was renamed as "Remuneration/Compensation Committee".

The terms of reference of the Committee for the administration of ESOP, includes the following:

1. The quantum of options to be granted under Employees Stock Option Scheme per employee and in aggregate;
2. The conditions under which option vested in employees may lapse in case of termination of employment for misconduct;
3. The exercise period within which the employee should exercise the option and that the option would lapse on failure to exercise the options within the exercise period;
4. The specified time period within which the employee shall exercise the vested option in the event of termination and resignation of any employee;
5. The right of an employee to exercise all the options vested in him at one time or at various points of time within the exercise period;
6. The procedure for making a fair and reasonable adjustment to the number of options and to the exercise price in case of corporate actions such as rights issues, bonus issues, merger, sale of division and others;
7. The impact of death, total or permanent incapacitation, superannuation, termination with cause (fraud, misconduct etc.) or employees who are on long leave on grant, vest and exercise of option.

The Company with approval of shareholders has launched ESOP scheme and is in process of determining employees eligible for the same.

#### Remuneration of Directors

##### i) Non-Executive Directors Compensation & Disclosures:

The sitting fees for the each Board Meeting and Audit Committee Meeting are Rs. 3500/- and Rs. 2500/- respectively. Details of sitting fees paid to non-executive directors are as under:

S No.	Name	Sitting Fees (Rs.)
1	Mr. Bharatji Agrawal	3500
2	Mr. Devendra Mohan Gupta	17500
3	Mr. Gavin K O'Reilly	6000
4	Mr. Naresh Mohan	30000
5	Mr. Rajendra Kumar Jhunjunwala	30000
6	Mr. Rashid Mirza	3500
7	Mr. Shailendra Mohan Gupta	17500
8	Mr. Shashidhar Narain Sinha	3500
9	Mr. Vijay Tandon	30000
10	Mr. Vikram Bakshi	7000
11	Mr. Rahul Gupta (Alternate to Gavin K O'Reilly)	10500

##### ii) Executive Directors:

Managerial Remuneration to all Executive Directors during the financial year 2010-2011 was paid in accordance with the terms of appointment as approved by the shareholders. The remuneration paid to each executive director was as follows:

Name of Directors	Salary (In Rs.)	Value of Perquisites (In Rs.)	Total (In Rs.)
Mr. Mahendra Mohan Gupta	6900000	495489	7395489
Mr. Dharendra Mohan Gupta	6900000	602912	7502912
Mr. Sanjay Gupta	6900000	846859	8574859
Mr. Sunil Gupta	6900000	589472	8209303
Mr. Shailesh Gupta	6900000	481303	8317472

#### Note:

- a. No bonuses, stock options and pension were paid to the Directors.
- b. No incentives linked with performance are given to the Directors.
- c. The Company has stock option scheme but no stock options are held by the Executive Directors.
- d. The term of Executive Directors is for a period of 5 years from the respective date of appointment. The Company does not have any service contract with any of the directors.
- e. Besides above remuneration, all the Executive Directors are also entitled to Company's contribution to Provident Fund, Gratuity and encashment of leave, as per rules of the Company.

##### (C) SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE:

In compliance with Clause 49 of the Listing Agreement, the Shareholders/Investors Grievance Committee has been constituted by the Board for a speedy disposal of grievances / complaints relating to shareholders/investors.

#### Composition of Committee:

Name of Committee Members	Category	Meetings Held	Meetings attended
Mr. Bharatji Agrawal	Chairman (Independent/ Non-Executive)	4	1
Mr. Rashid Mirza	Member (Independent / Non-Executive)	4	1
Mr. Sanjay Gupta	Member (Promoter, Non-independent / Executive)	4	4
Mr. Sunil Gupta	Member (Non-independent / Executive)	4	4

### Compliance Officer:

Mr Amit Jaiswal, Company Secretary is designated as the compliance officer for complying with the requirements of the Securities Law and the Listing Agreements with the Stock Exchanges in India.

### Investor Grievance Redressal:

The Committee specifically looks into the shareholder redressal and investor complaints on matters relating to refund orders, transfer of shares, dematerialization/ rematerialization, sub-division, consolidation of share certificates, issue of duplicate share certificates, non-receipt of annual report, non-receipt of declared dividends etc. in addition, the Committee advises on matters which can facilitate better investor services and relations. As per the Certificate issued by our Registrar and Share Transfer Agents (RTA), Karvy Computershare Private Limited, during the year under review, 47 complaints were received from shareholders/investors which were replied/ resolved to the satisfaction of the shareholders/ investors. The break-up of 47complaints is as under:

Types of Complaint	Number of Complaints
Non- receipt of Electronic Credits	4
Non- receipt of Dividend Warrants	29
Non- receipt of Annual Report	8
Non- receipt of Securities/ complaints relating to transfer of shares	6
<b>TOTAL</b>	<b>47</b>

### 8. INTERNAL AUDIT SYSTEM:

The Company has a robust systems for internal audit and assesses corporate risk on an ongoing basis. The Company has appointed independent audit firms for the audit of the different units of the Company located at different places. Audit observations are periodically reviewed by the Audit Committee of the Board and necessary directions are issued, wherever required.

M/s Ernst &Young Private Limited are Chief Coordinator (Internal Audit) of the Company and carry out internal audit for Kanpur, Noida, J-9, Jagran Engage & Jagran Solutions.

At the core of our processes is the wide use of technology instead of human intervention that ensures robustness, integrity and timely submission of Financial reporting including Management Reports (MIS), Internal controls, protection of assets and operational efficiency.

### 9. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT PERSONNEL:

The Company has adopted a Code of Conduct for its Directors and Senior Management Personnel. This Code is a comprehensive Code applicable to all Directors (Executive as well as Non-Executive) as well as members of Senior Management. The Code lays down, in detail, the standards of business conduct, ethics and governance.

A copy of the Code has been put on the Company's corporate website [www.jplcorp.in](http://www.jplcorp.in)

The Code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them annually. A declaration signed by the Chairman & Managing Director is enclosed herewith.

### 10. WHISTLE BLOWER POLICY:

The Company promotes ethical behavior in all its business activities and has put in place mechanism of reporting illegal or unethical behavior. Employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor/ notified person. No personnel has been denied access to the Audit Committee. The Directors and Senior Management are obligated to maintain confidentiality of such reporting and ensure that the whistle blowers are not subjected to any discriminatory practices.

### 11. CMD/CEO/CFO CERTIFICATION:

The CMD/CEO/CFO have certified to the Board, interalia the accuracy of financial statements and adequacy of Internal controls for the financial year ended March 31, 2011, as required under clause 49(V) of the Listing Agreement.

### 12. GENERAL BODY MEETINGS:

i) The details of Annual General Meetings held in last 3 years are as under:

Year	Day, Date and Time	Venue
2009-2010	34th AGM held on Thursday 26th August, 2010 at 10.00 A.M.	Jalsaa Banquet Hall, 4th Floor Rave@Moti Mall, 117/ K/13, Gutaiya, Kanpur
2008-2009	33rd AGM held on Friday 21st August, 2009 at 12.30 P.M.	Ulhaas Banquet Hall, Rave-3, Parwati Bagla Road, Kanpur
2007-2008	32nd AGM held on Thursday 4th day of September, 2008 at 11.30 A.M.	Ulhaas Banquet Hall, Rave-3, Parwati Bagla Road, Kanpur

At the 34th Annual General Meeting held on August 26th, 2010, the shareholders passed the resolutions including one special resolution for the alterations to be made to the Articles of Association of the Company under Section 31 of the Companies Act, 1956.

At the 33rd Annual General Meeting held on August 21st 2009, no special resolution was passed.

At the 32nd Annual General Meeting held on September 4th, 2008, the shareholders passed the resolutions including five special resolutions under section 314(1B) of the Companies Act, 1956 for the re-appointment of Executive President (Technical), Executive President (Accounts & MIS), Executive President (Operations), Executive President (Commercial), Executive President (Marketing).

The shareholders unanimously passed all the resolutions including special resolutions, set out in the respective notices.

### 13. POSTAL BALLOT:

During the year, the Company has conducted postal ballot vide Notice dated October 29th 2010, dispatched on November 18th, 2010, to pass a Special Resolution for the approval of the Employees Stock Option Plan of the Company under Companies (Passing of the Resolution by Postal Ballot) Rules, 2001. Mr. Adesh Tandon, Practicing Company Secretary was appointed as the Scrutinizer for overseeing the Postal Ballot process.

The following resolution was passed by requisite majority:

Date of Declaration of result of Postal ballot	Particulars of Special resolution	Percentage of votes casted in favour of resolution
23.12.2010	Postal Ballot seeking the members consent to issue shares under Employees Stock Option Plan.	99.9708%

The Company has complied with the provisions of Section 192A of the Companies Act, 1956 as well as Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, as amended thereto from time to time.

No special resolution on the matters requiring postal ballot is proposed to be placed at the ensuing Annual General Meeting for shareholders' approval.

**14. DISCLOSURES:****i) Disclosures on materially significant related party transactions**

There is no significant or material related party transactions that have taken place during the year which has any potential conflict with the interest of the Company at large. The detailed related party information and transactions have been provided in Schedule 20 Notes to Accounts forming part of Annual Report.

All related party transactions are negotiated at arm's length basis and are only intended to further the interest of the Company.

**ii) Pecuniary Relationship and Transactions of Non-Executive Director with JPL**

Independent News & Media PLC holding 5.69% equity in the Company, through its Wholly Owned Subsidiary, Independent News & Media Investments Limited (INMIL), has sold its equity stake in the Company and has thus ceased to be Shareholders of the Company.

Mr. Gavin K. O' Reilly, as nominee of INMIL was non-executive director of the Company. After exit of INMIL from the Company, Mr. Gavin K. O' Reilly continues to be non-executive independent director.

The Company also pays sitting fees to non-executive directors as detailed in 7(B) above.

**iii) Details of Non-Compliance by the Company, penalties, stricture imposed on the Company by the Stock Exchanges, SEBI or any statutory authorities or any matter related to capital markets.**

There has been no instance of non-compliance by the Company on any matter related to capital markets during the last three years and hence no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority.

**iv) Policy on Insider Trading:**

The Company has formulated the Code of Conduct for the Prevention of Insider Trading (Code) in accordance with the guidelines specified under Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. The Compliance officer under this code is responsible for complying with the procedures, monitoring adherences to the rules for the prevention of price sensitive information, pre-clearance of trade, monitoring of trades and implementation of Code of Conduct under the overall supervision of the Board. The Company's Code inter alia, prohibits purchase and/or sale of shares of the Company by an insider, while in possession of unpublished Price Sensitive Information in relation to the Company during prohibited period which is notified to all sufficiently in advance. The Company's updated Code is available on Company's website.

**v) Non-Mandatory Requirements**

The Company has complied with following non-mandatory requirements of Clause 49 of the Listing Agreement.

**(a) Remuneration Committee:**

A Sub-Committee of Board of Directors named as Remuneration Committee is constituted on November 18, 2005.

(b) The Company has a whistle blower mechanism wherein the employees are free to report violations of laws, rules, regulations, frauds or unethical conduct to their immediate supervisor or such other person within the organization as they deem fit including CMD/CEO/CFO. The confidentiality of those reporting violations is maintained and they are not subjected to any discriminatory practices.

**(c) Audit Qualifications:**

During the year, there is no qualification except the one regarding amortization of the Title-Dainik Jagran ("the Title") as contained in previous year's audit report.

Accounting Standard 26 – Intangible Assets prescribed by the Companies (Accounting Standards) Rules, 2006, and the relevant provisions of the Companies Act, 1956, requires amortization of intangible assets over their estimated useful life. In view of the Management, Title Dainik Jagran has an indefinite life and therefore it is not amortised.

Considering the impending convergence of Indian Accounting Standards with International Financial Reporting Standard ("IFRS") as indicated by the Institute of Chartered Accountants of India, and recent press note from Ministry of Corporate Affairs, the Company considers it likely that its financial statements will also be prepared in accordance with IFRS over the next three years or so.

Post migration to IFRS, the Company will no longer be required to amortize the Title but will need to test the same for impairment annually or earlier, if there arises a triggering event in the interim period. The Company believes that on the basis of its business projections, no impairment on such review is likely. Accordingly, considering the impending migration to IFRS, the Company has not amortized the value of Title of Rs 1,700 lakhs, as currently required by Accounting Standard – 26.

**15. MEANS OF COMMUNICATION:**

The Company regularly intimates and publishes its audited/un-audited results in all the editions of Business Standard (English) and Dainik Jagran (Hindi). Quarterly results were sent to the Stock Exchanges immediately after the Board approved them. The financial results, official releases and other relevant information are regularly and promptly updated on the web site of the Company namely www.jplcorp.in.

Annual Report containing, inter alia, Audited Annual Accounts, Directors' Report, Auditors' Report, and other important information is circulated to members and others entitled thereto.

The Company has also designated the e-mail id investor@jagran.com exclusively for the investor servicing.

The Company also takes into consideration the shareholders queries, complaints and suggestions which are responded timely and in consistent manner. Shareholders can contact Company directly as well as Registrar & Transfer Agents, Karvy Computershare Private Limited for their services.

**16. GENERAL SHAREHOLDERS INFORMATION:**

The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L22219UP1975PLC004147.

**(i) Annual General Meeting:**

Date: 26 August, 2011

Time: 12:00 Noon

Venue: Jalsaa Banquet Hall, 4th Floor, Rave@Moti Mall, 117/K/13 Gutaiya, Kanpur

**(ii) Financial Calendar (tentative):**

Financial year: 1st April to 31st March

**For the year ended March 31st, 2012 interim, results will be announced as follows:**

First Quarter	-	On or before, 14th August 2011
Second Quarter	-	On or before 15th November, 2011
Third Quarter	-	On or before, 15th February, 2012
Fourth Quarter	-	On or before, 30th May, 2012

**(iii) Book Closure:**

The book closure period is from Friday, 17 June 2011 to Wednesday, 22 June, 2011 inclusive of both days. The same book closure date is also to determine the entitlement of shareholders to receive final dividend for the year ended March 31, 2011, if approved by the shareholders at the ensuing Annual General Meeting.

**(iv) Dividend:**

Dividend of Rs.3.5 per equity share of the face value of Rs.2 each i.e. @ 175% on the paid-up equity capital has been recommended by the Board.

**(v) Listing on Stock Exchanges:**

The Company's equity shares are listed and traded from February 22, 2006 on the following Stock Exchanges The ISIN Number (or demat number) of Jagran Prakashan Limited on both NSDL and CDSL is INE 199G01027. The Company has also paid the annual custody fee for the financial year 2011-2012 to both the depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Name of Stock Exchange	Stock Code
Bombay Stock Exchange Limited, Mumbai (BSE)	532705
National Stock Exchange of India Limited (NSE)	JAGRAN

Annual listing fees for the year 2011-2012 has been paid.

**vi) Stock Data:**

The table below shows the monthly high and low share prices and volumes of Jagran Prakashan Limited at National Stock Exchange of India Limited (NSE) and the Bombay Stock Exchange Limited, Mumbai (BSE) for the year ended March 31, 2011.

MONTH	NSE			BSE		
	High (Rs.)	Low (Rs.)	Volume (No.)	High (Rs.)	Low (Rs.)	Volume (No.)
April 2010	122.60	117.35	49,92,230	122.55	117.05	17,41,363
May 2010	118.60	106.20	52,17,655	118.80	106.20	25,58,944
June 2010	127.4	109.8	25,64,438	126.85	109.35	6,83,361
July 2010	128.85	121.05	36,66,722	128.75	120.75	15,86,206
August 2010	126.8	114.15	1,52,80,504	126.3	114.25	1,58,72,236
September 2010	136.65	123.4	43,37,764	136.45	123.25	14,34,154
October 2010	141.65	127.9	41,66,992	141.5	127.15	10,44,919
November 2010	140.1	127.2	20,63,876	139.65	127.1	5,33,411
December 2010	139.4	126.25	22,75,796	138.85	126.4	8,42,062
January 2011	130.5	120.55	35,44,260	130.9	120.45	3,78,831
February 2011	127.4	110.1	27,15,132	127.25	109.7	34,37,514
March 2011	128.6	111.85	14,52,931	127.75	111.85	24,21,344

**(Source: NSE and BSE Websites.**

**Note: Closing share prices are considered**

**(vii) Share price Performance in comparison to broad-based indices such as BSE Sensex and NSE Nifty:**

JPL's share price performance relative to BSE Sensex and NSE Nifty:

Period	Percentage change in		
	JPL (at BSE)	SENSEX (BSE)	NIFTY (NSE)
2010-2011	*9.35%	10.94%	11.14
2 years	125.81%	100.29%	93.11%
3 years	45.48%	24.29%	23.22%
5 years	162.02%	72.39%	71.45%

**Source: NSE and BSE Websites**

**Note: Closing share prices are considered**

\* Return on higher capital base which was increased by 4.75%. Please refer to clause 17(iv) for details.

**(viii) Share transfer system:**

In terms of SEBI Circular No. D&CC/FITT/CIR-15/2002 dated December 27, 2002, the Company is providing facility of a common agency for all the work related to share registry in terms of both physical and electronic at a single point by its Registrar and Share Transfer Agents, (RTA) i.e., Karvy Computershare Private Limited,

whose address is given below:

**Karvy Computershare Private Limited:**

Plot No.17 to 24, Vittal Rao Nagar  
Madhapur, Hyderabad - 500 081.

Ph: 040-44655000

Fax: 040-23420814

E-mail id - einward.ris@karvy.com

**Contact Person:**

Mr. P A Varghese,

General Manager,

Tel no. 040-44655000

Fax No. 040-23420814

Presently, the share transfers which are received in physical form and requests received for dematerialisation/rematerialisation of shares are processed and the share certificates are returned within a period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. Similarly, the processing activities of dematerialisation/rematerialisation requests are normally confirmed within 15 days from the date of their receipt provided the documents are in order in all respects.

Mr.Sunil Gupta, Whole Time Director and Mr. Amit Jaiswal, Company Secretary are severally empowered to approve transfer. The Company obtains from a Practicing Company Secretary half yearly certificate of compliance as required under clause 47(c) of the Listing Agreement and files the same with Stock Exchanges.

**(ix) Secretarial Audit for reconciliation of Capital:**

The Securities and Exchange Board of India has directed vide circular No. D&CC/FITT/CIR-16/2002 dated December 31, 2002 that all issuer companies shall submit a certificate of capital integrity, reconciling the total shares held in both the Depositories, viz. NSDL and CDSL and in physical form with the total issued / paid up capital.

The said certificate, duly certified by the Practicing Company Secretary is submitted to the Stock Exchanges where the securities of the Company are listed within 30 days of the end of each quarter and the certificate is also placed before the Board of Directors of the Company.

Certificate from the secretarial auditor of the Company M/s Adesh Tandon & Associates confirming compliance with the conditions of Corporate Governance as stipulated under Clause 49, is attached to the Directors Report forming Part of the Annual Report.

a) Distribution of Shareholding by size, as on March 31, 2011:

**(x) Shareholding Pattern:**

Table below shows the shareholding pattern of Jagran Prakashan Limited as on March 31, 2011.

Category		Number of	% of	Number of	Amount	% of
From	To	Cases	Cases	Shares		Amount
1	5000	45683	98.91	6837159	13674318	2.16
5001	10000	197	0.43	703237	1406474	0.22
10001	20000	87	0.19	608310	1216620	0.19
20001	30000	27	0.06	340376	680752	0.11
30001	40000	19	0.04	330777	661554	0.10
40001	50000	9	0.02	197695	395390	0.06
50001	100000	24	0.05	814541	1629082	0.26
100001	Above	141	0.31	306435762	612871524	96.89
		<b>46187</b>	<b>100.00</b>	<b>316267857</b>	<b>632535714</b>	<b>100.00</b>

b) Categories of Shareholding as on March 31, 2011:

S.No.	Category	Shares held (No.)	% of holding
1	Promoters and Promoters Group	166651304	52.69
2	Mutual Funds & UTI	52001399	16.44
3	Banks, Financial Institutions, Insurance Companies, Central/ State Gov. Institutions/ Non-governmental Institutions, Venture Capital	3106061	0.98
4	Foreign Institutional Investors (FIIs)	33367955	10.55
5	Private Corporate Bodies	23508787	7.43
6	Indian Public	37284469	11.78
7	NRI/OCBs	273662	0.09
8	Clearing Members	69026	0.02
9.	Trust	5194	0.00
	<b>TOTAL</b>	<b>316267857</b>	<b>100.00</b>

**Note:**

- 21395175 shares ( 6.76%) held by Ms. Raj Gupta, Ms. Rajni Gupta, Mr. Bharat Gupta, Mr. Rahul Gupta, and Mr. Siddhartha Gupta are persons acting in concert with Promoters are included in Indian Public.
- Bodies Corporate includes M/s Kanchan Properties Limited which is a person acting in concert with the promoters.

**c) Dematerialization of shares as on March 31, 2011:**

Form	No. of Shares	% of Total
Held in dematerialized form in CDSL	7474776	2.36
Held in dematerialized form in NSDL	308791342	97.64
Physical form	1739	.000
<b>TOTAL</b>	<b>316267857</b>	<b>100.00</b>

The Company's shares are regularly traded on National Stock Exchange of India Limited and Bombay Stock Exchange Limited, in electronic form.

**xi) Corporate benefits to investors (Since Listing i.e. 22.02.2006):**

**a) Bonus Issues of fully paid-up equity shares:**

Financial Year	Ratio
2006-2007	1:5

**b) Stock Split :**

In 2007-08, the face value of equity shares of the Company was split in the ratio of 5:1. Post sub division, investors who held 1 equity share of face value of Rs. 10/- were given 5 equity shares of face value of Rs. 2/- each.

**c) Dividend:**

Financial Year	Dividend per share (including interim) (Rs.)	Dividend percentage (including interim)
2010-2011**	3.5	175
2009-2010	3.5	175
2008-2009	2	100
2007-2008	2	100
2006-2007*	7.5	75

\*On face value of Rs.10/- per share

\*\* proposed dividend

**d) Shares issued under Scheme of Arrangement:**

Consequent upon the Scheme of Arrangement between the Company and Mid-day Multimedia Limited(MML), the shareholders of MML were allotted 1,50,97,272 Equity shares of the Company on 27th January, 2011 in Exchange ratio of 2 (two) fully paid equity shares of Rs.2 each of the Company for every 7 (seven) equity shares of Rs.10 each held in MML.

**xii) Green Initiative for Paperless Communications:**

The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by Companies through electronic mode. In accordance with the recent general circular bearing no.17/2011 dated 21.04.2011 issued by the Ministry of Corporate Affairs (MCA), Companies can now send various notices/ documents to their shareholders through electronic mode to the registered e-mail addresses of the shareholders.

This is a golden opportunity for every shareholder of the Company to contribute to the Corporate Social Responsibility initiative of the Company.

As per the said MCA circular, the Company will forward the communication/letter to Equity shareholders after providing advance opportunity to register their e-mail address with the Company or Depository Participant and changes therein from time to time.

The Shareholders holding Shares in demat mode can register their e-mail address/change their email address with their Depository Participant, in the event they have not done so earlier for receiving notices/documents through Electronic mode.

**xiii) Outstanding GDRs or warrants or any convertible instrument, conversion dates and likely impact on equity:**

Not applicable for Jagran Prakashan Limited.

**xiv) Information pursuant to Clause 5A of the Listing Agreement are as under:**

S. No.	Particulars	Number of Shareholders	Number of Equity Shares
1	Aggregate number of shareholders & the outstanding shares in the suspense account lying at the beginning of the year i.e., on April 1, 2010	37	6330
2	Number of shareholders who approached issuer for transfer of shares from suspense account during the year	6	1165
3	Number of shareholders whose shares were transferred from suspense account during 2010-2011	5	1045
4	Aggregate number of shareholders and outstanding shares in the suspense account lying at the end of the year	32	5285

Voting rights on the equity shares lying in the suspense account shall remain frozen till the rightful owner of such equity shares claims these equity shares.

**xv) Information relating to section 205 of Companies Act, 1956 for the Unpaid Dividend:**

As the shares of the Company were listed in February 2006, no amount of Unpaid Dividend is due to be transferred to Investor Education and Protection Fund during the Year.

**xvi) Investor services:**

The Company under the overall supervision of Mr. Amit Jaiswal, Company Secretary is committed to provide efficient and timely services to its shareholders. The Company has appointed M/s. Karvy Computershare Private Limited as its Registrar and Share Transfer Agents for rendering the entire range of services to the shareholders

of the Company in regard to share transfer, refund, rematerialization, dematerialization, change of address, change of mandate, dividend etc.

**xvii) Nomination:**

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in the case of death of all the registered shareholder/s pursuant to the provisions of Section 109A of the Companies Act, 1956. The prescribed form for such nomination can be obtained from the Company. Nomination facility in respect of shares held in electronic form is also available with depository participant (DP) as per the bye-laws and business rules applicable to NSDL and CDSL.

**xviii) Address for correspondence:**

1) Investors and shareholders can correspond with the Company at the following address:-

**The Company Secretary,**

Jagran Building,  
2 Sarvodaya Nagar,  
Kanpur-208 005  
Phone: 0512-2216161-64  
Fax: +91-512-2216972  
E-mail: investor@jagran.com  
E-mail: amitjaiswal@jagran.com  
Website: www.jplcorp.in

2) The Registrar and Share Transfer Agents of the Company at –

**Karvy Computershare Pvt Ltd**

Plot no.17 to 24,  
Vittal Rao Nagar,  
Madhapur,  
Hyderabad - 500 081.  
Ph: 040-44655000  
Fax: 040-23420814  
E-mail id - einward.ris@karvy.com

**xix) Printing Centres:**

S No.	Place	Address
1	Kanpur	C-12B, Panki Industrial Area, Site No. 1, Kanpur
2	Lucknow	Jagran Building, Gram Anaura Klaa Gaon, Faizabad Road, Lucknow
3	Gorakhpur	23, Civil Lines, Gorakhpur
4	Varanasi	Plot No. 321, Nadesar, Varanasi
5	Allahabad	7, P.D. Tandon Road, Allahabad
6	Meerut	Bijli Bamba, Mohkampur, Delhi Road, Meerut
7	Dehradun	Plot No. C2/2 Selagui Industrial Area
8	Agra	Old L.I.C. Building, Jiwani Mandi, Agra
9	Aligarh	Chandra Talkies Bhawan, Agra Road, Aligarh
10	Bareilly	Birhaman Nagla, Pilibhit Bypass Road
11	Moradabad	Jagran Bhawan, Kanth Road, (Harthala) Moradabad
12	Jalandhar	C-120, Focal Point Extension, G.T. Road, Jalandhar
13	Noida	D 210-211, Sector 63, Noida
14	Hissar	21 Industrial Estate, Hissar
15	Patna	C-6, Industrial Area, Patliputra, Patna
16	Ranchi	62, Kokar Industrial Area, Ranchi
17	Dhanbad	Panchsheel Cinema Building, Dhaya, Dhanbad
18	Jamshedpur	Shailendra Singh Complex, Dimna Road, Mango, Distt. East Singhbhum, Jamshedpur
19	Bhagalpur	Plot No. D-4, Industrial Area Estate Growth centre Barari, Bhagalpur
20	Panipat	Plot No. 10, Sector - 29 Huda, Panipat
21	Ludhiana	Plot No. D360, Phase -VIII, Ludhiana
22	Haldwani (Nainital)	Devalchaur, Rampur Road, Haldwani
23	Muzaffarpur	Uma Shanker Marg, Near Pani Tanki, Ramna, Muzaffarpur
24	Jammu	SIDCO Industrial Complex, Bari-Brahmana, Jammu
25	Dharamshala	VIII-Banoi, Near Kangra Airport, Tehsil-Shahpur, Distt-Kangra
26	*Siliguri	Puloke Bhawan, 1st Floor, Burdwan Road, Siliguri
27	**Bhopal	Jagran Bhawan, 33 Press Complex, M.P. Nagar, Bhopal
28	**Rewa	Jagran Bhawan, Gandhi Nagar, Urrahat, Rewa

\* Printing of newspaper has been outsourced.

\*\* Owned by Companies in which the Company has shareholding with 50% voting rights.

**DECLARATION BY CHAIRMAN AND MANAGING DIRECTOR**

I, Mahendra Mohan Gupta, Chairman and Managing Director of JAGRAN PRAKASHAN LIMITED, hereby confirm pursuant to clause 49(1)(D) of the Listing Agreement, that :

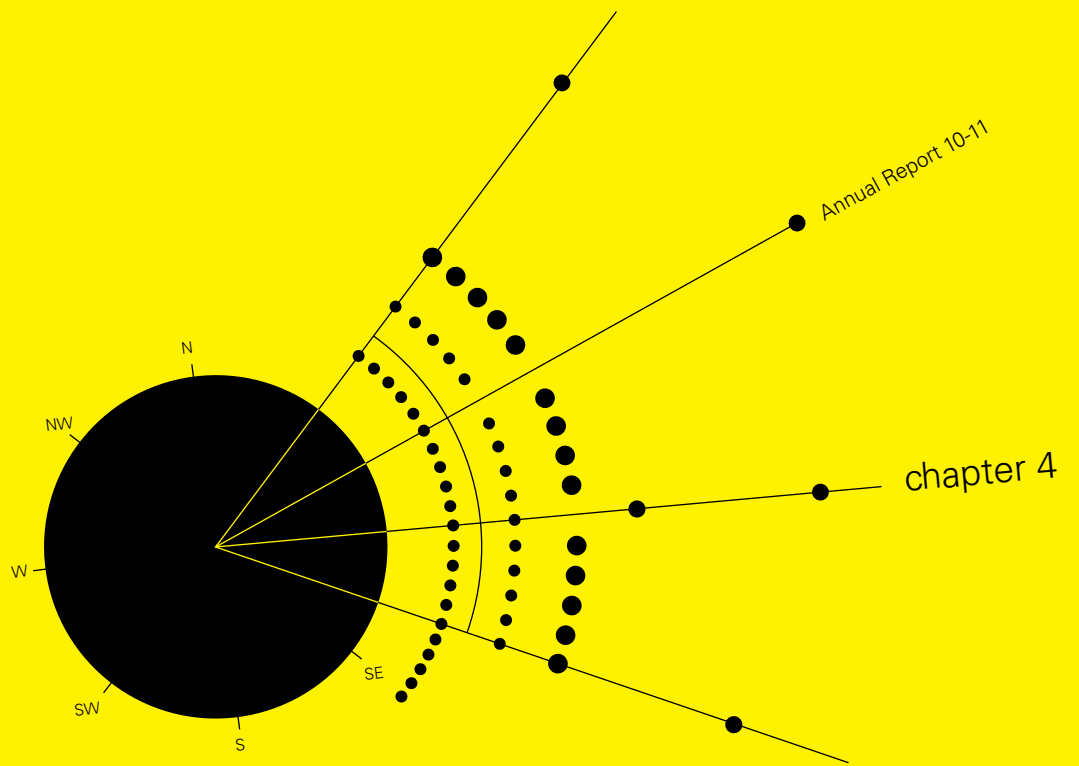
- The Board of Directors of JAGRAN PRAKASHAN LIMITED has laid down a code of conduct for all Board Members and Senior Management Personnel of the Company. The said code of conduct has also been posted in the Investors Relation page in the corporate website of the Company [www.jplcorp.in](http://www.jplcorp.in)
- All the Board members and Senior Management Personnel have affirmed their compliance with the said code of conduct for the year ended March 31, 2011.

**Mahendra Mohan Gupta**

Chairman and Managing Director

Place: Kanpur

Date: May 28, 2011



# Management Discussion & Analysis Report

## Forward-Looking Statements:

This report contains forward-looking statements, which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' or other words of similar import. All statements that address expectations or projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditure, and financial results, are forward-looking statements. Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

## Overview:

### Indian Economy and Media & Entertainment Industry

In line with the expectations, India's GDP registered a healthy growth of around 8.4% as per advance estimate of Central Statistics Office which is higher than the final revised GDP growth of 8% for the year 2009-10. All those fears and apprehensions surrounding the European crisis were dismissed by India recording strong growth exceeding 5% in agricultural and allied activities and a still stronger pick up in exports and demand for consumer durables and automobiles that helped the Company record a growth of 20% in advertisement revenue as against expected growth of 18%.

There is no doubt, India is well poised to sustain growth exceeding 8% for several years owing to its demographic advantage and increasing level of income. However, the immediate and long term threats to high growth are governance issues keeping GDP growth lower than the national average in some States, inflationary and resultant cost pressures, overhyped corruption hurting the confidence, slow movement of files for clearance of projects and investments, frequent changes and modifications in policies for Foreign Direct Investment (FDI) and environmental issues that are delaying or halting the progress of various projects. Under the circumstances, there is no surprise that FDI inflow has fallen in recent times. It needs to be addressed on urgent basis to keep India an attractive investment destination which is a key to long term sustainable growth.

Media and Entertainment industry which has a proven correlation with GDP benefitted and recorded a growth of over 11% in the calendar year 2010 as against mere 1.38% in the calendar year 2009. In terms of advertising revenue, the growth was nearly 10% as against a highly subdued growth of 3.16% in calendar year 2009 which was the lowest in past 5 years.

The year 2010 witnessed a jump in subscription revenues which augurs well for the industry as the media consumers are learning to pay for relevant content. However, in print media where cost of creation and delivery of content is far higher than in any other media, subscription revenues remain under pressure because of expansion in the name of increasing penetration which is not backed by any thought on return on investment even in long term. These long term stories are near impossible to materialize and ever give return to an investor. As discussed in the previous year as well, still worst is that this does not increase the penetration to any notable extent, and at best results in duplicity of readership. This is a serious threat to the industry as well as to the investors.

### Print Industry

India continues to be the largest newspaper market with more than 100 million copies circulated daily, accounting for more than 20% of all dailies in the world. It is also true that India's print industry is probably most fragmented with over 75000 registered newspapers circulating in India with different periodicities. Still, owing to less than 30% penetration, rising income and literacy, huge growth potential remains intact for years and India is not likely to witness a reversal of this trend like many other developed countries in next couple of decades or so. Once the economy was in shape, print industry bounced back and recorded a growth of more than 10% in the year 2010 as against a meager growth of 1.75% in the corresponding previous year but at the same time the industry's dependence on advertisement revenue has increased further. Growth in advertisement revenue was nearly 15% as against growth of mere 3% in subscription revenue. This trend is opposite to the trend noticed in electronic media which is fast moving to the paid content model, reducing its dependence on advertisement revenue. If we look at past 5 years from 2005 to 2010, the ratio between advertisement revenue and circulation revenue has dramatically changed from 59:41 in 2005 to 63:37 (on higher base) in 2010. Not only in developed countries but even in the under-developed countries like Bangladesh and Pakistan cover prices are far higher than those in India. This has primarily happened as the high potential Hindi speaking belt has been facing the worst of the cover price war. On the one hand cover price has been falling; on the other hand industry continues to pay high distribution cost. Print probably is the only industry where the distributor gets 30% or more of the cover price. The percentage drastically increases to an unbelievable percentage once the cover price is reduced and distributors do not agree to reduce their per copy commission in absolute amount.

Cover price lower than the realisable value of waste paper is a greater challenge as this directly impacts Industry's effort to market expansion. The measurement of penetration in print industry has for long been considered most reliable by the advertisers as each newspaper copy sold is certified by Audit Bureau of Circulation(ABC) following stringent audit norms, which gets further corroborated to an extent by the readership survey. In a regime where cover price is lower than value of waste paper, publishers can not have their circulation certified by ABC. This denies advertisers to a realistic assessment of a newspaper's true effectiveness. Without doubt, readership survey is an effective tool of measurement but since it is based on sample, its findings have sampling limitations and therefore cannot be deemed as accurate as ABC certified circulation, which is globally regarded as most reliable source to determine the penetration of a newspaper. Moreover, as against two tools of measurement, advertisers will be left only with one tool. Lower degree of assurance on effectiveness of a media vehicle will most certainly put pressure on pricing as we see in case of radio or electronic media. Even in case of government advertisement so low cover price coupled with high distributor commission adversely affects the DAVP rate and thus restricts market expansion.

As discussed in the previous year, we reiterate our belief that low cover price or cover price lower than the realization per copy waste paper will take the industry anywhere and will make the business model too vulnerable to the uncontrollable external environment such as increase in newsprint price or slowdown in economy and shall make the publishers desperate for advertisement revenue. These practices are not healthy. Over dependence on advertisers for survival creates question mark on the credibility of contents, does not let the industry expand to its potential and hurts the sentiments of the investors. Further, publishers also need to unite to reduce exorbitant distribution cost.

Newspaper industry is also currently under some pressure on account of un-expected hike in prices of domestic newsprint which probably for the first time have got delinked or decoupled from International prices. The reason cited by the domestic newsprint suppliers is the shortage of waste paper used for recycling which has created a bit of uncertainty with regard to availability of domestic newsprint and its prices. The reason for shortage may not be fully justifiable due to India's continued dependence on imported newsprint for most of its requirements but the possibility of some pressure on availability of waste paper is not ruled out due to unexpected demand from altogether new industries, such as Pan Masala - which have been prohibited by the Government to use plastic for packaging for environmental reasons. If this demand increases further, it will bring the domestic newsprint prices under additional pressure. However, we believe that even domestic newsprint prices will fall, sooner than later. Further, impact of increase in newsprint prices differs from publisher to publisher. Publishers who have diversified offerings and flexible circulation model get less affected.

Another concern that industry is currently facing is with regard to expected wage revision based on Wage Board recommendations. These recommendations are too arbitrary and are not based on facts and figures. Indian Newspaper Society and individual publishers have made representations against these recommendations and we believe that the Government will consider them favorably before taking a decision otherwise it will hit small publishers irreparably.

Competition, so far as in Hindi speaking areas is concerned, has been intensifying for past 3-4 years but it is likely to peak in next couple of years. We hope and trust that it does not get more irrational while peaking.

Disparity in advertisement rates between English and Indian language publications continues despite better reach and more or less similar demography of the readers of Indian language newspaper. Fortunately, this gap has been bridging, albeit slowly.

Also, the industry's dependence on education sector will continue to remain high for some years and focus on regionalization of contents and innovation will remain key to the success in the industry as hitherto.

Low penetration and increasing income will keep on driving the growth of print media companies but the real challenge is to maintain profitable growth given pressure on pricing owing to irrational competition and continuing disparity between English and Indian language newspapers in terms of advertisement rates. We believe that answers to this lie in cost control, growth through inorganic route and above all preference to innovation over expansion to create a differentiator. Here too, the companies with diversified offerings and flexible circulation models will have an edge.

### **The Company**

Once again the Company outperformed the industry registering a top line growth of 18.41% as against an overall growth of around 11% in Media and Entertainment industry and 10.28% growth in print media industry in the calendar year 2010. Besides the Company's print business, other allied businesses viz. Outdoor advertising, revenue from Event Management activity and Digital business too registered steep growth. Outdoor business reported profit for the first time since inception in 2006. Digital business registered a

growth of 169.28%.

