

May 4, 2023

BSE Limited Department of Corporate Services Listing Department P J Towers, Dalal Street, Mumbai – 400001 <i>Scrip Code: 535648</i>	National Stock Exchange of India Limited Listing Department Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051 <i>Scrip Symbol: JUSTDIAL</i>	Metropolitan Stock Exchange of India Limited 205(A), 2 nd Floor, Piramal Agastya Corporate Park, L.B.S Road, Kurla (West), Mumbai - 400070 <i>Scrip Symbol: JUSTDIAL</i>
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Dear Sir / Madam,

Sub: Notice under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

I being a person forming part of the promoter group of Just Dial Limited (JDL) intend to acquire 2,61,478 Equity Shares of JDL from one of the persons forming part of promoter group by way of ‘inter-se’ transfer as per details set out in the disclosure under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”). The proposed transfer is only amongst the existing persons belonging to promoter group. This is acquisition pursuant to inter-se transfer of shares among qualifying persons as specified in Regulation 10(1)(a)(i).

The Form as prescribed under Regulation 10(5) of the Takeover Regulations setting out the details of the proposed acquisition of shares of JDL by way of inter-se transfer, is attached.

Kindly take the information on record.

Thanking you,

Yours truly,

V. S. S. Mani

Encl: as above

Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Just Dial Limited
2.	Name of the acquirer(s)	Mr. V.S.S. Mani
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes, the acquirer is part of promoter group of TC.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. V. Krishnan
	b. Proposed date of acquisition	On or after May 12, 2023
	c. Number of shares to be acquired from each person mentioned in 4(a) above	2,61,478 equity shares
	d. Total shares to be acquired as % of share capital of TC	0.31%
	e. Price at which shares are proposed to be acquired	Nil An immediate relative proposes to gift the shares and hence no consideration is involved.
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares among qualifying persons
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 619.30
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not Applicable This is in the nature of transfer of shares through an off market transaction amongst the Promoter Group. No consideration is involved as the shares are proposed to be gifted by an immediate relative.

9.	<p>Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997)</p> <p>The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.</p>	<p>Transferor and Transferee have complied during 3 years prior to the date of proposed acquisition and will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997).</p> <p>The copies of disclosures made during previous 3 years prior to the date of proposed acquisition are enclosed herewith.</p>			
10.	<p>Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.</p>	<p>The acquirer has complied with all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions. Regulation 10(1)(a)(ii) to (v) are not applicable.</p>			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
A	Acquirer(s) and PACs (other than sellers)(*)				
	Acquirer				
	Mr. V. S. S Mani	63,28,187	7.50	65,89,665	7.82
	PACs / Promoter and Promoter Group (other than sellers)				
	Reliance Retail Ventures Limited – Promoter	5,42,89,574	64.38	5,42,89,574	64.38
	Mrs. Anita Mani – Promoter Group	19,25,345	2.28	19,25,345	2.28
	Mrs. Eshwary Krishnan – Promoter Group	2,39,647	0.28	2,39,647	0.28
	Ms. Manasi Iyer – Promoter Group	1,33,975	0.16	1,33,975	0.16
	Mr. Ramani Iyer – Promoter Group	30,404	0.04	30,404	0.04
B	Seller				
	Mr. V. Krishnan	2,61,478	0.31	0	0

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

V. S. S. Mani

Place: Mumbai

Date: May 4, 2023

April 7, 2023

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

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

To
Metropolitan Stock Exchange of India Limited
Building A, Unit 205 A, 2nd Floor,
Piramal Agastya Corporate Park,
L.B.S Road, Kurla (West),
Mumbai - 400070

Sub: Disclosure under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I being a member of promoter group of Just Dial Limited ("the Target Company"), hereby declare that as on March 31, 2023, I along with persons acting in concert, have not made any encumbrance of shares of the target Company, whether directly or indirectly, other than those which were already disclosed during the financial year 2022-2023.

Request you to take the same on your record.

Thanking you,

Yours faithfully,



V. S. S. Mani

Copy to:

The Company Secretary
Just Dial Limited
Palm Court, Building M,
501/B, 5th Floor, New Link Road,
Besides Goregaon Sports Complex,
Malad (West), Mumbai – 400064.
Email: manan.udani@justdial.com

The Audit Committee,
Just Dial Limited
Palm Court, Building M,
501/B, 5th Floor, New Link Road,
Besides Goregaon Sports Complex,
Malad (West), Mumbai – 400064.
Email: manan.udani@justdial.com

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Mumbai - 400070

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Dear Sir/Madam,

Pursuant to the provisions of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I being a member of promoter group of Just Dial Limited ("the Target Company"), hereby declare that as on March 31, 2023, I along with persons acting in concert, have not made any encumbrance of shares of the target Company, whether directly or indirectly, other than those which were already disclosed during the financial year 2022-2023.

Request you to take the same on your record.

Thanking you,

Yours faithfully,


V. Krishnan

Copy to:

The Company Secretary
Just Dial Limited
Palm Court, Building M,
501/B, 5th Floor, New Link Road,
Besides Goregaon Sports Complex,
Malad (West), Mumbai – 400064.
Email: manan.udani@justdial.com

The Audit Committee,
Just Dial Limited
Palm Court, Building M,
501/B, 5th Floor, New Link Road,
Besides Goregaon Sports Complex,
Malad (West), Mumbai – 400064.
Email: manan.udani@justdial.com

March 11, 2022

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
Building A, Unit 205 A,
2nd Floor, Piramal Agastya
Corporate Park, L.B.S Road,
Kurla (West), Mumbai – 400 070.

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 as prescribed under the provisions 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.S.S Mani

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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited 									
Date of reporting					March 11, 2022									
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					V.S.S Mani 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 of encumbered shares { creation [(2) +(3)] / release [(2) -(3)] / invocation [(1) - (3)] }		
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance **	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital	
V.S.S. Mani	61,90,027	7.40	61,90,027	7.40	Creation	07/03/2022	Others	Refer Note 1	1,38,160	0.17	Reliance Retail Ventures Limited	63,28,187	7.57	
V. Krishnan	3,99,638	0.48	3,99,638	0.48	Release	07/03/2022	Others	Refer Note 1	1,38,160	0.17	Reliance Retail Ventures Limited	2,61,478	0.31	
Ramani Iyer	46,616	0.06	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil	
Anita Mani	19,25,345	2.30	19,25,345	2.30	-	-	-	-	-	-	-	19,25,345	2.30	

Eshwary Krishnan	2,39,647	0.29	2,39,647	0.29	-	-	-	-	-	-	-	2,39,647	0.29
Manasi Iyer	1,33,975	0.16	1,33,975	0.16	-	-	-	-	-	-	-	1,33,975	0.16
Signature of Authorised Signatory													
													
V.S.S Mani													
Place: Mumbai													
Date: March 11, 2022													

Note 1: In terms of the Shareholders Agreement dated July 16, 2021, the shares held by Mr. V. Krishnan, Mr. V.S.S. Mani, Ms. Anita Mani, Ms. Eshwary Krishnan and Ms. Manasi Iyer are encumbered. Please refer disclosure filed under Regulation 31(1) and 31(2) dated July 23, 2021.

Note 2: There is no encumbrance on shares held by Reliance Retail Ventures Limited, promoter of the Company.

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

March 11, 2022

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
Building A, Unit 205 A,
2nd Floor, Piramal Agastya
Corporate Park, L.B.S Road,
Kurla (West), Mumbai – 400 070.

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 as prescribed under the provisions 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

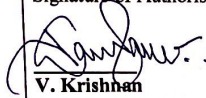
Encl: as above

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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited 								
Date of reporting					March 11, 2022								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					V. Krishnan V.S.S Mani								
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 of encumbered shares { creation [(2) +(3)]/ release [(2) -(3)] / invocation [(1) - (3)] }	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation /release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/ others)	Reasons for encumbrance **	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	3,99,638	0.48	3,99,638	0.48	Release	07/03/2022	Others	Refer Note 1	1,38,160	0.17	Reliance Retail Ventures Limited	2,61,478	0.31
V.S.S. Mani	61,90,027	7.40	61,90,027	7.40	Creation	07/03/2022	Others	Refer Note 1	1,38,160	0.17	Reliance Retail Ventures Limited	63,28,187	7.57
Ramani Iyer	46,616	0.06	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Anita Mani	19,25,345	2.30	19,25,345	2.30	-	-	-	-	-	-	-	19,25,345	2.30

Eshwary Krishnan	2,39,647	0.29	2,39,647	0.29	-	-	-	-	-	-	-	2,39,647	0.29
Manasi Iyer	1,33,975	0.16	1,33,975	0.16	-	-	-	-	-	-	-	1,33,975	0.16

Signature of Authorised Signatory



V. Krishnan

Place: New Delhi

Date: March 11, 2022

Note 1: In terms of the Shareholders Agreement dated July 16, 2021, the shares held by Mr. V. Krishnan, Mr. V.S.S. Mani, Ms. Anita Mani, Ms. Eshwary Krishnan and Ms. Manasi Iyer are encumbered. Please refer disclosure filed under Regulation 31(1) and 31(2) dated July 23, 2021.

