

May 19, 2017

To
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai-400051

Dear Sir/Madam,

Ref. Just Dial Limited (Stock Code JUSTDIAL)

Sub: Submission of Audited Financial Results of the Company for the quarter & year ended March 31, 2017.

With reference to the captioned subject and in accordance with the provisions of Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed copy of Audited Standalone Financial Results for the quarter and year ended March 31, 2017 and Consolidated Financial Results for the year ended March 31, 2017 and Auditor's Report thereon issued by the Statutory Auditors of the Company.

Please take the above information 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

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JUST DIAL LIMITED

CIN: L74140MH1993PLC150054

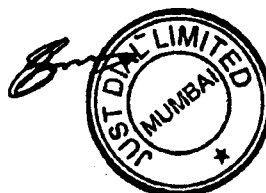
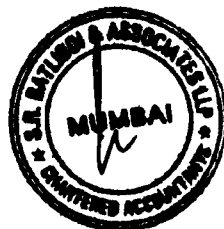
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New Link Road, Malad (West), Mumbai 400064

Justdial®**STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017 AND CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2017**

(₹ in Lacs except per share data)

S No	Particulars	Standalone				Consolidated	
		Quarter ended		Year ended		Year ended	
		31-Mar-17 (Audited) Note 4	31-Dec-16 (Unaudited)	31-Mar-16 (Audited) Note 4	31-Mar-17 (Audited)	31-Mar-16 (Audited)	31-Mar-16 (Audited)
1	Income from operations	18,172	18,027	17,160	71,861	66,766	71,861
a)	Revenue from operations	18,172	18,027	17,160	71,861	66,766	71,861
b)	Other income	1,262	1,977	2,688	8,706	8,003	8,703
	Total Income from operations	19,434	20,004	19,848	80,567	74,769	80,564
2	Expenses						
a)	Employee benefits expense	10,883	11,186	9,881	44,088	37,993	44,088
b)	Depreciation and amortisation expense	1,028	1,069	841	4,014	3,110	4,014
c)	Other expenses	4,072	4,272	3,706	16,817	14,353	16,812
	Total expenses	15,983	16,527	14,428	64,919	55,456	64,914
3	Profit before tax (1-2)	3,451	3,477	5,420	15,648	19,313	15,650
4	Tax expense						
	Current tax expense	1,991	416	1,422	3,258	5,451	3,258
	Deferred tax expense/(income)	(1,075)	316	(31)	256	(412)	256
		916	732	1,391	3,514	5,039	3,514
5	Net Profit for the period/year (3-4)	2,535	2,745	4,029	12,134	14,274	12,136
6	Other comprehensive income ("OCI")						
a)	Items that will not be reclassified to profit or loss	2,684	42	42	2,810	168	2,810
b)	Tax expense/(income) on items that will not be reclassified to profit or loss	21	(15)	(15)	(23)	(58)	(23)
	Total other comprehensive income	2,705	27	27	2,787	110	2,787
7	Total comprehensive income for the period/year (5+6)	5,240	2,772	4,056	14,921	14,384	14,923
8	Paid-up equity share capital (Face value ₹10/- each)	6,954	6,950	6,947	6,954	6,947	6,954
9	Reserves excluding revaluation reserve as per balance sheet of previous year				83,564	66,993	83,576
10	Earnings per share (of ₹ 10/- each) (Not annualised)						
a)	Basic (₹)	3.65	3.95	5.72	17.46	20.25	17.46
b)	Diluted (₹)	3.62	3.95	5.68	17.35	20.08	17.35



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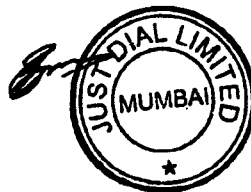
Regd. Office: Palm Court, Building-M, 501/B, 5th Floor, Besides Goregaon Sports Complex,

New Link Road, Malad (West), Mumbai 400064

Justdial®**Statement of standalone and consolidated assets and liabilities**

(₹ in Lacs)

