

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

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

1.2. The Eligible Shareholders of the Company are requested to note the following revisions to the "Letter of Offer"

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

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

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

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

2. MANAGER TO THE BUYBACK OFFER

ICICI SECURITIES LIMITED

ICICI Centre, H.T. Parekh Marg,
Churchgate, Mumbai - 400 020, India
Tel. No.: (+91 22) 2288 2460; Fax No.: (+91 22) 2282 6580
Contact Person: Mr. Shekhar Asnani/Ms. Payal Kulkarni
Email: jagran.buyback@icicisecurities.com
Website: www.icicisecurities.com
SEBI Registration No.: INM000011179
Validity Period: Permanent
ded or cancelled by SEBI)
H1995PLC086241



(unless suspen
CIN: U67120M

3. DIRECTORS' RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accept full responsibility for the information contained in this Corrigendum and confirm that the information in this Corrigendum contains no material misstatement of fact and does not contain any misleading information.

For and on behalf of the
Jagran Prakashan Limited

Sunil Gupta
Wholetime
Director
(DIN: 00317228)

Amit Jaiswal
Company Secretary
and Compliance
Officer

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

Place: New Delhi

Date: 17 April, 2017