Note 2: There is no encumbrance on shares held by Reliance Retail Ventures Limited, promoter of the Company.

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited 								
Date of reporting					December 24, 2021								
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked					V. Krishnan Eshwary 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 of encumbered shares { creation [(2) +(3)]/ release [(2) -(3)] / invocation [(1) – (3)] }	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance **	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	4,19,638	0.50	4,19,638	0.50	Release	21/12/2021	Release of encumbered shares	Refer Note 1	15000	0.02	Reliance Retail Ventures Limited	4,04,638	0.48
	4,04,638	0.48	4,04,638	0.48	Release	23/12/2021	Release of encumbered shares	Refer Note 1	5000	0.01	Reliance Retail Ventures Limited	3,99,368	0.48

Eshwary Krishnan	2,19,647	0.26	2,19,647	0.26	Creation	21/12/2021	Others - Refer Note 1	Refer Note 1	15000	0.02	Reliance Retail Ventures Limited	2,34,647	0.28
	2,34,647	0.28	2,34,647	0.28	Creation	23/12/2021	Others - Refer Note 1	Refer Note 1	5000	0.01	Reliance Retail Ventures Limited	2,39,647	0.29
V.S.S. Mani	61,90,027	7.41	61,90,027	7.41	-	-	-	-	-	-	-	61,90,027	7.41
Ramani Iyer	46,616	0.06	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Anita Mani	19,25,345	2.30	19,25,345	2.30	-	-	-	-	-	-	-	19,25,345	2.30
Manasi Iyer	1,33,975	0.16	1,33,975	0.16	-	-	-	-	-	-	-	1,33,975	0.16
Reliance Retail Ventures Limited	5,59,75,693	66.97	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory


V. Krishnan

Place: New Delhi

Date: December 24, 2021

Note 1:

Restriction under the shareholders' agreement dated July 16, 2021, entered into between the Company, Mr. Venkatachalam Sthanu Subramani, Mrs. Anita Mani, Mr. V. Krishnan, Mrs. Eshwary Krishnan (members of current promoter group of the Company) and Reliance Retail Ventures Limited (current promoter of the Company) (the "SHA"). In terms of SHA, Mr. V. Krishnan and Mrs Eshwary Krishnan are restricted from transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions) and upon occurrence of defined events of defaults, Reliance Retail Ventures Limited has a call option on the securities held by Mr. V. Krishnan and Mrs. Eshwary Krishnan. Given the conditions and restrictions in the SHA as described above, the said restriction is likely to fall within the definition of the term "encumbrance" as provided under Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The said disclosure is being made as Mr. V Krishnan has inter se transferred 15,000 equity shares on 21.12.2021 and 5,000 equity shares on 23.12.2021 by way of Gift to Mrs. Eshwary Krishnan.

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

September 27, 2021

To
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Palm Court, Building M,
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To
National Stock Exchange of India Limited
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Dear Sir,

Please find enclosed herewith my disclosure as prescribed under the provisions 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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited
Date of reporting	September 27, 2021
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 of encumbered shares { creation [(2) +(3)]/ release [(2) –(3)] / invocation [(1) – (3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	4,19,638	0.50	4,19,638 [#]	0.50	Release	16/09/2021	Release of pledge shares	Full Repayment of Loan	2,11,005	0.25	Aditya Birla Money Limited	4,19,638 [#]	0.50
V.S.S. Mani	61,90,027	7.41	61,90,027	7.41	-	-	-	-	-	-	-	61,90,027	7.41
Ramani Iyer	46,616	0.06	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Anita Mani	19,25,345	2.30	19,25,345	2.30	-	-	-	-	-	-	-	19,25,345	2.30
Eshwary Krishnan	2,19,647	0.26	2,19,647	0.26	-	-	-	-	-	-	-	2,19,647	0.26
Manasi Iyer	1,33,975	0.16	1,33,975	0.16	-	-	-	-	-	-	-	1,33,975	0.16
Reliance Retail Ventures Limited	3,42,38,799	40.98	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory



V. Krishnan

Place: Noida

Date: September 27, 2021

*Restriction under the shareholders' agreement dated July 16, 2021, entered into between the Company, Mr. Venkatachalam Sthanu Subramani, Mrs. Anita Mani, Mr. V. Krishnan, Mrs. Eshwary Krishnan (members of current promoter group of the Company) and Reliance Retail Ventures Limited (current promoter of the Company) (the "SHA"). In terms of SHA, Mr. V. Krishnan is restricted from transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions) and upon occurrence of defined events of defaults, Reliance Retail Ventures Limited has a call option on the securities held by Mr. V. Krishnan. Given the conditions and restrictions in the SHA as described above, the said restriction is likely to fall within the definition of the term "encumbrance" as provided under Chapter V of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and accordingly, the effect of release of 2,11,005 equity shares as stated above is not given in post event holding of encumbered shares column.

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

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September 7, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 as prescribed under the provisions 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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited 								
Date of reporting					September 07, 2021								
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 of encumbered shares { creation [(2)+(3)]/ release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation /release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	4,20,353	0.50	4,20,353	0.50	Invocation	27/08/2021	Pledge	Recovery of Loan	715	0.00	Aditya Birla Money Limited	4,19,638	0.50
V.S.S. Mani	61,90,027	7.41	61,90,027	7.41	-	-	-	-	-	-	-	61,90,027	7.41
Ramani Iyer	46,616	0.06	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Anita Mani	19,25,345	2.30	19,25,345	2.30	-	-	-	-	-	-	-	-	19,25,345	2.30
Eshwary Krishnan	2,19,647	0.26	2,19,647	0.26	-	-	-	-	-	-	-	-	2,19,647	0.26
Manasi Iyer	1,33,975	0.16	1,33,975	0.16	-	-	-	-	-	-	-	-	1,33,975	0.16

Signature of Authorised Signatory


V. Krishnan

Place: Noida

Date: September 07, 2021

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

July 23, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 as prescribed under the provisions 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	National Stock Exchange of India Limited BSE Limited Metropolitan Stock Exchange of India Limited
Date of reporting	July 23, 2021
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	V.S.S. Mani Anita Mani V. Krishnan Eshwary Krishnan Manasi Iyer

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 of encumbered shares { creation [(2) +(3)]/ release [(2) -(3)] / invocation [(1) -(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance (pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V.S.S. Mani	61,90,027	9.93	Nil	Nil	Creation	16/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2)	Refer Note 2	61,90,027	9.93	Reliance Retail Ventures Limited	61,90,027	9.93

Anita Mani	19,25,345	3.09	Nil	Nil	Creation	16/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2)	Refer Note 2	19,25,345	3.09	Reliance Retail Ventures Limited	19,25,345	3.09
Manasi Iyer	1,33,975	0.21	Nil	Nil	Creation	16/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2)	Refer Note 2	1,33,975	0.21	Reliance Retail Ventures Limited	1,33,975	0.21
V. Krishnan	4,20,353	0.67	2,11,720	0.34	Creation	20/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target	Refer Note 2 & 3	2,08,633	0.33	Reliance Retail Ventures Limited	4,20,353	0.67

							Company (Refer Note 2 & 3)						
Eshwary Krishnan	2,19,647	0.35	Nil	Nil	Creation	20/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2 & 3)	Refer Note 2 & 3	2,19,647	0.35	Reliance Retail Ventures Limited	2,19,647	0.35
Ramani Iyer	46,616	0.07	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory



V Krishnan

Place: Noida

Date: July 23, 2021

Note 1:

On July 16, 2021, Reliance Retail Ventures Limited (the “Acquirer”) and certain existing promoters of Just Dial Limited (the “Target Company”), namely, Mr. Venkatachalam Sthanu Subramani (the “Seller”) and Mrs. Anita Mani (as confirming party) had entered into a share purchase agreement (the “SPA”), pursuant to which the Acquirer had agreed to acquire 1,30,61,163 equity shares of the Target Company (“Sale Shares”) from the Seller in accordance with the terms of the SPA. Accordingly, on July 20, 2021, the Seller sold the Sale Shares to the Acquirer on the floor of the stock exchange through the block window facility offered on the BSE Limited.