Whereas, Dainik Jagran, the Company's flagship brand, continues to retain No.1 position in Indian print industry as per IRS2010Q4 and has also strengthened its market position in urban markets in accordance with the strategy adopted by the Company in last 5 years, other print brands of the Company viz. i-next and City Plus too performed satisfactorily. There was some dip in average issue readership as compared to IRS2010Q1 in case of i-next but total readership registered a growth of 7%. Fall in average issue readership was primarily due to controlling the copies slipping unintentionally to upcountry which is not the target market for this youth oriented premium brand and drop in circulation in certain pockets where main dailies reduced the effective cover price to the level of I-Next or even lower. However, strategies have been formulated and steps have been taken to ensure that average issue readership numbers register growth in forthcoming surveys and accordingly circulation of I-Next grew by about 15% in Quarter 4 from Quarter 3.

Average issue readership of Dainik Jagran that was more or less stagnant for some time due to Company's focus on monetization of existing numbers and strengthening its position in urban markets, has seen reversal in trend in last two surveys as a result of steps taken to boost circulation keeping in mind requirement of numbers to sustain high advertisement revenue growth after couple of years from now. We expect that this trend will now continue in future as well.

During 2010-11 the Company, after a gap of few years, has increased the circulation by 8.17%. In 2011-12, it is expected to increase further by over 10% in identified markets. In addition, the Company is launching Punjabi Jagran, a Punjabi newspaper to penetrate further in Punjab and has already commenced expansion of The Inquilab, the largest read Urdu daily of the Country, in its foot print areas through its subsidiary Middy Infomedia Limited (MIL).

The Company's other businesses namely Outdoor advertising and Event management performed incredibly, expanding their customer base and outperforming the industry by miles in terms of growth. The high point of their performance was control over cost while expanding and this is what enabled Outdoor Advertising reporting profit for the first time and becoming self dependent for its requirement of funds in a short period of less than 5 years.

Relevance of presence of a print media company in internet space need not be over emphasized. Even though it is not expected to generate significant revenues in relation to a publishing company's total revenue in foreseeable future, all print media companies especially those, who, unlike the Company, have significant revenue from classifieds/tender advertisements, should remain prepared to meet the threat if any from the internet. Accordingly, your Company has regularly been investing in online without going overboard and has significantly increased its offerings and investment over a period of years. However, it has successfully recovered most of its investment by generating revenues and has thus been able to reduce its net investment (i.e. investment minus revenue generated). During the year, the Company has launched English version named JagranPost.com and iPHONE version of its popular Hindi news portal Jagran.com. Besides above, JagranJosh.com an education portal was also launched successfully and the award winner Khojle.in was extended to cover tenders as well as white label solution for classifieds. Company's subsidiary Middy Infomedia Limited too has strong presence in digital space through its website midday.com which is hugely popular and has had increase in traffic of more than 300% from the previous year with growth in revenue exceeding 200%.

Keeping in view the increasing penetration of mobile phones which we believe is going to become one of the important platforms to deliver the contents in times to come, the Company launched Jagran on mobile named as m.Jagran.com which has already gained 6 million page views per month in addition to about 70 million page views of Jagran.com with unique users base of 1.7 million.

Pursuing the object of growth through inorganic route, acquisition of MIL was completed and it became a 100% subsidiary of the Company with effect from 1st April 2010. The Company also came close to become a strategic partner with one of the strong Indian language brand but unfortunately the same could not materialize as the findings of due diligence did not justify investment. Endeavor, however, continues in this direction as we firmly believe that this is the most economical and profitable growth strategy.

### Subsidiary and Associates

MIL became a 100% subsidiary of the Company with effect from 1st April 2011. Post 31st March 2011, 3.81% of the paid up equity capital has since been diluted in favour of the erstwhile promoters of Next Mediaworks Limited (formerly Mid-Day Multimedia Limited) by way of fresh issue of shares. Leet OOH Media Private Limited (Leet) and X-pert Publicity Private Limited (X-pert) are associates. The Company holds 37% equity shares and 39.2% equity shares respectively. Remaining shareholding in both these companies is partly held by third party and partly by the promoters and their family members. Leet and X-pert both are in outdoor business and the Company has made investment in these companies in accordance with its strategy to acquire/invest in small operators to inorganically grow its outdoor business.

Post acquisition by the Company, MIL commenced implementation of the Company's strategy of strengthening Middy English and Middy Gujarati in Mumbai and identifying the areas of synergies and cost cutting, the full impact of which will be seen in next couple of years.

In addition to its equity holding, the Company has invested Rs.25 crores in MIL by subscribing to the Cumulative Non-convertible Redeemable Preference Shares of the aggregate face value of Rs.10 crores to retire high interest bearing debts and to strengthen MIL's capital base. These Preference Shares carry a coupon rate of 22.5% and are redeemable after 12 years or such other period as may be mutually decided between the Company and MIL.

Leet came in operation in the last month of the previous year and X-Pert commenced operations in the last quarter of financial year 2008-09. Leet has display rights of 253 bus shelters at Goa for 20 years extendable for another 20 years whereas X-pert has outdoor properties in various towns of Uttar Pradesh.

### Awards and Recognition

The most notable recognition of the group was winning 6 awards at INMA Awards 2011 leaving behind all its peers in India by miles. In fact, the group has won 6 awards which is highest number of awards won by any single group in whole of the world. The Awards and Recognitions received by the group since last Annual Report are following:-

- 1) Dainik Jagran received the "Best in Editorial" Award in Breaking News Category of WAN IFRA
- 2) Dainik Jagran won the 2nd Place in the category Readership/ Usage of Print Newspaper for its "Jan Jagran – a campaign for Judicial Reforms" at INMA Awards 2011
- 3) i-next, the bilingual youth oriented daily, was adjudged the winner of the top World Young Reader Prize in the Brand Category at the recently held WAN-IFRA Young Readers Awards for its Health Education programme Health Meter.
- 4) i-next won the 1st Place in the category Marketing Solutions for Advertising Clients for its "Bikeathon '10" at INMA Awards 2011
- 5) i-next won the 2nd Place in the category Brand Awareness across Platforms for its "Bikeathon '10" at INMA Awards 2011
- 6) i-next won the 3rd Place in the category Brand Awareness across Platforms for its "Fresh n Crazy" at INMA Awards 2011
- 7) Middy won the 3rd Place in the category Readership/Usage of Print Newspaper for its "Meter Down" campaign at INMA Awards 2011

- 8) Middy won the 3rd Place in the category Marketing Campaign with Best Results for its "Meter Down" campaign at INMA Awards 2011.
- 9) Dainik Jagran was awarded a membership in the International Newspaper Color Quality Club 2010-2012 by WAN IFRA.
- 10) The Company has been granted Business Superbrand by the Superbrands Council in India
- 11) Jagran Solutions, the group's Activation Division, continues on its Award winning spree and has won Awards as Eemax, PMAA, MAA Globes, CMO Asia and WOW. With these, Jagran Solutions is the youngest most awarded agency of India.
- 12) Khojle, the online classifieds vertical developed by J9 wins the Silver at Asian Digital Media Awards 2010 at WAN IFRA
- 13) Jagran Engage, the Out of Home Solutions Division has been selected amongst the Top 7 media owners of India by Outdoor Advertising Association.
- 14) The CMD and CEO continue to remain as India's Top 50 Powerful People as per India Today.

### Outlook:

The low penetration of print media sector in smaller towns and rural India offer opportunities for growth. According to FICCI-KPMG Indian Media & Entertainment Report, the industry is expected to register a CAGR growth of 10% during the next 5 years starting from the year 2011 as against CAGR growth of 6% during the period 2007-2010. These data clearly demonstrate that the times ahead are filled with enormous growth opportunities and the industry needs to capitalize on the same. As per their projections, Out of Home advertising will register a CAGR growth of 12% in next 5 years as against 6% during the year 2007-10. Digital advertising is projected to grow at a CAGR of 28% in next 5 years as against 39% during the year 2009-10. The said report also forecasts that local and regional markets will grow faster as it has been happening for past 4-5 years. Advertising and circulation revenues are estimated to grow at a CAGR of 13% and 2% respectively during the aforesaid period in the country.

In 2011, the industry is expected to grow at over 9%. Hindi newspapers and other Indian language newspapers are estimated to have shared little over 60% in the total industry size, which means the share of English newspapers will shrink to 40% from 50% about 5 years ago. This growth story of Hindi and other Indian languages shall continue in future as well and at the end of 5 years, share of English newspapers is likely to be around 36% only as against 67% share of other languages out of which Hindi newspapers are expected to command 31% share. We reiterate that if the pressure on pricing is eased which is not ruled out, Hindi newspapers will have much larger share than expected.

Basis these estimates and given the fact that Indian per capita advertisement spend continues to be pretty low as compared to the global per capita advertisement spend. We believe that the growth in print industry is inevitable. In our areas of operation, which houses nearly 60% of the country's population and primarily comprise tier-II and tier-III towns and rural India, it is going to be still higher as has been witnessed in the last decade and it will be sustainable in long term also.

The media sector will also benefit from the demographic impetus with rising income levels, growing urban class and increasing Indian middle class. As per McKinsey, income levels are likely to triple in India in next two decades, with the country becoming the fifth largest consumer market from twelfth at present. The Indian middle class is expected to swell by over 10 times, increasing from the current size of 50mn to 583mn by 2025. Also, as income levels rise with the burgeoning middle class, spending patterns will shift to discretionary items rather than basic necessities. Discretionary spending and consumption of lifestyle products augur well for the advertising industry.

The Company is well poised to capitalize on this growth opportunity and outperform the industry as hitherto.

### **Opportunities and Threats:**

As discussed above, the industry has tremendous growth potential. The next 5 years are filled with opportunities.

Your Company has appropriate plans to ensure that it continues its past trend of growth in future. In immediate future, the Company's focus is not to lose market share in spite of intensifying competition and rely on innovation to create differentiator. Cost control and endeavor to grow by joining hands with other brands shall continue to ensure that the Company achieves a profitable growth.

The threats to the whole industry, and not to the Company alone, are irrational competition resulting in undue pressure on pricing and over dependence on advertisement revenue for survival. However with large and loyal reader base, the Company's not so aggressive policies and the Company's commitment to give reasonable return on investment will help Company meet these threats successfully.

### **Risks and Concerns:**

#### **1) Economic slowdown**

Any slowdown in economy would adversely impact the advertisement revenue.

Management Perception:

Our business model is not so heavily dependent on advertisement revenue as to result in operating losses in the event of economic slow down unless it is too steep, which we do not foresee. Further, the economic slowdown does not have or has little bearing on local market as well as revenue from Government. In our case, local market contributes 56% of total advertisement revenue. Lastly, the degree of economic slowdown is not necessarily the same across the country and therefore our presence through various print brands and allied businesses in 14 States gives us an edge.

#### **2) Competition**

The Indian newspaper industry in general and Hindi newspaper industry in particular has become intensely competitive. In each of our markets, we face competition from other newspapers for circulation, readership and advertising. In addition, we face competition from other forms of media, such as, television, radio and internet.

In the event of competition for circulation or advertisement revenue, we may (i) increase number of pages per copy, (ii) reduce the cover price, (iii) reduce advertisement rates (iv) offer other price incentives or (v) offer promotional schemes. Any reduction in prices or rates or the introduction of price incentives/promotional schemes will have a material adverse effect on our results of operations.

Management Perception:

Like any other newspaper publisher, we too have competition but our competitive strengths such as strong national brand, bouquet of titles, offering of 360° solution to the client, experienced management team, reader connect, Pan-India infrastructure, strong net-worth, liquidity and investment in product development and upgradation of technology on regular basis enhance our capabilities to meet the competition effectively. Further, we have competed successfully in the past and in the new markets and have always endeavored to expand the market size and make our own readers base, more than targeting the readers of existing newspapers. Acquisition or association with other publication brands will add to our strength and increase our market share. Our ability to compete is demonstrated in the fact that Dainik Jagran continues to be No.1 newspaper since 2003 without break (Source: Indian Readership Survey). Our other publication brands too are successfully established over a short span of time.

#### **3) Dependence on Advertisement Revenue- From Publication Business**

We rely substantially on advertising customers for our revenue. During the year ended on 31st March 2011 and 31st March 2010, we derived respectively from advertisement revenues 76.85% and 74.23% of our total revenues from publication business.

Ad-spend by our customers and our ability to attract new customers is influenced largely by the circulation and readership of our newspapers, by readership demographics, by the preference of advertising customers for one media over another and with respect to national advertising the geographical reach of our newspapers. In addition, ad-spend is influenced by a number of factors including the Indian economy, the performance of particular industry sectors, shifts in consumer spending patterns, changes in consumer sentiments and tastes and competitive pressures.

Management Perception:

The Company has been achieving higher than industry's overall growth rate for years which coupled with advertiser friendly policy gives us confidence that we will continue to attract advertisers. Further, the bouquet of print titles and other businesses help company in providing 360° solution to the customers and thereby gives an edge over its competitors. Further, our competitive strength, leadership position in the fastest growing Hindi segment and ability to innovate will continue to attract readers and advertisers alike.

#### **4) Newsprint price fluctuation**

Newsprint forms the major raw material for our business and represents a significant portion of our expenses. For the years ended 31st March 2011 and 31st March 2010, newsprint costs represented 26.41% and 25.29% respectively of our total income.

Management Perception:

The Company has always been successful in minimizing the impact of sharp increase in prices given its flexible circulation model and expects to do so even in future. Also, the Company has sufficient quantity of imported newsprint tied up for whole of the financial year 2011-12. Lastly, with increasing contribution of non-newsprint based business in total revenue, the Company's vulnerability to any erratic newsprint price fluctuation is less than many. We also expect that increasing prices of domestic news print will stabilize sooner than later, any further increase does not seem justifiable.

#### **5) Dependence of business on senior management team**

We have a team of professionals to oversee the operations and growth of our businesses. Our success is substantially dependent on the expertise and services of our management team. The loss of the services of such management personnel or key personnel could have an adverse effect on our business and results of operations. Further, our ability to maintain our leadership position in the print media business depends on our ability to attract, train, motivate and retain highly skilled personnel.

Management Perception:

The Company has team of professional managers commensurate with its size of operations, with dependence on no single person. We have second line management in all our departments to takeover from seniors. Further, the Company is enjoying a leader's position and does not have threat of losing key personnel as is evident from the facts that we have not had any significant turnover at senior management level. The company has been attracting best of talent available in the industry.

#### **6) Our investments in M.P based companies**

Besides Rs. 10.50 lakhs invested as equity, an aggregate amount of Rs. 2511.08 lakhs plus unpaid interest (Previous year: Rs.2771.78 lakhs plus unpaid interest) is outstanding from Jagran Publications Private Limited and Jagran Prakashan (MPC) Private Limited as loan. The Company (JPL) holds 50% voting rights. Balance 50% voting

rights are held by another group of shareholders (hereinafter referred to as "Other Group") in these two companies.

Various litigations have been initiated by Other Group against the Company. In case of Jagran Publications Private Limited, the Company has also filed the petition against Other Group, which is in management, alleging mismanagement and oppression of the Company as shareholder and seeking a direction from the Company Law Board against the Other Group to sell their shareholding to company at a price to be determined by an independent valuer or alternatively to vest the management rights with the Company.

The Other Group companies have also not been holding Board meetings nor have they been supplying any financial information to the Company. Owing to the stalemate situation the accounts of these two companies have also not been finalized since 2006-07.

To recover the debt owed by Jagran Prakashan (MPC) Private Limited, the bank has sold all assets under its charge.

Articles of Association of the two Madhya Pradesh companies also restrict the transferability of the shares in a manner that JPL cannot transfer shares without the consent of other group of shareholders.

Given these litigations, the realization of outstanding loans from these two companies may take unduly long time.

Management Perception:

In none of the litigations initiated against the Company by the Other Group any interim relief has been granted by the Company Law Board or High Courts. Rather, the petitions seeking striking off the Company's name from the register of shareholders in Jagran Publications Private Limited has been dismissed by Hon'ble Company Law Board. Other Group has since appealed in the High Court which has neither stayed the impugned order nor has passed any order so far.

As per legal advice received by the Company, decisions against the Company in the suits / petitions filed by Other Group are unlikely as the Company has merit in its petition filed against Other Group. Based on the legal advice the management is of the view that the Company's investment in equity and loan in these associate companies are fully realisable even in an unlikely event of outcome going against it.

Even though Jagran Prakashan (MPC) Private Limited does not have any tangible asset, the debt due from them will be settled alongwith the debts from other company i.e. Jagran Publication Private Limited.

Despite having 50% voting power and having equal representation on the Board with Company's nominee as the Chairman with a casting vote, the Company is not in reality has been in a position to exercise any control over these companies or influence any of the decision taken by Other Group. In view of the aforesaid situation the investment in these two companies has been classified as investment instead of as investment in Associate Companies without prejudice to the legal rights with JPL. (Also, refer to Note No.2 of Schedule 20B to annual accounts).

#### Internal control systems and their adequacy

We have put in place requisite internal control system in all areas of operation. These systems have stood the test of time and ensure that the activities are carried -on efficiently. The role and responsibility of all managerial positions are established, monitored and controlled regularly. All the transactions are authorized, timely recorded and reported truly and fairly. However, as part of an on going process, we have further strengthened it by making a few more processes and workflows IT system based to ensure tighter control, monitoring and increased accountability in various areas of operation.

In order to ensure adherence to the laid- down systems, apart from internal reporting and monitoring, we have also put in place formal Internal Audit System commensurate with the size and nature of business. We will continue our focus on improving the systems and procedures further to improve efficiency, transparency and accuracy

in financial reporting.

#### SEGMENT PERFORMANCE

The Company continues to be primarily engaged in printing and publishing newspaper and magazines in India. The Company also has various other businesses such as out of home advertising, event management and digital business including Short Code Service (57272) for mobile phone users. However, for the fiscal under report, printing and publication business has continued to be the only reportable segment in terms of Accounting Standard 17 issued by the Companies (Accounting Standards) Rules, 2006 as it had contribution of 89.42% in total sales and other operating income of the Company.

#### FINANCIAL PERFORMANCE

Previous year's figures have been regrouped / recast wherever necessary to make them comparable to the corresponding figures of the current year and therefore may not necessarily match with those reported in the previous year. Further, the figures have been rounded off to nearest lakh.

#### THE COMPANY (STANDALONE)

##### Revenue break-up

(Rs in lakh - rounded off to nearest lakh)				
	2010-11	Percentage (In relation to total income)	2009-10	Percentage (In relation to total income)
Sale and other operating Income *	111524	97.96	94186	96.49
Other Income	2319	2.04	3425	3.51
<b>Total Income</b>	<b>113843</b>	<b>100</b>	<b>97611</b>	<b>100</b>

\* Includes increase / decrease in stocks, which is insignificant.

##### Sales and other operating income

It comprises of advertisement revenue, newspaper sales, revenue from out of home advertising, revenue from event management, job charges, scrap and waste paper sale, magazine/supplement sale and revenue from digital business. The overall revenue grew by 18.41% over the previous year. This was primarily contributed by increase in advertisement revenue by 20.07%, revenue from event management by 53.91%, revenue from outdoor advertising by 21.26% and revenue from digital business by 169.28%. The growth in advertisement revenue was attributed to increase in space as well as yield per square cm.

Growth in operating revenue of 18.41% is way ahead of over all entertainment and media industry's growth as well as print media industry's growth, which are estimated to have grown by 11% and 10.28% respectively in the calendar year 2010.

##### Other Income

Other income primarily comprises treasury income, exchange fluctuation gain, miscellaneous income representing write back of certain personal account balances considered no longer payable, provision no longer required written back and bad debts recovered. The fall in other income is primarily because of lower treasury income due to deployment of funds in business and insignificant exchange fluctuation gain as compared to gain of Rs.8 crores approx. in the previous year.

## EXPENDITURE ANALYSIS AND PROFITS

(Rs. in lakh - rounded off to nearest lakh)

	2010-11	Percentage (In relation to Total Income)	2009-10	Percentage (In relation to Total Income)
Materials consumed	35840	31.48	29588	30.31
Employees Cost	14297	12.56	12122	12.42
Other manufacturing expenses	11917	10.47	9881	10.12
Selling , Administrative and other Expenses	15252	13.40	14367	14.72
<b>TOTAL</b>	<b>77306</b>	<b>67.91</b>	<b>65958</b>	<b>67.57</b>
Profit Before Interest, Depreciation, Extraordinary Items, Prior Period Adjustment and Taxes (PBIDTA)	36536	32.09	31653	32.43
Interest	720	0.63	657	0.67
Depreciation	5643	4.96	5075	5.20
Profit Before Tax (PBT)	30174	26.51	25922	26.56
Taxation	9591	8.42	8332	8.54
<b>Profit After Tax (PAT)</b>	<b>20583</b>	<b>18.08</b>	<b>17590</b>	<b>18.02</b>

### Materials consumed

It comprises cost of newsprint and art paper (used for magazine), ink and stores which includes printing plates, chemicals, films etc. The newsprint alone constituted 83.90% of the total material consumed as against 83.42% in the pervious year. Out of the total value of consumption of newsprint, imported newsprint accounted for 24.93% as against 20.65% in the previous year. The increase in material consumption was on account of increase in newsprint cost by about 10.40% from the previous year which lowered the operating profits by Rs.2800 lakh approx. or reduced the operating margin by 250 basis point.

### Employees cost

Employees cost increased by 17.95% compared with the previous year primarily due to annual increments, dearness allowance and upward revision in ESI limit from Rs.10,000/- to Rs.15,000/- besides increase in strength due to expansion of capacity, launch of new editions of i-next and City Plus and steep increase in volume of other businesses.

### Manufacturing and other Direct expenses

Other manufacturing expenses comprise direct expenses relating to outdoor advertising, event management and digital business, news collection and articles contribution charges, power and fuel, inward freight cartage on items other than newsprint and repairs and maintenance of building and plant and machinery including computer. These expenses have increased by 20.60% compared with previous year primarily due to increase in circulation and steep increase in volume of other businesses, which recorded an aggregate growth of 43.99%.

### Selling, Administrative and other expenses

Selling, administrative and other expenses grew by 6.16% to Rs.15252 lakhs (Previous year Rs. 14367.31 lakhs). These include newspaper distribution, representative, promotional, publicity, incentives to agencies/advertisers, communication, travelling, rent, donations, auditor's fees, foreign exchange fluctuation, write offs and provisions. The increase is marginal despite steep increase in publicity and promotional expenses due to competitive pressures and new editions of i-next and City Plus.

### PBIDTA increased as a result of foregoing factors.

Interest charges increased by Rs.63 lakhs as compared to previous year primarily due to increase in interest rate on working capital limits, higher security deposits from newspaper agents, and higher borrowings due to higher scale of operations. But for this, interest would have been lower than the previous year due to increased availment of buyer's credit facility in foreign currency and stringent monitoring of debt collection.

Depreciation is provided on the written down value method as against straight line method adopted by the peers. As a consequence, the Company's depreciation charged to Profit & Loss account remains significantly higher in the initial years of additions to the gross block. Depreciation for the year was higher due to addition of Rs.13239 lakhs to the gross block of fixed assets.

As a result, overall, company's profit before tax increased by 16.4% to Rs 30174 lakhs (previous year Rs 25922 lakhs). Due to increased profit, company's tax increased to Rs 9591 as against 8332 in the previous year. Profit after tax for the year increased by 17% to Rs 20583 lakhs as against Rs 17590 lakhs in the year 2009-2010.

### Share Capital

The Company's Share Capital consists of 316267857 Equity Shares of Rs.2 each. During the year, there was a fresh issue of 15097272 Equity Shares pursuant to the Scheme of Arrangement to the shareholders of Next Mediaworks Limited (formerly Mid-Day Multimedia Limited) from whom their print business was taken over.

### Reserves and surplus

During the year under review, there was no change in security premium.

A capital reserve of Rs.1451.39 lakhs was realised pursuant to the calculation of difference between consideration and value of net identifiable assets acquired under the Scheme of Arrangement under sections 391 to 394 of the Companies Act 1956 entered with Next Mediaworks Limited (formerly Mid-Day Multimedia Limited). Professional fees (Rs 700 lakhs) paid in connection with the above Arrangement has been adjusted from the Reserve and Surplus (Schedule 2) from the Profit and Loss Account balance (refer Note No.6 of Schedule 20B) In the opinion of management, this is realized capital reserve that is available for distribution of dividend.

Transfer of Rs.2100 lakhs to General Reserve from Profit and Loss Account was in compliance with statutory requirements.

The entire Reserves and Surplus as reflected in the Audited Accounts (except as stated above) represent either realized profit or premium received on issue of Shares.

### Loans

Secured loans represent the loans raised from Indian as well as International banks.

The Company has availed buyer's credit facility in foreign currency of Rs.4724.75 lakhs and has an ECB loan of Rs. 5377.20 lakhs. ECB loan is repayable in three installments after expiry of 3rd, 4th, 5th year from the date of disbursement i.e.5th November 2008. The outstanding foreign currency loan and buyer's credit are not hedged for fluctuation in foreign currency as in our view cost of hedging

is higher than the expected fluctuation. In previous as well as current fiscal, we have had exchange fluctuation gain. The exchange fluctuation on the said borrowings is accounted for in accordance with the accounting policy as disclosed in Schedule 20. Remaining secured loan is on account of the working capital loan from Central Bank of India.

The rate of interest on ECB and Buyer's credit is linked to LIBOR, and on cash credit facilities it is linked to Base Rate.

**Deferred Tax liability** has been accounted for in accordance with Accounting Standard 20 issued by the Companies (Accounting Standards) Rules, 2006 (Please refer to Note no.11 of Schedule 20B annexed to the Accounts for details)

#### Fixed Assets

Fixed Assets worth Rs.13239 lakhs were added during the year, significant portion of which relates to enhancing the printing and publishing capabilities.

Fixed Assets include Rs.1700 lakhs, the value of masthead "Dainik Jagran" described as "Title". Non-amortisation by the company of value of "Title" has been commented upon by the Auditors. In the opinion of the company, title has indefinite life and does not need to be amortized and its non-amortization is also in accordance with the internationally accepted accounting practices. Please also refer to paragraph 14 (V) (C) of Report on Corporate Governance.

Capital work in progress includes advances for capital goods which have been given to the suppliers for supplying the equipments/plants to enhance the existing printing and publishing capabilities. It also includes machines and equipments under installation and advances to civil contractors. The total value of unexpired commitments representing orders for supply of equipment and plant, purchase of land and construction of building pending for execution as at 31st March 2011 were Rs.11656.54 lakhs.

**Investments** of Rs.23159.58 lakhs comprise of units of debt based mutual fund, equity and preference shares in subsidiary and associates and other equity investments in companies largely in nature of trade investment. Units of debt based mutual fund constitute approximately 80%, investment in subsidiary and associates 17% and remaining 3% in others. Units of mutual funds are liquid. (Please also refer to Schedule Number 5 for details)

#### Sundry debtors

Due to stringent targets fixed for collection and its monitoring, the debtors (net) turnover ratio for the year remains at the same level as in the previous year as less than 70 days.

**Inventories** were slightly higher primarily due to increased cost of newsprint. However, the inventory levels have come down from 65 days of consumption to 58 days consumption in the previous year.

**Other current assets** includes security deposits of Rs.826.75 lakhs given to the Promoters, Directors, their relatives and HUFs and also a group Company in respect of premises taken from them on lease in terms of agreement with them for company's use. These are interest free.

Other Current Assets have decreased from the previous year primarily due to decrease in interest accrued on FDRs.

#### Loans and Advances

It includes an amount of Rs 2511.08 lakhs (previous year Rs 2771.78 lakhs) given to certain companies in which the Company has share holding, having 50% voting rights. Out of this, an amount of Rs.350 lakhs was given interest free to one of the companies when the Company was a private limited Company. There was no stipulation with regard to repayment of Rs.350 lakhs. Please also refer to the paragraph titled as "Risks and concerns" hereof in respect of these loans. It also includes ICDs aggregating Rs. 11141.91 lakhs, out of which Rs.500 lakhs is given to a company in which some of the directors and / or their relatives are interested as shareholders/

directors. All these ICDs are interest bearing with rate of interest from 9% per annum to 15% per annum with ICD to aforesaid company at interest rate of 15% per annum. None of these ICDs have tenure exceeding 12 months. All ICDs are encashable on demand even before maturity.

Loans and advances also include an amount of Rs.5670 lakhs given to Jagran Prakashan Employee Welfare Trust (Trust) created to administer ESOP Scheme launched and approved by the shareholders of the Company for the benefit of the employees. This is a long term loan bearing interest @ 9.5% per annum. Interest is payable by the Trust as per their convenience.

Increase in loans and advances from the previous year is due to fresh ICDs and loan to the aforesaid Trust.

#### Current liabilities

Current liabilities mainly represent the liability for unpaid expenses, security deposits from Newspaper Agents and statutory liabilities such as deduction of Provident Fund from the employees and TDS. The Company has been regular in depositing statutory dues as well as paying its other liabilities on due dates. The liabilities are higher as compared to the previous year primarily due to higher purchases of newsprint in anticipation of increase in prices.

Provisions are higher as compared to the previous year because of higher proposed final dividend and tax thereon.

#### Cash flow statement

The summary of cash flows is as follows: -

(Rs. in lakh rounded off to Nearest Lakh)			
		2010-11	2009-10
(A)	Net Surplus/(Deficit) generated from operations	22567	21004
(B)	(Deficit)/Surplus from investing activities	(26636)	(4830)
(C)	Surplus/(Deficit) from financing activities	(861)	(15932)
(D)	Net Surplus/(Deficit) (other than surplus generated from operations) (B+C)	(27497)	(20762)
(E)	Net Increase/(Decrease) in cash and cash equivalent (A-D)	(4930)	242
(F)	Opening cash and cash equivalent	8518	8275
(G)	Cash and cash equivalent at the end (F-E)	3588	8517

For details, please refer to cash flow statement attached to the Audited Accounts.

The cash flow statement shows that the Company was able to generate higher operating cash surplus than the previous year. Increase in cash surplus was of 7.29% despite increase in scale of operations by about 19%.

## REVENUE BREAK-UP

(Rs.in Lakh rounded off to nearest Lakh)

	2010-11	Percentage (in relation to total income)	2009-10	Percentage (in relation to total income)
Sale and other operating income	10,652	97.81	9,899	98.66
Other Income	238	2.19	135	1.34
<b>Total Income</b>	<b>10,890</b>	<b>100</b>	<b>10,034</b>	<b>100</b>

### Sales & Other Operating Income

It comprises advertisement revenue from print & digital, newspaper sales, job work charges and scrap and waste paper sale. Total Revenue have registered a growth of 8.53% from Rs 100.34 Lakh in 2009-10 to Rs 108.90 Lakh. Advertisement revenue has grown to Rs. 8,751 Lakh from Rs. 8,181 Lakh in 2009-10. Revenue from newspaper sale grew by 4% and revenue from digital business grew by 208%. Revenue from Job work increased by 54%.

## EXPENDITURE ANALYSIS AND PROFIT

(Rs.in Lakh rounded off to nearest lakh)

	2010-11	Percentage (In relation to Total Income)	2009-10	Percentage (In relation to Total Income)
Materials Consumed	2,785	25.57	2,262	22.54
Employees Cost	2,968	27.26	2,675	26.66
Other manufacturing expenses	755	6.93	687	6.85
Selling, Administrative and other Expenses	2,685	24.66	2,345	23.37
<b>TOTAL</b>	<b>9,194</b>	<b>84.42</b>	<b>7,969</b>	<b>79.42</b>
Profit Before Interest, Depreciation and Extraordinary Items	1,697	15.58	2,065	20.58
Interest	193	1.77	364	3.63
Depreciation	1,002	9.20	265	2.65
Profit Before Tax and Prior Period Expenses	502	4.61	1,436	14.31
Prior Period Expenses	130	1.19	-	-
Profit Before Tax	372	3.42	1,436	14.31
Taxation	166	1.52	502	5.00
<b>Profit After Tax (PAT)</b>	<b>206</b>	<b>1.89</b>	<b>934</b>	<b>9.31</b>

During the year material consumption has increased by 23 % from Rs. 2,262 Lakh to Rs. 2,785 Lakh. It comprises cost of newsprint, ink and stores. Newsprint constituted 83.80% of the total value of material consumed in the year 2010-11 as against 84.21% in the previous year. Increase in material consumption is mainly due to increase in average newsprint rates by 14.68% and increase in quantity consumed by 6.86% over previous year due to higher pagination.

Manufacturing and other direct expenses have increased by 9.89% from Rs. 687 Lakh to Rs. 755 Lakh primarily because of major repairs to plant and machinery, some repairs to building and increase in freight and cartage.

Employee Costs have increased from Rs. 2,675 Lakh to Rs. 2,968 Lakh an increase of 10.95% which is normal and primarily because of annual increments.

Selling, administrative & other expenses increased to Rs. 2,685 Lakh as compared to Rs. 2,345 Lakh in 2009-10 primarily due to one-off write offs and provisions on extremely conservative basis in line with the policies of holding company. But for these changes, increase in expenses is less than 5% which became possible due to stricter control over the expenses.

Depreciation was Rs. 1,002 Lakh as compared to Rs 265 Lakh in 2009-10. Pursuant to the scheme of arrangement, the Company has aligned its accounting policies with those of the holding company. Accordingly it changed the method of charging depreciation in respect of certain assets to Written-down Value Method which were earlier depreciated using the Straight-line Method as also changed its policy with regard to depreciation in case of leasehold improvement

to bring it at par with accepted accounting principles. As a result of these changes, depreciation expense for the year ended March 31, 2011 was higher by Rs. 737 Lakh.

Interest and Finance Charges were Rs. 193 Lakh as compared to Rs. 364 Lakh in 2009-10 mainly due to repayment of debt by the company from funding received from holding company.

As a consequence of one-off adjustments in the Profit & Loss account in order to bring the accounting policies in line with accounting policies and more specifically depreciation policy of holding company, the Profit Before Tax has been adversely impacted by an estimated amount of Rs.1029 Lakh.

As a result of above, Operating Profits, Profit Before Tax and Profit After Tax decreased from the previous year, yet at the same time the company has moved to conservative accounting policies that would largely help it to record impressive performance in future.

**Share Capital** comprises of 8861500 Equity Shares of Rs.10 each entirely held by the holding company Jagran Prakashan Limited (JPL) and 10000000 22.5% Cumulative Non-convertible Redeemable Preference Shares of Rs.10 each subscribed during the year and held by JPL. These Preference Shares were originally agreed to be redeemed in 2 years from the date of subscription but looking into the requirements of funds and proposed expansions, the holding company has agreed to extend the period to 12 years or such other period as may be mutually agreed. Redemption of Preference Shares has to be at the same value at which these were subscribed by the holding company i.e. including premium.

**Reserves and surplus** primarily include security premium of Rs.1500 Lakh received from the holding company on subscription of Preference Shares.

**Secured loan** comprises of Cash Credit of Rs.1204.11 Lakh and External Commercial Borrowing of Rs.48.60 Lakh. The Cash Credit facility is also guaranteed by Mr. Khalid Ansari and Mr. Tarique Ansari, the erstwhile promoters of the company's erstwhile holding company Midday Multimedia Limited.

**Unsecured loans** outstanding in the beginning have been retired during the year out of the funds received from holding company.

**Investments** comprise of unquoted investments aggregating to Rs.426.16 Lakh out of which an amount of Rs.226.16 Lakh (after providing for Rs.24.06 Lakh towards diminution in value of investment) is the value of immovable property. These investments have been made under private treaty arrangements with the advertisers.

**Inventories** have increased from Rs.285.26 Lakh in previous year to Rs.725.82 Lakh which is equivalent to 3.12 months consumption and is slightly on higher side because the excess material was purchased in expectations of rising newsprint prices.

**Sundry debtors** have reduced from 67 days of turnover to 65 days primarily due to provisioning and write offs on extremely conservative basis.

**Cash and Bank balances** have decreased from Rs.113.14 Lakh to Rs.35.58 Lakh owing to stricter monitoring of idle funds.

**Other current assets** have reduced from Rs.449.05 Lakh to Rs.249.86 Lakh primarily on account of provisioning in line with conservative policy of JPL.

**Loans and Advances** have increased from Rs.277.66 Lakh to Rs.416.38 Lakh primarily on account of higher advance tax paid.

**Current Liabilities** have reduced from Rs.3705.30 Lakh to Rs.1822.57 Lakh mainly due to payment of overdue consideration for sale of undertaking of Rs.1686 Lakh approximately.

**Provisions** have decreased from Rs.425.50 Lakh to Rs.273.29 Lakh primarily because the tax due for the previous year remained unpaid as at close of that year.

## Cash flow statement

The summary of cash flows is as follows:

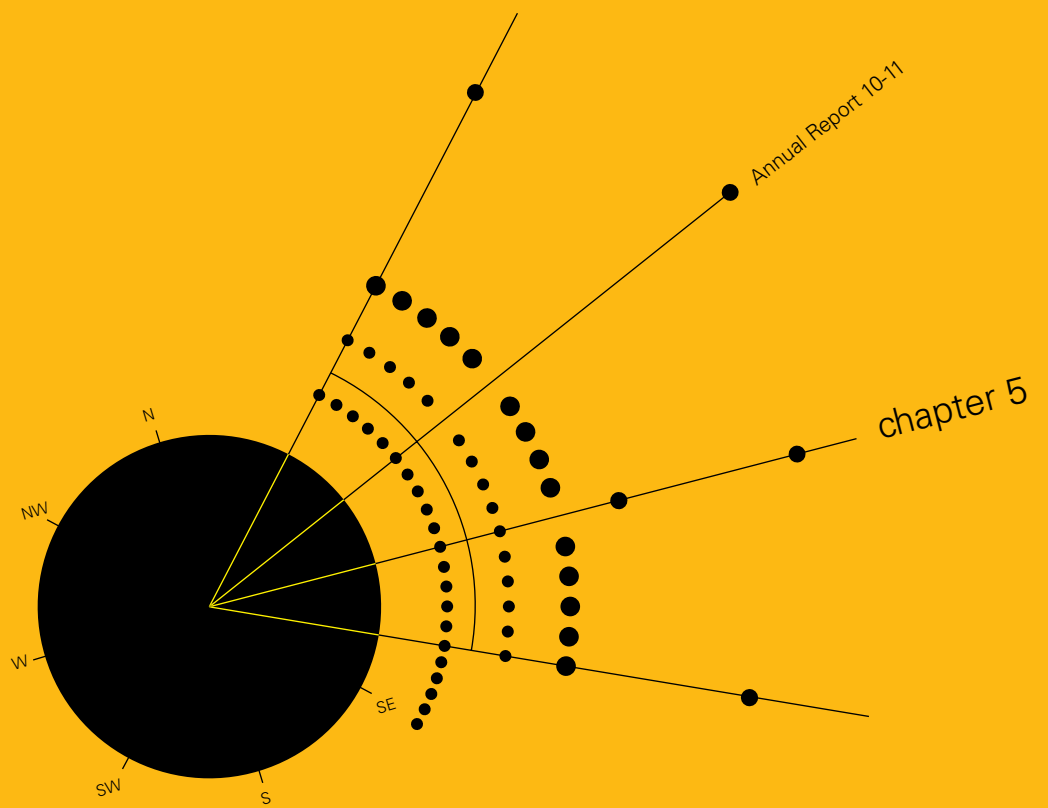
(Rs. in lakh rounded off to nearest lakh)			
		2010-11	2009-10
(A)	Net Surplus/(Deficit) generated from operations	755	2152
(B)	(Deficit)/Surplus from investing activities	(375)	(165)
(C)	Surplus/(Deficit) from financing activities	(457)	(2206)
(D)	Net Surplus/(Deficit) (other than surplus generated from operations) (B+C)	(832)	(2371)
(E)	Net Increase/(Decrease) in cash and cash equivalent (A-D)	(77)	(219)
(F)	Opening cash and cash equivalent	113	332
(G)	Cash and cash equivalent at the end (F-E)	36	113

Lower generation of cash from operating activity is on account of deployment of cash in working capital margin which was hugely negative in the previous year.

