



JAGRAN PRAKASHAN LIMITED

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POST BUYBACK PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF JAGRAN PRAKASHAN LIMITED ("COMPANY")

This public announcement dated January 3, 2014 ("Post Buyback Public Announcement") is being made in compliance with regulation 19(7) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, as amended (the "SEBI Buyback Regulations") and should be read in continuation of and conjunction with the public announcement dated October 31, 2013 ("Public Announcement") and the letter of offer dated November 29, 2013 ("Letter of Offer"). Capitalised terms used but not defined herein shall have the meanings ascribed to them in the Public Announcement and Letter of Offer.

1. THE BUYBACK

- The Company had announced the buyback up to a maximum of 50,00,000 fully paid-up equity shares of face value ₹ 2 each ("Equity Shares"), of the Company at a price of ₹ 95/- per Equity Share ("Buyback Price", and the buyback of Equity Shares being the "Buyback") from all the shareholder(s)/beneficial owner(s) of Equity Shares as on the November 15, 2013, being the record date for the Buyback ("Record Date"), other than the promoters and promoter group of the Company, the directors of the promoter and promoter group entities (where the promoter or promoter group entity is a company) and the persons who are in control of the Company ("Eligible Persons").
- The benpos date for determining the eligibility and Buyback Entitlement of the Eligible Persons as on the Record Date was November 18, 2013. Further, valuation of Equity Shares for the identification of Small Shareholders was done based on the trading volume and closing price on the recognized stock exchange registering the highest trading volume, as on last trading day prior to the Record Date, i.e. November 14, 2013.
- The date of opening of the Buyback was December 11, 2013 and the date of closing of the Buyback was December 24, 2013.

2. DETAILS OF BUYBACK

- Save as in respect of the Equity Shares tendered by the NRI shareholders and FII shareholders of Equity Shares, being Eligible Persons, as set out in paragraph 2.7 of this Post Buyback Public Announcement, the Company has completed the Buyback on January 3, 2014 and has Accepted a total of 50,00,000 Equity Shares at a price of ₹ 95 per Equity Share.
- The total amount invested in the Buyback, along with number of Equity Shares Accepted is as given below:

Category No. of Equity Shares reserved in the Buyback No. of valid applications	No. of Equity Shares Accepted	Buyback consideration (in ₹ Lakhs)
Equity Shares accepted and payments dispatched by the Company/Registrar	32,35,339	30,73,57,205
Equity Shares accepted and payments withheld for the NRI and FII shareholders (to be paid post receipt of the RBI approval)	17,64,661	16,76,42,795
Total	50,00,000	47,50,00,000

- The details of valid applications received by Karvy Computershare Private Limited, Registrar to the Buyback, are as follows:

Category	No. of Equity Shares reserved in the Buyback	No. of valid applications	Total Eligible Equity Shares tendered	% response
Reserved category for Small Shareholders	7,50,000	1,921	11,43,672	152.5%
General Category for other shareholders	42,50,000	163	3,55,39,749	836.2%

- All valid applications were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and clause 19 of the Letter of Offer. The communication of acceptance/rejection of applications has been dispatched by the Registrar to the Buyback by January 3, 2014.
- The share certificates for the balance Equity Shares, after Acceptance of Equity Shares (held in physical form) and share certificates tendered with invalid applications, were dispatched on January 3, 2014. The instructions to credit back balance Equity Shares, after Acceptance of Equity Shares (held in dematerialized form) and Equity Shares tendered with invalid applications, to the depository accounts of the respective Eligible Persons were issued on January 2, 2014.
- The payment of consideration to all the Eligible Persons (except NRI shareholders and FII Shareholders of Equity Shares, being Eligible Persons) in respect of 32,35,339 Equity Shares Accepted in the Buyback has been effected through RTGS/NECS/dispatched by way of Demand Drafts, as applicable, on January 3, 2014.
- In compliance with the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder, the payment of consideration and extinguishment of 17,64,661 Equity Shares accepted by the Company from 30 NRI and FII shareholders of Equity Shares, being Eligible Persons, will be completed post receipt of the RBI approval, for which necessary application has been filed by the Company.
- The extinguishment of 32,35,339 Equity Shares Accepted pursuant to the Buyback comprising of (a) 32,35,310 Equity Shares in dematerialized form and (b) 29 Equity Shares in physical form, is currently under process and shall be completed by January 10, 2014. Extinguishment of Equity Shares which shall be accepted from NRI and FII shareholders of Equity Shares, being Eligible Persons, will be completed subsequent to the receipt of necessary RBI approval in accordance with the SEBI Buyback Regulations and the Act.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company, pre-Buyback as well as post-Buyback, assuming full acceptance from NRI and FII shareholders of Equity Shares currently pending RBI approval, as set out in paragraph 2.7 of this Post Buyback Public Announcement, are as shown below:

Particulars	Pre-Buyback		Post-Buyback	
	No. of Equity Shares	Amount (in ₹ Lakhs)	No. of Equity Shares	Amount (in ₹ Lakhs)
Authorised equity share capital	37,50,00,000	7,500.00	37,50,00,000	7,500.00
Paid-up equity share capital	33,19,11,829	6,638.24	32,69,11,829	6,538.24

- The details of the Eligible Persons from whom Equity Shares exceeding 1% of the total Equity Shares bought back are as mentioned below:

S. No.	Name of Eligible Person	No. of Equity Shares Accepted	Equity Shares Accepted as a % of total Equity Shares bought back	Equity Shares Accepted as a % of total post-Buyback Equity Shares
1.	ICICI Prudential Life Insurance Company Ltd	6,79,979	13.60%	0.21%
2.	Matthews India Fund	6,15,967	12.32%	0.19%
3.	FID Funds (Mauritius) Limited	3,58,977	7.18%	0.11%
4.	Comgest Growth Plc A/c Comgest Growth India	2,97,125	5.94%	0.09%
5.	Life Insurance Corporation Of India	2,89,985	5.80%	0.09%
6.	HDFC Trustee Company Limited - HDFC Tax Saverfund	2,41,363	4.83%	0.07%
7.	Birla Sun Life Trustee Company Private Limited A/c Birla Sun Life Dividend Yield Plus	1,96,893	3.94%	0.06%
8.	Aviva Life Insurance Company India Limited	1,79,725	3.59%	0.05%
9.	Birla Sun Life Trustee Company Private Limited A/c Birla Sun Life Frontline Equity Fund	1,70,492	3.41%	0.05%
10.	ICICI Prudential Dynamic Plan	1,53,282	3.07%	0.05%
11.	Steinberg India Emerging Opportunities Fund Limited	1,25,415	2.51%	0.04%
12.	Danske Invest Management Company S.A. A/c Danske Invest SICA V - SIF - Emerging and Frontier Markets SMID	1,24,745	2.49%	0.04%
13.	IIFL Inc A/c Altavista Capital India Fund Limited	1,13,894	2.28%	0.03%
14.	Birla Sun Life Insurance Company Limited	84,118	1.68%	0.03%
15.	Kotak Mahindra Old Mutual Life Insurance Limited	59,982	1.20%	0.02%
16.	ICICI Lombard General Insurance Company Ltd	56,255	1.13%	0.02%

- The shareholding pattern of the Company pre-Buyback, taken as on November 18, 2013, being the benpos date for determining the eligibility and Buyback Entitlement of Eligible Persons as on the Record Date, as well as the post Buyback shareholding, assuming full acceptance from NRI and FII shareholders of Equity Shares currently pending RBI approval, as set out in paragraph 2.7 of this Post Buyback Public Announcement, are as shown below:

Category of Shareholder	No. of Equity Shares pre-Buyback	% to the existing equity share capital	No. of Equity Shares post-Buyback	% of the post-Buyback equity share capital
Shareholding of the promoter/promoter group/directors of the promoters and promoter group entity/persons in control of the Company	20,45,25,121	61.62%	20,45,25,121	62.56%
Foreign investors (including nonresident Indians, foreign institutional investors and foreign mutual funds)	4,30,52,710	12.97%	12,23,86,708	37.44%
Financial institutions/Banks & mutual funds promoted by banks/institutions	3,75,25,618	11.31%		
Others (public, public bodies corporate etc.)	4,68,08,380	14.10%		
Total	33,19,11,829	100%	32,69,11,829	100%

4. DETAILS OF THE MANAGER TO THE BUYBACK



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 SEBI Registration Number: INM000011179
 Contact Person: Mr. Amit Joshi/Mr. Thomas Vincent

5. DIRECTORS' RESPONSIBILITY

As per regulation 19(1)(a) of the SEBI Buyback Regulations, the directors of the Company accept full and final responsibility for the information contained in this Post Buyback Public Announcement.

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

Sd/- Mr. Mahendra Mohan Gupta Chairman and Managing Director
 Sd/- Mr. Sunil Gupta Whole Time Director
 Sd/- Mr. Amit Jaiswal Company Secretary