

May 29, 2015

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

**Ref. Just Dial Limited (Stock Code JUSTDIAL)**

Dear Sir/Madam,

**Subject: Submission of Audited Financial Results of the Company for the quarter & year ended March 31, 2015 and intimation under Clause 20 of the Listing Agreement.**

With reference to the captioned subject and in accordance with the provisions of Clause 41 of the listing agreement, please find enclosed copy of Audited Financial Results of the Company for the Quarter & Year ended March 31, 2015 alongwith Auditors Report thereon issued by the Statutory Auditors of the Company.

Further, in accordance with the provisions of Clause 20 of the listing agreement, the Board of Directors of the Company have Recommended a dividend of Rs. 2/- per equity share of the Company of face value of Rs. 10 each ("Equity Shares") for the financial year ended March 31, 2015.

Please take the above information on record.

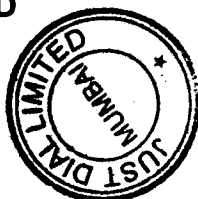
Thanking You,

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

☎ 088888-88888 | [www.justdial.com](http://www.justdial.com)

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company  
Pursuant to the Clause 41 of the Listing Agreement**

To  
Board of Directors of  
Just Dial Limited

1. We have audited the quarterly financial results of Just Dial Limited for the quarter ended March 31, 2015 and the financial results for the year ended March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, 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 audited by us. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter ended March 31, 2015 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2014, the audited annual financial statements as at and for the year ended March 31, 2015, and the relevant requirements of Clause 41 of the Listing Agreement and 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 financial results based on our review of the financial results for the nine-month period ended December 31, 2014 which was prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 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 accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2015; and the relevant requirements of Clause 41 of the Listing Agreement.
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 financial results as well as the year to date results:
  - i. are presented in accordance with the requirements of clause 41 of the Listing Agreement 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, 2015 and for the year ended March 31, 2015.



# **S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

Just Dial Limited

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4. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2015 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2015 and the published year-to-date figures up to December 31, 2014, 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 Clause 41(I)(d) of the Listing Agreement.
5. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the company in terms of clause 35 of the Listing Agreement and found the same to be correct.

**For S.R. Batliboi & Associates LLP**

Chartered Accountants

ICAI Firm registration number: 101049W

  
per Govind Ahuja

Partner

Membership No.: 48966

Place: Mumbai

Date: May 29, 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

**Justdial™**
**STATEMENT OF AUDITED UNCONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015 AND CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2015**

(₹ In lakhs)