### Material development in Human Resources:

Our people are our key asset. We have been able to create a work environment that encourages pro-activeness and responsibility. The relationship with the employees has been harmonious during the year and the Company did not have any work loss.

During the year, the Company has for the first time introduced online appraisal system in order to objectively assess the performance of the employees and decide their grades and increments. The Company has also launched an ESOP scheme for senior management.



# **Compliance** **Certificate** **on Corporate Governance**

To  
The Members,  
Jagran Prakashan Limited,

1. We have examined the compliance of Corporate Governance by Jagran Prakashan Limited as at 31st March, 2011, as stipulated in Clause 49 of the Listing Agreement of the said company with the Stock Exchange.
2. The compliance of the Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementations thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the company.
3. In our opinion and to our best information and according to the explanations given to us and the representations made by the directors and the management, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.
4. As required by the Guidance Note issued by the Institute of Chartered Accountants of India, we have to state that as per the records maintained by the company, no investor grievance is pending for a period exceeding one month as on 31st March, 2011.
5. We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For and on behalf of  
**Adesh Tandon & Associates**  
Company Secretaries  
**Adesh Tandon**  
M. No. 2253  
C.P. NO 1121  
Place: Kanpur  
Date: May 28, 2011



# standalone financial Statements

# Auditors' Report

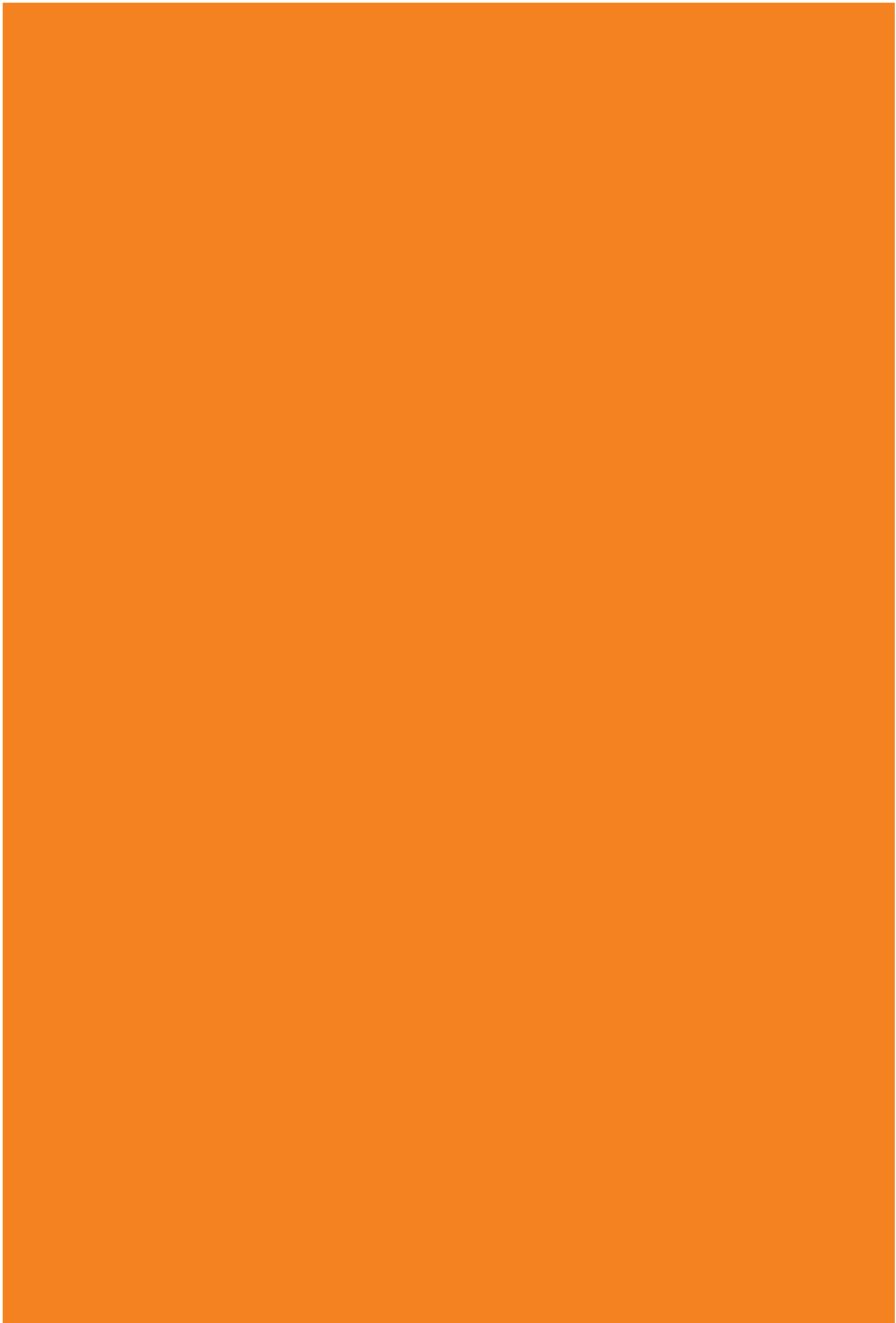
1. We have audited the attached Balance Sheet of Jagran Prakashan Limited (the "Company") as at March 31, 2011, and the related Profit and Loss Account and Cash Flow Statement for the year ended on that date annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the Company's Management. Our responsibility is to express an opinion on these financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by Management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As required by the Companies (Auditor's Report) Order, 2003, as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together the "Order") issued by the Central Government of India in terms of sub-section (4A) of Section 227 of 'The Companies Act, 1956' of India (the 'Act') and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we further report that:
  - (i) (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
    - (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies between the book records and the physical inventory have been noticed.
    - (c) In our opinion and according to the information and explanations given to us, a substantial part of fixed assets has not been disposed of by the Company during the year.
  - (ii) (a) The inventory (excluding stocks with third parties) has been physically verified by the Management during the year. In respect of inventory lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable.
    - (b) In our opinion, the procedures of physical verification of inventory followed by the Management are reasonable and adequate in relation to the size of the Company and the nature of its business.
    - (c) On the basis of our examination of the inventory records, in our opinion, the Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
  - (iii) (a) The Company has granted unsecured loans, to three companies covered in the register maintained under Section 301 of the Act. The maximum amount involved during the year and the year-end balance of such loans aggregates to Rs. 3,751.50 lakhs and Rs. 651.50 lakhs respectively.
    - (b) In our opinion, the rate of interest and other terms and conditions of such loans are not prima facie prejudicial to the interest of the Company.
    - (c) In respect of the aforesaid loans, the parties are repaying the principal amounts as stipulated and are also regular in payment of interest, where applicable.
    - (d) In respect of the aforesaid loans, there is no overdue amount more than Rupees One Lakh.
    - (e) The Company has not taken any loans, secured or unsecured, from companies, firms or other parties covered in the register maintained under Section 301 of the Act. Accordingly, the question of commenting on the rate of interest and other terms and conditions of such loans including regularity of repayment does not arise.
  - (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the aforesaid internal control system.
  - (v) (a) In our opinion and according to the information and explanations given to us, the particulars of contracts or arrangements referred to in Section 301 of the Act have been entered in the register required to be maintained under that section.
    - (b) In our opinion and according to the information and explanations given to us, there are no transactions made in pursuance of such contracts or arrangements and exceeding the value of Rupees Five Lakhs in respect of any party during the year, which have been made at prices which are not reasonable having regard to the prevailing market prices at the relevant time.
  - (vi) The Company has not accepted any deposits from the public within the meaning of Sections 58A and 58AA of the Act and the rules framed there under.
  - (vii) In our opinion, the Company has an internal audit system commensurate with its size and nature of its business.
  - (viii) The Central Government of India has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of Section 209 of the Act for any of the products of the Company.

- (ix) (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, customs duty, excise duty, cess and other material statutory dues as applicable with the appropriate authorities. .
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, wealth-tax, service-tax, customs duty, excise duty and cess which have not been deposited on account of any dispute.
- (x) The Company has no accumulated losses as at March 31, 2011 and it has not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.
- (xi) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders as at the balance sheet date.
- (xii) In our opinion, the Company has maintained adequate documents and records in the cases where the Company has granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) The provisions of any special statute applicable to chit fund / nidhi / mutual benefit fund/ societies are not applicable to the Company.
- (xiv) In our opinion, the Company is not a dealer or trader in shares, securities, debentures and other investments.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- (xvi) In our opinion, and according to the information and explanations given to us, on an overall basis, the term loans have been applied for the purposes for which they were obtained.
- (xvii) On the basis of an overall examination of the balance sheet of the Company, in our opinion and according to the information and explanations given to us, there are no funds raised on a short-term basis which have been used for long-term investment.
- (xviii) The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under Section 301 of the Act during the year.
- (xix) The Company has not issued any debentures during the year and no debentures were outstanding at the year-end.
- (xx) The Company has not raised any money by public issues during the year.
- (xxi) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the Management.
4. *We draw your attention to Note 5 on Schedule 20B, regarding non-amortisation of costs, aggregating Rs. 1,700 Lakhs (March 31, 2010: Rs. 1,700 Lakhs), of the title 'Dainik Jagran' owned by the Company (the "Title") and forming part of 'Intangible Assets' in the financial statements, over the 'finite' life of the Title, which is considered as indefinite by the management, and has not been determined; resulting in non-compliance with Accounting Standard 26 - Intangibles - referred to in sub-section (3C) of Section 211 of the Act. As finite life of the title has not been determined, the impact of the aforesaid non amortisation on the net profits for the year and the net assets as at year end is not quantifiable.*
5. Further to our comments in paragraph 3 above, we report that:
- (a) *Except for the matter referred to in paragraph 4 above, we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit;*
- (b) *Except for the matter referred to in paragraph 4 above, the impact of which is not quantifiable, in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;*
- (c) The Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account;
- (d) *Except for the matter referred to in paragraph 4 above, in our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Act;*
- (e) On the basis of written representations received from the directors, as on March 31, 2011 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2011 from being appointed as a director in terms of clause (g) of sub-section (1) of Section 274 of the Act;
- (f) In our opinion and to the best of our information and according to the explanations given to us, the said financial statements together with the notes thereon and attached thereto, *except for the matter referred to in paragraph 4 above, the impact of which is not quantifiable, give, in the prescribed manner, the information required by the Act, and give a true and fair view in conformity with the accounting principles generally accepted in India:*
- (i) in the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2011;
- (ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
- (iii) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants

**Usha Rajeev** Partner  
Membership Number F-87191

Kanpur  
May 28, 2011



# Balance Sheet

as at March 31, 2011

(Rs. in Lakhs)				
		Schedule No.	As at March 31, 2011	As at March 31, 2010
<b>SOURCES OF FUNDS</b>				
i	Shareholders' Funds			
	a. Capital	1	6,325.36	6,023.41
	b. Reserves and Surplus	2	63,713.25	55,226.43
ii	Loan Funds			
	Secured	3	17,991.19	12,135.81
iii	Deferred Tax Liability (Net)		6,282.67	5,800.08
	(Refer Note 8 on Schedule 20A and Note 11 on Schedule 20B)			
	<b>TOTAL</b>		<b>94,312.47</b>	<b>79,185.73</b>
<b>APPLICATION OF FUNDS</b>				
i	Fixed Assets			
	a. Gross Block	4	68,503.92	56,352.87
	b. Depreciation		24,316.70	19,449.83
	c. Net Block		44,187.22	36,903.04
	d. Capital Work in Progress		7,443.26	2,505.54
			<b>51,630.48</b>	<b>39,408.58</b>
ii	Investments	5	23,159.58	16,658.59
iii	Current Assets, Loans and Advances			
	a. Inventories	6	5,668.51	5,333.55
	b. Sundry Debtors	7	21,259.10	18,121.86
	c. Cash and Bank Balances	8	3,587.85	8,517.59
	d. Other Current Assets	9	2,273.75	2,587.60
	e. Loans and Advances	10	13,763.69	7,172.88
			<b>46,552.90</b>	<b>41,733.48</b>
	Less			
	Current Liabilities and Provisions	11		
	a. Current Liabilities		13,729.84	12,956.81
	b. Provisions		13,300.65	5,658.11
			<b>27,030.49</b>	<b>18,614.92</b>
	<b>NET CURRENT ASSETS</b>		<b>19,522.41</b>	<b>23,118.56</b>
	<b>TOTAL</b>		<b>94,312.47</b>	<b>79,185.73</b>
	Significant Accounting Policies and Notes to Accounts	20		

This is the Balance Sheet referred to in our report of even date.

**For Price Waterhouse**

Firm Registration Number 301112E

Chartered Accountants

**Usha Rajeev** Partner

Membership Number - F - 87191

Place: Kanpur

Date: May 28, 2011

The schedules referred to above form an integral part of the Balance Sheet.

**For and on behalf of the Board**

Mahendra Mohan Gupta	Chairman and Managing Director
Sanjay Gupta	Whole time Director and CEO
Dhirendra Mohan Gupta	Whole time Director
Sunil Gupta	Whole time Director
Shailesh Gupta	Whole time Director
Devendra Mohan Gupta	Director
Gavin K. O'Reilly	Director
Naresh Mohan	Director
Shailendra Mohan Gupta	Director
Shashidhar Narain Sinha	Director
Vijay Tandon	Director
Rajendra Kumar Agarwal	Chief Financial Officer
Amit Jaiswal	Company Secretary

# Profit & Loss

for the Year Ended March 31, 2011

					(Rs. in Lakhs)
		Schedule No.	For the Year Ended March 31, 2011		For the Year Ended March 31, 2010
<b>INCOME</b>					
Sales and Other Operating Income		12	111,531.98		94,189.38
Other Income		13	2,319.06		3,425.06
Increase/(Decrease) in Stocks		14	(8.32)		(3.26)
			<b>113,842.72</b>		<b>97,611.18</b>
<b>EXPENDITURE</b>					
Materials Consumed		15	35,840.41		29,588.04
Employees Cost		16	14,297.40		12,121.77
Manufacturing and Other Direct Expenses		17	11,916.51		9,880.68
Selling, Administrative and Other Expenses		18	15,252.00		14,367.31
			<b>77,306.32</b>		<b>65,957.80</b>
<b>PROFIT BEFORE INTEREST, DEPRECIATION AND TAXES</b>			<b>36,536.40</b>		<b>31,653.38</b>
Less : Interest		19	719.53		656.77
<b>PROFIT BEFORE DEPRECIATION AND TAXES</b>			<b>35,816.87</b>		<b>30,996.61</b>
Less: Depreciation			5,642.70		5,074.66
<b>PROFIT BEFORE TAXES</b>			<b>30,174.17</b>		<b>25,921.95</b>
Less : Tax Expense					
(Note 8 on Schedule 20A and Note 11 on Schedule 20B)					
Current Tax	9,108.45			7,738.83	
[net of provision for tax written back for earlier years: Rs. Nil (Previous Year Rs. 5.17 lakhs)]					
Deferred Tax	482.59		9,591.04	592.79	8,331.62
<b>NET PROFIT FOR THE YEAR</b>			<b>20,583.13</b>		<b>17,590.33</b>
Add: Balance of Profit Brought Forward			12,068.01		8,610.09
<b>BALANCE AVAILABLE FOR APPROPRIATION</b>			<b>32,651.14</b>		<b>26,200.42</b>
<b>APPROPRIATIONS</b>					
Transfer to Debenture Redemption Reserve	930.00				
Transfer from Debenture Redemption Reserve	(930.00)				
Transfer to General Reserve	2,100.00			1,800.00	
Interim Dividend	-			6,023.41	
Proposed Dividend	11,069.41			4,517.56	
Corporate Dividend Tax	1,778.29		14,947.70	1,791.44	14,132.41
<b>BALANCE CARRIED TO BALANCE SHEET</b>			<b>17,703.44</b>		<b>12,068.01</b>

Earning Per Share (Basic and Diluted) in Rupees			6.51		5.84
[Nominal value per share Rs. 2 (Previous Year Rs. 2)]					
(Note 12 on Schedule 20A and Note 14 on Schedule 20B)					
Significant Accounting Policies and Notes to Accounts		20			

This is the Profit and Loss Account referred to in our report of even date.

For Price Waterhouse

Firm Registration Number 301112E

Chartered Accountants

**Usha Rajeev** Partner

Membership Number - F - 87191

Place: Kanpur

Date: May 28, 2011

The schedules referred to above form an integral part of the profit & loss account

For and on behalf of the Board

Mahendra Mohan Gupta Chairman and Managing Director

Sanjay Gupta Whole time Director and CEO

Dhirendra Mohan Gupta Whole time Director

Sunil Gupta Whole time Director

Shailesh Gupta Whole time Director

Devendra Mohan Gupta Director

Gavin K. O'Reilly Director

Naresh Mohan Director

Shailendra Mohan Gupta Director

Shashidhar Narain Sinha Director

Vijay Tandon Director

Rajendra Kumar Agarwal Chief Financial Officer

Amit Jaiswal Company Secretary

# Cash Flow Statement

for the Year Ended March 31, 2011

					(Rs. in Lakhs)
	Particulars		For the Year Ended March 31, 2011		For the Year Ended March 31, 2010
<b>A</b>	<b>Cash Flow From Operating Activities</b>				
	<b>Net Profit Before Tax</b>		<b>30,174.17</b>		<b>25,921.95</b>
	<b>Adjustments for</b>				
	Depreciation	5,642.70		5,074.66	
	Interest Expense	719.53		656.77	
	Interest Income	(955.91)		(891.29)	
	Dividend Received (Including Dividend Reinvested)	(165.28)		(642.04)	
	(Profit)/Loss on Fixed Assets Sold	(61.13)		(24.31)	
	(Profit)/Loss on Investments Sold	(130.29)		(669.36)	
	Bad Debts Written-off	157.66		782.77	
	Liability No Longer Required Written-back	(717.42)		(326.61)	
	Provision for Bad and Doubtful Debts and Advances	744.02		957.00	
	Provision for Gratuity and Leave Encashment	(65.25)		(157.93)	
	Provision for Diminution In Value of Investments	82.13		111.07	
	Provision for Wealth Tax	14.16		13.61	
	Unrealised Foreign Exchange (Gain) /Loss on Restatements	(157.62)		(711.35)	
	Fixed Assets Written off	62.75	5,170.05	27.41	4,200.40
	<b>Operating Profit Before Working Capital Changes</b>		<b>35,344.22</b>		<b>30,122.35</b>
	<b>Adjustments for Changes In Working Capital</b>				
	- (Increase)/Decrease in Sundry Debtors	(3,824.14)		(3,019.34)	
	- (Increase)/Decrease in Other Receivables	(162.88)		(392.06)	
	- (Increase)/Decrease in Inventories	(334.96)		(2,150.65)	
	- Increase/(Decrease) in Trade and Other Payables	1,226.43	(3,095.55)	3,934.06	(1,627.99)
	<b>Cash Generated From Operations</b>		<b>32,248.67</b>		<b>28,494.36</b>
	- Direct Taxes Paid		(9,681.00)		(7,490.05)
	<b>Net Cash From Operating Activities</b>		<b>22,567.67</b>		<b>21,004.31</b>
<b>B</b>	<b>Cash Flow From Investing Activities</b>				
	Purchase of Fixed Assets	(13,466.14)		(9,517.20)	
	Capital Work in Progress	(4,752.23)		4,551.72	
	Proceeds from Sale of Fixed Assets	310.46		428.04	
	Amount received from Midday Infomedia Limited towards the amount payable to the print business of Mid-Day Multimedia Limited transferred to the company as explained in Note 6 on Schedule 20B	1,686.37		-	
	Professional fee paid for arrangement with Mid-Day Multimedia Limited as mentioned in Note 6 on Schedule 20B	(700.00)		-	

(Rs. in Lakhs)				
Particulars		For the Year Ended March 31, 2011 (Rs. in Lakhs)		For the Year Ended March 31, 2010 (Rs. in Lakhs)
Redemption of Investments	27,116.05		60,744.58	
Purchase of Investments	(32,518.56)		(60,523.19)	
ICDs given	(10,246.00)		(1,326.50)	
Repayment of ICDs	4,482.64		363.07	
Interest Received	1,390.23		449.48	
Dividend Received	61.02	(26,636.16)	0.14	(4,829.86)
<b>Net Cash Used In Investing Activities</b>				
<b>C Cash Flow From Financing Activities</b>				
Proceeds of Secured Loan	12,711.59		3,164.37	
Repayment of Secured Loans	(6,698.60)		(4,455.82)	
Repayment of Debentures	(930.00)		-	
Interest Paid	(677.88)		(552.51)	
Dividend Paid	(4,516.04)		(12,040.84)	
Dividend Tax Paid	(750.32)	(861.25)	(2,047.36)	(15,932.16)
<b>Net Cash Used In Financing Activities</b>				
<b>Net Increase/(Decrease) In Cash and Cash Equivalents</b>		<b>(4,929.74)</b>		<b>242.29</b>
<b>Cash and Cash Equivalents at the Beginning of the Year</b>		<b>8,517.59</b>		<b>8,275.30</b>
<b>Cash and Cash Equivalents at the End of the Year</b>		<b>3,587.85</b>		<b>8,517.59</b>
<b>Cash and Cash Equivalents Comprise</b>				
Cash on Hand		237.81		222.56
Remittance-in-Transit		-		0.28
Franking Machine Balance		-		0.55
Balance with Scheduled Banks in:				
Current Accounts		2,086.44		3,292.82
Fixed Deposit Accounts		1,039.75		4,820.16
Unpaid Dividend Account		11.97		10.42
Margin Money		211.88		170.80

**Notes:**

- Figures in brackets indicate cash outflow.
- The above Cash Flow Statement has been prepared under the indirect method set out in AS 3 - Cash Flow Statement as prescribed by Companies (Accounting Standards) Rules, 2006
- Fixed Deposit includes Rs 3.68 Lakhs (Previous Year Rs 3.92 Lakhs ) which are subject to lien with the bankers and government authorities

This is the Cash Flow Statement referred to in our report of even date.

For Price Waterhouse  
Firm Registration Number 301112E  
Chartered Accountants

**Usha Rajeev** Partner  
Membership Number - F - 87191

Place: Kanpur  
Date: May 28, 2011

For and on behalf of the Board

Mahendra Mohan Gupta	Chairman and Managing Director
Sanjay Gupta	Whole time Director and CEO
Dhirendra Mohan Gupta	Whole time Director
Sunil Gupta	Whole time Director
Shailesh Gupta	Whole time Director
Devendra Mohan Gupta	Director
Gavin K. O'Reilly	Director
Naresh Mohan	Director
Shailendra Mohan Gupta	Director
Shashidhar Narain Sinha	Director
Vijay Tandon	Director
Rajendra Kumar Agarwal	Chief Financial Officer
Amit Jaiswal	Company Secretary

# Schedules to Accounts

## Schedules Referred to and forming part of Balance Sheet and Profit & Loss Account

(Rs. in Lakhs)		
<b>SCHEDULE NO. 1 CAPITAL</b>	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
<b>AUTHORISED</b>		
37,50,00,000 Equity Shares of Rs. 2/- each		
(Previous Year 37,50,00,000 Equity Shares of Rs. 2/- each)	7,500.00	7,500.00
<b>ISSUED, SUBSCRIBED AND PAID-UP</b>		
31,62,67,857 Equity Shares of Rs.2/- each fully paid up (Previous Year 30,11,70,585 Equity Shares of Rs. 2/- each). Of the above, 4,95,00,000 Equity Shares of Rs. 2/- each fully paid-up (Previous Year 4,95,00,000 Equity Shares of Rs. 2/- each) were allotted by way of bonus shares by capitalisation of profits in the Year 2000-01; 13,90,01,805 equity shares of Rs. 2/- each fully paid-up (Previous Year 13,90,01,805 equity shares of Rs. 2/- each) in the Year 2005-06 and 5,01,95,100 equity shares of Rs. 2/- each fully paid-up (Previous Year 5,01,95,100 equity shares of Rs. 2/- each) in the Year 2006-07 by capitalisation of Securities Premium and 1,50,97,272 equity shares of Rs 2/- each fully paid (Previous year Nil) were allotted pursuant to the scheme of arrangement under section 391 to 394 of Companies Act, 1956 (Refer note 6 of schedule 20B)	6,325.36	6,023.41
<b>TOTAL</b>	<b>6,325.36</b>	<b>6,023.41</b>

(Rs. in Lakhs)				
<b>SCHEDULE NO. 2 RESERVES AND SURPLUS</b>		<b>As at March 31, 2011</b>		<b>As at March 31, 2010</b>
<b>SECURITIES PREMIUM</b>				
		35,902.19		35,902.19
<b>DEBENTURE REDEMPTION RESERVE</b>				
Opening Balance	-		-	
Add: Transfer from Profit and Loss account	930.00		-	
	930.00		-	
Less: Transfer to Profit and Loss account	930.00	-	-	-
<b>GENERAL RESERVE</b>				
Opening Balance	7,256.23		5,456.23	
Add: Transferred from Profit and Loss Account	2,100.00	9,356.23	1,800.00	7,256.23
<b>CAPITAL RESERVE</b>				
Opening Balance	-		-	
Add: Arising pursuant to the scheme of arrangement under section 391 to 394 of Companies Act, 1956 (Refer note 6 of schedule 20B)	1,451.39	1,451.39	-	
<b>PROFIT AND LOSS ACCOUNT</b>				
Balance as per Profit and Loss Account	17,703.44		12,068.01	
Less: Professional fee paid for arrangement under Section 391 to 394 of the Companies Act, 1956 as mentioned above	700.00	17,003.44	-	12,068.01
<b>TOTAL</b>		<b>63,713.25</b>		<b>55,226.43</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 3 SECURED LOANS</b> (Note 5 on Schedule 20A and Note 15 on Schedule 20B)	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
<b>Loans and Advances from Banks</b>		
Cash Credit	7,889.24	3,576.59
<b>Other Loans and Advances</b>		
External Commercial Borrowings taken from Cooperatieve Centrale Raiffeisen Boernleen Bank, B. A. Repayable within a Year Rs.1,792.40 Lakhs (Previous Year Rs. Nil)	5,377.20	5,500.80
Buyer's Credit [Repayable within a Year Rs.4,724.75 Lakhs(Previous Year Rs. 3,058.42 Lakhs)]	4,724.75	3,058.42
<b>TOTAL</b>	<b>17991.19</b>	<b>12135.81</b>

**Notes:**

- Cash Credit and External Commercial Borrowings are secured by first charge ranking pari-passu between Central Bank of India and Cooperatieve Centrale Raiffeisen Boernleen Bank, B. A.
  - by way of hypothecation of all movable assets including fixed assets, stocks, book debts and other receivables both present and future; and
  - by way of equitable mortgage of Company's immovable properties, both present and future.
- Cash Credit facilities from Central Bank of India are further secured by personal guarantees of some of the Directors.
- Buyers' credit facilities are secured against the 'Letters of Comfort' issued by Central Bank of India which are part of the secured working capital limits forming part of Note 1 above.

<b>SCHEDULE NO. 4</b>											
<b>FIXED ASSETS</b>											
(Note 2, 5, 9, 10 and 15 on Schedule 20A and Note 4, and 5 on Schedule 20B)											
(Rs. In Lakhs)											
<b>PARTICULARS</b>	<b>GROSS BLOCK</b>						<b>DEPRECIATION</b>			<b>NET BLOCK</b>	
	As at April 1, 2010	Additions	Sales/ Adjustments	As at March, 31, 2011	As at April 1, 2010	For the Year	Adjustments	As at March, 31, 2011	As at March, 31, 2011	AS at March 31, 2010	
<b>INTANGIBLE ASSETS</b>											
Title	1,700.00	-	-	1,700.00	-	-	-	-	1,700.00	1,700.00	
<b>TANGIBLE ASSETS</b>											
Land (Freehold)	1,040.78	440.98	-	1,481.76	-	-	-	-	1,481.76	1,040.78	
Land (Leasehold)	1,759.31	70.01	-	1,829.32	91.92	21.07	-	112.99	1,716.33	1,667.39	
Leasehold Improvements	1,472.72	14,764	-	1,620.36	449.13	21,788	-	66,701	953.35	1,023.59	
Buildings*	6,141.23	1,801.36	-	7,942.59	1,611.48	536.27	-	2,147.75	5,794.84	4,529.75	
Plant and Machinery	37,689.29	9,560.10	835.10	46,414.29	13,123.69	3,905.11	555.64	16,473.16	29,941.13	24,565.60	
Computers	3,92,783	773.90	53.63	4,648.10	2,901.15	566.00	50.16	3,416.99	1,231.11	1,026.68	
Furniture and Fixture	581.41	94.40	11.01	664.80	371.01	68.60	8.64	430.97	233.83	210.40	
Vehicles	2,040.30	350.57	188.17	2,202.70	901.45	32,777	161.39	1,06,783	1,134.87	1,138.85	
<b>TOTAL</b>	<b>56,352.87</b>	<b>13,238.96</b>	<b>1,087.91</b>	<b>68,503.92</b>	<b>19,449.83</b>	<b>5,642.70</b>	<b>775.83</b>	<b>24,316.70</b>	<b>44,187.22</b>	<b>36,903.04</b>	
<b>Capital Work in Progress:</b>											
Capital Work in Progress, including Capital Advances of Rs. 2,198.46 Lakhs (Previous Year Rs.1,492.55 Lakhs)									7,443.26	2,505.54	
<b>GRAND TOTAL</b>	<b>56,352.87</b>	<b>13,238.96</b>	<b>1,087.91</b>	<b>68,503.92</b>	<b>19,449.83</b>	<b>5,642.70</b>	<b>775.83</b>	<b>24,316.70</b>	<b>51,630.48</b>	<b>39,408.58</b>	
<b>PREVIOUS YEAR</b>	<b>47,951.05</b>	<b>9,584.89</b>	<b>1,183.07</b>	<b>56,352.87</b>	<b>15,127.10</b>	<b>5,074.66</b>	<b>751.93</b>	<b>19,449.83</b>			

\* Includes buildings constructed on the rented premises/on plot of land taken on lease from the directors/their relatives and the properties belonging to the entity, whose running business was takeover by the Company on April 1, 2000 on Lock, Stock and Barrel basis.

(Rs. in Lakhs)		
<b>SCHEDULE NO. 5</b>		
<b>INVESTMENTS</b>	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
(Note 3 on Schedule 20A and Note 17 on Schedule 20B)		
<b>LONG TERM INVESTMENTS -AT COST</b>		
<b>A QUOTED, NON-TRADE UNLESS OTHERWISE STATED</b>		
<b>a) SHARES</b>		
1,45,650 (Previous Year 1,45,650) Fully paid-up Equity Shares of Rs. 10/- each in Jagran Limited* (Trade) (Market value: Not available; Previous Year: Not available)	16.23	16.23
Nil (Previous Year 30,150) Fully paid-up Equity shares of Rs. 10/- each in The Bank of Rajasthan Limited (Market value: Rs. Nil; Previous Year: Rs.11.40 lakhs)	-	64.73
6,387 (Previous Year Nil) Fully paid-up Equity shares of Rs. 10/- each in ICICI Bank Limited (Market value: Rs. 71.29 lacs lakhs; Previous Year: Nil)	64.72	-
NIL (Previous Year 20,000) Fully paid-up Equity shares of Rs. 10/- each in CRB Corporation Limited* (Market value: Not available; Previous Year: Not available)	-	6.00
18,500 (Previous Year 18,500) Fully paid-up Equity shares of Rs. 10/- each in Mega Fin (India) Limited* (Market value: Not available; Previous Year: Not available)	1.85	1.85
1,100 ( Previous Year 1,100) Fully Paid up Equity shares of Rs. 10/- each in Bank of India (Market value: Rs. 5.23 lakhs;Previous Year Rs.2.41 lakhs;)	0.59	0.59
500 ( Previous Year 500) Fully paid-up Equity shares of Rs. 2/- each of HT Media Limited (Market value: Rs.0.75 lakhs; Previous Year Rs.0.29 lakhs)	0.53	0.53
500 ( Previous Year 500) Fully paid-up Equity shares of Rs. 2/- each of Deccan Chronicle Holdings Limited (Market value: Rs.0.40 lakhs; Previous Year Rs.0.24 lakhs)	0.46	0.46
	84.38	90.39
Less : Provision for diminution in Investments (Other than temporary)	18.08	80.00
<b>TOTAL (a)</b>	<b>66.30</b>	<b>10.39</b>
<b>b) DEBENTURES</b>		
56,212 (Previous Year 56,212) Non Convertible Debentures of Rs. 1000/- each of L & T Finance Limited (Market Value: Rs.558.47 lakhs; Previous Year 581.23 Lakhs)	562.12	562.12
<b>TOTAL (b)</b>	<b>562.12</b>	<b>562.12</b>
<b>c) UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE</b>		
AXIS FIXED TERM PLAN-SERIES 11 (371 DAYS) GROWTH PLAN (10,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS.101.85 LAKHS (PREVIOUS YEAR -NIL))	100.00	-
BIRLA SUN LIFE FIXED TERM PLAN-SERIES CM GROWTH (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS.203.80 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
DSP BLACKROCK FIXED MATURITY PLAN-13 M SERIES 2 - GROWTH (30,00,000 (PREVIOUS YEAR 30,00,000) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 322.64 LAKHS (PREVIOUS YEAR -301.37 LAKHS))	300.00	300.00
DSP BLACKROCK FIXED MATURITY PLAN-12 M SERIES 8 - GROWTH (30,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 307.74 LAKHS (PREVIOUS YEAR -NIL))	300.00	-
DSP BLACKROCK FIXED MATURITY PLAN-12 M SERIES 12- GROWTH (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 202.95 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
DSP BLACKROCK FIXED MATURITY PLAN-13 M SERIES 4- GROWTH (30,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 302.16 LAKHS (PREVIOUS YEAR -NIL))	300.00	-
DWS FIXED TERM FUND-SERIES 77 -GROWTH (10,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 102.54 LAKHS (PREVIOUS YEAR -NIL))	100.00	-

<b>SCHEDULE NO.5 (Contd.) INVESTMENTS</b>	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
(Note 3 on Schedule 20A and Note 17 on Schedule 20B)		
DWS FIXED TERM FUND-SERIES 78 -GROWTH (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 203.60 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
DWS FIXED TERM FUND-SERIES 81 -GROWTH (10,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 101.82 LAKHS (PREVIOUS YEAR -NIL))	100.00	-
FORTIS FIXED TERM FUND -SERIES 20C GROWTH (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 203.29 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
FORTIS FIXED TERM FUND SERIES 16 A GROWTH (50,08,915 (PREVIOUS YEAR 50,08,915) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 550.44 LAKHS (PREVIOUS YEAR -RS.517.15 LAKHS))	500.89	500.89
FORTIS FIXED TERM FUND SERIES 16 D GROWTH (50,00,000 (PREVIOUS YEAR 50,00,000) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 527.71 LAKHS (PREVIOUS YEAR -RS.501.32 LAKHS))	500.00	500.00
FORTIS FIXED TERM PLAN SERIES 14 PLAN C INSTITUTIONAL GROWTH (NIL (PREVIOUS YEAR 50,00,000) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. NIL (PREVIOUS YEAR -RS. 543.05 LAKHS))	-	500.00
HDFC HIGH INTEREST FUND-QUARTERLY DIVIDEND-REINVESTMENT (55,14,842 (PREVIOUS YEAR 53,12,418) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 621.17 LAKHS (PREVIOUS YEAR -RS.589.35 LAKHS))	645.30	622.72
ICICI PRUDENTIAL FMP SERIES 54-18 MONTHS PLAN A CUMULATIVE (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 204.57 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
ICICI PRUDENTIAL FMP SERIES 53- 1 YEAR PLAN E CUMULATIVE (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 204.08 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
ICICI PRUDENTIAL FMP SERIES 55- 1 YEAR PLAN A CUMULATIVE (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 203.49 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
ICICI PRUDENTIAL FMP SERIES 55- 15 MONTHS PLAN A CUMULATIVE (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 202.51 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
ICICI PRUDENTIAL FMP SERIES 55- 14 MONTHS PLAN B CUMULATIVE (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 201.31 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
ICICI PRUDENTIAL FMP SERIES 55- 13 MONTHS PLAN A CUMULATIVE (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 201.22 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
IDBI FMP - 395 DAYS SERIES-1 (MARCH-2011) A- GROWTH (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 201.74 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
JM FIXED MATURITY FUND SERIES XVIII 15 MONTHS PLAN 1 REGULAR GROWTH (30,00,000 (PREVIOUS YEAR 30,00,000) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 324.82 LAKHS (PREVIOUS YEAR -RS.301.48 LAKHS))	300.00	300.00
JM FIXED MATURITY FUND SERIES XIX PLAN D - GROWTH (20,00,000 (PREVIOUS YEAR NIL) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 202.92 LAKHS (PREVIOUS YEAR -NIL))	200.00	-
KOTAK FIXED MATURITY PLAN 18 M SERIES 4 GROWTH (71,17,922 (PREVIOUS YEAR 71,17,922) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 748.39 LAKHS (PREVIOUS YEAR -712.48 LAKHS))	711.79	711.79
KOTAK FIXED MATURITY PLAN 19M SERIES 2 GROWTH (1,00,03,009 (PREVIOUS YEAR 1,00,03,009) UNITS OF RS 10/- EACH) (MARKET VALUE: RS. 1115.33 LAKHS (PREVIOUS YEAR -1045.77 LAKHS))	1,000.30	1,000.30

(Rs. in Lakhs)