Particulars	Standalone		Consolidated	
	As at		As at	
	31-Mar-17 (Audited)	31-Mar-16 (Audited)	31-Mar-17 (Audited)	31-Mar-16 (Audited)
A ASSETS				
1 Non-current assets				
Property, plant and equipment	15,221	13,433	15,221	13,433
Capital work in progress	859	859	859	859
Intangible assets	386	449	386	449
Financial assets				
Investments	90,997	77,567	90,952	77,523
Deposits	1,213	1,201	1,222	1,211
Deferred tax assets (net)	2,394	-	2,394	-
Other non-current assets	634	3,198	636	3,199
Current tax assets (net)	860	860	860	860
Total non-current assets	112,564	97,567	112,530	97,534
2 Current assets				
Financial assets				
Investments	5,473	2,006	5,473	2,006
Cash and cash equivalents	5,245	3,356	5,257	3,360
Bank balance other than cash and cash equivalents	7	7	7	7
Deposits	344	168	345	168
Others	493	229	493	229
Other current assets	2,439	1,508	2,435	1,511
Total current assets	14,001	7,274	14,010	7,281
Total assets	126,565	104,841	126,540	104,815
B EQUITY AND LIABILITIES				
1 Equity				
Equity share capital	6,954	6,947	6,954	6,947
Other equity	83,564	66,993	83,576	67,002
Total Equity	90,518	73,940	90,530	73,949
2 Non-current liabilities				
Financial Liabilities				
Other financial liabilities	667	456	667	456
Provision for employee benefits	337	275	337	275
Deferred tax liabilities (net)	-	20	-	20
Total non-current liabilities	1,004	751	1,004	751
3 Current liabilities				
Financial Liabilities				
Trade payable	1,371	1,963	1,334	1,928
Other current financial liabilities	3,850	3,991	3,850	3,991
Other current liabilities	1,097	566	1,097	566
Deferred revenue	27,430	23,443	27,430	23,443
Liabilities for current tax (net)	1,143	-	1,143	-
Provision for employee benefits	152	187	152	187
Total current liabilities	35,043	30,150	35,006	30,115
Total equity and liabilities	126,565	104,841	126,540	104,815



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Justdial®**Notes:**

1 These results have been reviewed by the Audit Committee of the board and taken on record at the meeting of the Board of Directors held on May 19, 2017.

2 Transition to Ind-AS:

The financial results for the quarter and year ended March 31, 2017 are in compliance with Indian Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs, consequently financial results for the quarter and year ended March 31, 2016 have been restated to comply with Ind AS to make them comparable.

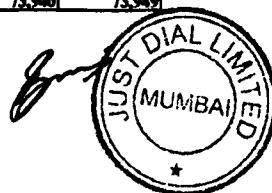
These financial results are the Company's first Ind AS financial results and are prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standard) Rules, 2015. The Company has adopted all the Ind AS standards and the adoptions were carried out in accordance with Ind AS 101- First time adoption of Indian Accounting Standards. The Transition was carried out from Accounting Standards as prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules 2014, which was the previous GAAP.

a Reconciliation of profit for standalone and consolidated financial results as per Previous GAAP and Ind AS is as under:

S No	Particulars	(₹ in Lacs)		
		Standalone		Consolidated
		Quarter ended 31-Mar-16	Year ended 31-Mar-16	Year ended 31-Mar-16
	Net Profit as per Previous GAAP	3,533	14,188	14,185
	Effects of transition to Ind AS			
1	Profit (net) on fair valuation of investments	1,115	2,094	2,094
2	Activation fees recognised over contract period	(801)	(2,317)	(2,317)
3	Employee stock options scheme measured at fair value	(71)	(115)	(115)
4	Actuarial loss on employee benefit recorded as OCI	(34)	(137)	(137)
5	Others	-	-	(2)
6	Impact of discounting of security deposits			
	Rest expense	(20)	(65)	(65)
	Interest income	18	60	60
7	Deferred tax on above adjustments	289	574	574
	Total	496	94	92
	Net Profit for the period as per Ind AS	4,029	14,274	14,277

b Reconciliation of equity for standalone and consolidated financial results as per Previous GAAP and Ind AS is as under:

S No	Particulars	(₹ in Lacs)	
		Standalone	Consolidated
		31-Mar-16 (Audited)	31-Mar-16 (Audited)
	Equity as per Previous GAAP	67,148	67,160
	Effects of transition to Ind AS		
1	Activation fees recognised over contract period	(2,317)	(2,317)
2	Impact of discounting of security deposits	(18)	(18)
3	Prior period provision for tax	(38)	(38)
4	Impact of increase in fair value of mutual funds and bonds	8,598	8,598
5	Others	-	(3)
6	Employee stock options scheme measured at fair value	7	7
7	Actuarial loss on remeasurements of employee benefits	44	44
8	Deferred tax on above adjustments	516	516
	Total	6,792	6,789
	Equity as per Ind AS	73,940	73,949



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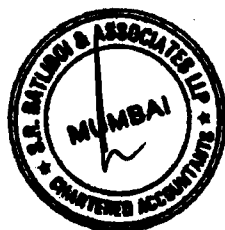
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- 3 Based on management operations as defined in Ind AS 108, the chief operating decision maker evaluated the company's performance as a whole. Accordingly, Search and related services are considered as a single operating segment.
- 4 The standalone figures of the quarter ended March 31, 2017 and March 31, 2016 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2017 and March 31, 2016 and the unaudited published year-to-date figures up to December 31, 2016 and December 31, 2015 respectively being the date of the end of the third quarter of the financial year which were subjected to limited review.
- 5 During the year ended March 31, 2017, the National Company Law Tribunal (NCLT) vide its order dated March 22, 2017 have approved the scheme under section 230 to 232 of the Companies Act, 2013, between the Company ("Resulting Company") and Just Dial Global Private Limited (JDGPL) involving demerger of the "Data and Information" Undertaking of JDGPL ("Demerged undertaking") and vesting of the same in the Resulting Company ("the scheme"), as a going concern, under the Companies Act, 2013. The acquisition date of the Demerged Undertaking is March 22, 2017.
- As a consideration for the value of net assets transferred, the Company shall issue One 6% Redeemable Preference Shares of ₹1 each in resulting Company for every 1 (One) Equity share of ₹10 each held in the demerged undertaking to the existing shareholders of JDGPL as on the record date, aggregating to 1,125,068 shares of ₹1 each.
- Pursuant to the scheme, the Company recorded the fair value of net assets taken over of ₹ 126 lacs, deferred tax on unrecognised losses of demerged undertaking of ₹ 2,588 lacs. The difference between fair value of consideration paid of ₹ 11 lacs and the fair value of net assets taken over (including deferred tax) of ₹ 2,714 lacs amounting to ₹ 2,703 lacs is accounted as Capital Reserve in other comprehensive income.
- 6 During the quarter ended March 31, 2017, the Company has granted 6,13,176 options under ESOP scheme 2016 at the exercise price of ₹ 410 per share to employees.
- 7 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. Masi
Managing Director and Chief Executive Officer
DIN: 00202052
Place: Mumbai
Date: May 19, 2017



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India
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Fax : +91 22 6192 1000

Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of Just Dial Limited,

1. We have audited the accompanying statement of quarterly standalone financial results of Just Dial Limited (the 'Company') for the quarter ended March 31, 2017 and for the year ended March 31, 2017, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. The quarterly standalone financial results are the derived figures between the audited figures in respect of the year ended March 31, 2017 and the published year-to-date figures up to December 31, 2016, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The standalone financial results for the quarter ended March 31, 2017 and year ended March 31, 2017 have been prepared on the basis of the standalone financial results for the nine-month period ended December 31, 2016, the audited annual standalone Indian Accounting Standard ('Ind AS') financial statements as at and for the year ended March 31, 2017, and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these standalone financial results based on our review of the standalone financial results for the nine-month period ended December 31, 2016 which was prepared in accordance with the recognition and measurement principles laid down in Ind AS 34, Interim Financial Reporting, specified under Section 133 of the Companies Act 2013 (the 'Act') read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual standalone Ind AS financial statements as at and for the year ended March 31, 2017; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results as well as the year to date results:
 - i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, in this regard; and
 - ii. give a true and fair view of the net profit and other financial information for the quarter ended March 31, 2017 and for the year ended March 31, 2017.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Just Dial Limited