| S No | Particulars                                                                              | Unconsolidated         |                          |                        |                        |                        | Consolidated           |                        |
|------|------------------------------------------------------------------------------------------|------------------------|--------------------------|------------------------|------------------------|------------------------|------------------------|------------------------|
|      |                                                                                          | Quarter ended          |                          |                        | Year ended             |                        | Year ended             |                        |
|      |                                                                                          | 31-Mar-15<br>(Audited) | 31-Dec-14<br>(Unaudited) | 31-Mar-14<br>(Audited) | 31-Mar-15<br>(Audited) | 31-Mar-14<br>(Audited) | 31-Mar-15<br>(Audited) | 31-Mar-14<br>(Audited) |
| 1    | Income from operations                                                                   |                        |                          |                        |                        |                        |                        |                        |
| a)   | Revenue from operations                                                                  | 15,628                 | 15,442                   | 12,421                 | 58,980                 | 46,129                 | 58,980                 | 46,129                 |
|      | <b>Total Income from operations</b>                                                      | <b>15,628</b>          | <b>15,442</b>            | <b>12,421</b>          | <b>58,980</b>          | <b>46,129</b>          | <b>58,980</b>          | <b>46,129</b>          |
| 2    | Expenses                                                                                 |                        |                          |                        |                        |                        |                        |                        |
| a)   | Employee benefits expense                                                                | 8,707                  | 7,862                    | 6,253                  | 30,877                 | 22,870                 | 30,877                 | 22,870                 |
| b)   | Depreciation and amortisation expense                                                    | 597                    | 611                      | 436                    | 2,410                  | 1,729                  | 2,410                  | 9,039                  |
| c)   | Other expenses                                                                           | 2,685                  | 2,566                    | 2,431                  | 11,524                 | 9,039                  | 11,537                 | 1,729                  |
|      | <b>Total expenses</b>                                                                    | <b>11,989</b>          | <b>11,039</b>            | <b>9,120</b>           | <b>44,811</b>          | <b>33,638</b>          | <b>44,824</b>          | <b>33,638</b>          |
| 3    | Profit from operations before other income(1-2)                                          | 3,639                  | 4,403                    | 3,301                  | 14,169                 | 12,491                 | 14,156                 | 12,491                 |
| 4    | Other income                                                                             | 2,723                  | 343                      | 1,289                  | 4,885                  | 3,995                  | 4,889                  | 3,995                  |
| 5    | Profit from ordinary activities and prior adjustment before tax (3+4)                    | 6,362                  | 4,746                    | 4,590                  | 19,054                 | 16,486                 | 19,045                 | 16,486                 |
| 6    | Less: Prior period adjustment (Refer note 6)                                             | 333                    | -                        | -                      | -                      | -                      | -                      | -                      |
| 7    | Profit from ordinary activities before tax (5-6)                                         | 6,029                  | 4,746                    | 4,590                  | 19,054                 | 16,486                 | 19,045                 | 16,486                 |
| 8    | Tax expense (net)                                                                        | 1,313                  | 1,532                    | 1,175                  | 5,165                  | 4,425                  | 5,161                  | 4,425                  |
| 9    | Net Profit for the period/year (7-8)                                                     | 4,716                  | 3,214                    | 3,415                  | 13,889                 | 12,061                 | 13,884                 | 12,061                 |
| 10   | Paid-up equity share capital (Face value ₹10/- each)                                     | 7,049                  | 7,039                    | 7,015                  | 7,049                  | 7,015                  | 7,049                  | 7,015                  |
| 11   | Reserves excluding revaluation reserves as per balance sheet of previous accounting year |                        |                          |                        | 60,282                 | 46,430                 | 60,286                 | 46,430                 |
| 12   | Earnings per share (of ₹ 10/- each) (Not annualised)                                     |                        |                          |                        |                        |                        |                        |                        |
| a)   | Basic (₹)                                                                                | 6.69                   | 4.57                     | 4.87                   | 19.76                  | 17.23                  | 19.75                  | 17.23                  |
| b)   | Diluted (₹)                                                                              | 6.64                   | 4.53                     | 4.85                   | 19.62                  | 17.11                  | 19.61                  | 17.11                  |

**Part II**

| S No | Particulars                                                              | Quarter ended          |                          |                        | Year ended             |                        |
|------|--------------------------------------------------------------------------|------------------------|--------------------------|------------------------|------------------------|------------------------|
|      |                                                                          | 31-Mar-15<br>(Audited) | 31-Dec-14<br>(Unaudited) | 31-Mar-14<br>(Audited) | 31-Mar-15<br>(Audited) | 31-Mar-14<br>(Audited) |
| (A)  | Particulars of Equity Shareholding                                       |                        |                          |                        |                        |                        |
| 1    | Public Shareholding                                                      |                        |                          |                        |                        |                        |
| -    | Number of Equity Shares                                                  | 47,383,911             | 47,244,300               | 47,001,351             | 47,383,911             | 47,001,351             |
| -    | Percentage of Equity Shareholding                                        | 67.22%                 | 67.11%                   | 67.00%                 | 67.22%                 | 67.00%                 |
| 2    | Promoters and Promoter Group Equity                                      |                        |                          |                        |                        |                        |
| a)   | Pledged/Encumbered                                                       |                        |                          |                        |                        |                        |
| -    | Number of Equity Shares                                                  | 100,000                | -                        | -                      | 100,000                | -                      |
| -    | Percentage of Equity Shares                                              | 0.43%                  | -                        | -                      | 0.43%                  | -                      |
|      | (as a % of the total Equity Shareholding of promoter and promoter Group) |                        |                          |                        |                        |                        |
| -    | Percentage of Equity Shares                                              | 0.14%                  | -                        | -                      | 0.14%                  | -                      |
|      | (as a % of the total Equity Share capital of the company)                |                        |                          |                        |                        |                        |
| b)   | Non-encumbered                                                           |                        |                          |                        |                        |                        |
| -    | Number of Equity Shares                                                  | 23,008,834             | 23,149,199               | 23,149,199             | 23,008,834             | 23,149,199             |
| -    | Percentage of Equity Shares                                              | 99.57%                 | 100.00%                  | 100.00%                | 99.57%                 | 100.00%                |
|      | (as a % of the total Equity Shareholding of promoter and promoter Group) |                        |                          |                        |                        |                        |
| -    | Percentage of Equity Shares                                              | 32.64%                 | 32.89%                   | 33.00%                 | 32.64%                 | 33.00%                 |
|      | (as a % of the total Equity Share capital of the company)                |                        |                          |                        |                        |                        |


