

February 22, 2017

To  
**Just Dial Limited**  
Palm Court, Building M,  
501/B, 5<sup>th</sup> Floor, New Link Road,  
Beside Goregaon Sports Complex,  
Malad (West), Mumbai – 400 064.

To  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1, G Block,  
Bandra - Kurla Complex,  
Bandra (East), Mumbai - 400 051.

To  
**BSE Limited**  
Corporate Relations Department,  
1<sup>st</sup> Floor, New Trading Ring,  
P. J. Towers, Dalal Street,  
Mumbai - 400 001.

To  
**Metropolitan Stock Exchange of India Limited**  
4<sup>th</sup> Floor, Vibgyor Towers, Plot No C 62,  
G-Block, Opp. Trident Hotel,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 098

**Sub: Disclosure under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

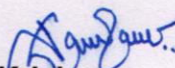
Dear Sir,

Please find enclosed herewith my disclosure in revised format as prescribed under the provision of Regulation 31(1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to take the same on your record.

Thanking you,

Yours faithfully,

  
**V. Krishnan**  
Encl: as above

**Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Just Dial Limited
Names of the stock exchanges where the shares of the target company are listed	<ul style="list-style-type: none"><li>▪ National Stock Exchange of India Limited</li><li>▪ BSE Limited</li><li>▪ Metropolitan Stock Exchange of India Limited</li></ul>
Date of reporting	17/02/2017
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	V. Krishnan

Details of creation/~~invocation~~/release of encumbrance:

Name of the Promoter(s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered(2)		Details of events pertaining to encumbrance (3)						Post event holding encumbered shares { creation [ (2) + (3) ] / release [ (2) - (3) ] / invocation [ (2) - (3) ] }	
	No. of shares	% of total share capital	% w.r.t diluted share capital (*)	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ <del>invocation</del> / release of encumbrance	Type of encumbrance (pledge / lien / non disposal undertaking / others)	No. of shares	% of total share Capital	Name of the entity in whose favour shares encumbered	No. of shares	% of total share Capital
V. Krishnan	935930	1.35	1.35	390100	0.56	Release	17/02/2017	N.A.	4000	0.01	N.A.	386100	0.55
V.S.S.Mani Jointly with V. Krishnan	573238	0.82	0.82	Nil	Nil	-	-	-	-	-	-	Nil	Nil

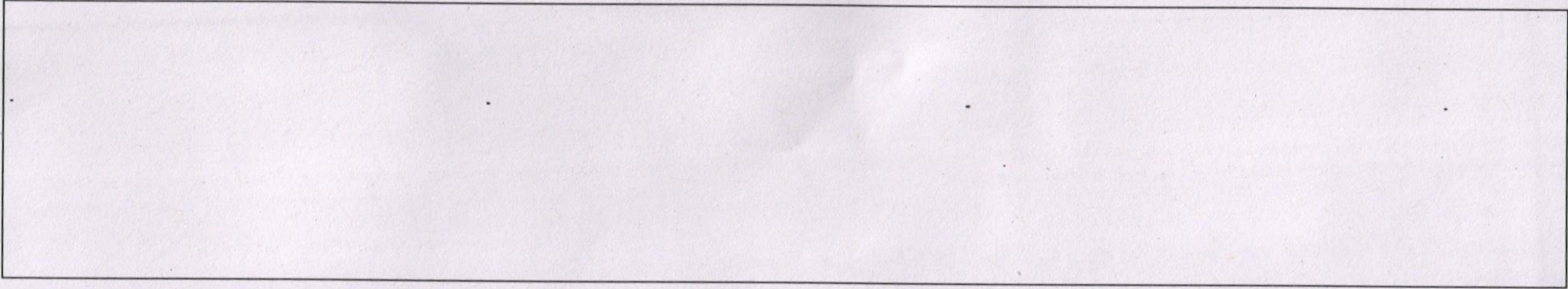
V.S.S.Mani	19646007	28.25	28.25	Nil	Nil	-	-	-	-	-	-	Nil	Nil
Ramani Iyer	1165232	1.68	1.68	Nil	Nil	-	-	-	-	-	-	Nil	Nil
Anita Mani	620488	0.89	0.89	Nil	Nil	-	-	-	-	-	-	Nil	Nil
Eshwary Krishnan	200000	0.29	0.29	Nil	Nil	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory

**V. Krishnan**

Place: Noida

Date: 22/02/2017



(\*\*)The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(\*) Total share capital to be taken as per the latest filing done by the company to the stock exchange under Clause 35 of the listing Agreement. Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

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