Note 2:

In terms of the shareholders' agreement dated July 16, 2021, entered into between the Acquirer, the Target Company and certain members of the existing promoter and promoter group of the Target Company namely, the Seller, Mrs. Anita Mani, Mr. V Krishnan and Mrs. Eshwary Krishnan (the "SHA"), from the Effective Date of the SHA (i.e. earlier of the date of: (a) the acquisition of any part of the Sale Shares under the SPA and (b) the subscription and allotment of Subscription Shares under the share subscription agreement dated July 16, 2021 entered into between the Target Company, the Acquirer and certain existing promoters of the Target Company, namely, the Seller and Mrs. Anita Mani (the "SSA")):

- (a) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not transfer any securities of the Target Company without the prior written consent of the Acquirer and after complying with certain additional conditions in the nature of 'Right of First Refusal' and 'Market Sale' in favour of the Acquirer (all as described in the SHA) for transfers pursuant to pre-negotiated transactions as well as market sales.
- (b) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not create any encumbrances on any securities of the Target Company without the prior written consent of the Acquirer.
- (c) the Seller and Mrs. Anita Mani are also restricted from, and are required to procure that Ms. Manasi Iyer is restricted from, transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).
- (d) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by the Seller and Mrs. Anita Mani.

Note 3:

In terms of the SHA, from the Effective Date (as explained above) of the SHA:

- (a) Mr. V. Krishnan and Mrs. Eshwary Krishnan are restricted from transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).
- (b) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by Mr. V. Krishnan and Mrs. Eshwary Krishnan

Given that the conditions and restrictions in the SHA as described above (in Note 2 and Note 3) are likely to fall within the definition of the term "encumbrance" as provided under Chapter V of the SEBI (SAST) Regulations, 2011 the enclosed disclosure is being made by the existing promoters and/or PAC under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

* 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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

July 23, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosure in terms of Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir,

Pursuant to the SEBI Circular SEBI/HO/CFD/DCR1/CIR/P2019/90 dated August 7, 2019, please find enclosed herewith disclosure about the detailed reasons for encumbrance as prescribed under Regulation 31(1) read with Regulation 28(3) 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 of reasons for encumbrance

Name of listed company	Just Dial Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited BSE Limited Metropolitan Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	V.S.S. Mani Anita Mani Manasi Iyer V. Krishnan Eshwary Krishnan
Total promoter shareholding in the listed company	No. of shares: Annexure I % of total share capital: Annexure I
Encumbered shares as a % of promoter / PAC shareholding	Annexure II
Whether encumbered share is 50% or more of promoter / PAC shareholding	Yes
Whether encumbered share is 20% or more of total share capital	No


V Krishnan

Details of all the existing events/ agreements pertaining to encumbrance

		Encumbrance 1 (Date of creation of encumbrance:	Please refer Annexure III
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)			
No. and % of shares encumbered		No. of shares: % of total share capital:	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)		
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES / NO	
	Names of all other entities in the agreement	Listed Company and its group Companies (if any) - 1. 2. Other entities (if any)- 1. 2.	
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate etc.? If yes, provide details about the instrument, including credit rating	YES / NO If yes, 1. Name of the issuer 2. Details of the Debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt 5. ISIN of the instrument	

Security Cover /Asset Cover	Value of shares on the date of event / agreement (A)		
	Amount involved (against which shares have been encumbered) (B)		
	Ratio of A/B		
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs (b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>		



V. Krishnan

Place: Noida
 Date: July 23, 2021

Annexure – I
**Total promoter / PACs shareholding in the listed
company**

Promoter / PAC	No. of shares	% of total share capital
V.S.S Mani	61,90,027	9.93
Anita Mani	19,25,345	3.09
V Krishnan	4,20,353	0.67
Ramani Iyer	46,616	0.07
Eshwary Krishnan	2,19,647	0.35
Manasi Iyer	1,33,975	0.21
Total	89,35,963	14.33

Annexure – II
Encumbered shares as a % of
Promoter / PAC shareholding

Promoter / PAC	No. of shares encumbered	Encumbered shares as a % of promoter / PAC shareholding
V.S.S Mani	61,90,027	69.27
Anita Mani	19,25,345	21.55
V Krishnan	4,20,353	4.70
Eshwary Krishnan	2,19,647	2.46
Manasi Iyer	1,33,975	1.50
Total	88,89,347	99.48

Annexure III
Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021
V. Krishnan

	Encumbrance 1 (Date of creation of encumbrance: February 27, 2018)	Encumbrance 2 (Date of creation of encumbrance: July 26, 2019)	Encumbrance 3 (Date of creation of encumbrance: September 09, 2019)	Encumbrance 4 (Date of creation of encumbrance: September 23, 2019)	Encumbrance 5 (Date of creation of encumbrance: November 13, 2019)	Encumbrance 6 (Date of creation of encumbrance: February 07, 2020)	Encumbrance 7 (Date of creation of encumbrance: February 11, 2020)	Encumbrance 8 (Date of creation of encumbrance: March 13, 2020)	Encumbrance 9 (Date of creation of encumbrance: September 28, 2020)	Encumbrance 10 (Date of creation of encumbrance: July 20, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction condition or arrangement in the nature of encumbrance)	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Pledge	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2, Note 3
No. and % of shares encumbered	No. of shares: 38,120 % of total share capital: 0.06%	No. of shares: 28,000 % of total share capital: 0.04%	No. of shares: 4,000 % of total share capital: 0.01%	No. of shares: 4,600 % of total share capital: 0.01%	No. of shares: 24,000 % of total share capital: 0.04%	No. of shares: 14,000 % of total share capital: 0.02%	No. of shares: 15,000 % of total share capital: 0.02%	No. of shares: 19,000 % of total share capital: 0.03%	No. of shares: 65,000 % of total share capital: 0.10%	No. of shares: 2,08,633 % of total share capital: 0.33%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Aditya Birla Money Limited	Name of the entity in whose favour shares encumbered (X) Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in providing Financial Advisory, Brokerage and Consultancy Services	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity. No, it is engaged in Organised Retail.
	Names of all other entities in the agreement									Refer Note 2 and 3
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No	No	No	No	No	No	No	No	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)* Rs. 1,71,25,410/-	Value of shares as on the date of event / Agreement (A)* Rs. 1,25,79,000/-	Value of shares as on the date of event / Agreement (A)* Rs. 29,78,000/-	Value of shares as on the date of event / Agreement (A)* Rs. 32,05,280/-	Value of shares as on the date of event / Agreement (A)* Rs. 1,23,01,200/-	Value of shares as on the date of event / Agreement (A)* Rs. 74,77,400/-	Value of shares as on the date of event / Agreement (A)* Rs. 75,78,000/-	Value of shares as on the date of event / Agreement (A)* Rs. 72,22,850/-	Value of shares as on the date of event / Agreement (A)* Rs. 2,44,66,000/-	Value of shares as on the date of event / Agreement (A)* Rs. 2,06,306,742/-
	Amount involved (against which shares have been encumbered) (B)	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above
	Ratio of A / B	1	1	1	1	1	1	1	1	1.1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	Personal use	Personal use	Personal use	Personal use	Personal use	Personal use	Personal use	Personal use	N.A.

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III

Eshwary Krishnan

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 20, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2, Note 3
No. and % of shares encumbered		No. of shares: 2,19,647 % of total share capital: 0.35%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
	Names of all other entities in the agreement	Refer Note 2 and 3
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Rs. 21,71,97,936/-
	Amount involved (against which shares have been encumbered) (B)	Same as above
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III
Anita Mani

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 16, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2
No. and % of shares encumbered		No. of shares: 19,25,345 % of total share capital: 3.09%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
Names of all other entities in the agreement		Refer Note 2
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating		No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Rs. 2,06,53,17,582/-
	Amount involved (against which shares have been encumbered) (B)	Same as above
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III

Manasi Iyer

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 16, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2
No. and % of shares encumbered		No. of shares: 1,33,975 % of total share capital: 0.21%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
	Names of all other entities in the agreement	Refer Note 2
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Refer Note 2
	Amount involved (against which shares have been encumbered) (B)	Rs. 14,37,14,983/-
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACS (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III
V. S. S. Mani

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 16, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2
No. and % of shares encumbered		No. of shares: 61,90,027 % of total share capital: 9.93%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
	Names of all other entities in the agreement	Refer Note 2
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Rs. 6,64,00,41,963/-
	Amount involved (against which shares have been encumbered) (B)	Same as above
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Note 1:

On July 16, 2021, Reliance Retail Ventures Limited (the “Acquirer”) and certain existing promoters of Just Dial Limited (the “Target Company”), namely, Mr. Venkatachalam Sthanu Subramani (the “Seller”) and Mrs. Anita Mani (as confirming party) had entered into a share purchase agreement (the “SPA”), pursuant to which the Acquirer had agreed to acquire 1,30,61,163 equity shares of the Target Company (“Sale Shares”) from the Seller in accordance with the terms of the SPA. Accordingly, on July 20, 2021, the Seller sold the Sale Shares to the Acquirer on the floor of the stock exchange through the block window facility offered on the BSE Limited.