*Signature*

**JUST DIAL LIMITED**

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New Link Road, Malad (West), Mumbai 400064**Justdial™**

|     | Particulars                                              | No. of complaints |
|-----|----------------------------------------------------------|-------------------|
| (B) | Investor complaints for the quarter ended March 31, 2015 |                   |
|     | Pending at the beginning of the quarter                  | -                 |
|     | Received during the quarter                              | 6                 |
|     | Disposed of during the quarter                           | 6                 |
|     | Remaining unresolved at the end of the quarter           | -                 |

**STATEMENT OF ASSETS AND LIABILITIES**

(₹ in lakhs)

| Particulars                                | Unconsolidated         |                        | Consolidated           |                        |
|--------------------------------------------|------------------------|------------------------|------------------------|------------------------|
|                                            | As at                  |                        | As at                  |                        |
|                                            | 31-Mar-15<br>(Audited) | 31-Mar-14<br>(Audited) | 31-Mar-15<br>(Audited) | 31-Mar-14<br>(Audited) |
| <b>A EQUITY AND LIABILITIES</b>            |                        |                        |                        |                        |
| <b>1 Shareholders' funds</b>               |                        |                        |                        |                        |
| (a) Share capital                          | 7,049                  | 7,015                  | 7,049                  | 7,015                  |
| (b) Reserves & surplus                     | 60,282                 | 46,430                 | 60,286                 | 46,430                 |
| <b>Sub-total - Shareholders' funds</b>     | <b>67,332</b>          | <b>53,445</b>          | <b>67,336</b>          | <b>53,445</b>          |
| <b>2 Non-current liabilities</b>           |                        |                        |                        |                        |
| (a) Deferred tax liabilities (net)         | -                      | 182                    | -                      | 182                    |
| (b) Other long-term liabilities            | 400                    | 313                    | 400                    | 313                    |
| (c) Long-term provisions                   | 13                     | -                      | 13                     | -                      |
| <b>Sub-total - Non-current liabilities</b> | <b>413</b>             | <b>495</b>             | <b>413</b>             | <b>495</b>             |
| <b>3 Current liabilities</b>               |                        |                        |                        |                        |
| (a) Trade payables                         | 1,376                  | 925                    | 1,369                  | 925                    |
| (b) Other current liabilities              | 25,318                 | 19,791                 | 25,318                 | 19,791                 |
| (c) Short-term provisions                  | 2,017                  | 1,841                  | 2,017                  | 1,841                  |
| <b>Sub-total - Current liabilities</b>     | <b>28,711</b>          | <b>22,557</b>          | <b>28,704</b>          | <b>22,557</b>          |
| <b>TOTAL - EQUITY AND LIABILITIES</b>      | <b>96,455</b>          | <b>76,497</b>          | <b>96,452</b>          | <b>76,497</b>          |
| <b>B ASSETS</b>                            |                        |                        |                        |                        |
| <b>1 Non-current assets</b>                |                        |                        |                        |                        |
| (a) Fixed assets                           | 9,215                  | 5,393                  | 9,215                  | 5,393                  |
| (b) Non current investments                | 45                     | 15,471                 | -                      | 15,471                 |
| (c) Deferred tax assets (Net)              | 236                    | -                      | 236                    | -                      |
| (d) Long-term loans and advances           | 3,704                  | 3,275                  | 3,711                  | 3,275                  |
| (e) Other non current assets               | 6                      | 6                      | 6                      | 6                      |
| <b>Sub-total - Non-current assets</b>      | <b>13,206</b>          | <b>24,145</b>          | <b>13,168</b>          | <b>24,145</b>          |
| <b>2 Current assets</b>                    |                        |                        |                        |                        |
| (a) Current investments                    | 77,217                 | 47,099                 | 77,217                 | 47,099                 |
| (b) Trade receivables                      | -                      | -                      | 8                      | -                      |
| (c) Cash and bank balances                 | 4,200                  | 3,690                  | 4,216                  | 3,690                  |
| (d) Short-term loans and advances          | 1,766                  | 1,360                  | 1,777                  | 1,360                  |
| (e) Other current assets                   | 66                     | 203                    | 66                     | 203                    |
| <b>Sub-total - Current assets</b>          | <b>83,249</b>          | <b>52,352</b>          | <b>83,284</b>          | <b>52,352</b>          |
| <b>TOTAL - ASSETS</b>                      | <b>96,455</b>          | <b>76,497</b>          | <b>96,452</b>          | <b>76,497</b>          |



