

April 18, 2017

To
Corporate Service Department
BSE Limited
P. J. Towers, 1st Floor,
Dalal Street,
Mumbai - 400 001.

Ref.: Just Dial Limited (Stock Code - 535648)

Sub: Certificate under Regulation 40 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In accordance with the provisions of Regulation 40 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Certificate issued by M/s. V. B. Kondalkar & Associates, Practicing Company Secretaries, Mumbai for the Half Year ended as on 31st March, 2017.

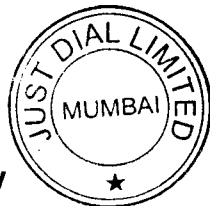
Please take the same on record.

Thanking You,

Yours faithfully,

For Just Dial Limited


Sachin Jain
Company Secretary



Encl: as above

Just Dial Limited

CIN NO: L74140MH1993PLC150054

Registered & Corporate Office : Palm Court Building M, 501/B, 5th Floor, New Link Road, Besides Goregaon Sports Complex, Malad West, Mumbai - 400064

Tel. : 022-28884060 / 66976666 • Fax : 022-28823789

Mumbai, Delhi, Kolkata, Chennai, Bangalore, Pune, Hyderabad, Ahmedabad, Coimbatore, Jaipur and Chandigarh

☎ 88888-88888 | www.justdial.com

V. B. KONDALKAR & ASSOCIATES

Company Secretaries

A/202, Midas Enclave, Dadisheth Road, Near Babuline Naka, Malad (West), Mumbai - 400 064.
Tel.: +91 022 2880 6348 • e-Mail : vbkondalkar@rediffmail.com / vbkondalkar@gmail.com

To,
The Board of Directors,
Just Dial Limited
Palm Court, Building M,
501/B, 5th Floor, New Link Road,
Beside Goregaon Sports Complex,
Malad (West), Mumbai – 400 064.


CERTIFICATE UNDER REGULATION 40(9) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

FOR THE HALF YEAR ENDED 31st March, 2017

We have examined all Registers, files and other documents of Just Dial Limited (the Company) maintained by Karvy Computershare Private Limited, the Company's Registrar & transfer Agents, pertaining to transfer of equity shares of the Company for the period from 1st October, 2016 to 31st March, 2017 for the purpose of issuing a Certificate as per Regulation 40(9) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 entered into by the Company with National Stock Exchange of India Limited, BSE Limited and Metropolitan Stock Exchange of India Limited and based on the information provided by the Company, we hereby certify that :

- a) the Company has not received any request relating to the transfer of equity shares during the period from 1st October, 2016 to 31st March, 2017; and
- b) the Company has neither issued any debenture nor carried out any activity such as sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies during the period under consideration, hence information in this regards could not commented.

For V. B. Kondalkar & Associates
Company Secretaries


Vijay B. Kondalkar
Proprietor
ACS - 15697/ CP-4597



Place : Mumbai
Date : 18-04-2017