Note 2: In terms of the shareholders’ agreement dated July 16, 2021, entered into between the Acquirer, the Target Company and certain members of the existing promoter and promoter group of the Target Company namely, the Seller, Mrs. Anita Mani, Mr. V Krishnan and Mrs. Eshwary Krishnan (the “SHA”), from the Effective Date of the SHA (i.e. earlier of the date of: (a) the acquisition of any part of the Sale Shares under the SPA and/or (b) the subscription and allotment of Subscription Shares under the share subscription agreement dated July 16, 2021 entered into between the Target Company, the Acquirer and certain existing promoters of the Target Company, namely, the Seller and Mrs. Anita Mani (the “SSA”)):

(a) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not transfer any securities of the Target Company without the prior written consent of the Acquirer and after complying with certain additional conditions in the nature of ‘Right of First Refusal’ and ‘Market Sale’ in favour of the Acquirer (all as described in the SHA) for transfers pursuant to pre-negotiated transactions as well as market sales.

(b) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not create any encumbrances on any securities of the Target Company without the prior written consent of the Acquirer.

(c) the Seller and Mrs. Anita Mani are also restricted from, and are required to procure that Ms. Manasi Iyer is restricted from, transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).

(d) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by the Seller and Mrs. Anita Mani.

Note 3: In terms of the SHA, from the Effective Date (as explained above) of the SHA:

(a) Mr. V. Krishnan and Mrs. Eshwary Krishnan are restricted from transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).

(b) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by Mr. V. Krishnan and Mrs. Eshwary Krishnan

Given that the conditions and restrictions in the SHA as described above (in Note 2 and Note 3) are likely to fall within the definition of the term “encumbrance” as provided under Chapter V of the SEBI (SAST) Regulations and due to sale of 1,30,61,163 equity shares as stated in Note 1, combined encumbrance by the promoter along with PACs exceeds 50% of their shareholding in the Company, accordingly the enclosed disclosure is being made by the existing promoters and/or PAC under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019.

July 23, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith disclosure pursuant to the provisions of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to take the same on your record.

Thanking you,

Yours faithfully,

VENKATACHA
LAM STHANU
SUBRAMANI

Digitally signed by VENKATACHALAM STHANU
SUBRAMANI
DN: c=IN, o=Personal,
postalCode=52098, cn=VENKATACHALAM STHANU
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serialNumber=70661164d61319191079164dec3d
file=23c0b082a380e547e776473c103,
cn=VENKATACHALAM STHANU SUBRAMANI
Date: 2021.07.23 22:47:13 +05'30'

(V.S.S Mani)

Signature of the acquirer / seller / ~~Authorised Signatory~~

Encl: as above

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Just Dial Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	V.S.S. Mani Anita Mani V. Krishnan Ramani Iyer Eshwary Krishnan Manasi Iyer		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited Metropolitan Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition / disposal under consideration, holding of:			
a) Shares carrying voting rights			
V.S.S Mani	1,92,51,190	30.91	30.14
Anita Mani	19,25,345	3.09	3.01
V. Krishnan	4,20,353	0.68	0.66
Ramani Iyer	46,616	0.07	0.07
Eshwary Krishnan	2,19,647	0.35	0.34
Manasi Iyer	1,33,975	0.22	0.21
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	2,19,97,126	35.32	34.44
Details of acquisition / sale			
a) Shares carrying voting rights acquired / sold			
V.S.S. Mani	1,30,61,163	20.97	20.45
b) VRs acquired / sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired /sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/- d)	1,30,61,163	20.97	20.45

After the acquisition / sale, holding of:			
a) Shares carrying voting rights			
V.S.S Mani	6,190,027	9.94	9.69
Anita Mani	19,25,345	3.09	3.01
V. Krishnan	4,20,353	0.68	0.66
Ramani Iyer	46,616	0.07	0.07
Eshwary Krishnan	2,19,647	0.35	0.34
Manasi Iyer	1,33,975	0.22	0.21
b) Shares encumbered with the acquirer	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	89,35,963	14.35	13.99
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Open market sale. Refer Note – 1		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	July 20, 2021. Refer Note – 1		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 62,27,28,260/- divided into 6,22,72,826 Equity Shares of Rs. 10/- each as of June 30, 2021		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 62,27,28,260/- divided into 6,22,72,826 Equity Shares of Rs. 10/- each as of June 30, 2021		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 63,87,49,340/- divided into 6,38,74,934 Equity Shares of Rs. 10/- each		

Note 1:

On July 16, 2021, Reliance Retail Ventures Limited (the “Acquirer”) and certain existing promoters of Just Dial Limited (the “Target Company”), namely, Mr. Venkatachalam Sthanu Subramani (the “Seller”) and Mrs. Anita Mani (as confirming party) had entered into a share purchase agreement (the “SPA”), pursuant to which the Acquirer had agreed to acquire 1,30,61,163 equity shares of the Target Company (“Sale Shares”) from the Seller in accordance with the terms of the SPA. Accordingly, on July 20, 2021, the Seller sold the Sale Shares to the Acquirer on the floor of the stock exchange through the block window facility offered on the BSE Limited.

- (*) Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (**) 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.

VENKATACHALA
M STHANU
SUBRAMANI

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DN: cn=M, o=Personal,
email=venkatasubramani@rediffmail.com, postalCode=400053,
serialNumber=070451104021070807594663089e20,
c=IN, ou=VENKATACHALAM STHANU SUBRAMANI
Date: 2021.07.23 12:46:05 +05'30'

(V.S.S Mani)

Signature of the acquirer / seller / Authorised Signatory

Place: Mumbai

Date: 23-07-2021

July 23, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 as prescribed under the provisions 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

VENKATACHALAM STHANU
LAM STHANU
SUBRAMANI

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serialNumber=0946515469,21978957945d9c3d,
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cn=VENKATACHALAM STHANU SUBRAMANI
Date: 2021.07.23 22:22:41 +05'30'

V. S. S. Mani
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		National Stock Exchange of India Limited BSE Limited Metropolitan Stock Exchange of India Limited											
Date of reporting		July 23, 2021											
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked		V.S.S. Mami Anita Mami V. Krishnan Eshwary Krishnan Manasi Iyer											
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 of encumbered shares { creation [(2) +(3)]/ release [(2) -(3)] / invocation [(1) -(3)]}			
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation/release of encumbrance	Type of encumbrance (pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number		% of share Capital	Name of the entity in whose favour shares encumbered	
V.S.S. Mami	61,90,027	9.93	Nil	Nil	Creation	16/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2)	Refer Note 2	61,90,027	9.93	Reliance Retail Ventures Limited	61,90,027	9.93

Anita Mani	19,25,345	3.09	Nil	Nil	Creation	16/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2)	Refer Note 2	19,25,345	3.09	Reliance Retail Ventures Limited	19,25,345	3.09
Manasi Iyer	1,33,975	0.21	Nil	Nil	Creation	16/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company (Refer Note 2)	Refer Note 2	1,33,975	0.21	Reliance Retail Ventures Limited	1,33,975	0.21
V. Krishnan	4,20,353	0.67	2,11,720	0.34	Creation	20/07/2021	Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing the agreements entered into inter alia between the Acquirer, the Target Company and certain existing the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target	Refer Note 2 & 3	2,08,633	0.33	Reliance Retail Ventures Limited	4,20,353	0.67

Eshwary Krishnan	2,19,647	0.35	Nil	Nil	Creation	20/07/2021	Company (Refer Note 2 & 3)	Refer Note 2 & 3	2,19,647	0.35	Reliance Retail Ventures Limited	2,19,647	0.35
Ramani Iyer	46,616	0.07	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory

VENKATACHA
LAM STHANU
SUBRAMANI

V. S. S. Mani

Place: Mumbai
Date: July 23, 2021

Note 1:

On July 16, 2021, Reliance Retail Ventures Limited (the “Acquirer”) and certain existing promoters of Just Dial Limited (the “Target Company”), namely, Mr. Venkatchalam Sthanu Subramani (the “Seller”) and Mrs. Anita Mani (as confirming party) had entered into a share purchase agreement (the “SPA”), pursuant to which the Acquirer had agreed to acquire 1,30,61,163 equity shares of the Target Company (“Sale Shares”) from the Seller in accordance with the terms of the SPA. Accordingly, on July 20, 2021, the Seller sold the Sale Shares to the Acquirer on the floor of the stock exchange through the block window facility offered on the BSE Limited.

Note 2:

In terms of the shareholders' agreement dated July 16, 2021, entered into between the Acquirer, the Target Company and certain members of the existing promoter and promoter group of the Target Company namely, the Seller, Mrs. Anita Mani, Mr. V Krishnan and Mrs. Eshwary Krishnan (the "SHA"), from the Effective Date of the SHA (i.e. earlier of the date of: (a) the acquisition of any part of the Sale Shares under the SPA and (b) the subscription and allotment of Subscription Shares under the share subscription agreement dated July 16, 2021 entered into between the Target Company, the Acquirer and certain existing promoters of the Target Company, namely, the Seller and Mrs. Anita Mani (the "SSA")):

- (a) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not transfer any securities of the Target Company without the prior written consent of the Acquirer and after complying with certain additional conditions in the nature of 'Right of First Refusal' and 'Market Sale' in favour of the Acquirer (all as described in the SHA) for transfers pursuant to pre-negotiated transactions as well as market sales.
- (b) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not create any encumbrances on any securities of the Target Company without the prior written consent of the Acquirer.
- (c) the Seller and Mrs. Anita Mani are also restricted from, and are required to procure that Ms. Manasi Iyer is restricted from, transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).
- (d) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by the Seller and Mrs. Anita Mani.

