

June 10, 2019

To

<b>BSE Limited</b> Department of Corporate Services Listing Department P J Towers Dalal Street Mumbai – 400001 <i>Scrip Code: 535648</i>	<b>National Stock Exchange of India Limited</b> Listing Department Exchange Plaza Plot no. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai – 400051 <i>Scrip Symbol: JUSTDIAL</i>	<b>Metropolitan Stock Exchange of India Limited</b> 4 <sup>th</sup> Floor, Vibgyor Towers, Plot No. C 62, G Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (East), Mumbai – 400098 <i>Scrip Symbol: JUSTDIAL</i>
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Dear Sir/ Madam,

**Sub: Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Pursuant to Regulation 23(9) of the Listing Regulations, please find enclosed herewith the disclosure of related party transactions on a consolidated basis for the period ended March 31, 2019.

Kindly 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 / 39808795 Fax : 022-28893789

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## DISCLOSURE OF RELATED PARTY TRANSACTIONS – ON CONSOLIDATED BASIS

In pursuance with Regulation 23 (9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### I. Name of the Related Parties along with relationship during the year ended March 31, 2019:

#### a. List of the Related Party where control exists:

Just Dial Inc. Delaware, United States of America – Subsidiary Company

JD International Pte. Ltd, Singapore – Subsidiary Company

#### b. List of Key Managerial Personnel:

Mr. V. S. S Mani - Managing Director and Chief Executive Officer\*

Mr. V. Krishnan - Whole-time Director

Mr. Ramani Iyer - Whole-time Director

Mrs. Anita Mani – Non-Executive Director

Mr. B. Anand - Chairman and Independent Non-Executive Director

Mr. Sanjay Bahadur - Independent Non-Executive Director

Mr. Malcom Monterio - Independent Non-Executive Director

Mr. Abhishek Bansal - Chief Financial Officer (Appointed w.e.f. July 24, 2017)

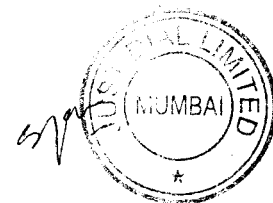
Mr. Ramkumar Krishnamachari - Chief Financial Officer (Resigned on July 11, 2017)

Mr. Sachin Jain - Company Secretary

### Enterprises owned or significantly influenced by Key Managerial Personnel or their relatives:

Just Dial Global Private Limited

\* Persons having significant influence on the Company



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**c. Transactions with Related Parties:**

(₹ in lakhs unless otherwise stated)

	Particulars	Year ended March 31, 2019	Year ended March 31, 2018
<b>1</b>	<b>Subsidiary</b>		
	Administrative and support services availed from Just Dial Inc.	128	108
	Expenses incurred on behalf of JD International Pte Ltd.	-	3
	<b>Total</b>	<b>128</b>	<b>111</b>
<b>2</b>	<b>Key Managerial Personnel</b>		
<b>A</b>	<b>(i) Remuneration</b>		
	Mr. V. S. S. Mani	208	176
	Mr. V. Krishnan (including expenses towards rent free accommodation)	199	189
	Mr. Ramani Iyer	222	186
	Mr. Ramkumar Krishnamachari (upto July 11, 2017 for FY 2017-18)	-	34
	Mr. Abhishek Bansal (from July 24, 2017 for FY 2017-18)	191	69
	Mr. Sachin Jain	55	50
	<b>Total</b>	<b>875</b>	<b>704</b>
	<b>(ii) Sitting Fees</b>		
	Mr. B. Anand	9	10
	Mr. Sanjay Bahadur	14	11
	Mr. Malcom Monterio	12	11
	Mrs. Anita Mani	1	-
	<b>Total</b>	<b>36</b>	<b>32</b>
	<b>(iii) Issue of Preference Shares</b>		
	Shareholders of Just Dial Global Private Limited	-	11
	<b>Total</b>	<b>-</b>	<b>11</b>
<b>B</b>	<b>Buyback of Shares</b>		
	Mr. V. S. S. Mani	5,972	-
	Mrs. Anita Mani	184	-
	Mr. Ramani Iyer	322	-
	Mr. V. Krishnan	183	-
	Mr. Abhishek Bansal	3	-
	Mr. Sachin Jain	3	-
	<b>Total</b>	<b>6667</b>	<b>-</b>

**Just Dial Limited**

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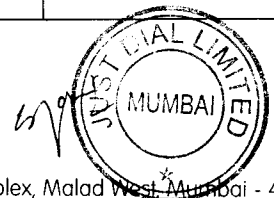
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<b>C</b>	<b>Advance recovered</b>		
	Mr. Ramkumar Krishnamachari	-	28
	<b>Total</b>	-	<b>28</b>

Balance outstanding at the year end

(₹ in lakhs unless otherwise stated)

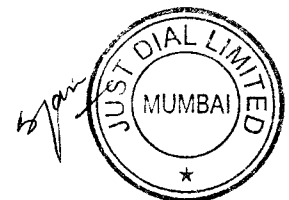
	Particulars	As at March 31, 2019	As at March 31, 2018
<b>1</b>	<b>Subsidiary</b>		
	Payable towards administrative and support services- Just Dial Inc	74	58
	Payable towards Share Capital -JD International Pte Ltd	-*	-*
	Receivable towards reimbursable expenses - JD International Pte Ltd	9	8
	<b>Total</b>	<b>83</b>	<b>66</b>
<b>2</b>	<b>Key Managerial Personnel</b>		
	<b>Remuneration Payable</b>		
	Mr. V. S. S. Mani	26	18
	Mr. V. Krishnan	11	9
	Mr. Ramani Iyer	28	20
	Mr. Abhishek Bansal	12	5
	Mr. Sachin Jain	2	3
	<b>Total</b>	<b>79</b>	<b>55</b>

\* Represents amounts less than ₹ 1 lakh

(₹ in lakhs unless otherwise stated)

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
<b>Compensation of Key Managerial Personnel of the Company</b>		
<b>Nature of transaction/relationship</b>		
Short-term employee benefits	875	704
ESOP expenses	207	160
<b>Total compensation paid to Key Managerial Personnel</b>	<b>1,082</b>	<b>864</b>

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. Outstanding balances at the year end are unsecured and settlement occurs in cash.



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