<b>SCHEDULE NO.5 (Contd..)</b>			
<b>INVESTMENTS</b>		<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
(Note 3 on Schedule 20A and Note 17 on Schedule 20B)			
<b>c)</b>	<b>UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE (Contd..)</b>		
	Kotak Fixed Maturity Plan 370 Days Series 7-Growth (10,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 102.98 lakhs (Previous year -Nil))	100.00	-
	Kotak Fixed Maturity Plan 24M Series 2-Growth (10,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 102.38 lakhs (Previous year -Nil))	100.00	-
	Kotak FMP Series 35-Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 202.20 lakhs (Previous year -Nil))	200.00	-
	Kotak FMP Series 41-Growth (10,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 100.12 lakhs (Previous year -Nil))	100.00	-
	Principal Pnb Fixed Maturity Plan 367 days Series 1 Sep10-Growth (10,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 103.27 lakhs (Previous year -Nil))	100.00	-
	Reliance Regular Saving Fund Debt Plan Institutional Growth Plan (65,43,663 (Previous Year 65,43,663) units of Rs 10/- each) (Market Value: Rs. 876.58 lakhs (Previous year -831.59 lakhs))	800.00	800.00
	Reliance Fixed Horizon Fund-XVI Series 4-Growth Plan (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 204.93 lakhs (Previous year -Nil))	200.00	-
	Reliance Fixed Horizon Fund-XVI Series 6-Growth Plan (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 204.82 lakhs (Previous year -Nil))	200.00	-
	Reliance Fixed Horizon Fund-XVII Series 4-Growth Plan (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 204.15 lakhs (Previous year -Nil))	200.00	-
	Reliance Fixed Horizon Fund-XVII Series 7-Growth Plan (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 203.20 lakhs (Previous year -Nil))	200.00	-
	Reliance Fixed Horizon Fund-XIX Series 13-Growth Plan (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 200.83 lakhs (Previous year -Nil))	200.00	-
	Religare Fixed Maturity Plan Series II Plan E (18 Months) (50,00,000 (Previous Year 50,00,000) units of Rs 10/- each) (Market Value: Rs. 532.14 lakhs (Previous year -Rs.500.00 lakhs))	500.00	500.00
	Religare Fixed Maturity Plan Series V Plan B (13 Months) Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 205.00 lakhs (Previous year -Nil))	200.00	-
	Religare Fixed Maturity Plan Series VI Plan A (13 Months) Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 200.90 lakhs (Previous year -Nil))	200.00	-
	Religare Fixed Maturity Plan Series VI Plan C (13 Months) Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 200.34 lakhs (Previous year -Nil))	200.00	-
	Religare Fixed Maturity Plan Series IV Plan F Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 204.18 lakhs (Previous year -Nil))	200.00	-
	Sundaram Fixed Term Plan AF 14 Months Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 202.94 lakhs (Previous year -Nil))	200.00	-
	Tata Fixed Maturity Plan Series 25 Scheme A-Growth (50,00,000 (Previous Year 50,00,000) units of Rs 10/- each) (Market Value: Rs. 560.65 lakhs (Previous year -Rs.523.38 lakhs))	500.00	500.00
	Tata Fixed Maturity Plan Series 29 Scheme A-Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 205.83 lakhs (Previous year -Nil))	200.00	-

(Rs. in Lakhs)

<b>SCHEDULE NO.5 (Contd..)</b>			
<b>INVESTMENTS</b>			
(Note 3 on Schedule 20A and Note 17 on Schedule 20B)		<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
Tata Fixed Maturity Plan Series 29 Scheme C-Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 204.85 lakhs (Previous year -Nil))		200.00	-
Tata Fixed Maturity Plan Series 30 Scheme A-Growth (20,00,686 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 204.07 lakhs (Previous year -Nil))		200.07	-
Taurus Fixed Maturity Plan 15 Months Series 1-Institutional Growth (20,00,000 (Previous Year 20,00,000) units of Rs 10/- each) (Market Value: Rs. 216.51 lakhs (Previous year -Rs.202.47 lakhs))		200.00	200.00
Templeton India Income Opportunities Fund Growth (1,43,59,776 (Previous Year 49,13,570) units of Rs 10/- each) (Market Value: Rs.1575.02 lakhs (Previous year -Rs.507.06 lakhs))		1,500.00	500.00
UTI fixed Maturity plan yearly series (YFMP03/09)-Institutional Growth (NIL (Previous year 50,00,000) units of Rs.10/- each) (Market Value : Rs.NIL (Previous year Rs.541.23 lakhs))		-	500.00
<b>Total (c)</b>		<b>13,958.35</b>	<b>7,435.70</b>
<b>Total (A) (a+b+c)</b>		<b>14,586.77</b>	<b>8,008.21</b>
<b>B UNQUOTED</b>			
<b>a) SHARES (TRADE)</b>			
1,00,000 (Previous Year 1,00,000) Fully paid-up Equity shares of Rs.10/- each in Jagran Publications Private Limited**		10.00	10.00
5,000 (Previous Year 5,000) Fully paid-up Equity Shares of Rs.10/- each in Jagran Prakashan (MPC) Private Limited***		0.50	0.50
150 (Previous Year 150) Fully Paid-up Equity Shares of Rs. 100/- each of United News of India		0.10	0.10
312 (Previous Year 312) Fully Paid-up Equity Shares of Rs. 100/- each of The Press Trust of India Limited		0.31	0.31
Nil (Previous Year 4,60,000) Fully paid-up Equity Shares of Rs.10/- each in Jagran Infotech Limited		-	46.00
Nil (Previous Year 10,25,000) Fully paid-up Equity Shares of Rs.10/- each in Jagran 18 Publications Limited		-	102.50
1,330 (Previous Year 1,330) Fully Paid-up Equity Shares of Rs.10/- each in Skorydov Systems Private Limited		250.00	250.00
67,200 (Previous Year Nil) Fully Paid-up Equity Shares of Rs.10/- each in MMI Online Limited		53.76	53.76
1,58,887 (Previous Year 83,887) Fully Paid-up Equity Shares of Rs.10/- each in Leet OOH Media Private Limited		570.00	300.00
39,200 (Previous Year Nil) Fully Paid-up Equity Shares of Rs.10/- each in X-pert Publicity Private Limited		62.23	62.23
88,61,500 (Previous Year Nil) Fully Paid up Equity Shares of Rs.10/- each in Midday Infomedia Limited		886.15	-
4,67,290 (Previous Year Nil) Partly Paid up Warrants convertible into Equity Shares of Rs.10/- each in Edserv Soft Systems Ltd		250.00	-
1,00,00,000 (Previous Year Nil) Fully Paid up Non Convertible Preference share of Rs 10/-each in Midday Infomedia Limited		2,500.00	-
Less : Provision for diminution in Investments (Other than temporary)		4,583.05 82.13	825.40 102.50
<b>TOTAL (d)</b>		<b>4,500.92</b>	<b>722.90</b>
<b>b) UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE</b>			
BSL Income Fund-Quarterly Dividend -Reinvestment (Nil (Previous Year 51,25,483) units of Rs 10/- each)		-	623.28
ICICI Prudential Long Term Plan Premium Plus Cummulative (49,83,753 (Previous Year 49,83,753) units of Rs 10/- each)		500.00	500.00
Kotak Credit Opportunity Fund-Growth (50,00,000 (Previous Year Nil) units of Rs 10/- each)		500.00	-

(Rs. in Lakhs)		
<b>SCHEDULE NO.5 (Contd.) INVESTMENTS</b> (Note 3 on Schedule 20A and Note 17 on Schedule 20B)	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
LICMF Bond Fund-Dividend Plan (94,68,628 (Previous Year 93,97,541) units of Rs 10/- each)	1,056.06	1,048.35
SBI Debt Fund Series 15 Months -6- Growth (20,00,000 (Previous Year Nil) units of Rs 10/- each)	200.00	-
<b>Total (e)</b>	<b>2,256.06</b>	<b>2,171.63</b>
<b>Total (B) (d+e)</b>	<b>6,756.98</b>	<b>2,894.53</b>
<b>CURRENT INVESTMENTS</b>		
(At lower of cost and fair value)		
<b>C QUOTED, NON-TRADE</b>		
<b>a) BONDS</b>		
Bonds (F.V. of Rs. 10,00,000/each) of Steel Authority of India Limited Nil (Previous Year 50) (Market Value: Rs. Nil ; Previous Year : Rs.500.90 lakhs)	-	475.00
<b>TOTAL (f)</b>	<b>-</b>	<b>475.00</b>
<b>b) UNITS OF MUTUAL FUND (FULLY PAID UP)</b>		
HDFC Short Term Plan - Growth (28,71,815 (Previous Year 28,71,815) units of Rs 10/- each) (Market Value: Rs. 544.56 lakhs (Previous year -Rs 516.72 lakhs))	515.83	515.83
Templeton India Short Term Income Retail Plan-Growth (10,711 (Previous Year Nil) units of Rs 10/- each) (Market Value: Rs. 209.25 lakhs (Previous year Nil))	200.00	-
<b>TOTAL (g)</b>	<b>715.83</b>	<b>515.83</b>
<b>TOTAL (C)(f+g)</b>	<b>715.83</b>	<b>990.83</b>
<b>D UNQUOTED, NON-TRADE</b>		
<b>UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE</b>		
Axis Short Term Fund-Institutional Growth (19,60,131 (Previous Year Nil) units of Rs 10/- each)	200.00	-
IDFC-SSIF-Short Term-Growth (36,10,569 (Previous Year Nil) units of Rs 10/- each)	700.00	-
Kotak Bond Short Term-Growth (11,13,400 (Previous Year Nil) units of Rs 10/- each)	200.00	-
ICICI Prudential Ultra Short Term Plan Premium Plus Growth (Nil (Previous Year 58,22,407) units of Rs 10/- each)	-	595.05
Principal Income Fund Short Term Institutional Plan Growth (Nil (Previous Year 31,79,077) units of Rs 10/- each)	-	513.33
Templeton India Short Term Income Retail Plan Weekly Dividend Reinvestment (Nil (Previous Year 1,95,134) units of Rs 1000/- each)	-	2,104.76
Templeton India Short Term Income Plan Institutional Weekly Dividend Reinvestment (Nil (Previous Year 52,910) units of Rs 1000/- each)	-	534.85
Templeton India Ultra Short Bond Fund Super Institutional Daily Dividend Reinvestment (Nil (Previous Year 50,39,086) units of Rs 10/- each)	-	504.49
UTI Short Term Income Fund-Institutional-Growth Plan (Nil (Previous Year 49,34,285) units of Rs 10/- each)	-	521.11
	<b>1,100.00</b>	<b>4,773.59</b>
Less : Provision for diminution in value of Investments	-	8.57
<b>TOTAL (D)</b>	<b>1,100.00</b>	<b>4,765.02</b>
<b>TOTAL (A+B+C+D)</b>	<b>23,159.58</b>	<b>16,658.59</b>

**NOTES:**

- Market value and book value both exclude the investments in respect of which market value as stated above was not available. These Investment are fully provided for.
- Represents 40% paid-up Capital of the company carrying 50% voting rights.
- Represents 50% paid-up Capital of the company carrying 50% voting rights.

Aggregate market value of Quoted Investment in Shares, Debentures, Bonds and Mutual Funds is Rs. 15,969.93 Lakhs (Previous Year Rs.9,238.19 Lakhs) as against the aggregate book value of Rs. 15,302.60 Lakhs (Previous Year Rs. 8,999.04 Lakhs).  
Aggregate amount of unquoted Investments is Rs. 7,856.98 Lakhs (Previous Year Rs. 7,659.55 Lakhs).

(Rs. in Lakhs)

<b>SCHEDULE NO. 6 INVENTORIES</b> (Note 4 on Schedule 20A)	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
Raw Material*	5,381.72	5,071.66
(Including in transit Rs. 614.00 Lakhs; Previous Year Rs. 1627.07 Lakhs)		
Stores	273.49	240.27
Finished Goods	13.30	21.62
<b>TOTAL</b>	<b>5,668.51</b>	<b>5,333.55</b>

\* Includes raw material lying with third parties aggregating Rs. 15.95 Lakhs (Previous Year Rs. 25.65 Lakhs)

(Rs. in Lakhs)

<b>SCHEDULE NO. 7 SUNDRY DEBTORS</b>	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
Debts outstanding for a period exceeding six months:		
Secured, considered good	25.59	14.97
Unsecured, considered good	2,494.97	2,657.10
Unsecured, considered doubtful	2,099.36	1,648.57
Less:Provision for Bad and Doubtful Debts	2,099.36	1,648.57
	2,520.56	2,672.07
Other Debts		
Secured, considered good	1,428.52	1,387.00
Unsecured, considered good**	17,310.02	14,062.79
Unsecured, considered doubtful	9.71	-
Less:Provision for Bad and Doubtful Debts	9.71	-
	18,738.54	15,449.79
<b>TOTAL</b>	<b>21,259.10</b>	<b>18,121.86</b>

\*\* Debts due from the Private Company in which some of the Directors of the company are Directors Rs.0.30 Lakhs (Previous Year Rs.0.02)

(Rs. in Lakhs)

<b>SCHEDULE NO. 8 CASH AND BANK BALANCES</b>	<b>As at March 31, 2011</b>	<b>As at March 31, 2010</b>
Cash on Hand	237.81	222.56
Remittance-in-Transit	-	0.28
Franking Machine Balance	-	0.55
Balance with Scheduled Banks in:		
Current Accounts	2,086.44	3,292.82
Fixed Deposit Accounts***	1,039.75	4,820.16
Unpaid Dividend Account	11.97	10.42
Margin Money	211.88	170.80
<b>TOTAL</b>	<b>3,587.85</b>	<b>8,517.59</b>

\*\*\* Includes Rs 3.68 Lakhs (Previous Year Rs 3.92 Lakhs) which are subject to lien with the bankers and government authorities.

(Rs. in Lakhs)

<b>SCHEDULE NO. 9 OTHER CURRENT ASSETS</b>		<b>As at March 31, 2011</b>		<b>As at March 31, 2010</b>
Security Deposits				
Considered Good#	2,120.35		1,999.88	
Considered Doubtful	-		11.66	
	2,120.35		2,011.54	
Less : Provision for Bad and Doubtful Security Deposits	-	2,120.35	11.66	1,999.88
Interest Accrued on Fixed Deposits		48.77		414.07
Interest Receivable (Others)		104.63		173.65
<b>TOTAL</b>		<b>2,273.75</b>		<b>2,587.60</b>

# Includes amount of Rs.50.50 Lakhs (Previous Year Rs.50.50 Lakhs) deposited with the Directors for the premises taken on lease from them. Maximum amount due at any time during the Year : Rs 50.50 Lakhs (Previous Year Rs.50.50 Lakhs)

(Rs. in Lakhs)

<b>SCHEDULE NO. 10 LOANS AND ADVANCES</b> (Notes 2 on Schedule 20B)		<b>As at March 31, 2011</b>		<b>As at March 31, 2010</b>
Advances recoverable in cash or in kind or for value to be received (Unsecured, considered good unless otherwise stated)				
Accrued Billing Revenue		236.60		309.45
Loans and Advances to Parties and Staff *				
Secured, Considered Good	2,375.00		-	
Unsecured, Considered Good	9,081.06		5,506.85	
Unsecured, Considered Doubtful	1,010.69		995.77	
	12,466.75		6,502.62	
Less : Provision for Bad and Doubtful Advances**	1,010.69	11,456.06	995.77	5,506.85
Prepaid Expenses		1,221.72		1,177.80
Income Tax Paid (including Tax Deducted at Source)	29,031.92		19,285.20	
Less: Provision for Income Tax	28,185.98	845.94	19,109.79	175.41
Fringe Benefit Tax Paid	182.00		523.71	
Less: Provision for Fringe Benefit Tax	178.63	3.37	520.34	3.37
<b>TOTAL</b>		<b>13,763.69</b>		<b>7,172.88</b>

\* Debts due from private companies in which the company has substantial interest: Rs. 2,662.58 Lakhs (Previous Year 2,931.08 Lakhs)

\*\* Includes provision made on advances due from related parties

(Rs. in Lakhs)

<b>SCHEDULE NO. 11 CURRENT LIABILITIES AND PROVISIONS</b>		<b>As at March 31, 2011</b>		<b>As at March 31, 2010</b>
<b>A CURRENT LIABILITIES</b>				
(Note 5 and 11 on Schedule 20A and note 6 and 15 on Schedule 20B)				
Sundry Creditors				
- Due to Micro and Small Enterprises		-		-
- Due to Subsidiary Company		63.25		-
- Others		9,482.08		9,441.20
Advance from Customers		901.27		695.40
Unpaid Dividend*		11.97		10.42
Security Deposits from Agents, Staff and Others		2,753.28		2,433.39
Interest Accrued but not Due		39.13		30.81
Other Liabilities		478.86		345.59
		13,729.84		12,956.81
* Not due for credit to Investor Education and Protection Fund				
<b>B PROVISIONS</b>				
(Notes 7 and 8 on Schedule 20A and Note 12 on Schedule 20B)				
Provision for Wealth Tax	36.34		29.40	
Less: Wealth Tax Paid	22.18	14.16	15.79	13.61
Corporate Dividend Tax Payable		1,795.73		767.76
Proposed Dividend		11,069.38		4,517.56
Provision for Earned Leave		421.38		359.18
		13,300.65		5,658.11
<b>TOTAL</b>		<b>27,030.49</b>		<b>18,614.92</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 12 SALES AND OTHER OPERATING INCOME</b> (Note 6 on Schedule 20A and Note 8 on Schedule 20B)	<b>For the Year Ended March 31, 2011</b>	<b>For the Year Ended March 31, 2010</b>
Newspaper Sale	22,115.66	21,380.05
Other Publications Sale	183.56	179.30
Advertisement Revenue	76,647.72	63,835.80
Revenue from Other Operating Activities (Includes job charges revenue of Rs. 1,735.07 Lakhs; Previous Year Rs. 849.91 Lakhs)	11,799.04	8,194.49
Scrap and Waste Paper Sale	786.00	599.74
<b>TOTAL</b>	<b>111,531.98</b>	<b>94,189.38</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 13 OTHER INCOME</b> (Note 5 and 6 on Schedule 20A)		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2010</b>
Bad Debts Recovered		15.11		0.42
Profit on Sale of Assets		61.13		24.31
Profit on Sale of Current Investments, other than trade: (Net of Loss of Rs. 13.32 Lakhs; Previous Year Rs. 82.27 Lakhs)	99.13		21.54	
Profit on Sale of Long term Investments, other than trade: (Net of Loss of Rs. 55.75 Lakhs; Previous Year 82.90 Lakhs)	31.16	130.29	647.82	669.36
Dividend Received				
- From Long Term Investments - Other Than Trade	30.37		174.79	
- From Current Investments - Other Than Trade	134.91	165.28	467.25	642.04
Exchange Rate Fluctuation (Net)		195.83		799.42
Rent and Space Sharing Charges Received		8.05		8.02
Interest Received (Gross) :-				
- On Income Tax Refund	29.36		-	
- On Fixed Deposits	277.56		504.22	
(Gross of Tax Deducted at Source Rs.2731 Lakhs; Previous Year Rs 57.60 Lakhs)				
- On Loans Given	628.41		369.09	
Gross of Tax Deducted at Source Rs.52.24 Lakhs; Previous Year Rs 52.81 Lakhs)				
- Other Loans and Advances	20.58	955.91	17.98	891.29
(Gross of Tax Deducted at Source Rs.Nil; Previous Year Rs Nil )				
Provision/Creditors no Longer Required Written-back		717.42		326.61
Miscellaneous		70.04		63.59
<b>TOTAL</b>		<b>2,319.06</b>		<b>3,425.06</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 14 INCREASE/(DECREASE) IN STOCKS</b>		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2010</b>
Closing Stock		13.30		21.62
Less : Opening Stock		21.62		24.88
<b>TOTAL</b>		<b>(8.32)</b>		<b>(3.26)</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 15 MATERIALS CONSUMED</b> (Note 8 on Schedule 20B)		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2010</b>
Raw Material		33,313.68		27,356.39
Stores and Spares*		2,526.73		2,231.65
<b>TOTAL</b>		<b>35,840.41</b>		<b>29,588.04</b>

\* Does not include stores and spares directly charged to Repairs and Maintenance - Plant & Machinery Rs. 193.27 Lakhs (Previous Year Rs. 206.37 Lakhs)

(Rs. in Lakhs)

<b>SCHEDULE NO. 16 EMPLOYEES COST</b> (Note 7 on Schedule 20A and Note 9 and 13 on Schedule 20B)		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2010</b>
Salary, Wages, Bonus etc.		12,515.61		10,589.45
Contribution to Employees Provident and Other Funds		889.72		795.37
Employees Welfare		732.49		548.88
Gratuity Including Contribution to Gratuity Fund		159.58		188.07
<b>TOTAL</b>		<b>14,297.40</b>		<b>12,121.77</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 17 MANUFACTURING AND OTHER DIRECT EXPENSES</b>		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2011</b>
Repairs and Maintenance				
Building	385.95		371.34	
Plant and Machinery	1,115.65	1,501.60	953.60	1,324.94
News Collection and Contribution		492.30		479.78
Composing, Printing and Binding		384.39		282.41
Power and Fuel		1,833.28		1,539.64
Freight and Cartage		231.86		169.83
Site Hiring Charges (Note 9 on Schedule 20 A and 12 on Schedule 20B)		4,749.55		4,349.20
Event Management Expenses		2,424.26		1,526.55
Other Direct Expenses		299.27		208.33
<b>TOTAL</b>		<b>11,916.51</b>		<b>9,880.68</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 18 SELLING, ADMINISTRATIVE, AND OTHER EXPENSES</b>		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2010</b>
Rates and Taxes		69.97		49.88
Rent (Note 9 on Schedule 20 A and 12 on Schedule 20B)		1,044.86		936.21
Carriage and Distribution		1,903.99		1,695.64
Travelling and Conveyance		941.58		797.33
Communication		807.33		753.46
Promotion, Publicity and Sales Incentives		5,222.56		4,384.33
Repair and Maintenance - Others		503.19		460.19
Director's Sitting Fees		1.49		1.46
Field Expenses		1,125.12		1,037.27
Insurance		200.44		162.58
Donation		307.73		578.59
Bad Debts Written-off		157.66		782.77
Provision for Bad and Doubtful Debts and Advances		744.02		957.00
Provision for Diminution in Value of Investment		82.13		111.07
Payment to the Auditors (Note 10 Schedule 20 B)		80.99		64.21
Assets Written-off		62.75		27.41
Miscellaneous		1,996.19		1,567.91
<b>TOTAL</b>		<b>15,252.00</b>		<b>14,367.31</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 19 INTEREST</b>		<b>For the Year Ended March 31, 2011</b>		<b>For the Year Ended March 31, 2010</b>
Interest on				
- Term Loans		255.55		304.90
- Other Borrowings		463.98		351.87
<b>TOTAL</b>		<b>719.53</b>		<b>656.77</b>

# Significant Accounting Policies and Notes to Accounts

## SCHEDULE - 20

### A. SIGNIFICANT ACCOUNTING POLICIES

#### 1. Accounting Convention

The financial statements are prepared to comply in all material respects with notified accounting standards by the Companies (Accounting Standards) Rules, 2006, the relevant provisions of the Companies Act, 1956 and guidelines issued by the Securities and Exchange Board of India (SEBI), to reflect the financial position and the results of operations of the Group. Accounting policies have been consistently applied, except where a newly issued accounting standard or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use or to the extent disclosed in this schedule.

#### 2. Fixed Assets and Depreciation

- a) Fixed Assets are recorded by the Company at the cost of acquisition or construction after considering the grants received and depreciated on Written-Down Value basis, at the rates prescribed in Schedule-XIV to the Companies Act, 1956.
- b) Assets individually costing less than Rs. 5000 each are fully depreciated in the year of acquisition. In respect of assets acquired, sold or discarded during the year, depreciation is provided on pro-rata basis for the period during which each asset was in use.
- c) Depreciation is provided on composite cost of Land and Building wherever cost of Land is not separately available. In these cases, the said composite cost is capitalised under Building.
- d) Title Dainik Jagran has an indefinite life and therefore not amortized. (Also refer Note 5 of Schedule 20B)
- e) Leasehold land and Leasehold improvements are amortised on a straight-line basis over the total period of lease including renewals.

#### 3. Investments

Long term investments are stated at cost of acquisition inclusive of expenditure incidental to acquisition. A provision for diminution is made to recognise a decline, other than temporary in the value of long term investments.

Current investments are stated at lower of cost and fair value determined on an individual basis.

#### 4. Inventories

Inventories are valued at cost or net realisable value, whichever is lower. Cost of raw materials and stores is determined on first-in-first-out basis and cost of finished goods is determined on direct cost basis.

#### 5. Foreign Currency Transactions

Exchange differences arising on the settlement of monetary items at rates different from those at which they were initially recorded during the year, or reported in the previous financial statements, are recognized as income or as expense in the year in which they arise. Gain or loss on transactions relating to acquisition of Fixed Assets in foreign currency is recognised as profit or loss in the Profit and Loss Account and adjusted to the corresponding liability. Non-monetary items other than Fixed Assets are carried at fair value or other similar values using exchange rates when values were determined. Foreign Currency Monetary Items outstanding as at Balance Sheet date are valued using the conversion rate prevailing as at Balance Sheet date. The company does not have any derivative transactions.

#### 6. Revenue Recognition

Revenues are recognized to the extent that it is probable that economic benefit will flow to the company and revenue can be reliably measured. It is accounted for net of trade discounts.

Specifically the following bases are adopted in respect of various sources of revenues of the company:-

##### a) Advertisement

Revenue from advertisement space is recognized, as and when the relevant advertisement is published.

Revenue/Expense against all Barter-Contracts is recognised at the time of actual performance of the contract to the extent of performance completed by either party against its part of contract.

##### b) Sale of Publications

Revenue from sale is recognised on dispatch, net of credits for unsold copies.

##### c) Others

Revenue from printing job work is recognised on delivery of goods after completion as set out in the relevant contracts.

Revenue from Outdoor activities is recognised as and when the relevant advertisement is displayed.

Revenue from Event Management services is recognised when the event is completed.

Claims from insurance companies/ Interest on income tax refunds/ Government department are recognised as and when amount receivable can be reasonably determined.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend income is recognised if the right to receive payment is established by the Balance Sheet date.

## 7. Employee Benefits

Short term employee benefits are recognised in the period during which the services have been rendered. The Company's contribution to Employee Provident Fund, Employee's State Insurance Fund and Employee's Pension Scheme 1995 is charged to revenue.

The Company has Defined Benefit plans namely leave encashment and gratuity for all employees, the liability for which is determined on the basis of an actuarial valuation at the end of the year. Gratuity Fund is recognised by the income tax authorities and is administered and managed by the Life Insurance Corporation of India ("LIC").

Termination benefits are recognised as an expense immediately. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised immediately in the Profit and Loss Account as income or expense.

## 8. Taxation

- a) Tax expense comprises current tax and deferred tax.
- b) Current tax comprises Company's tax liability for the current financial year as well as additional tax paid, if any, during the year in respect of earlier years on receipt of demand from the authorities. For computation of taxable income under the Income Tax Act, 1961, cash basis of accounting has been adopted and consistently followed by the Company.
- c) Deferred tax assets and liabilities are computed on the timing differences at the Balance Sheet date using the tax rate and tax laws that have been enacted or substantially enacted by the Balance sheet date. Deferred tax assets are recognised based on management estimates of reasonable certainty that sufficient taxable income will be available against which such deferred tax assets can be realised. Unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realised.

## 9. Lease

Assets acquired under finance leases are recognised as fixed assets. Liability is recognised at the lower of the fair value of the leased assets at inception of the lease and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated over the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability and charge to the profit and loss account.

Payments made under operating leases are charged to Profit and Loss Account on a straight line basis over the period of the lease.

In case of non-cancellable operating leases, the total rent payable including future escalations till the expiry of lease is charged equally to profit and loss account over the period of lease including renewals.

## 10. Impairment of Assets

At each balance sheet date, the Company reviews the carrying amounts of its fixed assets to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the impairment loss is recognised for the amount by which the assets carrying value exceeds its recoverable amount. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset.

## 11. Provisions and Contingent Liability

- a) The Company creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.
- b) A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation can not be made.

## 12. Earnings Per Share

Earnings Per Share (EPS) are computed on the basis of net profit after tax for the year. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, since there are no dilutive equity shares.

## 13. Segment Information

The Company is engaged primarily in printing and publication of Newspaper and Magazines in India. The other activities of the company comprise outdoor advertising business, event management services and digital business. However, these in the context of the Accounting Standard 17 on Segment Reporting prescribed by the Companies (Accounting Standards) Rules, 2006 are considered to constitute single reportable business segment and single geographic segment. Accordingly, no separate disclosure for primary or secondary segments is given.

## 14. Cash Flow Statement

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature. The cash flows from operating, investing and financing activities of the Company are segregated.

## 15. Borrowing Cost

Borrowing cost attributable to the acquisition or construction of fixed assets which takes substantial period of time to get ready for its intended use is capitalised as part of the cost of that asset. Other borrowing costs are recognized as an expense in the year in which they are incurred.

## B - NOTESTO ACCOUNTS

### 1. Contingent Liabilities

(Rs. in Lakhs)		
Particulars	As at March 31, 2011	As at March 31, 2010
Bank Guarantees/Letter of Credit given	432.50	166.42
In respect of various pending labour and defamation cases (In view of large number of cases, it is impracticable to disclose the details of each case).	Amount not ascertainable	Amount not ascertainable

2. (a) Pending final disposal of various litigations initiated since June 2007 by a common group of shareholders hereinafter referred to as "Other Group" against the Company in case of Jagran Publications Private Limited and Jagran Prakashan (MPC) Private Limited and the Company's petition filed in case of former against the Other Group (which is in management) alleging mismanagement and oppression and seeking the directive against them to sell their shareholding to the Company at fair price or alternatively to vest the management rights with it, the management, on the basis of legal advice received and on evaluation of various developments including the decision of Company Law Board in its favour in one of the crucial petitions filed by Other Group and continuing decrease in outstanding balances considers its entire exposure, in both the companies, of Rs. 2,521.58 lakhs including equity investment of Rs.10.50 lakhs as fully realisable. However, the Company, being extremely conservative, recognises interest on the loans granted to these companies as income only when interest is realised and accordingly no interest income has been recognised for the period from October 1, 2007 to March 31, 2011.
- (b) The shares held in Jagran Publications Private Limited and Jagran Prakashan (MPC) Private Limited are not transferable to a third party (i.e. persons and body corporate not belonging to U.P. group, defined to be lineal descendants of late Mr. P.C. Gupta and Company in which not less than 51% shareholding is owned and controlled by their family members) without complying with certain conditions as contained in the Articles of Association of these two companies.
- (c) Pursuant to compliance of clause 32 of the Listing Agreement on disclosure of Loans/ Advances in the nature of loans, the relevant information is provided hereunder:

(Rs. in Lakhs)				
Particulars	Outstanding as at March 31, 2011	Maximum amount due at any time during the year ended March 31, 2011	Outstanding as at March 31, 2010	Maximum amount due at any time during the year ended March 31, 2010
i Midday Infomedia Limited	32.27	1823.38	-	-
ii Leet OOH Media Private Limited	71.50	71.50	71.50	71.50
iii X-pert Publicity Private Limited	80.00	80.00	80.00	80.00
iv SPFL Securities Limited	500.00	1,100.00	600.00	1,000.00
v Jagran Prakashan (MPC) Private Limited	1,574.40	1,574.79	1,574.79	1,588.18
(Amount repayable beyond 7 Years: Rs. Nil; Previous Year: Rs. Nil)				
vi Jagran Publications Private Limited.* (Amount repayable beyond 7 Years: Rs. Nil; Previous Year: Rs. Nil)	936.68	1,196.99	1,196.99	1,485.62
<b>TOTAL</b>	<b>3,194.85</b>	<b>5,846.66</b>	<b>3,523.28</b>	<b>4,225.30</b>

\* includes Rs. 350 Lakhs (Previous Year Rs. 350 Lakhs) non interest bearing loan given while the Company was a private limited Company. There is no stipulation for repayment.

- d) The Company has created certain provision, without prejudice to its legal rights, on the receivables under litigation though it is confident of realising its dues.

### 3. Capital Commitments

(Rs. in Lakhs)		
Particulars	As at March 31, 2011	As at March 31, 2010
Estimated amount of Capital Commitments (Net of Advances Rs. 2,198.46 Lakhs Previous Year Rs. 1,492.55)	11,656.54	10,552.75

4. Title deeds of leasehold land at Mohali of Rs. 91.95 Lakhs (Previous Year Rs. 90.40 Lakhs) and Patna of Rs. 68.45 Lakhs (Previous Year Rs. NIL) included in land are yet to be executed.

5. Accounting Standard 26 – Intangible Assets prescribed by the Companies (Accounting Standards) Rules, 2006, and the relevant provisions of the Companies Act, 1956, requires amortization of intangible assets over their estimated useful lives. In view of the Management, Title Dainik Jagran has an indefinite life and therefore is not amortised.

Considering the impending convergence of Indian Accounting Standards with International Financial Reporting Standard (“IFRS”) as indicated by the Institute of Chartered Accountants of India, and recent press note from Ministry of Corporate Affairs, the Company considers it likely that its financial statements will also be prepared in accordance with IFRS over the next three years or so.

Post migration to IFRS, the Company will no longer be required to amortize the Title but will need to test the same for impairment annually or earlier, if there arises a triggering event in the interim period. The company believes that basis its business projections, no impairment on such review will arise and accordingly, considering the above impending migration to IFRS, it has not amortized the value of Title of Rs 1,700 lakhs in these financial statements, as currently required by Accounting Standard – 26.

## 6. Transfer of the Print Business of Mid-Day Multimedia Limited

Pursuant to the scheme of arrangement formulated under the provisions of Sections 391 to 394 of the Companies Act, 1956 between Mid-Day Multimedia Limited (“MML”) and Jagran Prakashan Limited (“JPL”), as approved by the Honourable High Court of Judicature at Mumbai and Honourable High Court of Judicature at Allahabad vide their orders dated October 15, 2010 and January 4, 2011 respectively, which became effective on January 6, 2011, the investment in Midday Infomedia Limited (“MIL”) and all the estate, assets, rights, claims, title, interest, licenses, liabilities and authorities including accretions and appurtenances of MML pertaining to the Print Business (“Demerged Undertaking”) were transferred to JPL with effect from the Appointed Date i.e. April 1, 2010. Pursuant to the scheme, 15,097,272 equity shares of Rs. 2 each have been issued to the shareholders of MML as consideration. Professional fees paid for the arrangement with MML of Rs 700 lakhs, being directly attributable to the acquisition of the investment, has been adjusted in the Reserve and Surplus (Schedule 2) from the Profit and Loss Account balance.

The scheme of arrangement has been accounted for in accordance with the approval accorded whereby the assets and liabilities pertaining to the Demerged Undertaking have been recorded at the respective book values as appearing in the books of MML as on the Appointed Date and the excess of the assets over the liabilities and consideration has been credited to capital reserve. None of the Accounting Standards notified under Section 211(3C) of the Companies Act, 1956, is applicable to the transaction.

The calculation of difference between consideration and value of net identifiable assets acquired is as follows:

Assets/(Liabilities) acquired	Rs. in Lakhs
Equity Shares in Midday Infomedia Limited	886.15
Deferred Tax Asset	3.78
Other Current Assets	1,686.37
Loans and Advances*	120.32
Less: Current Liabilities and Provisions	13.28
Less: Secured Loans	930.00
<b>Net Assets as on April 1, 2010 – (A)</b>	<b>1,753.34</b>
<b>Consideration – 15,097,272 Equity shares of Rs. 2/- each in JPL issued (B)</b>	<b>301.95</b>
<b>Remaining amount credited to Capital Reserve (C) = (A) – (B)</b>	<b>1,451.39</b>

\* Includes net Income Tax paid of Rs. 111.27 Lakhs (net of Provision for Income Tax of Rs. 11.19 Lakhs) relating to the income tax assessments for earlier years to the extent pertaining to the print business of MML.

7. i) Based on the information available with the Company, there are no dues to micro and small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2011.
- ii) Based on the information available with the Company there was neither any interest payable or paid to any supplier under the aforesaid Act and similarly there is no such amount remaining unpaid as at March 31, 2011.

## 8. (A) Information Pursuant to the Provisions of Part II of Schedule VI of the Companies Act, 1956

### (i) Licensed and Installed Capacity

Particulars	Annual Licensed Capacity	Installed capacity (No. of copies in Lakhs per hour) as at March 31, 2011*	Installed capacity (No. of copies in Lakhs per hour) as at March 31, 2010*
Newspaper	NA	16.67	14.82
Other Publications	NA	No separate installed capacity	

\* As Certified by the Management.

**(ii) Production, Turnover and Stock:**

	ACTUAL PRODUCTION	TURNOVER		OPENING STOCK		CLOSING STOCK	
	(No. of copies in Lakhs)	QUANTITY (No. of copies in Lakhs)	AMOUNT (Rs. in Lakhs)	QUANTITY (No. of copies in Lakhs)	AMOUNT (Rs. in Lakhs)	QUANTITY (No. of copies in Lakhs)	AMOUNT (Rs. in Lakhs)
Newspaper	12,229.28	11,376.25	22,115.66	-	-	-	-
	(11,452.04)	(10,662.49)	(21,380.05)	-	-	-	-
Other Publications	-	-	183.56	0.78	21.62	0.66	13.30
	-	-	(179.30)	(0.68)	(24.88)	(0.78)	(21.62)
Advertisement Revenue**	-	-	76,647.72	-	-	-	-
	-	-	(63,835.80)	-	-	-	-
Revenue from other operating Activities***	-	-	11,799.04	-	-	-	-
	-	-	(8,194.49)	-	-	-	-
Scrap and waste paper	-	-	786.00	-	-	-	-
	-	-	(599.74)	-	-	-	-
<b>TOTAL</b>			<b>111,531.98</b>				
			<b>(94,189.38)</b>				

**NOTES:**

- Actual production of Newspaper includes 853.03 Lakhs (789.55 Lakhs) copies for free distribution, advertisement promotion, voucher files and unsold copies.
- \*\*Turnover with respect to Advertisements comprises revenue from selling of advertising space. The sale of such advertisement space cannot be expressed in any generic unit; hence it is not possible to give the quantitative details of turnover.
- \*\*\* Turnover with respect to other operating Activities comprises revenue from Event Management, Outdoor Advertisement, Digital services and Job Work, which can not be expressed in terms of quantity; hence it is not possible to give quantitative details.
- Previous Years figures are in brackets.