Note 3:

In terms of the SHA, from the Effective Date (as explained above) of the SHA:

- (a) Mr. V. Krishnan and Mrs. Eshwary Krishnan are restricted from transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).
- (b) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by Mr. V. Krishnan and Mrs. Eshwary Krishnan

Given that the conditions and restrictions in the SHA as described above (in Note 2 and Note 3) are likely to fall within the definition of the term "encumbrance" as provided under Chapter V of the SEBI (SAST) Regulations, 2011 the enclosed disclosure is being made by the existing promoters and/or PAC under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

* 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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

July 23, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

**Sub: Disclosure in terms of Regulation 31(1) read with Regulation 28(3) of SEBI
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Dear Sir,

Pursuant to the SEBI Circular SEBI/HO/CFD/DCR1/CIR/P2019/90 dated August 7, 2019, please find enclosed herewith disclosure about the detailed reasons for encumbrance as prescribed under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to take the same on your record.

Thanking you,

Yours faithfully

VENKATACHA
LAM STHANU
SUBRAMANI

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DN: cn=Personal,
ou=Company, o=VENKATACHALAM STHANU SUBRAMANI,
c=IN, email=VENKATACHALAM STHANU SUBRAMANI@VENKATACHALAM STHANU SUBRAMANI.COM,
serialNumber=70445194521978279948c3d
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cn=VENKATACHALAM STHANU SUBRAMANI
Date: 2021.07.23 22:26:38 +05'30'

V. S. S. Mani
Encl: as above

Disclosure of reasons for encumbrance

Name of listed company	Just Dial Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited BSE Limited Metropolitan Stock Exchange of India Limited
Name of the promoter(s) / PACs whose shares have been encumbered	V.S.S. Mani Anita Mani Manasi Iyer V. Krishnan Eshwary Krishnan
Total promoter shareholding in the listed company	No. of shares: Annexure I % of total share capital: Annexure I
Encumbered shares as a % of promoter / PAC shareholding	Annexure II
Whether encumbered share is 50% or more of promoter / PAC shareholding	Yes
Whether encumbered share is 20% or more of total share capital	No

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V. S. S. Mani

Details of all the existing events/ agreements pertaining to encumbrance

		Encumbrance 1 (Date of creation of encumbrance:	Please refer Annexure III
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)			
No. and % of shares encumbered		No. of shares: % of total share capital:	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)		
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES / NO	
	Names of all other entities in the agreement	Listed Company and its group Companies (if any) - 1. 2. Other entities (if any)- 1. 2.	
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate etc.? If yes, provide details about the instrument, including credit rating	YES / NO If yes, 1. Name of the issuer 2. Details of the Debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit rating of the debt 5. ISIN of the instrument		

Security Cover /Asset Cover	Value of shares on the date of event / agreement (A)		
	Amount involved (against which shares have been encumbered) (B)		
	Ratio of A/B		
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs (b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please specify)</p>		

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SUBRAMANI
Date: 2021.07.23 22:28:19 +05'30'

V. S. S. Mani

Place: Mumbai
Date: July 23, 2021

Annexure – I
**Total promoter / PACs shareholding in the listed
company**

Promoter / PAC	No. of shares	% of total share capital
V.S.S Mani	61,90,027	9.93
Anita Mani	19,25,345	3.09
V Krishnan	4,20,353	0.67
Ramani Iyer	46,616	0.07
Eshwary Krishnan	2,19,647	0.35
Manasi Iyer	1,33,975	0.21
Total	89,35,963	14.33

Annexure – II
Encumbered shares as a % of
Promoter / PAC shareholding

Promoter / PAC	No. of shares encumbered	Encumbered shares as a % of promoter / PAC shareholding
V.S.S Mani	61,90,027	69.27
Anita Mani	19,25,345	21.55
V Krishnan	4,20,353	4.70
Eshwary Krishnan	2,19,647	2.46
Manasi Iyer	1,33,975	1.50
Total	88,89,347	99.48

Annexure III

Eshwary Krishnan

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 20, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2, Note 3
No. and % of shares encumbered		No. of shares: 2,19,647 % of total share capital: 0.35%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
	Names of all other entities in the agreement	Refer Note 2 and 3
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Rs. 21,71,97,936/-
	Amount involved (against which shares have been encumbered) (B)	Same as above
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III
Anita Mani

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 16, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2
No. and % of shares encumbered		No. of shares: 19,25,345 % of total share capital: 3.09%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
Names of all other entities in the agreement		Refer Note 2
Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating		No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Rs. 2,06,53,17,582/-
	Amount involved (against which shares have been encumbered) (B)	Same as above
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III

Manasi Iyer

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 16, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2
No. and % of shares encumbered		No. of shares: 1,33,975 % of total share capital: 0.21%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
	Names of all other entities in the agreement	Refer Note 2
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Refer Note 2
	Amount involved (against which shares have been encumbered) (B)	Rs. 14,37,14,983/-
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACS (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Annexure III
V. S. S. Mani

Details of all the existing events/ agreements pertaining to encumbrance as on July 23, 2021

		Encumbrance 1 (Date of creation of encumbrance: July 16, 2021)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Restrictions under the agreements entered into inter alia between the Acquirer, the Target Company and certain existing promoters of the Target Company Refer Note 2
No. and % of shares encumbered		No. of shares: 61,90,027 % of total share capital: 9.93%
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Reliance Retail Ventures Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, it is engaged in Organised Retail.
	Names of all other entities in the agreement	Refer Note 2
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	No
Security Cover / Asset Cover	Value of shares as on the date of event / Agreement (A)*	Rs. 6,64,00,41,963/-
	Amount involved (against which shares have been encumbered) (B)	Same as above
	Ratio of A / B	1:1
End money use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	N.A

*Value of shares is calculated on the basis of closing price of NSE on the date of transactions

Note 1:

On July 16, 2021, Reliance Retail Ventures Limited (the “Acquirer”) and certain existing promoters of Just Dial Limited (the “Target Company”), namely, Mr. Venkatachalam Sthanu Subramani (the “Seller”) and Mrs. Anita Mani (as confirming party) had entered into a share purchase agreement (the “SPA”), pursuant to which the Acquirer had agreed to acquire 1,30,61,163 equity shares of the Target Company (“Sale Shares”) from the Seller in accordance with the terms of the SPA. Accordingly, on July 20, 2021, the Seller sold the Sale Shares to the Acquirer on the floor of the stock exchange through the block window facility offered on the BSE Limited.

Note 2: In terms of the shareholders’ agreement dated July 16, 2021, entered into between the Acquirer, the Target Company and certain members of the existing promoter and promoter group of the Target Company namely, the Seller, Mrs. Anita Mani, Mr. V Krishnan and Mrs. Eshwary Krishnan (the “SHA”), from the Effective Date of the SHA (i.e. earlier of the date of: (a) the acquisition of any part of the Sale Shares under the SPA and/or (b) the subscription and allotment of Subscription Shares under the share subscription agreement dated July 16, 2021 entered into between the Target Company, the Acquirer and certain existing promoters of the Target Company, namely, the Seller and Mrs. Anita Mani (the “SSA”)):

(a) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not transfer any securities of the Target Company without the prior written consent of the Acquirer and after complying with certain additional conditions in the nature of ‘Right of First Refusal’ and ‘Market Sale’ in favour of the Acquirer (all as described in the SHA) for transfers pursuant to pre-negotiated transactions as well as market sales.

(b) the Seller and Mrs. Anita Mani shall not and shall procure that Ms. Manasi Iyer shall not create any encumbrances on any securities of the Target Company without the prior written consent of the Acquirer.

(c) the Seller and Mrs. Anita Mani are also restricted from, and are required to procure that Ms. Manasi Iyer is restricted from, transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).

(d) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by the Seller and Mrs. Anita Mani.

Note 3: In terms of the SHA, from the Effective Date (as explained above) of the SHA:

(a) Mr. V. Krishnan and Mrs. Eshwary Krishnan are restricted from transferring securities to Competitors (as defined in the SHA), except transfers undertaken on the floor of the stock exchanges (which are not pre-negotiated transactions).

(b) upon the occurrence of defined events of defaults, the Acquirer has a call option on the securities held by Mr. V. Krishnan and Mrs. Eshwary Krishnan

Given that the conditions and restrictions in the SHA as described above (in Note 2 and Note 3) are likely to fall within the definition of the term “encumbrance” as provided under Chapter V of the SEBI (SAST) Regulations and due to sale of 1,30,61,163 equity shares as stated in Note 1, combined encumbrance by the promoter along with PACs exceeds 50% of their shareholding in the Company, accordingly the enclosed disclosure is being made by the existing promoters and/or PAC under Regulation 31(1) read with Regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 read with SEBI circular SEBI/HO/CFD/DCR1/CIR/P/2019/90 dated August 07, 2019.

