

Limited Review Report**Review Report to
The Board of Directors
Just Dial Limited**

1. We have reviewed the accompanying statement of unaudited financial results of Just Dial Limited ('the Company') for the quarter ended June 30, 2015 (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results prepared in accordance with recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", specified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. BATLIBOI & ASSOCIATES LLP**ICAI Firm registration number: 101049W**

Chartered Accountants


per Govind Ahuja

Partner

Membership No.:48966



Place: Mumbai

Date: July 27, 2015

JUST DIAL LIMITED

CIN: L74140MH1993PLC150054

Regd. Office: Palm Court, Building-M, 501/B, 5th Floor, Besides Goregaon Sports Complex,
New Link Road, Malad (West), Mumbai 400064**STATEMENT OF UNAUDITED UNCONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2015****Part I****(₹ In lakhs)**

S No	Particulars	Quarter ended			Year ended
		30-Jun-15 (Unaudited)	31-Mar-15 (Audited)	30-Jun-14 (Unaudited)	31-Mar-15 (Audited)
1	Income from operations				
	a) Revenue from operations	16,862	15,628	13,503	58,980
	Total Income from operations	16,862	15,628	13,503	58,980
2	Expenses				
	a) Employee benefits expense	8,811	8,707	6,732	30,877
	b) Depreciation and amortisation expense	673	597	571	2,410
	c) Other expenses	3,209	2,685	3,371	11,524
	Total expenses	12,693	11,989	10,674	44,811
3	Profit from operations before other income(1-2)	4,169	3,639	2,829	14,169
4	Other income (Refer note 6)	712	2,723	970	4,885
5	Profit from ordinary activities and prior adjustment before tax (3+4)	4,881	6,362	3,799	19,054
6	Less: Prior period adjustment (Refer note 5)	-	333	-	-
7	Profit from ordinary activities before tax (5-6)	4,881	6,029	3,799	19,054
8	Tax expense (net)	1,564	1,313	988	5,165
9	Net Profit for the period/year (7-8)	3,317	4,716	2,811	13,889
10	Paid-up equity share capital (Face value ₹10/- each)	7,049	7,049	7,017	7,049
11	Reserves excluding revaluation reserves as per balance sheet of previous accounting year				60,282
12	Earnings per share (of ₹ 10/- each) (Not annualised)				
	a) Basic (₹)	4.71	6.69	4.01	19.76
	b) Diluted (₹)	4.67	6.64	3.99	19.62



JUST DIAL LIMITED

CIN: L74140MH1993PLC150054

Regd. Office: Palm Court, Building-M, 501/B, 5th Floor, Besides Goregaon Sports Complex,
New Link Road, Malad (West), Mumbai 400064**Part II**

S No	Particulars	Quarter ended			Year ended
		30-Jun-15 (Unaudited)	31-Mar-15 (Audited)	30-Jun-14 (Unaudited)	31-Mar-15 (Audited)
(A)	Particulars of Equity Shareholding				
1	Public Shareholding				
	- Number of Equity Shares	47,383,911	47,383,911	47,019,239	47,383,911
	- Percentage of Equity Shareholding	67.22%	67.22%	67.01%	67.22%
2	Promoters and Promoter Group Equity				
a)	Pledged/Encumbered				
	- Number of Equity Shares	100,000	100,000	-	100,000
	- Percentage of Equity Shares	0.43%	0.43%	-	0.43%
	(as a % of the total Equity Shareholding of promoter and promoter Group)				
	- Percentage of Equity Shares	0.14%	0.14%	0.00%	0.14%
	(as a % of the total Equity Share capital of the company)				
b)	Non-encumbered				
	- Number of Equity Shares	23,008,834	23,008,834	23,149,199	23,008,834
	- Percentage of Equity Shares	99.57%	99.57%	100.00%	99.57%
	(as a % of the total Equity Shareholding of promoter and promoter Group)				
	- Percentage of Equity Shares	32.64%	32.64%	32.99%	32.64%
	(as a % of the total Equity Share capital of the company)				

Particulars	No. of complaints
(B) Investor complaints for the quarter ended June 30, 2015	
Pending at the beginning of the quarter	-
Received during the quarter	12
Disposed of during the quarter	12
Remaining unresolved at the end of the quarter	-



JUST DIAL LIMITED

CIN: L74140MH1993PLC150054

Regd. Office: Palm Court, Building-M, 501/B, 5th Floor, Besides Goregaon Sports Complex,
New Link Road, Malad (West), Mumbai 400064**Notes:**

- 1 These results has been reviewed by the Audit Committee of the board and taken on record at the meeting of the Board of Directors held on July 27, 2015.
- 2 The Company is engaged in a single primary business segment, viz., "Search and related services", the disclosure requirement of Accounting Standard 17 on 'Segment Reporting' , notified by the Companies (Accounting Standards) Rules, 2006 are not applicable.
- 3 The figures of the quarter ended March 31, 2015 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2015 and the unaudited published year-to-date figures up to December 31, 2014 being the date of the end of the third quarter of the financial year which were subjected to limited review.
- 4 During the quarter, the Board of Directorshave approved proposal to buyback upto 25% of aggregate of paid-up capital and free reserves of company at a maximum price Rs. 1,550 per Equity Share from share holders of the company on a proportionate basis through a tender offer (the "Buy-Back"), subject to the approval by the shareholder of the company and approvals of statutory, regulatory or governmental authorities as may be required under applicable law.
- 5 During the quarter ended March 31, 2015, the Company deferred revenue of ₹333.24 lakhs inadvertently recognised in earlier quarters and it was disclosed as prior period adjustment.
- 6 Other income includes write back of excess provision for expenses of ₹256.91 lakhs for the quarter ended June 30, 2015.
- 7 During the quarter, the Company has granted 3,100 options to employees under ESOP scheme 2013 and 114,560 under ESOP scheme 2013 at the exercise price of ₹80 per share.
- 8 The figures for the previous periods/year have been regrouped/ reclassified wherever necessary, in order to make them comparable with those of the current period/year.

**For and on behalf of the board of directors of
Just Dial Limited**

V.S.S. Mani
Managing Director and Chief Executive Officer
DIN: 00202052

Place: Mumbai**Date: July 27, 2015**