**(B) Raw Material Consumed:**

Particulars	(Rs. in Lakhs)			
	Year ended March 31, 2011		Year ended March 31, 2010	
	Quantity	Amount	Quantity	Amount
Newspprint & White Printing Paper	113,737 MT	30,046.46	103,052 MT	24,661.30
Art Paper	-	23.14	-	22.11
Ink	-	3,244.08	-	2,672.98
<b>TOTAL</b>		<b>33,313.68</b>		<b>27,356.39</b>

Consumption of Art Paper and Ink being less than 10%, no quantities thereof are being disclosed

**(C) Breakup of Imported & Indigenous Raw Material and Stores & Spares Consumed:**

Particulars	Year ended March 31, 2011		Year ended March 31, 2010	
	Amount (Rs. in Lakhs)	% of Consumption	Amount (Rs. in Lakhs)	% of Consumption
<b>RAW MATERIALS</b>				
Imported	8,304.86	24.93	5,649.70	20.65
Indigenous	25,008.82	75.07	21,706.69	79.35
<b>TOTAL</b>	<b>33,313.68</b>	<b>100.00</b>	<b>27,356.39</b>	<b>100.00</b>
<b>STORES &amp; SPARES*</b>				
Imported	8.79	0.32	77.40	3.17
Indigenous	2,711.21	99.68	2,360.62	96.83
<b>TOTAL</b>	<b>2,720.00</b>	<b>100.00</b>	<b>2,438.02</b>	<b>100.00</b>

\* This includes Spares Rs. 193.27 Lakhs (Previous Year Rs. 206.37 Lakhs) being the stores and spares directly charged to Repairs to Machinery.

**(D) Value of Import on C.I.F. Basis**

	(Rs. in lakhs)	
Particulars	Year ended March 31, 2011	Year ended March 31, 2010
Raw Material, including in transit Rs.614.29 Lakhs (Previous Year Rs. 1,626.45 Lakhs)	9,800.80	7,064.58
Stores & Spares	7.09	61.59
Capital Goods	696.38	242.38
<b>TOTAL</b>	<b>10,504.27</b>	<b>7,368.55</b>

**(E) Expenditure in Foreign Currency (on accrual basis)**

	(Rs. in lakhs)	
Particulars	Year ended March 31, 2011	Year ended March 31, 2010
Travelling Expenses	123.86	102.95
Interest on Term Loan	221.00	165.95
Representative Office Expenses	52.97	49.95
Others	136.01	50.53
<b>TOTAL</b>	<b>533.84</b>	<b>369.38</b>

**(F) Earning in Foreign Currency (on accrual basis):**

	(Rs. in lakhs)	
Particulars	Year ended March 31, 2011	Year ended March 31, 2010
Advertisement	45.48	50.00
Revenue from other operating activities	55.96	44.93
<b>TOTAL</b>	<b>101.44</b>	<b>94.93</b>

**9. Managerial Remuneration:**

	(Rs. in lakhs)	
Particulars	Year ended March 31, 2011	Year ended March 31, 2010
(i) Salary	345.00	315.00
(ii) Contribution to Provident Fund	24.84	22.68
(iii) Perquisites	30.17	26.41
<b>TOTAL</b>	<b>400.01</b>	<b>364.09</b>
Sitting Fees paid to Directors other than Managing and Whole time Directors	1.49	1.46

**Note:**

As the future liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, separate amount pertaining to the directors is not ascertainable and, therefore, not included in above.

Computation of net profits in accordance with Section 198 read with Section 309(5) of Companies Act, 1956 and maximum amount permissible for managerial remuneration payable to Directors:

	(Rs. in lakhs)	
	Year ended March 31, 2011	Year ended March 31, 2010
<b>Net Profit before Tax</b>	<b>30,174.17</b>	<b>25,921.95</b>
Add: Director's Remuneration (Paid to whole time directors)	400.01	364.09
Add: Assets Written Off	62.75	27.41
Add: Provision for doubtful debts and advances	744.02	957.00
Add / (Less): Provision for Diminution in Value of Investment (net of write back)	82.13	111.07
<b>Net Profit for the year under Section 349</b>	<b>31,463.08</b>	<b>27,381.52</b>
<b>Maximum Amount Paid / Payable to Whole Time Directors - Restricted to 10%</b>	<b>3,146.31</b>	<b>2,738.15</b>
<b>Maximum Amount Paid / Payable to Non - Whole Time Directors - Restricted to 1%</b>	<b>314.63</b>	<b>273.81</b>
<b>Amount Paid / Payable to Whole Time Directors</b>	<b>400.01</b>	<b>364.09</b>
<b>Amount Paid / Payable to Non - Whole Time Directors</b>	<b>1.49</b>	<b>1.46</b>
<b>Commission paid</b>	<b>Nil</b>	<b>Nil</b>

## 10. Auditor's Remuneration\*:

(Rs. in lakhs)		
Particulars	Year ended March 31, 2011	Year ended March 31, 2010
(i) Statutory Audit (including audit of consolidated financial statements)	78.31	60.67
(ii) Out of Pocket Expenses	2.68	3.54
<b>TOTAL</b>	<b>80.99</b>	<b>64.21</b>

\* Including service tax

## 11. The Net Deferred Tax Liability Comprises Following Components:

(Rs. in lakhs)			
Deferred Tax Liabilities	As at March 31, 2010	Current year Changes	As at March 31, 2011
Difference between book and tax depreciation on fixed assets.	2,026.91	205.23	2,232.14
Difference between book income and tax income due to different methods of accounting (Net)	4,150.12	249.57	4,399.69
	<b>6,177.03</b>	<b>454.80</b>	<b>6,631.83</b>
Deferred Tax Assets			
Provision for Doubtful advances allowable under Income-tax Act, 1961 on actual write off	334.64	(6.72)	327.92
Provision for Permanent Diminution in value of Investments allowable under Income-tax Act, 1961 on actual loss	42.31	(21.07)	21.24
	<b>376.95</b>	<b>(27.79)</b>	<b>349.16</b>
<b>Net Deferred Tax Liability</b>	<b>5,800.08</b>	<b>482.59</b>	<b>6,282.67</b>

### Note:

Provision for leave encashment and gratuity and related deferred tax asset acquired from MML related to certain employees of MML who were transferred to MIL pursuant to the scheme of arrangement under sections 391 to 394 of the Companies Act, 1956. Therefore, these have not been reflected in the movement above.

## 12. Leases:

- i) The Company is obligated under non-cancellable leases for offices, residential spaces and sites for display of advertisements that are renewable on a periodic basis at the option of lessor and lessee.

Future minimum lease payments under non-cancellable operating leases as at March 31, 2011 are as follows:-

(Rs. in lakhs)		
Due	As at March 31, 2011	As at March 31, 2010
Not later than one year	995.28	1,166.72
Later than one year but less than five years	2,549.68	3,080.09
Later than five years	659.93	1,077.28
<b>TOTAL</b>	<b>4,204.89</b>	<b>5,234.09</b>

- (ii) Future minimum sublease payments expected to be received under non-cancellable subleases is not disclosed as revenue from sub leasing of leased properties can not be reliably estimated.
- (iii) Total lease payments recognised in the Profit and Loss Account: Rs. 5,790.79 Lakhs (Previous Year Rs. 5,285.41 Lakhs).
- (iv) Sub-lease payments received (or receivable) recognised in the of Profit and Loss Account Rs. 5,652.13 Lakhs (Previous Year Rs. 4,653.77)

## 13. The Company has classified various benefits provided to the employees as under –

### 1. Defined Contribution Plans-Provident Fund

During the Year, the Company has recognised the following amounts in the Profit and Loss Account–

(Rs. in lakhs)		
Particulars	Year ended March 31, 2011	Year ended March 31, 2010
Employers' Contribution to Provident Fund*	538.11	457.89

\* Included in Contribution to Employees Provident and other Funds under Employees Cost (Refer Schedule 16)

### 2. State Plans

- a. Employers' Contribution to Employees' State Insurance Act, 1948
- b. Employers' Contribution to Employees' Pension Scheme, 1995

During the Year, the Company has recognised the following amounts in the Profit and Loss Account

(Rs. in Lakhs)

Particulars	Year ended March 31, 2011		Year ended March 31, 2010	
	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2011	Year Ended March 31, 2010
Employers' Contribution to Employees' State Insurance Act, 1948**	162.17		90.61	
Employers' Contribution to Employees' Pension Scheme, 1995 *	275.08		258.84	

\* Included in Contribution to Employees Provident and other Funds under Employees Cost (Refer Schedule 16)

\*\* Included in Employees Welfare under Employees Cost (Refer Schedule 16)

### 3. Defined Benefit Plans

a. Contribution to Gratuity Funds – Employee's Gratuity Fund

b. Leave Encashment

i) In accordance with Accounting Standard 15 – Employee Benefits as prescribed by the Companies (Accounting Standards) Rules, 2006, actuarial valuation was done in respect of the aforesaid defined benefit plans based on the following assumptions:-

Particulars	Leave Encashment (Unfunded)		Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2011	Year Ended March 31, 2010
Discount Rate (per annum)	8.50%	8.50%	8.50%	8.50%
Rate of increase in Compensation levels (per annum)+	5.50%	5.50%	5.50%	5.50%
Rate of Return on Plan Assets (per annum)	NA	NA	9.40%	9.40%
Expected Average remaining working lives of employees (Years)	21 Years	21 Years	21 Years	21 Years

+ Estimates of future salary increases considered in actuarial valuation taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

ii) The expected rate of return on plan assets is based on the average long-term rate of return expected to prevail over the next 15 to 20 years on the investments made by the LIC. This is based on the historical returns suitably adjusted for movements in long-term government bond interest rates. The discount rate is based on approximate average yield on government bonds of tenure of nearly of 20 years.

iii) Changes in the Present Value of Obligation

(Rs. in Lakhs)

Particulars	Leave Encashment (Unfunded)		Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2011	Year Ended March 31, 2010
Present Value of obligation as at April 1	359.18	316.64	1,248.57	1,026.01
Past Service Cost	-	-	-	62.19
Current Service Cost	88.30	81.76	189.35	167.04
Interest Cost	30.53	26.92	106.13	87.21
Actuarial (gain)/loss on obligations	52.14	8.34	21.80	(16.19)
Benefits paid	(108.78)	(74.48)	(77.86)	(77.69)
Present Value of obligation as at March 31	*421.37	*359.18	1487.99	1,248.57

#### Note:

Provisions for leave encashment and gratuity and related deferred assets acquired from MML related to certain employees of MML who were transferred to MIL pursuant to the scheme of arrangement under sections 391 to 394 of Companies Act, 1956. These provisions have been transferred to MIL and hence not reflected in the movement above.

\* Disclosed as Provision for Earned Leave (Refer Schedule 11 B)

iv) Changes in the Fair value of Plan Assets

(Rs. in Lakhs)

Particulars	Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	Year Ended March 31, 2010
Fair value of plan assets at April 1	1,509.14	1,086.11
Expected return on plan assets	139.98	102.09
Actuarial gain/ (loss) on plan assets	17.72	10.09
Contributions by employer	287.03	388.54
Benefits paid	(77.86)	(77.69)
Fair value of plan assets at March 31	1,876.01	1,509.14

v) Net Actuarial gain/loss recognised

(Rs. in Lakhs)				
Particulars	Leave Encashment (Unfunded)		Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2011	Year Ended March 31, 2010
Actuarial (gain)/loss on obligations	52.14	8.34	21.80	(16.19)
Actuarial (gain)/loss on plan assets	-	-	(17.72)	(10.09)
Actuarial (gain)/loss recognized in the period	52.14	8.34	4.08	(26.28)

vi) Reconciliation of present value of defined benefit obligation and the fair value of assets

(Rs. in Lakhs)		
Particulars	Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	Year Ended March 31, 2010
Fair Value of Plan Assets as at the end of the period funded status	1,876.01	1,509.14
Present value of funded obligation as at March 31	(1,487.99)	(1,248.57)
Unfunded Net Asset/(Liability) recognized in Balance Sheet*	388.02	260.57

\* Included in 'Prepaid Expenses' under Loans and Advances (Refer Schedule 10)

**Note:**

Fair value of plan assets is more than the present value of defined benefit obligation. Hence there is no unfunded obligation at the end of the year.

vii) Expenses recognised in the Profit and Loss Account

(Rs. in Lakhs)				
Particulars	Leave Encashment (Unfunded)		Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	Year Ended March 31, 2010	Year Ended March 31, 2011	Year Ended March 31, 2010
Current Service Cost	88.30	81.76	189.35	167.04
Past Service Cost	-	-	-	62.19
Interest Cost	30.53	26.92	106.13	87.21
Expected Return on Plan Assets	-	-	(139.98)	(102.09)
Net actuarial (gain)/loss recognised	52.14	8.34	4.08	(26.28)
Total expenses recognized in the Profit & Loss Account	**170.97	**117.02	*159.58	*188.07

\* Included in Gratuity Including Contribution to Gratuity Fund (Refer Schedule 16)

\*\* Included in Salary, Wages, Bonus etc. (Refer Schedule 16)

viii) Major Categories of Plan Assets (as a %age of total planned assets)

Particulars	Employee's Gratuity Fund (Funded)	
	As at March 31, 2011	As at March 31, 2010
Central and State Government Securities	NA	50.34%
Debentures and Bonds	NA	45.51%
Equity Shares	NA	3.86%
Others	NA	0.29%
<b>TOTAL</b>	<b>100.00%</b>	<b>100.00%</b>

**Note:**

Breakup of plan assets as at March 31, 2011 has not been provided by LIC.

ix) Estimated amount of contribution to be paid to the plan within one year is Rs 500.00 Lakhs (Previous year Rs. 300.00 Lakhs)

x) Actual Return on Plan Assets

Particulars	(Rs. in Lakhs)	
	Employee's Gratuity Fund (Funded)	
	As at March 31, 2011	As at March 31, 2010
Actual return on plan assets	157.70	112.18

**14. Earnings Per Share (EPS):**

Particulars	Year Ended March 31, 2011	Year Ended March 31, 2010
(a) Net Profit as per Profit and Loss Account (Rs. In Lakhs)	20,583.13	17,590.33
(b) Weighted Average number of equity shares used as denominator for calculating EPS	316,267,857	301,170,585
(c) Basic and Diluted Earning per share of face value of Rs. 2/- each (Rs.)	6.51	5.84

**15. Foreign Currency Balance Exposures:**

The status of the Company's exposure to foreign currency balances are:

S.No.	Particulars	Year Ended March 31, 2011	Year Ended March 31, 2010
i.	Unhedged foreign currency borrowing	10,101.95	8,559.22
ii.	Unhedged foreign currency payables	614.00	1,819.69
iii.	Unhedged foreign currency receivables	-	-

**16. Related Parties Disclosure as required by Accounting Standard 18 – Related Party Disclosures prescribed by the Companies (Accounting Standards) Rules, 2006****A Related Parties and their relationship:****I Subsidiary**

Midday Infomedia Limited

**II Associates, Joint Ventures and Investments**

a)	Jagran 18 Publication Limited (ceased with effect from March 1, 2011)	Joint Venture
b)	Jagran Infotech Limited (ceased with effect from March 1, 2011)	Associate
c)	Xpert Publicity Private Limited	Associate
d)	Leet OOH Media Private Limited	Associate
e)	Jagran Publications Private Limited	Investment
f)	Jagran Prakashan (MPC) Private Limited	Investment

**III Trusts in control of Board**

- Jagran Prakashan Limited Employees Group Gratuity Scheme Fund Trust
- Jagran Prakashan Employee Welfare Trust

**IV Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest****1 Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence:-**

- Jagmini Micro Knit Private Limited
- Classic Hosiery Private Limited
- Lakshmi Consultants Private Limited
- Jagran Media Network Investment Private Limited
- Shri Puran Multimedia Limited
- Kanchan Properties Limited
- Jagran Subscriptions Private Limited
- Om Multimedia Private Limited
- SPFL Securities Limited
- Rave@Moti Entertainment Private Limited
- Rave Real Estate Private Limited
- Jagran Investment Co.
- Chetna Apparels Private Limited
- MMI Online Limited
- Jagran Limited

- p) Jagran 18 Publication Limited
- q) Jagran Infotech Limited

**2 Enterprise having Substantial Interest in the Company**

- a) Independent News & Media PLC, Ireland (Ceased to be related with effect from March 08,2010)
- b) Independent News & Media Investments Limited, Ireland (Ceased to be related with effect from March 08,2010)

**V Key Management Personnel:**

- a) Mr. Mahendra Mohan Gupta Chairman and Managing Director
- b) Mr. Sanjay Gupta Whole time Director and Chief Executive Officer
- c) Mr. Dharendra Mohan Gupta Whole time Director
- d) Mr. Sunil Gupta Whole time Director
- e) Mr. Shailesh Gupta Whole time Director

**VI Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/ or their relatives have substantial Interest**

**1 Key Management Personnel's Relative:**

- a) Mr. Yogendra Mohan Gupta Brother of Managing Director
- b) Mr. Devendra Mohan Gupta Brother of Managing Director
- c) Mr. Shailendra Mohan Gupta Brother of Managing Director
- d) Mr. Sandeep Gupta Brother of Whole time Director
- e) Mr. Sameer Gupta Brother of Whole time Director
- f) Mr. Devesh Gupta Son of Whole time Director
- g) Mr. Tarun Gupta Son of Whole time Director
- h) Mrs. Saroja Gupta Mother of Whole time Director
- i) Mrs. Vijaya Gupta Mother of Whole time Director
- j) Mrs. Pramila Gupta Wife of Managing Director
- k) Mrs. Madhu Gupta Wife of Whole time Director
- l) Mrs. Pragati Gupta Wife of Whole time Director
- m) Mrs. Ruchi Gupta Wife of Whole time Director
- n) Mrs. Ritu Gupta Wife of Whole time Director

**2 Hindu Undivided Families in which Key Management Personnel and/or their relatives have substantial Interest:**

- a) Narendra Mohan Gupta HUF
- b) Sanjay Gupta HUF
- c) Sandeep Gupta HUF
- d) Mahendra Mohan Gupta HUF
- e) Shailesh Gupta HUF
- f) Yogendra Mohan Gupta HUF
- g) Sunil Gupta HUF
- h) Sameer Gupta HUF
- i) Shailendra Mohan Gupta HUF
- j) Devendra Mohan Gupta HUF
- k) Dharendra Mohan Gupta HUF
- l) Devesh Gupta HUF
- m) Tarun Gupta HUF

**B. Transaction with related parties in the ordinary course of business**

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/or their relatives have substantial Interest			TOTAL	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11
	(Rs. in Lakhs)														
<b>TRANSACTIONS</b>															
<b>1 RECEIVING OF SERVICES</b>															
Lakshmi Consultants Private Limited							162.00	135.00						162.00	135.00
MMI Online Limited							111.75	166.52						111.75	166.52
Shri Pura Multimedia Limited							60.52	99.01						60.52	99.01
Leet OOH Media Private Limited			88.78	-										88.78	-
Midday Infomedia Limited	25.98	-												25.98	-
Other			64.14	82.88		19.84	17.41				279.15	246.73	363.13	347.03	
														<b>812.16</b>	<b>747.56</b>
<b>2 MANAGERIAL REMUNERATION</b>															
Mahendra Mohan Gupta							73.95	67.68						73.95	67.68
Dhirendra Mohan Gupta							75.04	68.33						75.04	68.33
Sanjay Gupta							85.75	78.17						85.75	78.17
Sunil Gupta							83.17	76.14						83.17	76.14
Shailesh Gupta							82.09	73.77						82.09	73.77
														<b>400.01</b>	<b>364.09</b>
<b>3 SITTING FEES</b>															
Devendra Mohan Gupta											0.18	0.14		0.18	0.14
Shailendra Mohan Gupta											0.18	0.18		0.18	0.18
														<b>0.35</b>	<b>0.32</b>
<b>4 RENT PAID</b>															
Other						13.94	21.49				75.64	72.04	103.05	106.35	
														<b>103.05</b>	<b>106.35</b>

(Rs. in Lakhs)

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/ or their relatives have substantial Interest			TOTAL
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	
<b>5 SALE OF NEWSPAPER, ADVERTISEMENT SPACE, BUSINESS SUPPORT SERVICES, EVENT, OUTDOOR AND JOB WORK</b>														
Xpert Publicity Private Limited			29.03	13.24									29.03	13.24
Shri Puran Multimedia Limited							17.07	61.17					17.07	61.17
Midday Infomedia Limited	49.09	-					6.94	1.60					49.09	-
Other													6.94	1.60
													<b>102.13</b>	<b>76.01</b>
<b>6 INTEREST RECEIVED</b>														
SPFL Securities Limited							89.42	75.21					89.42	75.21
Jagran Prakashan Employees Welfare Trust					53.63	-							53.63	-
Midday Infomedia Limited	5.13	-											5.13	-
Other			18.18	7.37			-	0.28					18.18	7.65
													<b>166.36</b>	<b>82.86</b>
<b>7 ADVERTISEMENT REVENUE SHARE EXPENSES</b>														
Midday Infomedia Limited	128.47	-											128.47	-
Jagran Publications Private Limited			287.77	354.42									287.77	354.42
Jagran Prakashan (MPC) Private Limited			0.39	21.97									0.39	21.97
													<b>416.63</b>	<b>376.39</b>

(Rs. in Lakhs)

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/or their relatives have substantial Interest		TOTAL	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
<b>8 RENT RECEIVED</b>														
Rave Real Estate Private Limited							0.84	0.84					0.84	0.84
Shri Pura Multimedia Limited							5.52	5.52					5.52	5.52
													6.36	6.36
<b>9 INTERIM DIVIDEND PAID</b>														
Independent News & Media Investments Limited							-	812.87					-	812.87
Others							-	29.36	-	1,226.27	-	2,106.76	-	3,362.39
													-	4,175.26
<b>10 PROPOSED DIVIDEND</b>														
Independent News & Media Investments Limited							-	257.15					-	257.15
Others							51.38	22.02	2,145.97	919.70	3,686.82	1,580.07	5,884.18	2,521.79
													<b>5,884.18</b>	<b>2,778.94</b>
<b>11 LOANS AND ADVANCES (Assets) GIVEN</b>														
Midday Infomedia Limited-ICD	100.00	-											100.00	-
Midday Infomedia Limited-Newsprint	82.69	-											82.69	-
SPFL Securities Limited							3,000.00	1,000.00					3,000.00	1,000.00
Jagran Prakashan Employees Welfare Trust					5,670.00	-							5,670.00	-
MMI Online Limited							26.66	177.02					26.66	177.02
Others							-	75.00					-	226.53
													<b>8,879.36</b>	<b>1,403.55</b>

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel have and/ or their relatives have substantial Interest		TOTAL	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
<b>12 LOANS AND ADVANCES (Assets) REPAYMENT RECEIVED/ ADJUSTMENT MADE</b>														
Midday Infomedia Limited-ICD	100.00	-											100.00	-
Midday Infomedia Limited-Newsprint	50.42	-											50.42	-
SPFL Securities Limited							3,100.00	400.00					3,100.00	400.00
Jagran Prakashan (MPC) Private Limited			0.39	13.39									0.39	13.39
Jagran Publications Private Limited			260.31	288.64									260.31	288.64
MMI Online Limited							-	201.04					-	201.04
Others							-	75.00					-	75.00
													<b>3,511.11</b>	<b>978.07</b>
<b>13 INVESTMENT IN SHARES OF THE COMPANY</b>														
Midday Infomedia Limited-Equity Shares	886.15	-											886.15	-
Midday Infomedia Limited-Preference Share	2,500.00	-											2,500.00	-
Xpert Publicity P Limited - Equity Share			-	62.23									-	62.23
Leet OOH Media P Limited- Equity Share			270.00	300.00									270.00	300.00
MMI Online Limited- Equity Share							-	53.76					-	53.76
													<b>3,656.15</b>	<b>415.99</b>

(Rs. in Lakhs)

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/or their relatives have substantial Interest		TOTAL	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
<b>14 SALE OF INVESTMENTS</b>														
Sameer Gupta (Sale of Equity Shares of Jagran Infotec Ltd and Jagran 18 Publication Ltd)											47.00		47.00	-
<b>15 PAYMENT OF GRATUITY</b>													<b>47.00</b>	-
Jagran Prakashan Limited Employees Group Gratuity Scheme Fund Trust					300.00	400.00							300.00	400.00
<b>BALANCES AS AT 31.03.2011</b>													<b>300.00</b>	<b>400.00</b>
<b>1 INVESTMENT</b>														
Midday Infomedia Limited- Equity Shares	886.15	-											886.15	-
Midday Infomedia Limited- Preference Share	2,500.00	-											2,500.00	-
Jagran Infotech Limited													-	46.00
Jagran Publications Private Limited			10.00	10.00									10.00	10.00
Jagran Prakashan (MPC) Private Limited			0.50	0.50									0.50	0.50
Xpert Publicity Private Limited			62.23	62.23									62.23	62.23
Leet OOH Media Private Limited			570.00	300.00									570.00	300.00
Jagran 18 Publications Limited													-	102.50
MMI Online Limited							53.76	53.76					53.76	53.76
Jagran Limited							16.23	16.23					16.23	16.23
													<b>4,098.87</b>	<b>591.22</b>

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/or their relatives have substantial Interest			TOTAL	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11
<b>2 SECURITY DEPOSIT</b>															
Kanchan Properties Limited							400.00	400.00						400.00	400.00
Other							10.00	10.00	39.50	39.50	377.25	377.25	426.75	426.75	826.75
<b>3 DEBTORS</b>															
Shri Puran Multimedia Limited							-	20.08						-	20.08
Rave Real Estate Private Limited							2.10	-					2.10	-	-
Xpert Publicity Private Limited			8.95	9.23									8.95	9.23	
Midday Infomedia Limited	10.35	-											10.35	-	-
Other							0.57	0.35					0.57	0.35	21.97
<b>4 AMOUNT PAYABLE</b>															
Managerial Remuneration Payable									29.20	26.70			29.20	26.70	
Shri Puran Multimedia Limited							17.23	-					17.23	-	-
MMI Online Limited							10.50	113.83					10.50	113.83	
Xpert Publicity Private Limited			28.51	-									28.51	-	-
Leet OOH Media Private Limited			38.68	-									38.68	-	-
Midday Infomedia Limited	63.25	-											63.25	-	-
Other							19.87	17.60			19.50	17.54	39.37	35.14	175.67
													<b>226.73</b>	<b>175.67</b>	

Nature of Transaction	Subsidiaries		Associates, Joint Ventures & Investments		Trusts in control of Board		Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence and Enterprises having Substantial Interest		Key Management Personnel		Key Management Personnel's Relative and Hindu Undivided Family of Key Management Personnel and Firms in which Key Management Personnel and/or their relatives have substantial Interest		TOTAL	
	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10	2010-11	2009-10
	<b>5 LOAN AND ADVANCES (Assets)</b>													
Jagran Prakashan Employees Welfare Trust					5,723.63	-							5,723.63	-
Midday Infomedia Limited	32.27	-											32.27	-
Jagran Prakashan (MPC) Private Limited			1,574.40	1,574.79									1,574.40	1,574.79
Jagran Publications Private Limited			936.68	1,196.99									936.68	1,196.99
SPFL Securities Limited				-			500.00	617.75					500.00	617.75
Others			154.32	217.70			90.01	-					244.33	217.70
													<b>9,011.32</b>	<b>3,607.23</b>
<b>6 PROPOSED DIVIDEND</b>														
Independent News & Media Investments Limited								257.15						257.15
Others							51.38	22.02	2,145.97	919.70	3,686.82	1,580.07	5,884.18	2,521.79
													<b>5,884.18</b>	<b>2,778.94</b>

17. Details of investments to purchased and sold/redeemed during the year:

(Rs. in Lakhs)							
SI No.	Particulars	For the Year ended March 31, 2011			For the Year ended March 31, 2010		
		Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/ Shares Sold in numbers	Units/ Shares Purchased in numbers	Purchase at cost (Rs. In lakhs)	Units/Shares Sold in numbers
1	Axis Fixed Term Plan-Series 11 (371 days) Growth Plan	1,000,000	100.00	-	-	-	-
2	Axis Short Term Fund-Institutional Growth	1,960,131	200.00	-	-	-	-
3	Birla Fixed Term Plan- Institutional Series AP - Growth	-	-	-	-	-	5,046,369
4	Birla Sun Life Dynamic Bond Fund-Retail Plan-Monthly Dividend	-	-	-	4,870,863	507.87	4,870,863
5	Birla Sun Life Fixed Term Plan-Series CM Growth	2,000,000	200.00	-	-	-	-
6	Birla Sun Life Income Fund-Quarterly Dividend-Reinvestment	-	-	5,125,483	187,846	20.39	-
7	Birla Sun Life Savings Fund Institutional Daily Dividend Reinvestment	-	-	-	6,596,396	1,470.09	11,735,876
8	DSP BlackRock Bond Fund-Regular Plan -Dividend	-	-	-	35,351	3.83	4,631,807
9	DSP BlackRock Fixed Maturity Plan-12 1/2 M Series 1 - Institutional Growth	-	-	-	-	-	5,044,106
10	DSP BlackRock Fixed Maturity Plan-12 M Series 12- Growth	2,000,000	200.00	-	-	-	-
11	DSP BlackRock Fixed Maturity Plan-12 M Series 8- Growth	3,000,000	300.00	-	-	-	-
12	DSP BlackRock Fixed Maturity Plan-13 M Series 2- Growth	-	-	-	3,000,000	300.00	-
13	DSP BlackRock Fixed Maturity Plan-13 M Series 4- Growth	3,000,000	300.00	-	-	-	-
14	DSP BlackRock Fixed Maturity Plan-3 M Series 17- Dividend Payout	3,001,330	300.13	3,001,330	-	-	-
15	DSP BlackRock Fixed Maturity Plan-3 M Series 21- Dividend Payout	2,000,710	200.07	2,000,710	-	-	-
16	DSP BlackRock Fixed Maturity Plan-3 M Series 22- Dividend Payout	2,000,000	200.00	2,000,000	-	-	-
17	DSP BlackRock Floating Rate Fund-Regular Plan-Daily Dividend	7,977,727	800.26	7,977,727	12,564,411	1,260.36	12,564,411
18	DSP BlackRock Floating Rate Fund-Regular Plan-Growth	-	-	-	3,426,256	503.44	3,426,256
19	DSP BlackRock Money Manager Fund-Institutional Daily Dividend	-	-	-	55,839	558.84	105,831
20	DSP BlackRock Money Manager Fund-Regular -Daily Dividend	30,030	300.99	30,030	-	-	-
21	DSP BlackRock Short Term Fund-Weekly Dividend	-	-	-	10,550,713	1,074.05	10,550,713
22	DWS Fixed Term Fund-Series 77 -Growth	1,000,000	100.00	-	-	-	-
23	DWS Fixed Term Fund-Series 78 -Growth	2,000,000	200.00	-	-	-	-
24	DWS Fixed Term Fund-Series 81 -Growth	1,000,000	100.00	-	-	-	-
25	DWS Short Maturity Fund-Institutional Monthly Dividend Plan	-	-	-	13,903,054	1,426.75	13,903,054
26	DWS Ultra Short Term Fund-Institutional-Daily Dividend	4,052,348	405.96	4,052,348	2,009,075	201.27	2,009,075
27	Fortis Fixed Term Fund Series 16 A Growth	-	-	-	5,008,915	500.89	-
28	Fortis Fixed Term Fund Series 16 D Growth	-	-	-	5,000,000	500.00	-
29	Fortis Fixed Term Fund -Series 20C Growth	2,000,000	200.00	-	-	-	-
30	Fortis Fixed Term Plan Series 10 Plan F Institutional Growth	-	-	-	-	-	5,000,000

(Rs. in Lakhs)

SI No.	Particulars	For the Year ended March 31 2011			For the Year ended March 31 2010		
		Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/Shares Sold in numbers	Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/Shares Sold in numbers
31	Fortis Fixed Term Plan Series 11 Plan A Institutional Growth	-	-	-	-	-	5,000,769
32	Fortis Fixed Term Plan Series 14 Plan C Institutional Growth	-	-	5,000,000	-	-	-
33	Fortis Money Plus Institutional Plan Daily Dividend	2,003,844	200.49	2,003,844	15,013,414	1,501.81	15,013,414
34	Fortis Overnight Fund Institutional Daily Dividend	-	-	-	5,007,414	500.89	5,007,414
35	HDFC Cash Management Fund-Treasury Advantage Plan-Wholesale Growth	-	-	-	5,087,530	1,022.60	5,087,530
36	HDFC Floating Rate Income Fund Short Term Plan Wholesale Option Dividend Reinvestment	-	-	-	4,966,471	500.66	4,966,471
37	HDFC FMP 100D October 2010-Series XIV-Dividend Payout	7,000,000	700.00	7,000,000	-	-	-
38	HDFC High Interest Fund-Quarterly Dividend-Reinvestment	202,424	22.58	-	195,861	21.72	-
39	HDFC High Interest Fund-Short Term Plan - Growth	3,765,364	700.00	3,765,364	-	-	-
40	HDFC High Interest Fund-Short Term Plan-Dividend Reinvestment	-	-	-	1,929,848	204.37	1,929,848
41	HDFC Income Fund - Dividend Reinvestment	-	-	-	155,798	16.91	4,648,385
42	HDFC Short Term Plan - Dividend Reinvestment	-	-	-	7,857,207	814.87	7,857,207
43	HDFC Short Term Plan - Growth	-	-	-	5,743,761	1,015.83	2,871,946
44	HSBC Flexi Debt Fund Institutional Fortnightly Dividend	-	-	-	36,408	3.66	3,036,708
45	HSBC Floating Rate Long Term Plan-Institutional-Weekly Dividend	-	-	-	2,735,545	307.57	2,735,545
46	HSBC Income Fund-Short Term-Institutional-Dividend	-	-	-	5,736,347	608.96	5,736,347
47	HSBC Ultra Short Bond Fund-Institutional-Daily Dividend	-	-	-	2,004,765	200.73	2,004,765
48	ICICI Prudential Flexible Income Plan Premium-Daily Dividend-Reinvestment	-	-	-	851,806	90.07	851,806
49	ICICI Prudential Floating Rate Plan D-Daily Dividend-Reinvestment	-	-	-	5,024,699	502.58	5,024,699
50	ICICI Prudential FMP Series 53- 1 Year Plan E Cumulative	2,000,000	200.00	-	-	-	-
51	ICICI Prudential FMP Series 54-18 Months Plan A Cumulative	2,000,000	200.00	-	-	-	-
52	ICICI Prudential FMP Series 55- 1 Year Plan A Cumulative	2,000,000	200.00	-	-	-	-
53	ICICI Prudential FMP Series 55- 13 Months Plan A Cumulative	2,000,000	200.00	-	-	-	-
54	ICICI Prudential FMP Series 55- 14 Months Plan B Cumulative	2,000,000	200.00	-	-	-	-
55	ICICI Prudential FMP Series 55- 15 Months Plan A Cumulative	2,000,000	200.00	-	-	-	-
56	ICICI Prudential Income Plan -Qtrly Dividend-Reinvestment	-	-	-	138,408	17.80	4,621,963
57	ICICI Prudential Institutional Short Term Plan -DR-Fortnightly	-	-	-	8,389,404	1,020.44	8,389,404

(Rs. in Lakhs)

SI No.	Particulars	For the Year ended March 31 2011			For the Year ended March 31 2010		
		Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/ Shares Sold in numbers	Units/ Shares Purchased in numbers	Purchase at cost (Rs. In lakhs)	Units/Shares Sold in numbers
58	ICICI Prudential Long Term Plan Premium Plus Cumulative	-	-	-	4,983,753	500.00	-
59	ICICI Prudential Ultra Short Term Plan Premium Plus Growth	-	-	5,822,407	5,822,407	595.05	-
60	IDBI FMP - 395 days Series-1 (March-2011) A- Growth	2,000,000	200.00	-	-	-	-
61	IDFC Money Manager Fund TP Super Instl Plan C Daily Dividend	-	-	-	4,780	0.48	5,155,476
62	IDFC SSIF Short Term Plan B-Fortnightly Dividend	-	-	-	5,054,716	519.87	7,028,675
63	IDFC-SSIF-Short Term-Growth	3,610,569	700.00	-	-	-	-
64	ING Short Term Income Fund - Dividend	-	-	-	1,696,159	205.99	3,374,750
65	ING Treasury Advantage Fund-Institutional-Daily Dividend	-	-	-	2,031,224	203.19	2,031,224
66	JM Fixed Maturity Fund Series XIX Plan D - Growth	2,000,000	200.00	-	-	-	-
67	JM Fixed Maturity Fund Series XVIII 15 Months Plan 1 Regular Growth Plan	-	-	-	3,000,000	300.00	-
68	JM Interval Fund Quarterly Dividend Plan 1-Institutional	3,000,000	300.00	3,000,000	-	-	-
69	JM Money Manager Fund Super Plus Plan Daily Dividend	-	-	-	3,929,261	393.13	6,930,151
70	Kotak Bond (Regular)-Quarterly Dividend	-	-	-	430,788	45.90	6,698,254
71	Kotak Bond Short Term - Monthly Dividend	-	-	-	15,027,934	1,536.94	18,003,924
72	Kotak Bond Short Term-Growth	1,113,400	200.00	-	-	-	-
73	Kotak Credit Opportunity Fund-Growth	5,000,000	500.00	-	-	-	-
74	Kotak Fixed Maturity Plan 13M Series 4 Institutional Growth	-	-	-	-	-	5,176,301
75	Kotak Fixed Maturity Plan 18M Series 4 Growth	-	-	-	7,117,922	711.79	-
76	Kotak Fixed Maturity Plan 19M Series 2 Growth	-	-	-	10,003,009	1,000.30	-
77	Kotak Flexi Debt Scheme Institutional -Growth	-	-	-	6,295,425	707.54	6,295,425
78	Kotak Flexi Debt Scheme Institutional-Daily Dividend	9,985,081	1,003.25	9,985,081	32,896,689	3,305.29	34,888,869
79	Kotak Flexi Debt Scheme Quarterly Dividend	-	-	-	873,371	90.00	873,371
80	Kotak Floater Long Term-Daily Dividend	2,979,765	300.35	2,979,765	10,966,210	1,105.37	10,966,210
81	Kotak FMP 24M Series 2-Growth	1,000,000	100.00	-	-	-	-
82	Kotak FMP 370 Days Series 7-Growth	1,000,000	100.00	-	-	-	-
83	Kotak FMP Series 35-Growth	2,000,000	200.00	-	-	-	-
84	Kotak FMP Series 41-Growth	1,000,000	100.00	-	-	-	-
85	Kotak Quarterly Interval Plan Series 5-Dividend	2,000,000	200.00	2,000,000	-	-	-
86	LICMF Bond Fund-Dividend Plan	71,087	7.71	-	9,397,541	1,048.35	-
87	LICMF Fixed Maturity Plan -Series 37 - 13 Months	-	-	-	-	-	10,000,000
88	LICMF Floating Rate Fund-Short Term Plan-Daily Dividend	18,048,980	1,804.90	18,048,980	30,128,365	3,012.84	30,128,365
89	LICMF Income Plus Fund-Daily Dividend	5,023,874	502.39	5,023,874	900,712	90.07	900,712
90	LICMF Interval Fund-Series 1-Monthly Dividend Plan	2,000,000	200.00	2,000,000	-	-	-