**JUST DIAL LIMITED**

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New Link Road, Malad (West), Mumbai 400064**Justdial™****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 May 29, 2015.
- 2 The Audited Consolidated Financial Results for the financial year ended March 31, 2015 are prepared in accordance with the requirements of Accounting Standard 21 and specified under section 133 of the Companies Act 2013, read with rule 7 of the Companies (Accounts Rule) 2014.
- 3 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'.
- 4 Effective from April 1, 2014, the Company has recomputed the depreciation based on the useful life of the assets as prescribed in Schedule II of the Companies Act, 2013. Due to above, depreciation charge is higher by ₹73.51 lakhs for the quarter ended March 31, 2015 and ₹331.33 lakhs for the year ended March 31, 2015. Further, based on transitional provisions of the Companies Act 2013, an amount of ₹61.11 lakhs (net of Deferred Tax) has been adjusted with retained earnings.
- 5 The figures of the quarter ended March 31, 2015 and March 31, 2014 are the balancing figures between audited figures in respect of the full financial year up to March 31, 2015 and March 31, 2014 and the unaudited published year-to-date figures up to December 31, 2014 and December 31, 2013 respectively being the date of the end of the third quarter of the financial year which were subjected to limited review.
- 6 The Company had inadvertently recognised revenue of ₹427.03 lakhs during the quarter ended September 2014 from deferred revenue, which had to be deferred at September 30, 2014. Of this ₹21.20 lakhs relates to the quarter ended December 31, 2014 and ₹72.58 lakhs relates to the quarter ended March 31, 2015 and balance ₹333.24 lakhs is deferred at March 31, 2015 and disclosed as prior period adjustment.
- 7 During the year, the Company acquired entire shareholding in JD Inc. from Just Dial Global Private Limited for a consideration of ₹44.67 lakhs. Pursuant to the above, the Company has presented consolidated financial statement for the year and not presented the comparative figures.
- 8 On May 29, 2015, the Board of Directors have proposed a dividend of ₹2 per share subject to approval by the shareholders in the annual general meeting.
- 9 Subsequent to the year end, on May 27, 2015 the Company has granted 117,660 options to employees under ESOP scheme 2014.
- 10 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.

Place: Mumbai  
Date: May 29, 2015For and on behalf of the board of directors of  
Just Dial LimitedV.S.S. Mani  
Managing Director and Chief Executive Officer  
DIN: 00202052