April 08, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosure of Shareholding In Just Dial Limited as on 31.03.2021

Ref: Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith my disclosure pursuant to the provisions of Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the financial year ended on 31st March, 2021.

Request you to take the same on your record.

Thanking you,

Yours faithfully,


V. Krishnan

Encl: as above

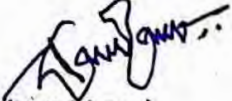
Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part -A- Details of Shareholding

1	Name of the Target Company (TC)	Just Dial Limited		
2	Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
3	Particulars of the shareholder(s):			
a	Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
	Or			
b	Name(s) of promoter(s), member of the promoter group and PAC with him.	<ul style="list-style-type: none"> • V. Krishnan • V. S. S. Mani • Ramani Iyer • Anita Mani • Eshwary Krishnan • Manasi Iyer 		
4	Particulars of the share holding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
	As of March 31, 2021 holding of:			
(a)	Shares			
	V. Krishnan	4,20,353	0.68	0.68
	V. S. S. Mani	1,92,51,190	31.11	31.11
	Ramani Iyer	46,616	0.08	0.08
	Anita Mani	19,25,345	3.11	3.11
	Eshwary Krishnan	2,19,647	0.35	0.35
	Manasi Iyer	1,33,975	0.22	0.22
(b)	Voting Rights (otherwise than by shares)	-	-	-
(c)	Warrants	-	-	-
(d)	Convertible Securities	-	-	-
(e)	Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	2,19,97,126	35.55	35.55

Part-B**Name of the Target Company: **Just Dial Limited**

Name(s) of the Person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
V. Krishnan	Promoter	ADCPC5846M
V. S. S. Mani	Promoter	AFVPM2219M
Ramani Iyer	Promoter	AADPI8602D
Anita Mani	Promoter	AFVPM2217F
Eshwary Krishnan	Promoter Group	ALXPK0990P
Manasi Iyer	Promoter Group	AEJPI9596Q


(V. Krishnan)

Place: Noida

Date: April 08, 2021

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

April 08, 2021

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

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

To
Metropolitan Stock Exchange of India Limited
4th 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(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I being a promoter of Just Dial Limited ("the Target Company"), hereby declare that as on March 31, 2021, I along with persons acting in concert, have not made any encumbrance of shares of the target Company, whether directly or indirectly, other than those which were already disclosed during the financial year 2020-2021.

Request you to take the same on your record.

Thanking you,

Yours faithfully,


V. Krishnan

April 08, 2021

To

Just Dial Limited

Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To

Metropolitan Stock Exchange of India Limited

4th Floor, Vibgyor Towers, Plot No C 62,
G-Block, Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098.

Sub: Disclosure of Shareholding in Just Dial Limited as on 31.03.2021

Ref: Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith my disclosure pursuant to the provisions of Regulation 30(1) and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the financial year ended on 31st March, 2021.

Request you to take the same on your record.

Thanking you,

Yours faithfully,



V. S. S. Mani

Encl: as above

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part -A- Details of Shareholding

1	Name of the Target Company (TC)	Just Dial Limited		
2	Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
3	Particulars of the shareholder(s):			
a	Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.	<ul style="list-style-type: none"> • V. S. S. Mani • V. Krishnan • Ramani Iyer • Anita Mani • Eshwary Krishnan • Manasi Iyer 		
b	Name(s) of promoter(s), member of the promoter group and PAC with him.			
4	Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share / voting capital wherever applicable	% of total diluted share / voting capital of TC (*)
As of March 31, 2021 holding of:				
(a)	Shares			
	V. S. S. Mani	1,92,51,190	31.11	31.11
	V. Krishnan	4,20,353	0.68	0.68
	Ramani Iyer	46,616	0.08	0.08
	Anita Mani	19,25,345	3.11	3.11
	Eshwary Krishnan	2,19,647	0.35	0.35
	Manasi Iyer	1,33,975	0.22	0.22
(b)	Voting Rights (otherwise than by shares)	-	-	-
(c)	Warrants	-	-	-
(d)	Convertible Securities	-	-	-
(e)	Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	2,19,97,126	35.55	35.55



Part-B**Name of the Target Company: **Just Dial Limited**

Name(s) of the Person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
V. S. S. Mani	Promoter	AFVPM2219M
V. Krishnan	Promoter	ADCPC5846M
Ramani Iyer	Promoter	AADPI8602D
Anita Mani	Promoter	AFVPM2217F
Eshwary Krishnan	Promoter Group	ALXPK0990P
Manasi Iyer	Promoter Group	AEJPI9596Q

(V. S. S. Mani)

Place: Mumbai

Date: April 08, 2021

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

April 08, 2021

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

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

To
Metropolitan Stock Exchange of India Limited
4th 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(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I being a promoter of Just Dial Limited ("the Target Company"), hereby declare that as on March 31, 2021, I along with persons acting in concert, have not made any encumbrance of shares of the target Company, whether directly or indirectly, other than those which were already disclosed during the financial year 2020-2021.

Request you to take the same on your record.

Thanking you,

Yours faithfully,


V. S. S. Mani

January 12, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 as prescribed under the provisions 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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited
Date of reporting	January 12, 2021
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 of encumbered shares { creation [(2)+(3)]/ release [(2)-(3)] / invocation [(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation /release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	420353	0.68	216720	0.35	Release	04/01/2021	Release of pledged shares	Repayment of Loan	5000	0.01	HDB Financial Services Limited	211720	0.34
V.S.S. Mani	19251190	31.12	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Ramani Iyer	46616	0.08	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Krishnan

Anita Mani	1925345	3.11	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Eshwary Krishnan	219647	0.36	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Manasi Iyer	133975	0.22	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory


V. Krishnan

Place: Noida

Date: January 12, 2021

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

January 08, 2021

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 as prescribed under the provisions 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"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited
Date of reporting	January 08, 2021
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 of encumbered shares { creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)] }	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	420353	0.68	344720	0.56	Release	30/12/2020	Release of pledged shares	Partial Repayment of Loan	12800	0.21	Aditya Birla Money Limited	216720	0.35
V.S.S. Mani	19251190	31.12	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Ramani Iyer	46616	0.08	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

V. Krishnan

Anita Mani	1925345	3.11	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Eshwary Krishnan	219647	0.36	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Manasi Iyer	133975	0.22	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory


V. Krishnan

Place: Noida

Date: January 08, 2021

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

October 5, 2020

To

Just Dial Limited

Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To

Metropolitan Stock Exchange of India Limited

4th Floor, Vibgyor Towers, Plot No C 62,
G-Block, Opp. Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098.

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith disclosure pursuant to the provisions of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The said disclosure includes transactions made by the promoters and persons acting in concert (PAC) covering the period from 02.09.2020 till 30.09.2020.

Request you to take the same on your record.

Thanking you,

Yours faithfully,



(V.S.S Mani)

Signature of the acquirer / ~~seller~~ / Authorised Signatory

Encl: as above

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Just Dial Limited		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer / seller	V.S.S Mani Anita Mani V. Krishnan Ramani Iyer Eshwary Krishnan Manasi Iyer		
Whether the acquirer / seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition / disposal under consideration, holding of :			
a) Shares carrying voting rights			
V.S.S Mani	1,82,61,341	29.56%	29.56%
Anita Mani	10,88,546	1.76%	1.76%
V. Krishnan	75,763	0.12%	0.12%
Ramani Iyer	3,59,325	0.58%	0.58%
Eshwary Krishnan	1,89,647	0.31%	0.31%
Manasi Iyer	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
V. Krishnan	3,74,720	0.61%	0.61%
c) Voting rights (VR) otherwise than by shares			
	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
	NIL	NIL	NIL
e) Total (a+b+c+d)	2,03,49,342	32.95%	32.95%

Details of acquisition/sale			
a) (i) Shares carrying voting rights acquired/sold	13,01,231	2.10%	2.10%
(ii) Shares carrying voting rights acquired/sold (Refer Annexure)	30,130	0.05%	0.05%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	13,31,361	2.15%	2.15%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
V.S.S Mani	1,85,61,798	30.05%	30.05%
Anita Mani	19,25,345	3.12%	3.12%
V. Krishnan	75,633	0.12%	0.12%
Ramani Iyer	3,59,325	0.58%	0.58%
Eshwary Krishnan	2,19,647	0.36%	0.36%
Manasi Iyer	1,33,975	0.22%	0.22%
b) Shares encumbered with the acquirer			
V. Krishnan	3,44,720	0.56%	0.56%
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	2,16,20,443	35.00%	35.00%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	open market/off-market /inter-se transfer		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Transactions covering the period from 02.09.2020 till 30.09.2020 As per Annexure		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each		

Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each

(*) Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(**) 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.