(Rs. in Lakhs)							
SI No.	Particulars	For the Year ended March 31 2011			For the Year ended March 31 2010		
		Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/ Shares Sold in numbers	Units/ Shares Purchased in numbers	Purchase at cost (Rs. In lakhs)	Units/Shares Sold in numbers
91	LICMF Saving Plus Fund-Daily Dividend	15,010,278	1,501.03	15,010,278	40,188,509	4,018.85	40,188,509
92	Principal Floating Rate Fund-FMP-Institutional-Growth Plan	-	-	-	3,524,619	513.25	3,524,619
93	Principal Income Fund Short Term Institutional Plan- Growth	3,070,291	500.00	6,249,368	6,357,656	1,013.33	3,178,579
94	Principal Income Fund Short Term Institutional Plan weekly Dividend Reinvestment	-	-	-	1,899,484	207.35	3,747,839
95	Principal Pnb Fixed Maturity Plan 367 days Series 1 Sep10-Growth	1,000,000	100.00	-	-	-	-
96	Principal Pnb Fixed Maturity Plan 91 days Series XXV-Oct10-Regular Dividend Plan	2,000,000	200.00	2,000,000	-	-	-
97	Principal Ultra Short Term Fund-Daily Dividend Reinvestment	-	-	-	2,024,969	202.90	2,024,969
98	Reliance Fixed Horizon Fund-VII- Series 4 - Institutional Growth Plan	-	-	-	-	-	5,000,000
99	Reliance Fixed Horizon Fund-XIX Series 13-Growth Plan	2,000,000	200.00	-	-	-	-
100	Reliance Fixed Horizon Fund-XVI Series 4-Growth Plan	2,000,000	200.00	-	-	-	-
101	Reliance Fixed Horizon Fund-XVI Series 6-Growth Plan	2,000,000	200.00	-	-	-	-
102	Reliance Fixed Horizon Fund-XVII Series 4-Growth Plan	2,000,000	200.00	-	-	-	-
103	Reliance Fixed Horizon Fund-XVII Series 7-Growth Plan	2,000,000	200.00	-	-	-	-
104	Reliance Floating Rate Fund-Weekly Dividend Reinvestment	-	-	-	7,027,248	708.82	7,027,248
105	Reliance Interval Fund-Quarterly Plan-Series 1-Institutional Dividend Plan	2,997,133	300.04	2,997,133	-	-	-
106	Reliance Liquid Fund-Treasury Plan-Institutional-Daily Dividend Plan	1,962,662	300.04	1,962,662	-	-	-
107	Reliance Medium Term Fund-Daily Dividend Plan	-	-	-	1,767,470	302.16	1,767,470
108	Reliance Money Manager Fund-Retail Option-Daily Dividend	-	-	-	8,998	90.06	8,998
109	Reliance Regular Saving Fund Debt Plan Institutional Growth Plan	-	-	-	6,543,663	800.00	-
110	Reliance Short Term Fund -Retail Plan-Dividend	-	-	-	18,067,358	1,956.34	19,949,965
111	Reliance Short Term Fund-Retail Plan-Growth	2,849,116	500.00	2,849,116	-	-	-
112	Religare Fixed Maturity Plan Series II Plan E (18 Months)	-	-	-	5,000,000	500.00	-
113	Religare Fixed Maturity Plan Series IV Plan F Growth	2,000,000	200.00	-	-	-	-
114	Religare Fixed Maturity Plan Series V Plan B (13 Months) Growth	2,000,000	200.00	-	-	-	-
115	Religare Fixed Maturity Plan Series VI Plan A (13 Months) Growth	2,000,000	200.00	-	-	-	-
116	Religare Fixed Maturity Plan Series VI Plan C (13 Months) Growth	2,000,000	200.00	-	-	-	-
117	SBI Debt Fund Series 15 Months -6- Growth	2,000,000	200.00	-	-	-	-

(Rs. in Lakhs)

SI No.	Particulars	For the Year ended March 31 2011			For the Year ended March 31 2010		
		Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/ Shares Sold in numbers	Units/ Shares Purchased in numbers	Purchase at cost (Rs. In lakhs)	Units/Shares Sold in numbers
118	SBI Debt Fund Series-13 Months-7-(18-Mar-08)-Institutional Growth	-	-	-	-	-	5,683,800
119	SBI-SHF-Ultra Short Term Fund-Institutional Plan -Daily Dividend	-	-	-	6,360,216	636.34	6,360,216
120	Sundaram BNP Paribas Flexible Fund Short Term Institutional-Daily Dividend	-	-	-	4,985,701	501.16	4,985,701
121	Sundaram BNP Paribas Interval Fund-Plan B-Quarterly Dividend	3,000,000	300.00	3,000,000	-	-	-
122	Sundaram BNP Paribas Ultra Short Term Fund Super Institutional Daily Dividend Reinvestment	-	-	-	5,015,454	503.40	5,015,454
123	Sundaram Fixed Term Plan AF 14 Months Growth	2,000,000	200.00	-	-	-	-
124	Tata Fixed Income Portfolio Fund Scheme B3 Reg Quarterly	1,986,106	202.73	1,986,106	-	-	-
125	Tata Fixed Maturity Plan Series 25 Scheme A-Super High Invest Plan-Growth	-	-	-	5,000,000	500.00	-
126	Tata Fixed Maturity Plan Series 29 Scheme A-Growth	2,000,000	200.00	-	-	-	-
127	Tata Fixed Maturity Plan Series 29 Scheme C-Growth	2,000,000	200.00	-	-	-	-
128	Tata Fixed Maturity Plan Series 30 Scheme A-Growth	2,000,686	200.07	-	-	-	-
129	Tata Floater Fund-Daily Dividend	11,991,935	1,203.46	11,991,935	9,081,969	911.43	9,081,969
130	Tata Liquid Super High Investment Fund-Daily Dividend	17,951	200.07	17,951	-	-	-
131	Tata Short Term Bond Fund-Dividend	-	-	-	7,615,873	917.35	11,835,726
132	Tata Short Term Bond Fund-Growth	1,154,521	200.00	1,154,521	-	-	-
133	Tata Treasury Manager SHIP-Daily Dividend	49,594	501.06	49,594	-	-	-
134	Taurus Fixed Maturity Plan 120 Days Series 1-Dividend Payout	3,020,614	302.06	3,020,614	-	-	-
135	Taurus Fixed Maturity Plan 15 Months Series 1-Institutional Growth Plan	-	-	-	2,000,000	200.00	-
136	Taurus Fixed Maturity Plan 180 Days Series 1-Dividend Payout	2,000,000	200.00	2,000,000	-	-	-
137	Taurus Short Term Bond Fund Institutional Daily Dividend	-	-	-	2,011,088	201.13	2,011,088
138	Taurus Ultra Short Term Bond Fund-Super Institutional-Daily Dividend	50,165	502.42	50,165	5,003,196	500.78	5,003,196
139	Templeton Floating Rate Income Fund Long Term Plan Super Institutional - Dividend Reinvestment	-	-	-	35,348,869	3,537.15	40,352,446
140	Templeton India Income Opportunities Fund Growth	9,446,205	1,000.00	-	4,913,570	500.00	-
141	Templeton India Short Term Income Plan Institutional Weekly Dividend Reinvestment	919	9.30	53,828	52,910	534.85	-
142	Templeton India Short Term Income Retail Plan Weekly Dividend Reinvestment	2,959	31.83	198,092	195,134	2,104.76	-
143	Templeton India Short Term Income Retail Plan-Growth	10,711	200.00	-	-	-	-
144	Templeton India Ultra Short Bond Fund Super Institutional Plan Daily Dividend Reinvestment	61,579	6.17	5,100,665	5,039,086	504.49	-

(Rs. in Lakhs)							
SI No.	Particulars	For the Year ended March 31 2011			For the Year ended March 31 2010		
		Units/Shares Purchased in numbers	Purchase at cost (Rs. in lakhs)	Units/Shares Sold in numbers	Units/Shares Purchased in numbers	Purchase at cost (Rs. In lakhs)	Units/Shares Sold in numbers
145	UTI Fixed Maturity Plan Yearly Series (YFMP 03/09)-Institutional Growth	-	-	5,000,000	-	-	-
146	UTI Fixed Term Income Fund Series III Plan 20-Institutional Growth	-	-	-	-	-	10,000,000
147	UTI Fixed Term Income Fund Series-IV- Plan V (13 Months) Institutional Growth Plan	-	-	-	-	-	5,000,000
148	UTI Short Term Income Fund-Institutional-Growth Plan	-	-	4,934,285	14,868,561	1,521.11	9,934,275
149	UTI Treasury Advantage Fund-Daily Dividend Plan Reinvestment	-	-	-	48,481	502.37	48,481
150	UTI Treasury Advantage Fund-Institutional Plan-Daily Dividend Reinvestment	-	-	-	19	0.19	20,645
151	UTI Treasury Advantage Fund-Institutional Plan-Growth	43,799	543.46	43,799	42,165	521.03	42,165
152	Edserv Soft Systems Ltd (Partly Paidup Warrants)	467,290	250.00	-	-	-	-
153	Industrial Finance Corporation of India (Debentures)	50	950.00	50	-	-	-
154	Jagran Infotech Limited (Shares)	-	-	460,000	-	-	-
155	Jagran-18 Publication Limited (Shares)	-	-	1,025,000	-	-	-
156	L & T Finance Limited (Debentures)	-	-	-	281,212	2,812.12	225,000
157	Leet OOH Media Private Limited (Shares)	75,000	270.00	-	83,887	300.00	-
158	Midday Infomedia Limited (Preference Shares)	10,000,000	2,500.00	-	-	-	-
159	Midday Infomedia Limited (Shares)	8,861,500.00	886.15	-	-	-	-
160	MMI Online Limited (Shares)	-	-	-	67,200	53.76	-
161	Power Finance Corporation (Bonds)	-	-	-	50	500.00	50
162	Shriram Transport Finance Company (Debentures)	1,500	1,425.00	1,500	-	-	-
163	Steel Authority of India Limited (Bonds)	-	-	50	50	475.00	-
164	TATA Capital Limited (Debentures)	140	650.00	140	-	-	-
165	TATA Motor Finance Limited (Debentures)	200	950.00	200	-	-	-
166	UCO Bank (Bonds)	50	475.00	50	-	-	-
167	X-Pert Publicity Private Limited (Shares)	-	-	-	39,200	62.23	-
	<b>Total</b>		<b>33,508.97</b>			<b>61,165.09</b>	

18. Previous year's figures have been regrouped and recast wherever necessary to make them comparable to current year's figures.

# Balance Sheet Abstract & Company's General Business Profile

				(Rs. in Lakhs)
				AMOUNT
<b>I. REGISTRATION DETAILS</b>				
Registration No.	4147	State Code		20
Balance Sheet Date	31-Mar-11			
<b>II. CAPITAL RAISED DURING THE YEAR</b>				
Public Issue (Including Premium)	NIL	Right Issue		NIL
Bonus Issue	NIL	Private Placements		301.95
<b>III. POSITION OF MOBILISATION AND DEPLOYMENT OF FUNDS</b>				
Total Liabilities	94312.47	Total Assets		94312.47
<b>SOURCES OF FUNDS</b>				
Paid Up Capital	6325.36	Reserve and Surplus		63713.25
Secured Loans	17991.19	Unsecured Loans		NIL
		Deferred tax Liability		6282.67
<b>APPLICATION OF FUNDS</b>				
Net Fixed Assets	51630.48	Investments		23159.58
Net Current Assets	19522.41	Miscellaneous Expenditure		NIL
Accumulated Losses	NIL			
<b>IV. PERFORMANCE OF COMPANY</b>				
Turnover (including Other Income)	113842.72	Total Expenditure		83668.55
Profit before Tax	30174.17	Profit after Tax		20583.13
Earning per Share (in Rs.)	6.51	Dividend Rate (%)		175.00
<b>V. GENERIC NAMES OF THREE PRINCIPAL PRODUCTS/SERVICES OF COMPANY:</b>				
Product Description	News Paper	Item Code No.		490210-01



# Statement under section 212 of the Companies Act, 1956

## Statement pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary Company as at March 31, 2011.

<b>1. Name of the Subsidiary</b>	Midday Infomedia Limited (MIL)	
<b>2. Financial Year of the Subsidiary ended on</b>	31.03.2011	
<b>3. Shares of the Subsidiary held by the Company on the above date</b>		
a) No. of Shares	88,61,500 Equity Shares	1,00,00,000 Preference Shares
b) Face Value	Rs.10 each	Rs. 10 each
c) Holding Company's interest	100%	
<b>4. Net aggregate amount of Profit /(Loss) of the Subsidiary so far as they concern members of the Holding Company:</b>		
(i) Dealt with in the Holding Company's accounts:		
a) For the financial year of the subsidiary	205.92 Lakhs	
b) For the Previous Financial years since it become Holding Company's Subsidiary	NIL as MIL became subsidiary w.e.f. April 1, 2010.	
(ii) Not dealt with in the Holding Company's accounts:	NIL	
a) For the financial year of the Subsidiary	NIL	
b) For the Previous Financial years since it become Holding Company's Subsidiary	NIL	
<b>5. Material changes in Subsidiary between the end of its financial year and the financial year of the Holding Company</b>	NA as financial year of both holding and subsidiary company ends on 31st March	
a) Fixed Assets		
b) Investments made		
c) Money lent by Subsidiary		
d) Money borrowed by the Subsidiary for any purpose other than that of meeting current liabilities		

### Note:

Certain equity shares are registered in the name of the nominees of the Company, to comply with the statutory requirement of having seven members, in terms of section 12(1) of the Companies Act, 1956.

For and on behalf of the Board

**Mahendra Mohan Gupta**  
(Chairman and Managing Director)

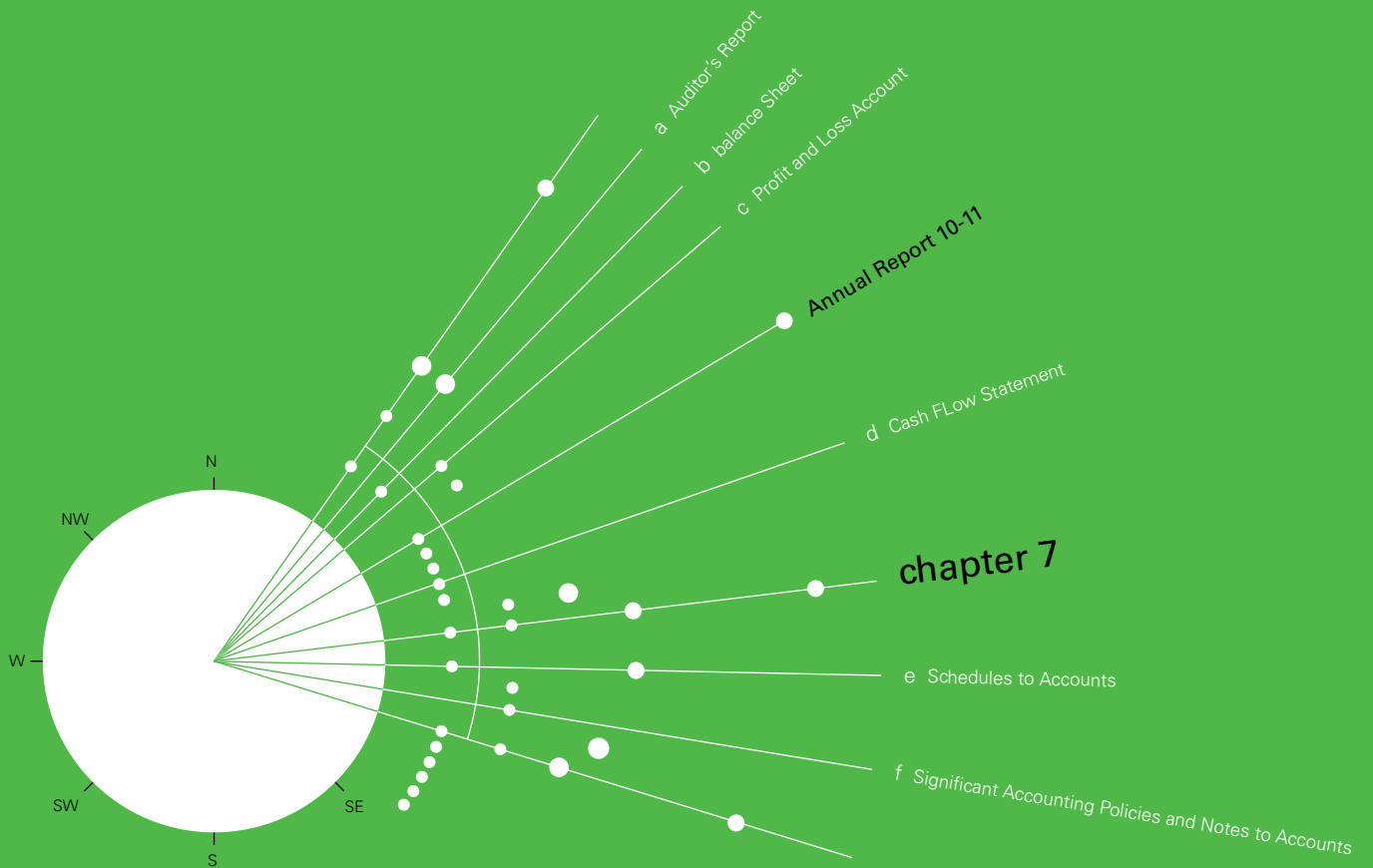
Place: Kanpur  
Date: May 28, 2011

**Statement in terms of general exemption under section 212(8) of the Companies Act, 1956 granted by  
Ministry of Corporate Affairs vide circular no. 2/2011 dated 08.02.2011**

<b>Name of the Subsidiary</b>	<b>Midday Infomedia Limited</b>
Issued and Subscribed Share Capital	Rs. 1,886.15 Lakhs
Reserves	Rs. 1,534.93 Lakhs
Total Assets	Rs. 4,673.79 Lakhs
Total Liabilities	Rs. 4,673.79 Lakhs
Investments (except investments in Subsidiary)	Rs. 426.16 Lakhs
Turnover	Rs. 10,890.41 Lakhs
Profit/(Loss) before taxation	Rs. 371.99 Lakhs
Provision for taxation	Rs. 166.07 Lakhs
Profit/(Loss) after taxation	Rs. 205.92 Lakhs
Proposed dividend	NIL

**Notes:**

- 1) The Ministry of Corporate Affairs vide their general circular no. 2/2011 dated 08.02.2011 has granted exemption from the applicability of the provisions of sub-section (1) of section 212 of the Companies Act, 1956.
- 2) The Company will make available the annual accounts of the Subsidiary Company and related detailed information if sought by the members of the Company and its Subsidiary. Further, the annual accounts of Subsidiary Company will also be kept for inspection by any member of the Company or its Subsidiary at the registered office of the Company and that of the Subsidiary Company concerned.



# Consolidated financial Statements

# Auditor's Report

## The Board of Directors of Jagran Prakashan Limited

1. We have audited the attached consolidated Balance Sheet of Jagran Prakashan Limited (the "Company") and its subsidiary, its jointly controlled entity and associate companies; hereinafter referred to as the "Group" (refer Note 2 on Schedule 20A to the attached consolidated financial statements) as at March 31, 2011, the related consolidated Profit and Loss Account and the consolidated Cash Flow Statement for the year ended on that date annexed thereto, which we have signed under reference to this report. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. We did not audit the financial statements of (i) one jointly controlled entity included in the consolidated financial statements, which constitute total assets of Rs. Nil and net assets of Rs. Nil as at March 31, 2011, total revenue of Rs. Nil, net loss of Rs 0.06 Lakhs and net cash outflows amounting to Rs 0.06 Lakhs for the year then ended; and (ii) three associate companies which constitute net loss of Rs. 21.20 Lakhs for the year then ended. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us, and our opinion on the consolidated financial statements to the extent they have been derived from such financial statements is based solely on the report of such other auditors.
4. We report that the consolidated financial statements have been prepared by the Company's management in accordance with the requirements of Accounting Standard (AS) 21 - Consolidated Financial Statements, Accounting Standard (AS) 23 - Accounting for Investments in Associates in Consolidated Financial Statements, and Accounting Standard (AS) 27 - Financial Reporting of Interests in Joint Ventures notified under Section 211(3C) of the Companies Act, 1956.
5. We draw your attention to Note 5 on Schedule 20B, regarding non-amortisation of costs, aggregating Rs. 1,700 Lakhs (March 31, 2010: Rs. 1,700 Lakhs), of the title 'Dainik Jagran' owned by the Company (the "Title") and forming part of 'Intangible Assets' in the financial statements, over the 'finite' life of the Title, which is considered as indefinite by the management, and has not been determined; resulting in non-compliance with Accounting Standard 26 - Intangibles - referred to in sub-section (3C) of Section 211 of the Act. As finite life of the title has not been determined, the impact of the aforesaid non amortisation on the net profits for the year and the net assets as at year end is not quantifiable.
6. In our opinion and to the best of our information and according to the explanations given to us, the attached consolidated financial statements, except for the matter referred to in paragraph 5 above, the impact of which is not quantifiable, give a true and fair view in conformity with the accounting principles generally accepted in India:
  - (a) in the case of the consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2011;
  - (b) in the case of the consolidated Profit and Loss Account, of the profit of the Group for the year ended on that date: and
  - (c) in the case of the consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

For Price Waterhouse  
Firm Registration Number: 301112E  
**Chartered Accountants**

**Usha Rajeev** Partner  
Membership Number F -87191

Kanpur  
May 28, 2011

# Balance Sheet

as at March 31, 2011

			(Rs. in Lakhs)
Sources of funds:	Schedule no.	As at March 31, 2011	
<b>i</b> Shareholders' Funds:			
a. Capital	1		6,325.36
b. Reserves and Surplus	2		63,896.92
<b>ii</b> Loan Funds:			
Secured	3		19,243.90
<b>iii</b> Deferred Tax Liability (Net)			6,174.89
(Refer Note 9 on Schedule 20A and Note 7 on Schedule 20B)			
<b>TOTAL</b>			<b>95,641.07</b>
<b>APPLICATION OF FUNDS:</b>			
<b>i</b> Fixed Assets			
a. Gross Block	4		73,004.97
b. Depreciation			25,756.26
c. Net Block			47,248.71
d. Capital Work in Progress			7,443.26
			<b>54,691.97</b>
<b>ii</b> Investments	5		20,177.34
<b>iii</b> Current Assets, Loans and Advances:			
a. Inventories	6		6,394.33
b. Sundry Debtors	7		23,103.07
c. Cash and Bank Balances	8		3,623.43
d. Other Current Assets	9		2,523.61
e. Loans and Advances	10		14,147.80
			<b>49,792.24</b>
Less:			
Current Liabilities and Provisions:	11		
a. Current Liabilities			15,446.54
b. Provisions			13,573.94
			<b>29,020.48</b>
<b>NET CURRENT ASSETS</b>			<b>20,771.76</b>
<b>TOTAL</b>			<b>95,641.07</b>
Significant Accounting Policies and Notes to Accounts	20		

This is the Consolidated Balance Sheet referred to in our report of even date.

**For Price Waterhouse**

Firm Registration Number 301112E  
Chartered Accountants

**Usha Rajeev** Partner

Membership Number - F - 87191

Place: Kanpur

Date: May 28, 2011

The schedules referred to above form an integral part of the Consolidated Balance Sheet.

**For and on behalf of the Board**

Mahendra Mohan Gupta	Chairman and Managing Director
Sanjay Gupta	Whole time Director and CEO
Dhirendra Mohan Gupta	Whole time Director
Sunil Gupta	Whole time Director
Shailesh Gupta	Whole time Director
Devendra Mohan Gupta	Director
Gavin K. O'Reilly	Director
Naresh Mohan	Director
Shailendra Mohan Gupta	Director
Shashidhar Narain Sinha	Director
Vijay Tandon	Director
Rajendra Kumar Agarwal	Chief Financial Officer
Amit Jaiswal	Company Secretary

# Profit & Loss

for the Year Ended March 31, 2011

			(Rs. in Lakhs)
	Schedule No.		For the Year Ended March 31, 2011
<b>INCOME:</b>			
Sales and Other Operating Income	12		122,108.92
Other Income	13		2,561.50
Increase/(Decrease) in Stocks	14		(8.32)
			<b>124,662.10</b>
<b>EXPENDITURE:</b>			
Materials Consumed	15		38,625.63
Employees Cost	16		17,265.61
Manufacturing and Other Direct Expenses	17		12,596.41
Selling, Administrative and Other Expenses	18		17,935.82
			<b>86,423.47</b>
<b>PROFIT BEFORE INTEREST, DEPRECIATION, PRIOR PERIOD EXPENSES, TAXES AND SHARE OF ASSOCIATES RESULTS</b>			<b>38,238.63</b>
Less : Interest	19		907.47
			<b>37,331.16</b>
<b>PROFIT BEFORE DEPRECIATION, PRIOR PERIOD EXPENSES TAXES AND SHARE OF ASSOCIATES RESULTS</b>			<b>37,331.16</b>
Less: Depreciation (Other than Prior Period Expenses) (Refer Note 15 on Schedule 20B)			6,546.00
			<b>30,785.16</b>
<b>PROFIT BEFORE PRIOR PERIOD EXPENSES, TAXES AND SHARE OF ASSOCIATES RESULTS</b>			<b>30,785.16</b>
Less: Prior Period Expenses (Refer Note 15 on Schedule 20B)			228.17
			<b>30,556.99</b>
<b>PROFIT BEFORE TAXES AND SHARE OF ASSOCIATES RESULTS</b>			<b>30,556.99</b>
Less: Tax Expense (Note 9 on Schedule 20A and Note 7 on Schedule 20B)			
Current Tax		9,194.26	
MAT Credit Entitlement		123.60	
Deferred Tax		439.25	9,757.11
			<b>20,799.88</b>
<b>PROFIT BEFORE SHARE OF ASSOCIATES RESULTS</b>			<b>20,799.88</b>
Less: Share of Associates Losses			21.20
			<b>20,778.68</b>
<b>NET PROFIT FOR THE YEAR</b>			<b>20,778.68</b>
Add: Balance of Profit Brought Forward			12,056.13
<b>BALANCE AVAILABLE FOR APPROPRIATION</b>			<b>32,834.81</b>
<b>APPROPRIATIONS:</b>			
Transfer to Debenture Redemption Reserve		930.00	
Transfer from Debenture Redemption Reserve		(930.00)	
Transfer to General Reserve		2,100.00	
Proposed Dividend		11,069.41	
<b>BALANCE CARRIED TO BALANCE SHEET</b>			<b>17,887.11</b>

Corporate Dividend Tax		1,778.29	14,947.70
Earning Per Share (Basic and Diluted) in Rupees			6.57
[Nominal value per share Rs. 2]			
(Note 13 on Schedule 20A and Note 11 on Schedule 20B)			
Significant Accounting Policies and Notes to Accounts	20		

This is the Consolidated Profit and Loss Account referred to in our report of even date.

**For Price Waterhouse**

Firm Registration Number 301112E

Chartered Accountants

**Usha Rajeev** Partner

Membership Number - F - 87191

Place: Kanpur

Date: May 28, 2011

The schedules referred to above form an integral part of the Consolidated Profit and Loss Account

**For and on behalf of the Board**

Mahendra Mohan Gupta	Chairman and Managing Director
Sanjay Gupta	Whole time Director and CEO
Dhirendra Mohan Gupta	Whole time Director
Sunil Gupta	Whole time Director
Shailesh Gupta	Whole time Director
Devendra Mohan Gupta	Director
Gavin K. O'Reilly	Director
Naresh Mohan	Director
Shailendra Mohan Gupta	Director
Shashidhar Narain Sinha	Director
Vijay Tandon	Director
Rajendra Kumar Agarwal	Chief Financial Officer
Amit Jaiswal	Company Secretary

# Cash Flow Statement

for the Year Ended March 31, 2011

		(Rs. in Lakhs)
Particulars	For the Year Ended March 31, 2011	
<b>A Cash Flow From Operating Activities:</b>		
<b>Net Profit Before Tax</b>		<b>30,556.99</b>
<b>Adjustments for:</b>		
Depreciation		6,546.00
Interest Expense		907.47
Interest Income		(1,001.36)
Dividend Received (Including Dividend Reinvested)		(165.28)
(Profit)/Loss on Fixed Assets Sold		(59.41)
(Profit)/Loss on Investments Sold		(141.18)
Sundry Balances / Deposits Written-off		119.63
Bad Debts Written-off		243.79
Liability No Longer Required Written-back		(863.79)
Provision for Bad and Doubtful Debts and Advances		778.48
Provision for Gratuity and Leave Encashment		(17.53)
Provision for Diminution In Value of Investments		106.19
Provision for Wealth Tax		14.16
Unrealised Foreign Exchange (Gain) /Loss on Restatements		(155.19)
Fixed Assets Written off		111.95
Actual rent paid over and above lease equalisation		(26.60)
Prior Period Expenses/(Income) (Net)		228.17
<b>Operating Profit Before Working Capital Changes</b>		<b>37,182.49</b>
<b>Adjustments for Changes In Working Capital :</b>		
- (Increase)/Decrease in Sundry Debtors		(3,953.89)
- (Increase)/Decrease in Other Receivables		(110.82)
- (Increase)/Decrease in Inventories		(775.52)
- Increase/(Decrease) in Trade and Other Payables		1,160.11
<b>Cash Generated From Operations</b>		<b>33,502.37</b>
- Direct Taxes Paid		(10,180.81)
<b>Net Cash From Operating Activities</b>		<b>23,321.56</b>
<b>B Cash Flow From Investing Activities:</b>		
Purchase of Fixed Assets		(13,675.04)
Capital Work in Progress		(4,752.23)
Proceeds from Sale of Fixed Assets		316.57
Professional fee paid for arrangement with Midday Multimedia Limited as mentioned in Note 7 on Schedule 20B		(700.00)
Redemption of Investments		27,116.05
Purchase of Investments		(30,241.25)
ICDs given		(10,846.00)
Repayment of ICDs		5,082.64

Interest Received	1,440.81
Dividend Received	61.02
Net Cash Used In Investing Activities	(26,197.43)
<b>C Cash Flow From Financing Activities:</b>	
Proceeds of Secured Loan	12,711.59
Repayment of Secured Loans	(7,776.66)
Repayment of Debentures	(930.00)
Interest Paid	(870.00)
Dividend Paid	(4,516.04)
Dividend Tax Paid	(750.32)
<b>Net Cash Used In Financing Activities</b>	<b>(2,131.43)</b>
<b>Net Increase/(Decrease) In Cash and Cash Equivalents</b>	<b>(5,007.30)</b>
Cash and Cash Equivalents at the Beginning of the Year	8,630.73
Cash and Cash Equivalents at the End of the Year	3,623.43
<b>Cash and Cash Equivalents Comprise</b>	
Cash on Hand	240.14
Balance with Scheduled Banks in:	
Current Accounts	2,117.12
Fixed Deposit Accounts	1,042.32
Unpaid Dividend Account	11.97
Margin Money	211.88

**Notes:**

- 1 Figures in brackets indicate cash outflow.
- 2 The above Cash Flow Statement has been prepared under the indirect method set out in AS 3 - Cash Flow Statement as prescribed by Companies (Accounting Standards) Rules, 2006
- 3 Fixed Deposit includes Rs 3.68 Lakhs (Previous Year Rs 3.92 Lakhs ) which are subject to lien with the bankers and government authorities

This is the Cash Flow Statement referred to in our report of even date.

**For Price Waterhouse**

Firm Registration Number 301112E

Chartered Accountants

**Usha Rajeev** Partner

Membership Number - F - 87191

Place: Kanpur

Date: May 28, 2011

**For and on behalf of the Board**

Mahendra Mohan Gupta	Chairman and Managing Director
Sanjay Gupta	Whole time Director and CEO
Dhirendra Mohan Gupta	Whole time Director
Sunil Gupta	Whole time Director
Shailesh Gupta	Whole time Director
Devendra Mohan Gupta	Director
Gavin K. O'Reilly	Director
Naresh Mohan	Director
Shailendra Mohan Gupta	Director
Shashidhar Narain Sinha	Director
Vijay Tandon	Director
Rajendra Kumar Agarwal	Chief Financial Officer
Amit Jaiswal	Company Secretary

# Schedules to Accounts

## Schedules Referred to and forming part of Consolidated Balance Sheet and Consolidated Profit & Loss Account

		(Rs. in Lakhs)
<b>SCHEDULE NO. 1</b>		
<b>CAPITAL</b>		<b>As at March 31, 2011</b>
<b>AUTHORISED</b>		
37,50,00,000 Equity Shares of Rs. 2/- each		7,500.00
<b>ISSUED, SUBSCRIBED AND PAID-UP</b>		
31,62,67,857 Equity Shares of Rs.2/- each fully paid up		6,325.36
Of the above, 4,95,00,000 Equity Shares of Rs. 2/- each fully paid-up were allotted by way of bonus shares by capitalisation of profits in the Year 2000-01; 13,90,01,805 equity shares of Rs. 2/- each fully paid-up in the Year 2005-06 and 5,01,95,100 equity shares of Rs. 2/- each fully paid-up in the Year 2006-07 by capitalisation of Securities Premium and 1,50,97,272 equity shares of Rs 2/- each fully paid were allotted pursuant to the scheme of arrangement under section 391 to 394 of Companies Act, 1956 (Refer Note 6 of Schedule 20B)		
<b>TOTAL</b>		<b>6,325.36</b>

		(Rs. in Lakhs)
<b>SCHEDULE NO. 2</b>		
<b>RESERVES AND SURPLUS</b>		<b>As at March 31, 2011</b>
<b>SECURITIES PREMIUM</b>		35,902.19
<b>DEBENTURE REDEMPTION RESERVE</b>		
Opening Balance	-	
Add: Transfer from Profit and Loss account	930.00	
	930.00	
Less: Transfer to Profit and Loss account	930.00	-
<b>GENERAL RESERVE</b>		
Opening Balance	7,256.23	
Add: Transferred from Profit and Loss Account	2,100.00	9,356.23
<b>CAPITAL RESERVE</b>		
Opening Balance	-	
Add: Arising pursuant to the scheme of arrangement under Sections 391 to 394 of Companies Act, 1956 (Refer Note 6 of Schedule 20B)	1,451.39	1,451.39
<b>PROFIT AND LOSS ACCOUNT</b>		
Balance as per Profit and Loss Account	17,887.11	
Less: Professional fee paid for arrangement under Sections 391 to 394 of the Companies Act, 1956 as mentioned above (Refer Note 6 of Schedule 20B)	700.00	17,187.11
<b>TOTAL</b>		<b>63,896.92</b>

(Rs. in Lakhs)

SCHEDULE NO. 3 SECURED LOANS (Note 6 on Schedule 20A and Note 12 on Schedule 20B)	As at March 31, 2011
<b>Loans and Advances from Banks:</b>	
Cash Credit	9,093.35
<b>Other Loans and Advances:</b>	
External Commercial Borrowings taken from Cooperative Centrale Raiffeisen Boernleen Bank, B. A. (Repayable within a Year Rs. 1,792.40 Lakhs)	5,377.20
External Commercial Borrowing taken from Bank of Baroda, New York Branch (Repayable within a year Rs. 48.60 Lakhs) (Refer Note 18 on Schedule 20B)	48.60
Buyer's Credit (Repayable within a Year Rs.4,724.75 Lakhs)	4,724.75
<b>TOTAL</b>	<b>19,243.90</b>

**Notes:**

- 1 Cash Credit and External Commercial Borrowings are secured by first charge ranking pari-passu between Central Bank of India and Cooperative Centrale Raiffeisen Boernleen Bank, B. A.:
  - a) by way of hypothecation of all movable assets including fixed assets, stocks, book debts and other receivables both present and future; and
  - b) by way of equitable mortgage of Company's immovable properties, both present and future.
- 2 Cash Credit facilities from Central Bank of India are further secured by personal guarantees of some of the Directors.
- 3 Buyers' credit facilities are secured against the 'Letters of Comfort' issued by Central Bank of India which are part of the secured working capital limits forming part of Note 1 above.

(Rs. in Lakhs)

<b>SCHEDULE NO. 4 FIXED ASSETS</b> (Note 2, 3, 10, 11 and 16 on Schedule 20A and Note 4, 5 and 9(b), 15, 16 Schedule 20B)												
PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK			
	As at April 1, 2010	Acquisitions #	Additions	Sales/ Adjustments	As at March 31, 2011	As at April 1, 2010	Acquisitions #	For the Year	Adjustments	As at March 31, 2011	As at March 31, 2011	
<b>INTANGIBLE ASSETS:-</b>												
Goodwill	-	-	170.99	-	170.99	-	-	-	-	-	-	170.99
Title	1,700.00	29.67	-	11.89	1,717.78	-	5.19	1.79	2.08	4.90	-	1,712.88
<b>TANGIBLE ASSETS:-</b>												
Land (Freehold)	1,040.78	-	440.98	-	1,481.76	-	-	-	-	-	-	1,481.76
Land (Leasehold)	1,759.31	169.78	70.01	-	1,999.10	91.92	3.27	22.94	-	118.13	-	1,880.97
Leasehold Improvements **	1,472.72	420.46	147.64	-	2,040.82	449.13	44.18	402.09	-	895.40	-	1,145.42
Buildings*	6,141.23	1,585.86	1,917.07	12.02	9,632.14	1,611.48	90.40	842.76	1.01	2,543.63	-	7,088.51
Plant and Machinery	37,689.29	1,684.06	9,577.41	873.37	48,077.39	13,123.69	195.42	4,312.34	567.55	17,063.90	-	31,013.49
Computers	3,937.00	266.89	822.07	66.34	4,959.62	2,903.72	110.69	655.48	55.16	3,614.73	-	1,344.89
Furniture and Fixture	581.41	31.96	94.75	12.94	695.18	371.01	7.66	73.30	9.39	442.58	-	252.60
Vehicles	2,040.30	14.48	377.93	202.52	2,230.19	901.45	5.83	333.90	168.19	1,072.99	-	1,157.20
<b>Total</b>	<b>56,362.04</b>	<b>4,203.16</b>	<b>13,618.85</b>	<b>1,179.08</b>	<b>73,004.97</b>	<b>19,452.40</b>	<b>462.64</b>	<b>6,644.60</b>	<b>803.38</b>	<b>25,756.26</b>	<b>803.38</b>	<b>47,248.71</b>
<b>Capital Work in Progress:</b>												
Capital Work in Progress, including Capital Advances of Rs. 2,198.46 Lakhs												7443.26
<b>Grand Total</b>	<b>56,362.04</b>	<b>4,203.16</b>	<b>13,618.85</b>	<b>1,179.08</b>	<b>73,004.97</b>	<b>19,452.40</b>	<b>462.64</b>	<b>6,644.60</b>	<b>803.38</b>	<b>25,756.26</b>	<b>803.38</b>	<b>54,691.97</b>

\* Includes buildings constructed on the rented premises/on plot of land taken on lease from the directors/their relatives and the properties belonging to the entity, whose running business was taken over by the Group on April 1, 2000 on Lock, Stock and Barrel basis.

\*\* Depreciation charge under the category Leasehold Improvements includes Prior Period Depreciation amounting to Rs. 98.60 Lakhs.