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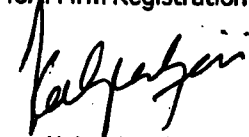
Auditor's report - March 2017

4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2017 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2017 and the published year-to-date figures up to December 31, 2016, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph 1 above, as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Kalpesh Jain

Partner

Membership No.: 106406

Mumbai

May 19, 2017



S.R. BATLIBOI & ASSOCIATES LLP

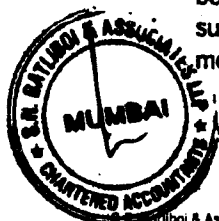
Chartered Accountants

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Auditor's Report On Consolidated Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of Just Dial Limited

1. We have audited the accompanying statement of consolidated financial results of Just Dial Limited (the 'Company'), comprising its subsidiaries (together, the 'Group'), its associates and joint controlled entities, for the year ended March 31, 2017, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. The consolidated financial results for the year ended March 31, 2017 have been prepared on the basis of the audited annual consolidated Indian Accounting Standard ('Ind AS') financial statements as at and for the year ended March 31, 2017 and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated Ind AS financial statements as at and for the year ended March 31, 2017 which was prepared in accordance with the applicable accounting standards and other accounting principles generally accepted in India and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of the reports of other auditors on separate financial statements and the other financial information of subsidiaries these consolidated financial results for the year:
 - i. include the year-to-date results of the following entities:
 1. Just Dial Inc.
 2. JD International Singapore PTE LTD
 - ii. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 in this regard; and
 - iii. give a true and fair view of the consolidated net profit and other financial information for the consolidated year to date results for the year ended March 31, 2017.
4. We did not audit the financial statements and other financial information, in respect of one subsidiary whose Ind AS financial statements include total assets of Rs 8,800,219 as at March 31, 2017 and total revenues of Rs 12,966,474 for the year ended on that date. These Ind AS financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion, in so far as it relates to the affairs of such subsidiary is based solely on the report of other auditors. Our opinion is not modified/qualified in respect of this matter.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

Just Dial Limited

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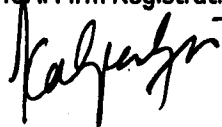
Auditor's Report

5. We did not audit the financial statements and other financial information, in respect of one subsidiary whose financial statements include total assets of Rs 182,330 as at March 31, 2017 and Nil revenues for the year ended on that date. These financial statement and other financial information have not been audited, which financial statements, other financial information have been furnished to us by the management. Our opinion, in so far as it relates to the affairs of such subsidiary is based solely on the financial statements and other financial information certified by the management. Our opinion is not modified/qualified in respect of this matter.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Kalpesh Jain

Partner

Membership No.: 106406

Mumbai

May 19, 2017



May 19, 2017

To
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai-400051

Dear Sir/Madam,

Ref. Just Dial Limited (Stock Code JUSTDIAL)
Sub: Declaration w.r.t. Audit Report with unmodified opinion to the Audited
Financial Results for the financial year ended March 31, 2017.

With reference to the captioned subject and in accordance with the provisions of Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we do hereby declare that the Statutory Auditors of the Company M/s. S.R. Batliboi & Associates LLP have issued an Audit Report with unmodified opinion on the Audited Financial Results (Standalone and consolidated) of the Company for the financial year ended March 31, 2017.

Please take the above information on record.

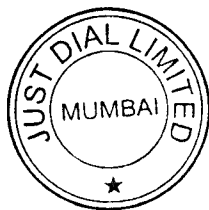
Thanking You,

Yours faithfully,

For Just Dial Limited



V.S.S. Mani
Managing Director



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

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