(V.S.S Mani)

Signature of the acquirer / seller / ~~Authorised Signatory~~

Place: Mumbai
Date: 05-10-2020

Annexure

Name of the shareholder	Date of Acquisition / Disposal	Shares held prior to Acquisition/Disposal		Shares Acquired		Shares Disposed		Shares held post Acquisition/ Disposal	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
V.S.S Mani	02-09-2020	1,82,61,341	29.56	1,04,335	0.17	-	-	1,83,65,676	29.73
	03-09-2020	1,83,65,676	29.73	96,365	0.16	-	-	1,84,62,041	29.89
	04-09-2020	1,84,62,041	29.89	99,757	0.16	-	-	1,85,61,798	30.05
Anita Mani	22-09-2020	10,88,546	1.76	10,000	0.02	-	-	10,98,546	1.78
	23-09-2020	10,98,546	1.78	47,122	0.08	-	-	11,45,668	1.85
	24-09-2020	11,45,668	1.85	1,00,000	0.16	-	-	12,45,668	2.02
	25-09-2020	12,45,668	2.02	1,07,571	0.17	-	-	13,53,239	2.19
	28-09-2020	13,53,239	2.19	1,25,578	0.20	-	-	14,78,817	2.39
	29-09-2020	14,78,817	2.39	2,36,528	0.38	-	-	17,15,345	2.78
	30-09-2020	17,15,345	2.78	2,10,000	0.34	-	-	19,25,345	3.12
V. Krishnan	09-09-2020	4,50,483	0.73	-	-	(130)	(0.00)	4,50,353	0.73
	29-09-2020	4,50,353	0.73	-	-	(30,000)	(0.05)	4,20,353	0.68
Eshwary Krishnan	29-09-2020	1,89,647	0.31	30,000	0.05	-	-	2,19,647	0.36
Manasi Iyer	10-09-2020	0	0	72,500	0.12	-	-	72,500	0.12
	11-09-2020	72,500	0.12	6,093	0.01	-	-	78,593	0.13
	16-09-2020	78,593	0.13	20,782	0.03	-	-	99,375	0.16
	18-09-2020	99,375	0.16	1,000	0.00	-	-	1,00,375	0.16
	22-09-2020	1,00,375	0.16	33,000	0.05	-	-	1,33,375	0.22
	25-09-2020	1,33,375	0.22	600	0.00	-	-	1,33,975	0.22



(V.S.S Mani)

Signature of the acquirer / seller / Authorised Signatory

Place: Mumbai

Date: 05-10-2020

October 5, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

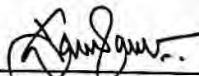
Dear Sir,

Please find enclosed herewith disclosure pursuant to the provisions of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The said disclosure includes transactions made by the promoters and persons acting in concert (PAC) covering the period from 02.09.2020 till 30.09.2020.

Request you to take the same on your record.

Thanking you,

Yours faithfully,



(V. Krishnan)

Signature of the acquirer / seller / ~~Authorised Signatory~~

Encl: as above

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Just Dial Limited		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer / seller	V.S.S Mani Anita Mani V. Krishnan Ramani Iyer Eshwary Krishnan Manasi Iyer		
Whether the acquirer / seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition / disposal under consideration, holding of :			
a) Shares carrying voting rights			
V.S.S Mani	1,82,61,341	29.56%	29.56%
Anita Mani	10,88,546	1.76%	1.76%
V. Krishnan	75,763	0.12%	0.12%
Ramani Iyer	3,59,325	0.58%	0.58%
Eshwary Krishnan	1,89,647	0.31%	0.31%
Manasi Iyer	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
V. Krishnan	3,74,720	0.61%	0.61%
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	2,03,49,342	32.95%	32.95%

Details of acquisition/sale			
a) (i) Shares carrying voting rights acquired/sold (ii) Shares carrying voting rights acquired/sold (Refer Annexure)	13,01,231 30,130	2.10% 0.05%	2.10% 0.05%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	13,31,361	2.15%	2.15%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
V.S.S Mani	1,85,61,798	30.05%	30.05%
Anita Mani	19,25,345	3.12%	3.12%
V. Krishnan	75,633	0.12%	0.12%
Ramani Iyer	3,59,325	0.58%	0.58%
Eshwary Krishnan	2,19,647	0.36%	0.36%
Manasi Iyer	1,33,975	0.22%	0.22%
b) Shares encumbered with the acquirer			
V. Krishnan	3,44,720	0.56%	0.56%
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	2,16,20,443	35.00%	35.00%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	open market/off-market /inter-se transfer		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Transactions covering the period from 02.09.2020 till 30.09.2020 As per Annexure		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each		

Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each

(* Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(**) 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.



(V. Krishnan)


Signature of the acquirer / seller / ~~Authorised Signatory~~

Place: Noida

Date: 05-10-2020

Annexure

Name of the shareholder	Date of Acquisition / Disposal	Shares held prior to Acquisition/Disposal		Shares Acquired		Shares Disposed		Shares held post Acquisition/ Disposal	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
V.S.S Mani	02-09-2020	1,82,61,341	29.56	1,04,335	0.17	-	-	1,83,65,676	29.73
	03-09-2020	1,83,65,676	29.73	96,365	0.16	-	-	1,84,62,041	29.89
	04-09-2020	1,84,62,041	29.89	99,757	0.16	-	-	1,85,61,798	30.05
Anita Mani	22-09-2020	10,88,546	1.76	10,000	0.02	-	-	10,98,546	1.78
	23-09-2020	10,98,546	1.78	47,122	0.08	-	-	11,45,668	1.85
	24-09-2020	11,45,668	1.85	1,00,000	0.16	-	-	12,45,668	2.02
	25-09-2020	12,45,668	2.02	1,07,571	0.17	-	-	13,53,239	2.19
	28-09-2020	13,53,239	2.19	1,25,578	0.20	-	-	14,78,817	2.39
	29-09-2020	14,78,817	2.39	2,36,528	0.38	-	-	17,15,345	2.78
	30-09-2020	17,15,345	2.78	2,10,000	0.34	-	-	19,25,345	3.12
	V. Krishnan	09-09-2020	4,50,483	0.73	-	-	(130)	(0.00)	4,50,353
29-09-2020		4,50,353	0.73	-	-	(30,000)	(0.05)	4,20,353	0.68
Eshwary Krishnan	29-09-2020	1,89,647	0.31	30,000	0.05	-	-	2,19,647	0.36
Manasi Iyer	10-09-2020	0	0	72,500	0.12	-	-	72,500	0.12
	11-09-2020	72,500	0.12	6,093	0.01	-	-	78,593	0.13
	16-09-2020	78,593	0.13	20,782	0.03	-	-	99,375	0.16
	18-09-2020	99,375	0.16	1,000	0.00	-	-	1,00,375	0.16
	22-09-2020	1,00,375	0.16	33,000	0.05	-	-	1,33,375	0.22
	25-09-2020	1,33,375	0.22	600	0.00	-	-	1,33,975	0.22



(V. Krishnan)

Signature of the acquirer / seller / Authorised Signatory

Place: Noida

Date: 05-10-2020

October 5, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 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

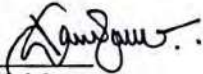
Name of the Target Company (TC)	Just Dial Limited
Names of the stock exchanges where the shares of the target company are listed	<ul style="list-style-type: none"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited
Date of reporting	October 5, 2020
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 of encumbered shares { creation [(2) +(3)]/ release [(2) -(3)] / invocation [(1) -(3)] }	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	420353	0.68	279720	0.45	Creation	28/09/2020	Pledge	Loan against Securities	65,000	0.11	Aditya Birla Money Limited	344720	0.56
V.S.S. Mani	18561798	30.05	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Ramani Iyer	359325	0.58	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Anita Mani	1925345	3.12	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Eshwary Krishnan	219647	0.36	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Manasi Iyer	133975	0.22	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory



V. Krishnan

Place: Noida

Date: October 5, 2020

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

September 21, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

To
Metropolitan Stock Exchange of India Limited
4th 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 enclose herewith my disclosure 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

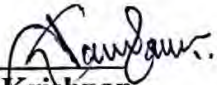
Name of the Target Company (TC)	Just Dial Limited
Names of the stock exchanges where the shares of the target company are listed	<ul style="list-style-type: none"> ▪ National Stock Exchange of India Limited ▪ BSE Limited ▪ Metropolitan Stock Exchange of India Limited
Date of reporting	September 21, 2020
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 of encumbered shares { creation [(2) +(3)]/ release [(2) -(3)] / invocation [(1) -(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation /release /invocation)	Date of creation/invocation release of encumbrance	Type of encumbrance(pledge/lien/non disposal undertaking/others)	Reasons for encumbrance*	Number	% of share Capital	Name of the entity in whose favour shares encumbered***	Number	% of total share Capital
V. Krishnan	450353	0.73	374720	0.60	Release	10/09/2020	Release of pledged shares	Partial Repayment of Loan	95,000	0.15	HDB Financial Services Limited	279720	0.45
V.S.S. Mani	18561798	30.05	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil
Ramani Iyer	359325	0.58	Nil	Nil	-	-	-	-	-	-	-	Nil	Nil

Anita Mani	1088546	1.76	Nil	Nil	-	-	-	-	-	-	-	-	Nil	Nil
Eshwary Krishnan	189647	0.31	Nil	Nil	-	-	-	-	-	-	-	-	Nil	Nil
Manasi Iyer	100375	0.16	Nil	Nil	-	-	-	-	-	-	-	-	Nil	Nil

Signature of Authorised Signatory


V. Krishnan

Place: Noida

Date: September 21, 2020

*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.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

August 27, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith disclosure pursuant to the provisions of Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Request you to take the same on your record.