# Pertains to opening gross block and accumulated depreciation of fixed assets of MIL acquired as part of the Arrangement as referred to in Note 6 on Schedule 20B.

(Rs. in Lakhs)

<b>SCHEDULE NO. 5 INVESTMENTS</b> (Note 2 and 4 on Schedule 20A and Note 14 on Schedule 20B)		<b>As at March 31, 2011</b>
<b>LONG TERM INVESTMENTS -AT COST</b>		
<b>A QUOTED, NON-TRADE UNLESS OTHERWISE STATED</b>		
<b>a) SHARES</b>		
Fully paid-up Equity Shares of Jagran Limited* (Trade) (1,45,650 Shares of Rs. 10/- each) (Market value: Not available)		16.23
Fully paid-up Equity Shares of ICICI Bank Limited (6,387 Shares of Rs. 10/- each) (Market value: Rs. 71.29 lacs lakhs)		64.72
Fully paid-up Equity Shares of Mega Fin (India) Limited* (18,500 Shares of Rs. 10/- each) (Market value: Not available)		1.85
Fully paid-up Equity Shares of Bank of India (1,100 Shares of Rs. 10/- each) (Market value: Rs. 5.23 lakhs)		0.59
Fully paid-up Equity Shares of HT Media Limited (500 Shares of Rs. 2/- each) (Market value: Rs.0.75 lakhs)		0.53
Fully paid-up Equity Shares of Chronicle Holdings Limited (500 Shares of Rs. 2/- each) (Market value: Rs.0.40 lakhs)		0.46
		<b>84.38</b>
Less : Provision for diminution in Investments (Other than temporary)		18.08
<b>TOTAL (A)</b>		<b>66.30</b>
<b>b) DEBENTURES:</b>		
Non Convertible Debentures of L & T Finance Limited (56,212 Debentures of Rs. 1000/- each) (Market Value: Rs.558.47 lakhs)		562.12
<b>TOTAL (B)</b>		<b>562.12</b>
<b>c) UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE</b>		
Axis Fixed Term Plan-Series 11 (371 days) Growth Plan (10,00,000 units of Rs 10/- each) (Market Value: Rs. 101.85 lakhs)		100.00
Birla Sun Life Fixed Term Plan-Series CM Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 203.80 lakhs)		200.00
DSP BlackRock Fixed Maturity Plan-13 M Series 2 - Growth (30,00,000 units of Rs 10/- each) (Market Value: Rs. 322.64 lakhs)		300.00
DSP BlackRock Fixed Maturity Plan-12 M Series 8 - Growth (30,00,000 units of Rs 10/- each) (Market Value: Rs. 307.74 lakhs)		300.00
DSP BlackRock Fixed Maturity Plan-12 M Series 12- Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 202.95 lakhs)		200.00
DSP BlackRock Fixed Maturity Plan-13 M Series 4- Growth (30,00,000 units of Rs 10/- each) (Market Value: Rs. 302.16 lakhs)		300.00
DWS Fixed Term Fund-Series 77 -Growth (10,00,000 units of Rs 10/- each) (Market Value: Rs. 102.54 lakhs)		100.00
DWS Fixed Term Fund-Series 78 -Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 203.60 lakhs)		200.00
DWS Fixed Term Fund-Series 81 -Growth (10,00,000 units of Rs 10/- each) (Market Value: Rs. 101.82 lakhs)		100.00
Fortis Fixed Term Fund -Series 20C Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 203.29 lakhs)		200.00
Fortis Fixed Term Fund Series 16 A Growth (50,08,915 units of Rs 10/- each) (Market Value: Rs. 550.44 lakhs)		500.89
Fortis Fixed Term Fund Series 16 D Growth (50,00,000 units of Rs 10/- each) (Market Value: Rs. 527.71 lakhs)		500.00
HDFC High Interest Fund-Quarterly Dividend-Reinvestment (55,14,842 units of Rs 10/- each) (Market Value: Rs. 621.17 lakhs)		645.30
ICICI Prudential FMP Series 54-18 Months Plan A Cumulative (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.57 lakhs)		200.00
ICICI Prudential FMP Series 53- 1 Year Plan E Cumulative (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.08 lakhs)		200.00

SCHEDULE NO. 5 (Contd.) INVESTMENTS (Note 2 and 4 on Schedule 20A and Note 14 on Schedule 20B)	As at March 31, 2011
ICICI Prudential FMP Series 55- 1 Year Plan A Cumulative (20,00,000 units of Rs 10/- each) (Market Value: Rs. 203.49 lakhs)	200.00
ICICI Prudential FMP Series 55- 15 Months Plan A Cumulative (20,00,000 units of Rs 10/- each) (Market Value: Rs. 202.51 lakhs)	200.00
ICICI Prudential FMP Series 55- 14 Months Plan B Cumulative (20,00,000 units of Rs 10/- each) (Market Value: Rs. 201.31 lakhs)	200.00
ICICI Prudential FMP Series 55- 13 Months Plan A Cumulative (20,00,000 units of Rs 10/- each) (Market Value: Rs. 201.22 lakhs)	200.00
IDBI FMP - 395 days Series-1 (March-2011) A- Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 201.74 lakhs)	200.00
JM Fixed Maturity Fund Series XVIII 15 Months Plan 1 Regular Growth (30,00,000 units of Rs 10/- each) (Market Value: Rs. 324.82 lakhs)	300.00
JM Fixed Maturity Fund Series XIX Plan D - Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 202.92 lakhs)	200.00
Kotak Fixed Maturity Plan 18 M Series 4 Growth (71,17,922 units of Rs 10/- each) (Market Value: Rs. 748.39 lakhs)	711.79
Kotak Fixed Maturity Plan 19M Series 2 Growth (1,00,03,009 units of Rs 10/- each) (Market Value: Rs. 1115.33 lakhs)	1,000.30
Kotak Fixed Maturity Plan 370 Days Series 7-Growth (10,00,000 units of Rs 10/- each) (Market Value: Rs. 102.98 lakhs)	100.00
Kotak Fixed Maturity Plan 24M Series 2-Growth (10,00,000 units of Rs 10/- each) (Market Value: Rs. 102.38 lakhs)	100.00
Kotak FMP Series 35-Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 202.20 lakhs)	200.00
Kotak FMP Series 41-Growth (10,00,000 units of Rs 10/- each) (Market Value: Rs. 100.12 lakhs)	100.00
Principal Pnb Fixed Maturity Plan 367 days Series 1 Sep10-Growth (10,00,000 units of Rs 10/- each) (Market Value: Rs. 103.27 lakhs)	100.00
Reliance Regular Saving Fund Debt Plan Institutional Growth Plan (65,43,663 units of Rs 10/- each) (Market Value: Rs. 876.58 lakhs)	800.00
Reliance Fixed Horizon Fund-XVI Series 4-Growth Plan (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.93 lakhs)	200.00
Reliance Fixed Horizon Fund-XVI Series 6-Growth Plan (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.82 lakhs)	200.00
Reliance Fixed Horizon Fund-XVII Series 4-Growth Plan (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.15 lakhs)	200.00
Reliance Fixed Horizon Fund-XVII Series 7-Growth Plan (20,00,000 units of Rs 10/- each) (Market Value: Rs. 203.20 lakhs)	200.00
Reliance Fixed Horizon Fund-XIX Series 13-Growth Plan (20,00,000 units of Rs 10/- each) (Market Value: Rs. 200.83 lakhs)	200.00
Religare Fixed Maturity Plan Series II Plan E (18 Months) (50,00,000 units of Rs 10/- each) (Market Value: Rs. 532.14 lakhs)	500.00
Religare Fixed Maturity Plan Series V Plan B (13 Months) Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 205.00 lakhs)	200.00
Religare Fixed Maturity Plan Series VI Plan A (13 Months) Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 200.90 lakhs)	200.00
Religare Fixed Maturity Plan Series VI Plan C (13 Months) Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 200.34 lakhs)	200.00
Religare Fixed Maturity Plan Series IV Plan F Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.18 lakhs)	200.00
Sundaram Fixed Term Plan AF 14 Months Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 202.94 lakhs)	200.00
Tata Fixed Maturity Plan Series 25 Scheme A-Growth (50,00,000 units of Rs 10/- each) (Market Value: Rs. 560.65 lakhs)	500.00
Tata Fixed Maturity Plan Series 29 Scheme A-Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 205.83 lakhs)	200.00

		(Rs. in Lakhs)
<b>SCHEDULE NO. 5 (Contd..)</b>		
<b>INVESTMENTS</b>		<b>As at March 31, 2011</b>
(Note 2 and 4 on Schedule 20A and Note 14 on Schedule 20B)		
Tata Fixed Maturity Plan Series 29 Scheme C-Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 204.85 lakhs)		200.00
Tata Fixed Maturity Plan Series 30 Scheme A-Growth (20,00,686 units of Rs 10/- each) (Market Value: Rs. 204.07 lakhs)		200.07
Taurus Fixed Maturity Plan 15 Months Series 1-Institutional Growth (20,00,000 units of Rs 10/- each) (Market Value: Rs. 216.51 lakhs)		200.00
Templeton India Income Opportunities Fund Growth (1,43,59,776 units of Rs 10/- each) (Market Value: Rs. 1575.02 lakhs)		1,500.00
<b>TOTAL (C)</b>		<b>13,958.35</b>
<b>TOTAL (A) (A+B+C)</b>		<b>14,586.77</b>
<b>B UNQUOTED</b>		
<b>a) SHARES (TRADE):</b>		
Fully paid-up Equity Shares of Jagran Publications Private Limited** (1,00,000 Shares of Rs.10/- each)		10.00
Fully paid-up Equity Shares of Jagran Prakashan (MPC) Private Limited*** (5,000 Shares of Rs.10/- each)		0.50
Fully paid-up Equity Shares of United News of India (150 Shares of Rs. 100/- each)		0.10
Fully paid-up Equity Shares of The Press Trust of India Limited (312 Shares of Rs. 100/- each)		0.31
Fully paid-up Equity Shares of Skorydov Systems Private Limited (1,330 Shares of Rs.10/- each)		250.00
Fully paid-up Equity Shares of MMI Online Limited (67,200 Shares of Rs.10/- each)		53.76
Fully paid-up Equity Shares of Naaptol Online Shopping Private Limited (54,057 Shares of Rs.10/- each)		200.00
Partly paid-up Warrants Convertible into Equity Shares of Edserv Soft Systems Ltd (4,67,290 Warrants convertible into Equity Shares of Rs.10/- each)		250.00
Fully paid-up Equity Shares of Leet OOH Media Private Limited (1,58,887 Shares of Rs.10/- each)		570.00
[Including Rs. 254.87 lakhs of goodwill arising on acquisition of associates] Less: Accumulated loss from associates		11.52
Fully paid-up Equity Shares of X-pert Publicity Private Limited (39,200 Shares of Rs.10/- each)		62.23
[Including Rs. 17.31 lakhs of goodwill arising on acquisition of associates] Less: Accumulated loss from associates		10.73
		<b>1,374.65</b>
Less : Provision for diminution in Investments (Other than temporary)		82.13
<b>TOTAL (D)</b>		<b>1,292.52</b>
<b>b) UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE</b>		
ICICI Prudential Long Term Plan Premium Plus Cummulative (49,83,753 units of Rs 10/- each)		500.00
Kotak Credit Opportunity Fund-Growth (50,00,000 units of Rs 10/- each)		500.00
LICMF Bond Fund-Dividend Plan (94,68,628 units of Rs 10/- each)		1,056.06
SBI Debt Fund Series 15 Months -6- Growth (20,00,000 units of Rs 10/- each)		200.00
<b>TOTAL (E)</b>		<b>2,256.06</b>
<b>TOTAL (B) (D+E)</b>		<b>3,548.58</b>
<b>CURRENT INVESTMENTS</b>		
(At lower of cost and fair value)		
<b>C QUOTED, NON-TRADE</b>		
<b>UNITS OF MUTUAL FUND (FULLY PAID UP)</b>		

(Rs. in Lakhs)

<b>SCHEDULE NO. 5 (Contd..)</b>		
<b>INVESTMENTS</b>		<b>As at March 31, 2011</b>
(Note 2 and 4 on Schedule 20A and Note 14 on Schedule 20B)		
HDFC Short Term Plan - Growth (28,71,815 units of Rs 10/- each) (Market Value: Rs. 544.56 lakhs)		515.83
Templeton India Short Term Income Retail Plan-Growth (10,711 units of Rs 10/- each) (Market Value: Rs. 209.25 lakhs)		200.00
<b>TOTAL (C)</b>		<b>715.83</b>
<b>D UNQUOTED, NON TRADE</b>		
<b>a) UNITS OF MUTUAL FUND (FULLY PAID UP), NON-TRADE</b>		
Axis Short Term Fund-Institutional Growth (19,60,131 units of Rs 10/- each)		200.00
IDFC-SSIF-Short Term-Growth (36,10,569 units of Rs 10/- each)		700.00
Kotak Bond Short Term-Growth (11,13,400 units of Rs 10/- each)		200.00
<b>TOTAL (F)</b>		<b>1,100.00</b>
<b>b) IMMOVABLE PROPERTIES</b>		
Immovable Properties		250.22
Less : Provision for diminution in Investments		24.06
<b>TOTAL (G)</b>		<b>226.16</b>
<b>TOTAL (D)</b>		<b>1,326.16</b>
<b>TOTAL (A+B+C+D)</b>		<b>20,177.34</b>

**NOTES:**

\* Market value and book value both exclude the investments in respect of which market value as stated above was not available. These Investment are fully provided for.

\*\* Represents 40% paid-up Capital of the company carrying 50% voting rights.

\*\*\* Represents 50% paid-up Capital of the company carrying 50% voting rights.

Aggregate market value of Quoted Investment in Shares, Debentures, Bonds and Mutual Funds is Rs. 15,969.93 Lakhs as against the aggregate book value of Rs. 15,302.60 Lakhs

Aggregate amount of unquoted Investments is Rs. 4,874.74 Lakhs

(Rs. in Lakhs)

<b>SCHEDULE NO. 6</b>		
<b>INVENTORIES</b>		<b>As at March 31, 2011</b>
(Note 5 on Schedule 20A)		
Raw Material*		6,102.99
(Including in transit Rs. 700.35 Lakhs)		
Stores		278.04
Finished Goods		13.30
<b>TOTAL</b>		<b>6,394.33</b>
* Includes raw material lying with third parties aggregating Rs. 15.59 Lakhs		

(Rs. in Lakhs)

<b>SCHEDULE NO. 7</b>		
<b>SUNDRY DEBTORS</b>		<b>As at March 31, 2011</b>
Debts outstanding for a period exceeding six months:		
Secured, considered good		26.18
Unsecured, considered good		2,595.19
Unsecured, considered doubtful		2,124.23
Less: Provision for Bad and Doubtful Debts		2,124.23
		2,621.37
Other Debts:		
Secured, considered good		1,486.31
Unsecured, considered good**		18,995.39

(Rs. in Lakhs)	
SCHEDULE NO. 7 (Contd.) SUNDRY DEBTORS	As at March 31, 2011
Unsecured, considered doubtful	24.39
Less: Provision for Bad and Doubtful Debts	24.39
	20,481.70
<b>TOTAL</b>	<b>23,103.07</b>
** Debts due from the Private Company in which some of the Directors of the company are Directors Rs.0.30 Lakhs	

(Rs. in Lakhs)	
SCHEDULE NO. 8 CASH AND BANK BALANCES	As at March 31, 2011
Cash on Hand	240.14
Balance with Scheduled Banks in:	
Current Accounts	2,117.12
Fixed Deposit Accounts***	1,042.32
Unpaid Dividend Account	11.97
Margin Money	211.88
<b>TOTAL</b>	<b>3,623.43</b>
*** Includes Rs 3.68 Lakhs which are subject to lien with the bankers and Government Authorities	

(Rs. in Lakhs)		
SCHEDULE NO. 9 OTHER CURRENT ASSETS		As at March 31, 2011
Security Deposits		
Considered Good#	2,370.21	
Considered Doubtful	6.14	
	2,376.35	
Less : Provision for Bad and Doubtful Security Deposits	6.14	2,370.21
Interest Accrued on Fixed Deposits		48.77
Interest Receivable (Others)		104.63
<b>TOTAL</b>		<b>2523.61</b>
# Includes amount of Rs.50.50 Lakhs deposited with the Directors for the premises taken on lease from them. Maximum amount due at any time during the Year : Rs 50.50 Lakhs		

(Rs. in Lakhs)		
SCHEDULE NO. 10 LOANS AND ADVANCES		As at March 31, 2011
(Note 8 and 9 on Schedule 20A and Note 2 and 10 on Schedule 20B)		
Advances recoverable in cash or in kind or for value to be received (Unsecured, considered good unless otherwise stated)		
Accrued Billing Revenue		236.60
Loans and Advances to Parties and Staff *		
Secured, Considered Good	2,375.00	
Unsecured, Considered Good	9,106.86	
Unsecured, Considered Doubtful	1,016.08	
	12,497.94	
Less : Provision for Bad and Doubtful Advances**	1,016.08	11,481.86
Prepaid Expenses		1,280.85
Income Tax Paid (including Tax Deducted at Source)	29,343.38	
Less: Provision for Income Tax	28,283.38	1,060.00
Fringe Benefit Tax Paid	209.70	
Less: Provision for Fringe Benefit Tax	206.32	3.38
MAT Credit Entitlement		85.11
<b>TOTAL</b>		<b>14,147.80</b>
* Debts due from private companies in which the company has substantial interest: Rs. 2,662.58 Lakhs		
** Includes provision made on advances due from related parties		

(Rs. in Lakhs)

<b>SCHEDULE NO. 11</b>			<b>(Rs. in Lakhs)</b>
<b>CURRENT LIABILITIES AND PROVISIONS</b>			<b>As at March 31, 2011</b>
<b>A</b>	<b>CURRENT LIABILITIES</b>		
	(Note 6 and 12 on Schedule 20A and Note 7 and 12 on Schedule 20B)		
	Sundry Creditors		
	- Due to Micro and Small Enterprises		1.40
	- Others		10,962.63
	Advance from Customers		1,037.51
	Unpaid Dividend*		11.97
	Security Deposits from Agents, Staff and Others		2,854.09
	Interest Accrued but not Due		39.26
	Other Liabilities		539.68
			<b>15,446.54</b>
	* Not due for credit to Investor Education and Protection Fund		
<b>B</b>	<b>PROVISIONS</b>		
	(Note 8 and 9 on Schedule 20A and Note 10 on Schedule 20B)		
	Provision for Wealth Tax	36.34	
	Less: Wealth Tax Paid	22.18	14.16
	Corporate Dividend Tax Payable		1,795.73
	Proposed Dividend		11,069.38
	Provision for Earned Leave		511.21
	Provision for Gratuity		183.46
			13,573.94
	<b>TOTAL</b>		<b>29,020.48</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 12</b>			<b>(Rs. in Lakhs)</b>
<b>SALES AND OTHER OPERATING INCOME</b>			<b>As at March 31, 2011</b>
(Note 7 on Schedule 20A)			
	Newspaper Sale		23,660.07
	Other Publications Sale		183.56
	Advertisement Revenue		85,398.91
	Revenue from Other Operating Activities (Includes printing job charges revenue of Rs. 1,924.37 Lakhs)		12,013.30
	Scrap and Waste Paper Sale		853.08
	<b>TOTAL</b>		<b>122,108.92</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 13</b>			<b>(Rs. in Lakhs)</b>
<b>OTHER INCOME</b>			<b>As at March 31, 2011</b>
(Note 6 and 7 on Schedule 20A)			
	Bad Debts Recovered		15.11
	Profit on Sale of Assets		59.41
	Profit on Sale of Current Investments, other than trade:	99.13	
	(Net of Loss of Rs. 13.32 Lakhs)		
	Profit on Sale of Long term Investments, other than trade:	42.05	141.18
	(Net of Loss of Rs. 55.75 Lakhs)		
	Dividend Received		
	- From Long Term Investments - Other Than Trade	30.37	
	- From Current Investments - Other Than Trade	134.91	165.28
	Exchange Rate Fluctuation (Net)		216.82
	Rent and Space Sharing Charges Received		27.25
	Interest Received (Gross) :-		
	- On Income Tax Refund	29.36	
	- On Fixed Deposits	277.99	

		(Rs. in Lakhs)
<b>SCHEDULE NO. 13 (Contd.) OTHER INCOME</b> (Note 6 and 7 on Schedule 20A)		<b>As at March 31, 2011</b>
(Gross of Tax Deducted at Source Rs. 2731 Lakhs)		
- On Loans Given	673.43	
(Gross of Tax Deducted at Source Rs. 55.93 Lakhs)		
- Other Loans and Advances	20.58	1,001.36
(Gross of Tax Deducted at Source Rs.Nil)		
Provision/Creditors no Longer Required Written-back		863.79
Miscellaneous		71.30
<b>TOTAL</b>		<b>2,561.50</b>

		(Rs. in Lakhs)
<b>SCHEDULE NO. 14 INCREASE/(DECREASE) IN STOCKS</b>		<b>As at March 31, 2011</b>
Closing Stock		13.30
Less : Opening Stock		21.62
<b>TOTAL</b>		<b>(8.32)</b>

		(Rs. in Lakhs)
<b>SCHEDULE NO. 15 MATERIALS CONSUMED</b>		<b>As at March 31, 2011</b>
Raw Material		35,890.36
Stores and Spares*		2,735.27
<b>TOTAL</b>		<b>38,625.63</b>

\* Does not include stores and spares directly charged to Repairs and Maintenance - Plant & Machinery Rs. 193.26 Lakhs)

		(Rs. in Lakhs)
<b>SCHEDULE NO. 16 EMPLOYEES COST</b> (Note 8 on Schedule 20A and Note 10 and 17 on Schedule 20B)		<b>As at March 31, 2011</b>
Salary, Wages, Bonus etc.		15,244.05
Contribution to Employees Provident and Other Funds		997.25
Employees Welfare		822.58
Gratuity Including Contribution to Gratuity Fund		201.73
<b>TOTAL</b>		<b>17,265.61</b>

		(Rs. in Lakhs)
<b>SCHEDULE NO. 17 MANUFACTURING AND OTHER DIRECT EXPENSES</b>		<b>As at March 31, 2011</b>
Repairs and Maintenance		
Building	404.22	
Plant and Machinery	1,212.30	1,616.52
News Collection and Contribution		715.60
Composing, Printing and Binding		604.47
Power and Fuel		1,927.38
Freight and Cartage		259.36
Site Hiring Charges (Note 10 on Schedule 20A and Note 9(a) on Schedule 20B)		4,749.55
Event Management Expenses		2,424.26
Other Direct Expenses		299.27
<b>TOTAL</b>		<b>12,596.41</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 18</b>	
<b>SELLING, ADMINISTRATIVE, AND OTHER EXPENSES</b>	<b>As at March 31, 2011</b>
Rates and Taxes	93.02
Rent (Note 10 on Schedule 20A and 9(a) on Schedule 20B)	1,363.11
Carriage and Distribution	2,504.53
Travelling and Conveyance	1,098.05
Communication	955.58
Promotion, Publicity and Sales Incentives	5,928.79
Repair and Maintenance - Others	745.89
Director's Sitting Fees	2.39
Field Expenses	1,125.12
Insurance	209.88
Donation	308.47
Bad Debts Written-off	243.79
Sundry balances /Deposits written off	119.63
Provision for Bad and Doubtful Debts and Advances	778.48
Provision for Diminution in Value of Investment	106.19
Payment to the Auditors (Note 8 Schedule 20 B)	91.36
Assets Written-off	111.95
Miscellaneous	2,149.59
<b>TOTAL</b>	<b>17,935.82</b>

(Rs. in Lakhs)

<b>SCHEDULE NO. 19</b>	
<b>INTEREST</b>	<b>As at March 31, 2011</b>
(Refer Note 16 on Schedule 20A and Note 18 on Schedule 20B)	
Interest on	
- Term Loans	299.46
- Other Borrowings	608.01
<b>TOTAL</b>	<b>907.47</b>



# Significant Accounting Policies and Notes to Accounts

## SCHEDULE - 20

### A. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted by Jagran Prakashan Limited ('JPL' or the Company) and its subsidiary, joint venture, and associates (hereinafter referred to as the "Group") in respect of these Consolidated Financial Statements, are set out below.

#### 1. Accounting Convention

The consolidated financial statements are prepared to comply in all material respects with notified accounting standards by the Companies (Accounting Standards) Rules, 2006, the relevant provisions of the Companies Act, 1956 and guidelines issued by the Securities and Exchange Board of India (SEBI), to reflect the financial position and the results of operations of the Group. These consolidated financial statements are prepared under the historical cost convention on the accrual basis of accounting and reporting requirements of Accounting Standard ('AS') 21 'Consolidated Financial Statements', AS-23 'Accounting for Investments in Associates in Consolidated Financial Statements' and AS-27, Financial Reporting of Interests in Joint Ventures notified under Companies (Accounting Standards) Rules, 2006. Accounting policies have been consistently applied, except where a newly issued accounting standard or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use or to the extent disclosed in this schedule.

#### 2. Principles of Consolidation

These accounts represent consolidated accounts of the Group and its wholly owned subsidiary, joint-venture and investment in associates as follows:

Entity	Relationship	Shareholding as at March 31, 2011
Midday Infomedia Limited ("MIL")	Subsidiary	100.00%
Jagran 18 Publication Limited (ceased with effect from March 1, 2011)	Jointly Controlled Entity	-
X-pert Publicity Private Limited	Associate	39.20%
Leet OOH Media Private Limited	Associate	48.64%
Jagran Infotech Limited (ceased with effect from March 1, 2011)	Associate	-

- The financial statements of the parent company and its subsidiary have been consolidated on a line-by-line basis by adding together the book values of the like items of assets, liabilities, income and expenses, after eliminating intra-group balances and the unrealised profits / losses on intra-group transactions, and are presented to the extent possible, in the same manner as the Company's standalone financial statements.
- Investments in associate companies have been accounted for, by using equity method whereby investment is initially recorded at cost and the carrying amount is adjusted thereafter for post acquisition change in the Company's share of net assets of the associate. The carrying amount of investment in associate companies is reduced to recognise any decline which is other than temporary in nature and such determination in value, if any, is made for each investment individually. The associates are consolidated from the date of acquiring significant influence and are no longer consolidated from the date the influence is diluted.
- The Company's interest in jointly controlled entity is proportionately consolidated on line-by-line basis by adding together the book values of assets, liabilities, income and expenses, after eliminating the unrealised profits / losses on intra group transactions.
- Goodwill represents the difference between JPL's share in the net identifiable assets of a subsidiary or an associate or a joint venture and the cost of acquisition at each point of time of making the investment in the subsidiary or the associate or the joint venture. The goodwill arising on consolidation is not amortised but tested for impairment on a periodic basis.

#### 3. Fixed Assets and Depreciation

- Fixed Assets are recorded by the Group at the cost of acquisition or construction after considering the grants received, and depreciated on Written-Down Value basis, at the rates prescribed in Schedule-XIV to the Companies Act, 1956.
- Assets individually costing less than Rs. 5000 each are fully depreciated in the year of acquisition. In respect of assets acquired, sold or discarded during the year, depreciation is provided on pro-rata basis for the period during which each asset was in use.
- Depreciation is provided on composite cost of Land and Building wherever cost of Land is not separately available. In these cases, the said composite cost is capitalised under Building.
- Title Dainik Jagran has an indefinite life and therefore not amortized. (Also refer Note 5 of Schedule 20B)
- Title 'MiD Day Delhi' is amortised over a period of ten years on a straight-line basis.
- Leasehold land and Leasehold improvements are amortised on a straight-line basis over the total period of lease including renewals.

#### 4. Investments

Long term investments are stated at cost of acquisition inclusive of expenditure incidental to acquisition. A provision for diminution is made to recognise a decline, other than temporary in the value of long term investments.

Current investments are stated at lower of cost and fair value determined on an individual basis.

## 5. Inventories

Inventories are valued at cost or net realisable value, whichever is lower. Cost of raw materials and stores is determined on first-in-first-out basis and cost of finished goods is determined on direct cost basis.

## 6. Foreign Currency Transactions

Exchange differences arising on the settlement of monetary items at rates different from those at which they were initially recorded during the year, or reported in the previous financial statements, are recognized as income or as expense in the year in which they arise. Gain or loss on transactions relating to acquisition of Fixed Assets in foreign currency is recognised as profit or loss in the Profit and Loss Account and adjusted to the corresponding liability. Non-monetary items other than Fixed Assets are carried at fair value or other similar values using exchange rates when values were determined. Foreign Currency Monetary Items outstanding as at Balance Sheet date are valued using the conversion rate prevailing as at Balance Sheet date. The premium or discount arising at the inception of forward exchange contract is amortised as expense or income over the life of the contract. Exchange differences on such contracts are recognised in the Profit and Loss Account in the year in which the exchange rates change. Any profit and loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or expense for the year.

## 7. Revenue Recognition

Revenues are recognized to the extent that it is probable that economic benefit will flow to the Group and revenue can be reliably measured. It is accounted for net of trade discounts.

Specifically the following bases are adopted in respect of various sources of revenues of the Group:-

### a) Advertisement

Revenue from advertisement space is recognized, as and when the relevant advertisement is published.

Revenue/Expense against all Barter-Contracts is recognised at the time of actual performance of the contract to the extent of performance completed by either party against its part of contract.

### b) Sale of Publications

Revenue from sale is recognised on dispatch, net of credits for unsold copies.

### c) Others

Revenue from printing job work is recognised on delivery of goods after completion as set out in the relevant contracts.

Revenue from Outdoor activities is recognised as and when the relevant advertisement is displayed.

Revenue from Event Management services is recognised when the event is completed.

Claims from insurance companies/ Interest on income tax refunds/ Government department are recognised as and when amount receivable can be reasonably determined.

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend income is recognised if the right to receive payment is established by the Balance Sheet date.

## 8. Employee Benefits

Short term employee benefits are recognised in the period during which the services have been rendered. The Group's contribution to Employee Provident Fund, Employee's State Insurance Fund and Employee's Pension Scheme 1995 is charged to revenue.

The Group has Defined Benefit plans namely leave encashment and gratuity for all employees, the liability for which is determined on the basis of an actuarial valuation at the end of the year. Gratuity Funds

are recognised by the income tax authorities and are administered and managed by the Life Insurance Corporation of India ("LIC") and HDFC Standard Life Insurance Company Limited ("HDFC Life").

Termination benefits are recognised as an expense immediately. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised immediately in the Profit and Loss Account as income or expense.

## 9. Taxation

- a) Tax expense comprises current tax, deferred tax and MAT credit entitlement
- b) Current tax comprises Group's tax liability for the current financial year as well as additional tax paid, if any, during the year in respect of earlier years on receipt of demand from the authorities.
- c) Deferred tax assets and liabilities are computed on the timing differences at the Balance Sheet date using the tax rate and tax laws that have been enacted or substantially enacted by the Balance sheet date. Deferred tax assets are recognised based on management estimates of reasonable certainty that sufficient taxable income will be available against which such deferred tax assets can be realised. Unrecognised deferred tax assets of earlier years are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realised.
- d) Minimum Alternative tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Group will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Profit and Loss account and shown as MAT Credit Entitlement. The Group reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Group will pay normal Income Tax during the specified period.

## 10. Lease

Assets acquired under finance leases are recognised as fixed assets. Liability is recognised at the lower of the fair value of the leased assets at inception of the lease and the present value of minimum lease payments. Lease payments are apportioned between the finance charge and the reduction of the outstanding liability. The finance charge is allocated over the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability and charge to the profit and loss account.

Payments made under operating leases are charged to Profit and Loss Account on a straight line basis over the period of the lease.

In case of non-cancellable operating leases, the total rent payable including future escalations till the expiry of lease is charged equally to profit and loss account over the period of lease including renewals.

## 11. Impairment of Assets

At each balance sheet date, the Group reviews the carrying amounts of its fixed assets to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the impairment loss is recognised for the amount by which the assets carrying value exceeds its recoverable amount. Recoverable amount is the higher of an asset's net selling price and value in use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset.

## **12. Provisions and Contingent Liability**

- a) The Group creates a provision when there is a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.
- b) A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that probably will not require an outflow of resources or where a reliable estimate of the obligation can not be made.

## **13. Earnings Per Share**

Earnings Per Share (EPS) are computed on the basis of net profit after tax for the year. The number of shares used in computing basic EPS is weighted average number of shares outstanding during the year.

The diluted EPS is calculated on the same basis as basic EPS, since there are no dilutive equity shares.

## **14. Segment Information**

The Group is engaged primarily in printing and publication of Newspaper and Magazines in India. The other activities of the Group comprise outdoor advertising business, event management services and digital business. However, these in the context of the Accounting Standard 17 on Segment Reporting prescribed by the Companies (Accounting Standards) Rules, 2006 are considered to constitute single reportable business segment and single geographic segment. Accordingly, no separate disclosure for primary or secondary segments is given.

## **15. Cash Flow Statement**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of non-cash nature. The cash flows from operating, investing and financing activities of the Group are segregated.

## **16. Borrowing Cost**

Borrowing cost attributable to the acquisition or construction of fixed assets which takes substantial period of time to get ready for its intended use is capitalised as part of the cost of that asset. Other borrowing costs are recognized as an expense in the year in which they are incurred.

**B. NOTES TO ACCOUNTS:****1. Contingent Liabilities:**

	(Rs. in Lakhs)
Particulars	As at March 31, 2011
Bank Guarantees/Letter of Credit given	432.50
In respect of various pending labour and defamation cases (In view of large number of cases, it is impracticable to disclose the details of each case).	Amount not ascertainable

2. (a) Pending final disposal of various litigations initiated since June 2007 by a common group of shareholders hereinafter referred to as "Other Group" against JPL in case of Jagran Publications Private Limited and Jagran Prakashan (MPC) Private Limited and JPL's petition filed in case of former against the Other Group (which is in management) alleging mismanagement and oppression and seeking the directive against them to sell their shareholding to JPL at fair price or alternatively to vest the management rights with it, the management, on the basis of legal advice received and on evaluation of various developments including the decision of Company Law Board in its favour in one of the crucial petitions filed by Other Group and continuing decrease in outstanding balances considers its entire exposure, in both the companies, of Rs. 2,521.58 lakhs including equity investment of Rs.10.50 lakhs as fully realisable. However, JPL, being extremely conservative, recognises interest on the loans granted to these companies as income only when interest is realised and accordingly no interest income has been recognised for the period from October 1, 2007 to March 31, 2011.
- (b) The shares held in Jagran Publications Private Limited and Jagran Prakashan (MPC) Private Limited are not transferable to a third party (i.e. persons and body corporate not belonging to U.P. group, defined to be lineal descendants of late Mr. P.C. Gupta and Company in which not less than 51% shareholding is owned and controlled by their family members) without complying with certain conditions as contained in the Articles of Association of these two companies.
- (c) Pursuant to compliance of clause 32 of the Listing Agreement on disclosure of Loans/ Advances in the nature of loans, the relevant information is provided hereunder:

		(Rs. in Lakhs)	
Particulars	Outstanding as at March 31, 2011	Maximum amount due at any time during the year ended March 31, 2011	
i Leet OOH Media Private Limited	71.50	71.50	
ii X-pert Publicity Private Limited	80.00	80.00	
iii SPFL Securities Limited	500.00	1,100.00	
iv Jagran Prakashan (MPC) Private Limited (Amount repayable beyond 7 Years: Rs. Nil)	1,574.40	1,574.79	
v Jagran Publications Private Limited.* (Amount repayable beyond 7 Years: Rs. Nil)	936.68	1,196.99	
<b>TOTAL</b>	<b>3,162.58</b>	<b>4,023.28</b>	

\* includes Rs. 350 Lakhs non-interest bearing loan given while JPL was a Private Limited Company. There is no stipulation for repayment.

- d) JPL has created certain provision, without prejudice to its legal rights, on the receivables under litigation though it is confident of realising its dues.

**3. Capital Commitments:**

	(Rs. in Lakhs)
Particulars	As at March 31, 2011
Estimated amount of Capital Commitments (Net of Advances Rs. 2,198.46 Lakhs)	11,656.54

4. a) Title deeds of leasehold land at Mohali of Rs. 91.95 Lakhs and Patna of Rs. 68.45 Lakhs included in land are yet to be executed in favour of JPL.
- b) Title Deed of Land at Rabale for registration of Rs. 169.78 Lakhs included in Leasehold Land is yet to be executed in favour of the MIL.
- c) Title Deeds for the Investments done in Immovable Properties, included in Investments, with the carrying value amounting to Rs. 143.06 Lakhs are yet to be executed in favour of MIL.

5. Accounting Standard 26 – Intangible Assets prescribed by the Companies (Accounting Standards) Rules, 2006, and the relevant provisions of the Companies Act, 1956, requires amortization of intangible assets over their estimated useful lives. In view of the Management, Title Dainik Jagran has an indefinite life and therefore is not amortised.

Considering the impending convergence of Indian Accounting Standards with International Financial Reporting Standard ("IFRS") as indicated by the Institute of Chartered Accountants of India, and recent press note from Ministry of Corporate Affairs, Group considers it likely that its financial statements will also be prepared in accordance with IFRS over the next three years or so.

Post migration to IFRS, the Group will no longer be required to amortize the Title but will need to test the same for impairment annually or earlier, if there arises a triggering event in the interim period. The Group believes that basis its business projections, no impairment on such review will arise and accordingly, considering the above impending migration to IFRS, it has not amortized the value of Title of Rs 1,700 lakhs in these financial statements, as currently required by Accounting Standard – 26.

## 6. Transfer of the Print Business of Mid-Day Multimedia Limited

Pursuant to the scheme of arrangement formulated under the provisions of Sections 391 to 394 of the Companies Act, 1956 between Mid-Day Multimedia Limited ("MML") and JPL, as approved by the Honourable High Court of Judicature at Mumbai and Honourable High Court of Judicature at Allahabad vide their orders dated October 15, 2010 and January 4, 2011 respectively, which became effective on January 6, 2011, the investment in Midday Infomedia Limited ("MIL") and all the estate, assets, rights, claims, title, interest, licenses, liabilities and authorities including accretions and appurtenances of MML pertaining to the Print Business ("Demerged Undertaking") were transferred to JPL with effect from the Appointed Date i.e. April 1, 2010. Pursuant to the scheme, 15,097,272 equity shares of Rs. 2 each have been issued to the shareholders of MML as consideration. Professional fees paid for the arrangement with MML of Rs 700 lakhs, being directly attributable to the acquisition of the investment, has been adjusted in the Reserve and Surplus (Schedule 2) from the Profit and Loss Account balance.

The scheme of amalgamation has been accounted for in accordance with the approval accorded whereby the assets and liabilities pertaining to the Demerged Undertaking have been recorded at the respective book values as appearing in the books of MML as on the Appointed Date and the excess of the assets over the liabilities and consideration has been credited to capital reserve. None of the Accounting Standards notified under Section 211(3C) of the Companies Act, 1956, is applicable to the transaction.

The calculation of difference between consideration and value of net identifiable assets acquired is as follows:

Assets/(Liabilities) acquired	Rs. in Lakhs
Equity Shares in Midday Infomedia Limited	886.15
Deferred Tax Asset	3.78
Other Current Assets	1,686.37
Loans and Advances*	120.32
Less: Current Liabilities and Provisions	13.28
Less: Secured Loans	930.00
Net Assets as on April 1, 2010 – (A)	1,753.34
Consideration – 15,097,272 Equity shares of Rs. 2/- each in JPL issued (B)	301.95
Remaining amount credited to Capital Reserve (C) = (A) – (B)	1,451.39

\* Includes net Income Tax paid of Rs. 111.27 Lakhs (net of Provision for Income Tax of Rs. 11.19 Lakhs) relating to the income tax assessments for earlier years to the extent pertaining to the print business of MML

## 7. The Net Deferred Tax Liability Comprising Following Components:

	(Rs. in Lakhs)			
	As at March 31, 2010	Current year Changes	Adjustments #	As at March 31, 2011
<b>Deferred Tax Liabilities</b>				
Difference between book and tax depreciation on fixed assets.	2,219.58	(6.53)		2,213.05
Difference between book income and tax income due to different methods of accounting in JPL (Net)	4,150.12	249.57		4,399.69
<b>Total (A)</b>	<b>6,369.70</b>	<b>243.04</b>		<b>6,612.74</b>
<b>Deferred Tax Assets</b>				
Provision for Doubtful advances allowable under Income-tax Act, 1961 on actual write off	334.64	9.86		344.50
Provision for diminution in value of investments allowable under Income-tax Act, 1961 on actual loss	42.31	(13.27)		29.04
Carry forward of losses	216.39	(216.39)		-
Other expenses claimed as deduction in financial statement but allowed as deduction under Income-tax Act, 1961 in future years	36.94	5.51	3.78	46.23
Lease Rent Equalization charged in financial statement but allowed as deduction under the Income Tax Act in future years (to the extent considered realisable)	-	18.08		18.08
<b>Total (B)</b>	<b>630.28</b>	<b>(196.21)</b>	<b>3.78</b>	<b>437.85</b>
<b>Net Deferred Tax Liability (A) – (B)</b>	<b>5,739.42</b>	<b>439.25</b>	<b>(3.78)</b>	<b>6,174.89</b>

# Provision for leave encashment and gratuity and related deferred tax asset acquired from MML related to certain employees of MML who were transferred to MIL pursuant to the scheme of arrangement under sections 391 to 394 of the Companies Act, 1956.

## 8. Auditor's Remuneration\* @:

	(Rs. in Lakhs)
Particulars	Year ended March 31, 2011
Statutory Audit (including audit of consolidated financial statements)	88.68
Out of Pocket Expenses	2.75
<b>TOTAL</b>	<b>91.43</b>

\* Including service tax

@ Including fees paid to current and previous auditors of the subsidiary

**9. Lease****a. Operating Lease – As a Lessee:**

- (i) The Group is obligated under non-cancellable leases for offices, residential spaces and sites for display of advertisements that are renewable on a periodic basis at the option of lessor and lessee.

Future minimum lease payments under non-cancellable operating leases as at March 31, 2011 are as follows:

	(Rs. in Lakhs)
Due	As at March 2011
Not later than one year	1286.92
Later than one year but less than five years	3023.60
Later than five years	659.93
<b>TOTAL</b>	<b>4,970.45</b>

- (ii) Future minimum sublease payments expected to be received under non-cancellable subleases is not disclosed as revenue from subleasing of leased properties can not be reliably estimated.
- (iii) Total lease payments recognised in the Profit and Loss Account is Rs. 6,109.04 Lakhs [net of Rs. 43.03 Lakhs reimbursed to MIL by Radio One Limited (formerly Radio Midday West (I) Limited) under cost sharing arrangements].
- (iv) Sub-lease payments received (or receivable) recognised in the of Profit and Loss Account Rs. 5,652.13 Lakhs.

**b. Operating Lease – As a Lessor**

MIL has given on lease an immovable plant and machinery under operating lease. Disclosures as per Accounting Standard 19 – Leases as prescribed by Companies (Accounting Standards) Rules, 2006 are provided as hereunder:

- (i) Depreciation recognised in the statement of Profit and Loss Account for the year ended March 31, 2011 is Rs. 96.37 Lakhs.

	(Rs. in Lakhs)
Particulars	As at March 31, 2011
Gross Block	174.25
Accumulated Depreciation	114.25

- (ii) The lease rental income during the year relating to rent of printing machine is amounting to Rs. 19.20 Lakhs.  
Future minimum lease payments under non-cancellable operating lease as at March 31, 2011 are as follows:

	(Rs. in Lakhs)
Particulars	As at March 31, 2011
Not later than one year	19.20
Later than one year but less than five years	-
Later than five years	-

**10. The Group has classified various benefits provided to the employees as under:****I. Defined Contribution Plans-Provident Fund**

During the Year, the Group has recognised the following amounts in the Profit and Loss Account–

	(Rs. in Lakhs)
Particulars	Year ended March 31, 2011
Employers' Contribution to Provident Fund*	644.22

\* Included in Contribution to Employees Provident and other Funds under Employees Cost

(Refer Schedule 16).

**II. State Plans**

- a. Employers' Contribution to Employees' State Insurance Act, 1948
- b. Employers' Contribution to Employees' Pension Scheme, 1995

During the Year, the Group has recognised the following amounts in the Profit and Loss Account

	(Rs. in Lakhs)
Particulars	Year ended March 31, 2011
Employers' Contribution to Employees' State Insurance Act, 1948**	163.59
Employers' Contribution to Employees' Pension Scheme, 1995 *	275.08

\* Included in Contribution to Employees Provident and other Funds under Employees Cost (Refer Schedule 16)

\*\* Included in Employees Welfare under Employees Cost (Refer Schedule 16)

### III. Defined Benefit Plans

- a. Contribution to Gratuity Funds – Employee's Gratuity Fund
- b. Leave Encashment
- i) In accordance with Accounting Standard 15 – Employee Benefits as prescribed by the Companies (Accounting Standards) Rules, 2006, actuarial valuation was done in respect of the aforesaid defined benefit plans based on the following assumptions:

Particulars	Leave Encashment (Unfunded)	Employee's Gratuity Fund (Funded)
	Year ended March 31, 2011	Year ended March 31, 2011
Discount Rate (per annum)	8.50%	8.50%
Rate of increase in Compensation levels (per annum)+	5.50%	5.50%
Rate of Return on Plan Assets - JPL	NA	9.40%
Rate of Return on Plan Assets - MIL	NA	7.00%
Expected Average remaining working lives of employees (in Years) – JPL	21.00	21.00
Expected Average remaining working lives of employees (in Years) – MIL	20.55	20.55

+ Estimates of future salary increases considered in actuarial valuation taking into account inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

- ii) The expected rate of return on plan assets is based on the average long-term rate of return expected to prevail over the next 15 to 20 years on the investments made by the LIC and HDFC Life. This is based on the historical returns suitably adjusted for movements in long-term government bond interest rates. The discount rate is based on approximate average yield on government bonds of tenure of nearly of 20 years.
- iii) Changes in the Present Value of Obligation

Particulars	(Rs. in Lakhs)	
	Leave Encashment (Unfunded)	Employee's Gratuity Fund (Funded)
	Year Ended March 31, 2011	Year Ended March 31, 2011
Present Value of obligation as at April 1	443.48	1,553.84
Pertaining to the print business of MML acquired as part of the arrangement as referred to in Note 6 on Schedule 20B	11.13	0.04
Past Service Cost	-	-
Current Service Cost	89.52	209.61
Interest Cost	37.70	132.08
Actuarial (gain)/loss on obligations	59.07	25.85
Benefits paid	(129.70)	(126.07)
Present Value of obligation as at March 31	*511.20	1,795.35

\* Disclosed as Provision for Earned Leave (Refer Schedule 11 B)

- iv) Changes in the Fair value of Plan Assets

Particulars	(Rs. in Lakhs)
	Employee's Gratuity Fund (Funded)
	Year Ended March 31, 2011
Fair value of plan assets at April 1	1,673.14
Expected return on plan assets	151.46
Actuarial gain/ (loss) on plan assets	14.35
Contributions by employer	287.03
Benefits paid	(126.07)
Fair value of plan assets at March 31	1,999.91

- v) Net Actuarial gain/loss recognised

Particulars	(Rs. in Lakhs)	
	Leave Encashment (Unfunded)	Employee's Gratuity Fund (Funded)
	Year Ended March 31, 2011	Year Ended March 31, 2011
Actuarial (gain)/loss on obligations	59.07	25.85
Actuarial (gain)/loss on plan assets	-	(14.35)
Actuarial (gain)/loss recognised in the period	59.07	11.50

vi) Reconciliation of present value of defined benefit obligation and the fair value of assets

Particulars	(Rs. in Lakhs)	
	Employee's Gratuity Fund (Funded)	
	Year Ended March 31, 2011	
	JPL	MIL
Fair Value of Plan Assets as at the end of the period funded status of the Group	1,876.01	123.90
Present value of funded obligation as at March 31	1,487.99	307.36
Net Asset /(Liability) recognised in Balance Sheet	*388.02	** (183.46)
Unfunded Net Asset / (Liability) recognised in Balance Sheet	Nil	(183.46)

\* included in 'Prepaid Expenses' under Loans and Advances (Refer Schedule 10).

\*\* shown as 'Provisions for Gratuity' under Current Liabilities and Provisions (Refer Schedule 11 b)

vii) Expenses recognised in the Profit and Loss Account

Particulars	(Rs. in Lakhs)	
	Leave Encashment (Unfunded)	Employee's Gratuity Fund (Funded)
	Year Ended March 31, 2011	
Current Service Cost (Net)	89.52	209.61
Past Service Cost	-	-
Interest Cost	37.70	132.08
Expected Return on Plan Assets	-	(151.46)
Net actuarial (gain)/loss recognised	59.07	11.50
Total expenses recognized in the Profit & Loss Account	**186.29	*201.73

\* included in Gratuity including Contribution to Gratuity Fund (Refer Schedule 16)

\*\* included in Salary, Wages, Bonus etc. (Refer Schedule 16)

viii) Major Categories of Plan Assets (as a %age of total planned assets)

Particulars	Employee's Gratuity Fund (Funded)	
	As at March 31, 2011	
	JPL*	MIL
i) Debentures / Bonds	NA	6.45%
ii) Government Securities	NA	1.49%
iii) Deposits, Money Market, Securities and Other Assets	NA	92.06%
<b>TOTAL</b>	<b>100.00%</b>	<b>100.00%</b>

\* Breakup of Plan Assets as at March 31, 2011 has not been provided by the LIC managing the gratuity fund of JPL.

ix) Estimated amount of contribution to be paid to the respective plan within one year is Rs 560.00 Lakhs.

x) Actual Return on Plan Assets

Particulars	(Rs. in Lakhs)	
	Employee's Gratuity Fund (Funded)	
	As at March 31, 2011	
Actual Return on Plan Assets		165.81

**11. Earnings Per Share (EPS)**

Particulars	Year ended March 31, 2011
(a) Net Profit as per Profit and Loss Account (Rs. In Lakhs)	20,778.68
(b) Weighted Average number of equity shares used as denominator for calculating EPS	316,267,857
(c) Basic and Diluted Earning per share of face value of Rs. 2/- each (Rs.)	6.57

## 12. Foreign Currency Balance Exposures :

The status of the Group's exposure to foreign currency balances are:

		(Rs. in Lakhs)
	Particulars	As at March 31, 2011
i	Hedged foreign currency borrowing	48.60
ii	Unhedged foreign currency borrowing	10,101.95
iii	Hedged foreign currency payables	187.97
iv	Unhedged foreign currency payables	700.35

## 13. Related Parties Disclosures as required by Accounting Standard 18–Related Party Disclosures prescribed by the Companies (Accounting Standards) Rules, 2006 :

### A Related Parties and their relationship:

#### I. Associates, Joint Ventures & Investments

a)	Jagran 18 Publication Limited (ceased with effect from March 1, 2011)	Joint Venture
b)	Jagran Infotech Limited (ceased with effect from March 1, 2011)	Associate
c)	X-pert Publicity Private Limited	Associate
d)	Leet OOH Media Private Limited	Associate
e)	Jagran Publications Private Limited	Investment
f)	Jagran Prakashan (MPC) Private Limited	Investment

#### II. Trusts in control of Board

- a) Jagran Prakashan Limited Employees Group Gratuity Scheme Fund Trust
- b) Jagran Prakashan Employee Welfare Trust

#### III. Enterprise over which Promoters, Key Management Personnel and/or their relatives have Significant Influence

- a) Jagmini Micro Knit Private Limited
- b) Classic Hosiery Private Limited
- c) Lakshmi Consultants Private Limited
- d) Jagran Media Network Investment Private Limited
- e) Shri Puran Multimedia Limited
- f) Kanchan Properties Limited
- g) Jagran Subscriptions Private Limited
- h) Om Multimedia Private Limited
- i) SPFL Securities Limited
- j) Rave@Moti Entertainment Private Limited
- k) Rave Real Estate Private Limited
- l) Jagran Investment Co.
- m) Chetna Apparels Private Limited
- n) MMI Online Limited
- o) Jagran Limited
- p) Jagran 18 Publication Limited (with effect from March 1, 2011)
- q) Jagran Infotech Limited (with effect from March 1, 2011)
- r) Inquilab Offset Printers Private Limited
- s) Next Mediaworks Limited (formerly known as Mid-Day Multimedia Limited)
- t) Radio One Limited (formerly known as Radio Midday West (I) Limited)
- u) Meridian Holdings & Leasing Company Private Limited
- v) Ferrari Investments and Trading Company Private Limited

#### IV. Key Management Personnel ("KMP"):

a)	Mr. Mahendra Mohan Gupta	Chairman and Managing Director of JPL
b)	Mr. Sanjay Gupta	Whole time Director and Chief Executive Officer of JPL
c)	Mr. Dharendra Mohan Gupta	Whole time Director of JPL
d)	Mr. Sunil Gupta	Whole time Director of JPL
e)	Mr. Shailesh Gupta	Whole time Director of JPL
f)	Mr. Manajit Ghoshal	Managing Director of MIL
g)	Mr. Tarique Ansari	Whole time Director of MIL

**V. KMP's Relatives and Hindu Undivided Family ("HUF") of KMP and Firms in which KMP and/ or their relatives have substantial Interest****1 Key Management Personnel's Relatives:**

a) Mr. Yogendra Mohan Gupta	Brother of Managing Director
b) Mr. Devendra Mohan Gupta	Brother of Managing Director
c) Mr. Shailendra Mohan Gupta	Brother of Managing Director
d) Mr. Sandeep Gupta	Brother of Whole time Director
e) Mr. Sameer Gupta	Brother of Whole time Director
f) Mr. Devesh Gupta	Son of Whole time Director
g) Mr. Tarun Gupta	Son of Whole time Director
h) Mrs. Saroja Gupta	Mother of Whole time Director
i) Mrs. Vijaya Gupta	Mother of Whole time Director
j) Mrs. Pramila Gupta	Wife of Managing Director
k) Mrs. Madhu Gupta	Wife of Whole time Director
l) Mrs. Pragati Gupta	Wife of Whole time Director
m) Mrs. Ruchi Gupta	Wife of Whole time Director
n) Mrs. Ritu Gupta	Wife of Whole time Director
o) Mr. Khalid A H Ansari	Father of Whole time Director of MIL
p) Mr. Ranajit Ghoshal	Father of Whole time Director of MIL
q) Mrs. Rukya Khalid Ansari	Mother of Whole time Director of MIL
r) Mrs. Pranati Ghoshal	Mother of Whole time Director of MIL
s) Mrs. Anuradha Tarique Ansari	Wife of Whole time Director of MIL
t) Mrs. Asha Ghoshal	Wife of Whole time Director of MIL
u) Master Abhishek Ghoshal	Son of Whole time Director of MIL
v) Km. Aaliya Tarique Ansari	Daughter of Whole time Director of MIL
w) Mr. Sharique Ansari	Brother of Whole time Director of MIL
x) Mrs. Tehzeeb Grossman	Sister of Whole time Director of MIL
y) Mrs. Dipanita Chakraborty	Sister of Whole time Director of MIL

**2 Hindu Undivided Families in which Key Management Personnel and/or their relatives have substantial Interest :**

- Narendra Mohan Gupta HUF
- Sanjay Gupta HUF
- Sandeep Gupta HUF
- Mahendra Mohan Gupta HUF
- Shailesh Gupta HUF
- Yogendra Mohan Gupta HUF
- Sunil Gupta HUF
- Sameer Gupta HUF
- Shailendra Mohan Gupta HUF
- Devendra Mohan Gupta HUF
- Dhirendra Mohan Gupta HUF
- Devesh Gupta HUF
- Tarun Gupta HUF



(Rs. in Lakhs)							
Nature of Transaction	Associates, Joint Ventures & Investments 2010-11	Trusts in control of Board 2010-11	Enterprise over which Promoters, KMP and/or their relatives have Significant Influence 2010-11	Key Management Personnel 2010-11	KMP's Relatives and HUF of KMP and Firms in which KMP and/ or their relatives have substantial Interest 2010-11	Total 2010-11	
<b>5 RENT PAID</b>							
Other	-		13.94	13.47	75.64	103.05	
						<b>103.05</b>	
<b>6 SALE OF NEWSPAPER, ADVERTISEMENT SPACE, BUSINESS SUPPORT SERVICES, EVENT, OUTDOOR AND JOB WORK</b>							
Xpert Publicity Private Limited	29.03					29.03	
Shri Pura Multimedia Limited			17.07			17.07	
Radio One Limited			38.14			38.14	
Other			6.94			6.94	
						<b>91.17</b>	
<b>7 EXPENSES REIMBURSEMENT RECEIVED</b>							
Inquilab Offset Printers Private Limited			33.53			33.53	
Radio One Limited			113.78			113.78	
						<b>147.31</b>	
<b>8 INTEREST RECEIVED</b>							
SPFL Securities Limited			89.42			89.42	
Jagran Prakashan Employees Welfare Trust		53.63				53.63	
Radio One Limited			49.53			49.53	
Other	18.18		-			18.18	
						<b>210.76</b>	
<b>9 ADVERTISEMENT REVENUE SHARE EXPENSES</b>							
Jagran Publications Private Limited	287.77					287.77	
Jagran Prakashan (MPC) Private Limited	0.39					0.39	
Radio One Limited			2.32			2.32	
						<b>290.48</b>	



(Rs. in Lakhs)							
Nature of Transaction	Associates, Joint Ventures & Investments 2010-11	Trusts in control of Board 2010-11	Enterprise over which Promoters, KMP and/or their relatives have Significant Influence 2010-11	Key Management Personnel 2010-11	KMP's Relatives and HUF of KMP and Firms in which KMP and/ or their relatives have substantial Interest 2010-11	Total 2010-11	
<b>15 SALE OF INVESTMENTS</b>							
Sameer Gupta (Sale of Equity Shares of Jagran Infotec Ltd and Jagran 18 Publication Ltd)					47.00	47.00	
<b>16 PAYMENT OF GRATUITY</b>						<b>47.00</b>	
Jagran Prakashan Limited Employees Group Gratuity Scheme Fund Trust		300.00				300.00	
<b>BALANCES AS AT MARCH 31, 2010</b>						<b>300.00</b>	
<b>1 INVESTMENT</b>							
Jagran Publications Private Limited	10.00					10.00	
Jagran Prakashan (MPC) Private Limited	0.50					0.50	
Xpert Publicity Private Limited	62.23					62.23	
Leet OOH Media Private Limited	570.00					570.00	
MMI Online Limited			53.76			53.76	
Jagran Limited			16.23			16.23	
						<b>712.72</b>	
<b>2 SECURITY DEPOSIT</b>							
Kanchan Properties Limited			400.00			400.00	
Other			10.00	39.50	377.25	426.75	
						<b>826.75</b>	



## 14. Details of Investments Purchased and Sold / Redeemed during the year

(Rs. in Lakhs)				
S.No.	Particulars	For the Year ended 31st March 2011		
		Units /Shares / Immovable Properties Purchased (in numbers)	Purchase at cost	Units/Shares and Immovable properties Sold (in numbers)
1	Axis Fixed Term Plan-Series 11 (371 days) Growth Plan	10,00,000	100.00	-
2	Axis Short Term Fund-Institutional Growth	19,60,131	200.00	-
3	Birla Sun Life Fixed Term Plan-Series CM Growth	20,00,000	200.00	-
4	Birla Sun Life Income Fund-Quarterly Dividend-Reinvestment	-	-	51,25,483
5	DSP BlackRock Fixed Maturity Plan-12 M Series 12- Growth	20,00,000	200.00	-
6	DSP BlackRock Fixed Maturity Plan-12 M Series 8- Growth	30,00,000	300.00	-
7	DSP BlackRock Fixed Maturity Plan-13 M Series 4- Growth	30,00,000	300.00	-
8	DSP BlackRock Fixed Maturity Plan-3 M Series 17- Dividend Payout	30,01,330	300.13	30,01,330
9	DSP BlackRock Fixed Maturity Plan-3 M Series 21- Dividend Payout	20,00,710	200.07	20,00,710
10	DSP BlackRock Fixed Maturity Plan-3 M Series 22- Dividend Payout	20,00,000	200.00	20,00,000
11	DSP BlackRock Floating Rate Fund-Regular Plan-Daily Dividend	79,77,727	800.26	79,77,727
12	DSP BlackRock Money Manager Fund-Regular -Daily Dividend	30,030	300.99	30,030
13	DWS Fixed Term Fund-Series 77 -Growth	10,00,000	100.00	-
14	DWS Fixed Term Fund-Series 78 -Growth	20,00,000	200.00	-
15	DWS Fixed Term Fund-Series 81 -Growth	10,00,000	100.00	-
16	DWS Ultra Short Term Fund-Institutional-Daily Dividend	40,52,348	405.96	40,52,348
17	Fortis Fixed Term Fund -Series 20C Growth	20,00,000	200.00	-
18	Fortis Fixed Term Plan Series 14 Plan C Institutional Growth	-	-	50,00,000
19	Fortis Money Plus Institutional Plan Daily Dividend	20,03,844	200.49	20,03,844
20	HDFC FMP 100D October 2010-Series XIV-Dividend Payout	70,00,000	700.00	70,00,000
21	HDFC High Interest Fund-Quarterly Dividend-Reinvestment	2,02,424	22.58	-
22	HDFC High Interest Fund-Short Term Plan - Growth	37,65,364	700.00	37,65,364
23	ICICI Prudential FMP Series 53- 1 Year Plan E Cumulative	20,00,000	200.00	-
24	ICICI Prudential FMP Series 54-18 Months Plan A Cumulative	20,00,000	200.00	-
25	ICICI Prudential FMP Series 55- 1 Year Plan A Cumulative	20,00,000	200.00	-
26	ICICI Prudential FMP Series 55- 13 Months Plan A Cumulative	20,00,000	200.00	-
27	ICICI Prudential FMP Series 55- 14 Months Plan B Cumulative	20,00,000	200.00	-
28	ICICI Prudential FMP Series 55- 15 Months Plan A Cumulative	20,00,000	200.00	-
29	ICICI Prudential Ultra Short Term Plan Premium Plus Growth	-	-	58,22,407
30	IDBI FMP - 395 days Series-1 (March-2011) A- Growth	20,00,000	200.00	-
31	IDFC-SSIF-Short Term-Growth	36,10,569	700.00	-
32	JM Fixed Maturity Fund Series XIX Plan D - Growth	20,00,000	200.00	-
33	JM Interval Fund Quarterly Dividend Plan 1-Institutional	30,00,000	300.00	30,00,000
34	Kotak Bond Short Term-Growth	11,13,400	200.00	-
35	Kotak Credit Opportunity Fund-Growth	50,00,000	500.00	-
36	Kotak Flexi Debt Scheme Institutional-Daily Dividend	99,85,081	1,003.25	99,85,081
37	Kotak Floater Long Term-Daily Dividend	29,79,765	300.35	29,79,765
38	Kotak FMP 24M Series 2-Growth	10,00,000	100.00	-
39	Kotak FMP 370 Days Series 7-Growth	10,00,000	100.00	-
40	Kotak FMP Series 35-Growth	20,00,000	200.00	-
41	Kotak FMP Series 41-Growth	10,00,000	100.00	-
42	Kotak Quarterly Interval Plan Series 5-Dividend	20,00,000	200.00	20,00,000
43	LICMF Bond Fund-Dividend Plan	71,087	7.71	-
44	LICMF Floating Rate Fund-Short Term Plan-Daily Dividend	1,80,48,980	1,804.90	1,80,48,980
45	LICMF Income Plus Fund-Daily Dividend	50,23,874	502.39	50,23,874
46	LICMF Interval Fund-Series 1-Monthly Dividend Plan	20,00,000	200.00	20,00,000
47	LICMF Saving Plus Fund-Daily Dividend	1,50,10,278	1,501.03	1,50,10,278
48	Principal Income Fund Short Term Institutional Plan- Growth	30,70,291	500.00	62,49,368

S.No.	Particulars	For the Year ended 31st March 2011		
		Units /Shares / Immovable Properties Purchased (in numbers)	Purchase at cost	Units/Shares and Immovable properties Sold (in numbers)
49	Principal PNB Fixed Maturity Plan 367 days Series 1 Sep10-Growth	10,00,000	100.00	-
50	Principal PNB Fixed Maturity Plan 91 days Series XXV-Oct10-Regular Dividend Plan	20,00,000	200.00	20,00,000
51	Reliance Fixed Horizon Fund-XIX Series 13-Growth Plan	20,00,000	200.00	-
52	Reliance Fixed Horizon Fund-XVI Series 4-Growth Plan	20,00,000	200.00	-
53	Reliance Fixed Horizon Fund-XVI Series 6-Growth Plan	20,00,000	200.00	-
54	Reliance Fixed Horizon Fund-XVII Series 4-Growth Plan	20,00,000	200.00	-
55	Reliance Fixed Horizon Fund-XVII Series 7-Growth Plan	20,00,000	200.00	-
56	Reliance Interval Fund-Qtly Plan-Series 1-Institutional Dividend Plan	29,97,133	300.04	29,97,133
57	Reliance Liquid Fund-Treasury Plan-Institutional- Daily Dividend Plan	19,62,662	300.04	19,62,662
58	Reliance Short Term Fund-Retail Plan-Growth	28,49,116	500.00	28,49,116
59	Religare Fixed Maturity Plan Series IV Plan F Growth	20,00,000	200.00	-
60	Religare Fixed Maturity Plan Series V Plan B (13 Months) Growth	20,00,000	200.00	-
61	Religare Fixed Maturity Plan Series VI Plan A (13 Months) Growth	20,00,000	200.00	-
62	Religare Fixed Maturity Plan Series VI Plan C (13 Months) Growth	20,00,000	200.00	-
63	SBI Debt Fund Series 15 Months -6- Growth	20,00,000	200.00	-
64	Sundaram BNP Paribas Interval Fund-Plan B-Quarterly Dividend	30,00,000	300.00	30,00,000
65	Sundaram Fixed Term Plan AF 14 Months Growth	20,00,000	200.00	-
66	Tata Fixed Income Portfolio Fund Scheme B3 Reg. Quarterly	19,86,106	202.73	19,86,106
67	Tata Fixed Maturity Plan Series 29 Scheme A-Growth	20,00,000	200.00	-
68	Tata Fixed Maturity Plan Series 29 Scheme C-Growth	20,00,000	200.00	-
69	Tata Fixed Maturity Plan Series 30 Scheme A-Growth	20,00,686	200.07	-
70	Tata Floater Fund-Daily Dividend	1,19,91,935	1,203.46	1,19,91,935
71	Tata Liquid Super High Investment Fund-Daily Dividend	17,951	200.07	17,951
72	Tata Short Term Bond Fund-Growth	11,54,521	200.00	11,54,521
73	Tata Treasury Manager SHIP-Daily Dividend	49,594	501.06	49,594
74	Taurus Fixed Maturity Plan 120 Days Series 1-Dividend Payout	30,20,614	302.06	30,20,614
75	Taurus Fixed Maturity Plan 180 Days Series 1-Dividend Payout	20,00,000	200.00	20,00,000
76	Taurus Ultra Short Term Bond Fund-Super Institutional-Dly. Dividend	50,165	502.42	50,165
77	Templeton India Income Opportunities Fund Growth	94,46,205	1,000.00	-
78	Templeton India Short Term Income Plan Institutional Weekly Dividend Reinvestment	919	9.30	53,828
79	Templeton India Short Term Income Retail Plan Weekly Dividend Reinvestment	2,959	31.83	1,98,092
80	Templeton India Short Term Income Retail Plan-Growth	10,711	200.00	-
81	Templeton India Ultra Short Bond Fund Super Institutional Plan Daily Dividend Reinvestment	61,579	6.17	51,00,665
82	UTI Fixed Maturity Plan Yearly Series (YFMP 03/09)-Institutional Growth	-	-	50,00,000
83	UTI Short Term Income Fund-Institutional-Growth Plan	-	-	49,34,285
84	UTI Treasury Advantage Fund-Institutional Plan-Growth	43,799	543.46	43,799
85	Edserv Soft Systems Ltd (Partly Paidup Warrants)	4,67,290	250.00	-
86	Industrial Finance Corporation of India (Debentures)	50	950.00	50
87	Jagran Infotech Limited (Shares)	-	-	4,60,000
88	Jagran-18 Publication Limited (Shares)	-	-	10,25,000
89	Leet OOH Media Private Limited (Shares)	75,000	270.00	-
90	Midday Infomedia Limited (Preference Shares)	1,00,00,000	2,500.00	-
91	Midday Infomedia Limited (Shares)	88,61,500	886.15	-
92	Shriram Transport Finance Company (Debentures)	1,500	1,425.00	1,500
93	Steel Authority of India Limited (Bonds)	-	-	50
94	TATA Capital Limited (Debentures)	140	650.00	140

(Rs. in Lakhs)

	Particulars	For the Year ended 31st March 2011		
		Units /Shares / Immovable Properties Purchased (in numbers)	Purchase at cost (Rs.in lakhs)	Units/Shares and Immovable properties Sold (in numbers)
95	TATA Motor Finance Limited (Debentures)	200	950.00	200
96	UCO Bank (Bonds)	50	475.00	50
97	Royal Palms India Private Limited – Apartment (Immovable Properties)	1	69.55	-
98	Shreedham Constructions Private Limited – Row House (Immovable Properties)	1	20.00	-
99	Gopi Estate and Infra Private Limited – Plots (Immovable Properties)	12	135.67	-
	<b>TOTAL</b>		<b>33,734.19</b>	

**15. Prior Period Expenditure:**

(Rs. in Lakhs)

Nature of expense	Year ended March 31, 2011
Rent	129.57
Depreciation – Leasehold Improvement	98.60
<b>TOTAL</b>	<b>228.17</b>

**16.** Also, in order to alignment of accounting policies of MIL with those of the JPL, MIL has accordingly changed the method of charging depreciation in respect of certain assets to Written-down Value Method which were earlier being depreciated using the Straight-line Method. As a result of the change, depreciation expense for the year ended March 31, 2011 is higher by Rs. 518.77 Lakhs which has been recognised in the Profit and Loss Account of the current year.

**17.** MIL is in the process of applying to the Ministry of Corporate Affairs, Government of India, for seeking approval in respect of the excess remuneration paid to a Managing Director and a Whole Time Directors of Rs. 36.01 Lakhs, which is being held in trust by the respective directors for MIL, pending receipt of such approval from the Central Government. The excess remuneration as above, does not consider the managerial remuneration paid to the director in any other company.

**18.** Particulars of securities charged against Secured Loans taken by MIL are as follows:

Particulars	Amount Outstanding (Rs. in Lakhs)	Security Charges
External Commercial Borrowing from Bank of Baroda, New York Branch	48.60	<p><b>Primary Security:</b></p> <p>a) First Charge on Fixed Assets created out of the Term Loan.</p> <p>b) Equitable mortgage of land and building of the new unit of MIDC, Rabale, Navi Mumbai.</p> <p><b>Collateral:</b></p> <p>a) Extension of mortgage (exclusive charge) on properties of MIL/associates/directors as detailed hereunder:</p> <ul style="list-style-type: none"> <li>- Office premises at I-18-19 on 10th Floor, Everest Building, Tardeo</li> <li>- Office premises at H-14 on 19th Floor Everest Building, Tardeo</li> <li>- Ind. Gala bearing no. 2 at Steelmade Indl. Estate at Andheri (E) owned by Next Mediaworks Limited (formerly Mid-Day Multimedia Limited)</li> <li>- Office premises at I-10, 15, 16 on 10th Floor Everest Building – Tardeo owned by Meridian Holding and Leasing Company Private Limited</li> <li>- Office premises at I-3 on 10th Floor Everest Building Tardeo – owned by Radio One Limited (formerly) Radio Middy West (I) Limited</li> <li>- Office premises at No. F-4 at Everest Building, Tardeo owned by M/s Associated Enterprises</li> <li>- Press and Office premises at Tardeo owned by M/s Inquilab Offset Printers Private Limited</li> </ul> <p>b) All the facilities are secured by Personal/Corporate guarantee of following: Shri. Khalid Ansari, Smt. Rukya Ansari, Shri. Tarique Ansari, Shri. Shariq Ansari, M/s Meridian Holding and Leasing Company Private Limited, M/s Inquilab Offset Printers Private Limited and M/s Associated Enterprises.</p> <p>Post ownership change of Middy Infomedia Limited from Next Mediaworks Limited (formerly Mid-Day Multimedia Limited) to Jagran Prakashan Limited (JPL), the management of MIL has written to the Bankers vide Letter dated March 3, 2011 for the release of partial security charged against credit facility. As per the letter, the following requests have been made to the Bankers which are pending to be incorporated by the Bankers:</p> <ul style="list-style-type: none"> <li>- Security in the name of earlier promoter i.e. Next Mediaworks Limited and other associate company and personal guarantee of promoters need to change.</li> <li>- Release of charge against following securities: Office Premises I-18, I-19, H-14, I-10, I-15, I-16, I-3 and Inquilab Offset Printers Private Limited Factory Shed.</li> </ul>

**19.** As the Group is presenting the consolidated financial statements for the first time, comparative figures for the earlier year have not been presented in accordance with Para 30 of Accounting Standard 21 – Consolidated Financial Statements as prescribed by Companies (Accounting Standards) Rules, 2006.

**Jagran Prakashan Limited**

**Registered Office: Jagran Building, 2, Sarvodaya Nagar, Kanpur – 208 005**

**ADMISSION SLIP**

FOLIO NO. .... NO. OF SHARES .....

DP ID/CLIENT ID\* .....

NAME OF THE MEMBER/  
AUTHORISED REPRESENTATIVE .....

NAME OF THE PROXY .....

I hereby record my presence at the 35th Annual General Meeting of the Company being held on Friday, the 26th August, 2011 at 12.00 Noon at Jalsaa Banquet Hall, 4th Floor Rave@Moti Mall 117/K/13, Gutaiya, Kanpur

Signature of the Member/  
Authorised Representative

Signature of the Proxy

\*Applicable for investors holding shares in demat form.

----- TEAR HERE -----

**Jagran Prakashan Limited**

**Registered Office: Jagran Building, 2, Sarvodaya Nagar, Kanpur – 208 005**

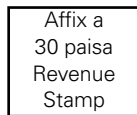
**PROXY FORM**

FOLIO NO. .... NO. OF SHARES .....

DP ID\* ..... CLIENT ID\* .....

I/We ..... of ..... being a member/members of Jagran Prakashan Limited hereby appoint..... of .....or failing him/her..... of ..... as my/our proxy to attend and vote for me/us on my/our behalf at the 35th Annual General Meeting of the Company to be held on Friday, the 26th August, 2011 at 12:00 Noon and/or at any adjournment hereof.

Signed this ..... day of ....., 2011



Signature

Note : The Proxy in order to be effective should be completed, stamped and signed and must be deposited at the Regd. Office of the Company at Jagran Building, 2, Sarvodaya Nagar, Kanpur-208005, Uttar Pradesh at least forty eight hours before the schedule time of the meeting.

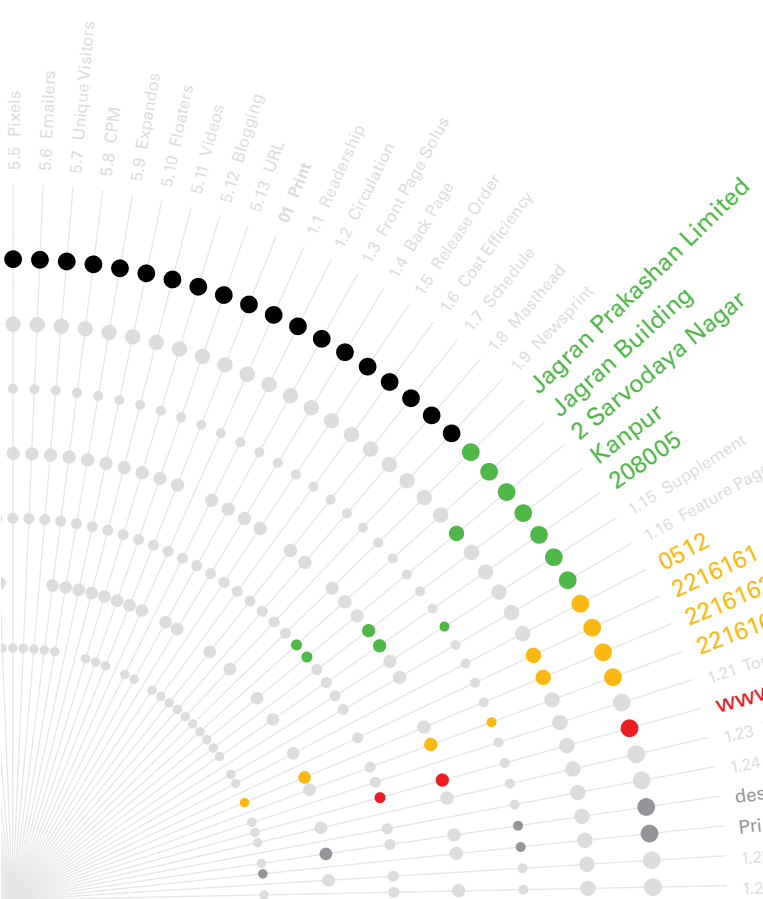
\*Applicable for investors holding shares in demat form.

TO A NAKED EYE,  
IT'S A FOREST.  
TO AN AWAKENED MIND,  
IT'S WHERE MILLIONS THRIVE.



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An awakened mind can see far beyond the ordinary. It can discover hidden fortunes and lead the way to the elusive oasis. At Jagran, we have a mission to rouse and empower India by reaching out to the people through various disciplines because that's what we do - seek the extra in the ordinary. We are Jagran, India's most progressive media group.



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