Thanking you,

Yours faithfully,

**VENKATACHA
LAM STHANU
SUBRAMANI**

Digitally signed by VENKATACHALAM
STHANU SUBRAMANI
DN: c=IN, o=Personal, postalCode=400053,
st=Maharashtra,
2.5.4.20=4148e6f793d3a740c057a55ea70a1b
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serialNumber=704e5114df1a219789d79f4dec,
3dffee42b0f08a2a38ba054e99fa79c3103,
cn=VENKATACHALAM STHANU SUBRAMANI
Date: 2020.08.27 19:16:16 +05'30'

(V.S.S Mani)

Signature of the acquirer / seller / ~~Authorized Signatory~~

Encl: as above

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Just Dial Limited		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer / seller	V.S.S Mani Anita Mani V. Krishnan Ramani Iyer Eshwary Krishnan		
Whether the acquirer / seller belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition/ disposal under consideration, holding of :			
a) Shares carrying voting rights			
V.S.S Mani	1,94,72,804	30.00%	30.00%
Anita Mani	11,60,760	1.79%	1.79%
V. Krishnan	98,374	0.15%	0.15%
Ramani Iyer	3,83,163	0.59%	0.59%
Eshwary Krishnan	2,02,228	0.31%	0.31%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
V. Krishnan	3,74,720	0.58%	0.58%
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	2,16,92,049	33.42%	33.42%

Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold			
V.S.S Mani	12,11,463	1.87%	1.87%
Anita Mani	72,214	0.11%	0.11%
V. Krishnan	22,611	0.03%	0.03%
Ramani Iyer	23,838	0.04%	0.04%
Eshwary Krishnan	12,581	0.02%	0.02%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	13,42,707	2.07%	2.07%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
V.S.S Mani	1,82,61,341	29.56%	29.56%
Anita Mani	10,88,546	1.76%	1.76%
V. Krishnan	75,763	0.12%	0.12%
Ramani Iyer	3,59,325	0.58%	0.58%
Eshwary Krishnan	1,89,647	0.31%	0.31%
b) Shares encumbered with the acquirer	3,74,720	0.61%	0.61%
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	2,03,49,342	32.95%	32.95%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Tender of equity shares and acceptance thereof by TC for extinguishment under Buy-back Offer by TC.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	25.08.2020		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 64,90,97,280/- divided into 6,49,09,728 Equity Shares of Rs. 10/- each		

Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each

(* Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(**) 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.

VENKATACHA
LAM STHANU
SUBRAMANI

Digitally signed by VENKATACHALAM STHANU
SUBRAMANI
DN: c=IN, o=Personal, postalCode=400053,
st=Maharashtra,
2.5.4.20=414be6793d3a740c957a55ea70a1b00d
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cn=VENKATACHALAM STHANU SUBRAMANI
Date: 2020.08.27 19:16:45 +05'30'

(V.S.S Mani)

Signature of the acquirer / seller / ~~Authorised Signatory~~

Place: Mumbai

Date: 27-08-2020

August 27, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

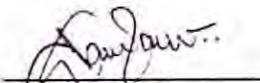
Dear Sir,

Please find enclosed herewith disclosure pursuant to the provisions of Regulation 29(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)

Signature of the acquirer / seller / Authorised Signatory

Encl: as above

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

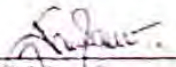
Name of the Target Company (TC)	Just Dial Limited		
Name(s) of the acquirer seller and Persons Acting in Concert (PAC) with the acquirer seller	V.S.S Mani Anita Mani V. Krishnan Ramani Iyer Eshwary Krishnan		
Whether the acquirer seller belongs to Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
Details of the acquisition disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition disposal under consideration, holding of :			
a) Shares carrying voting rights			
V.S.S Mani	1,94,72,804	30.00%	30.00%
Anita Mani	11,60,760	1.79%	1.79%
V. Krishnan	98,374	0.15%	0.15%
Ramani Iyer	3,83,163	0.59%	0.59%
Eshwary Krishnan	2,02,228	0.31%	0.31%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
V. Krishnan	3,74,720	0.58%	0.58%
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	2,16,92,049	33.42%	33.42%

Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold			
V.S.S Mani	12,11,463	1.87%	1.87%
Anita Mani	72,214	0.11%	0.11%
V. Krishnan	22,611	0.03%	0.03%
Ramani Iyer	23,838	0.04%	0.04%
Eshwary Krishnan	12,581	0.02%	0.02%
b) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired /sold	NIL	NIL	NIL
d) Shares encumbered / invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+/-d)	13,42,707	2.07%	2.07%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
V.S.S Mani	1,82,61,341	29.56%	29.56%
Anita Mani	10,88,546	1.76%	1.76%
V. Krishnan	75,763	0.12%	0.12%
Ramani Iyer	3,59,325	0.58%	0.58%
Eshwary Krishnan	1,89,647	0.31%	0.31%
b) Shares encumbered with the acquirer	3,74,720	0.61%	0.61%
c) VRs otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	2,03,49,342	32.95%	32.95%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Tender of equity shares and acceptance thereof by TC for extinguishment under Buy-back Offer by TC.		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	25.08.2020		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 64,90,97,280/- divided into 6,49,09,728 Equity Shares of Rs. 10/- each		

Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	Rs. 61,76,68,710/- divided into 6,17,66,871 Equity Shares of Rs. 10/- each

(*) Total share capital / voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

(**) 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.


(V. Krishnan)

Signature of the acquirer/ seller / Authorised Signatory

Place: Noida
Date: 27-08-2020

May 28, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosure of Shareholding in Just Dial Limited as on 31.03.2020

Ref: Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith my disclosure pursuant to the provisions of Regulation 30(1) and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the financial year ended on 31st March, 2020.

Request you to take the same on your record.

Thanking you,

Yours faithfully,


V. Krishnan

Encl: as above

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

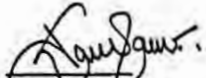
Part -A- Details of Shareholding

1	Name of the Target Company (TC)	Just Dial Limited		
2	Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
3	Particulars of the shareholder(s):			
a	Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
	Or			
b	Name(s) of promoter(s), member of the promoter group and PAC with him.	<ul style="list-style-type: none"> • V. Krishnan • V. S. S. Mani • Ramani Iyer • Anita Mani • Eshwary Krishnan 		
4	Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w. r. t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
	As of March 31, 2020 holding of:			
(a)	Shares			
	V. Krishnan	4,82,444	0.74	0.74
	V. S. S. Mani	1,94,72,804	30.00	30.00
	Ramani Iyer	3,83,163	0.59	0.59
	Anita Mani	11,60,760	1.79	1.79
	Eshwary Krishnan	2,02,228	0.31	0.31
(b)	Voting Rights (otherwise than by shares)	-	-	-
(c)	Warrants	-	-	-
(d)	Convertible Securities	-	-	-
(e)	Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	2,17,01,399	33.44	33.44

Part-B**

Name of the Target Company: **Just Dial Limited**

Name(s) of the Person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
V. Krishnan	Promoter	ADCPC5846M
V. S. S. Mani	Promoter	AFVPM2219M
Ramani Iyer	Promoter	AADPI8602D
Anita Mani	Promoter	AFVPM2217F
Eshwary Krishnan	Promoter Group	ALXPK0990P


(V. Krishnan)

Place: Noida

Date: May 28, 2020

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

May 28, 2020

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

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

To
Metropolitan Stock Exchange of India Limited
4th 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(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I being a promoter of Just Dial Limited ("the Target Company"), hereby declare that as on March 31, 2020, I along with persons acting in concert, have not made any encumbrance of shares of the target Company, whether directly or indirectly, other than those which were already disclosed during the financial year 2019-2020.

Request you to take the same on your record.

Thanking you,

Yours faithfully,


V: Krishnan


May 28, 2020

To
Just Dial Limited
Palm Court, Building M,
501/B, 5th 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,
1st Floor, New Trading Ring,
P. J. Towers, Dalal Street,
Mumbai - 400 001.

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

Sub: Disclosure of Shareholding in Just Dial Limited as on 31.03.2020

Ref: Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith my disclosure pursuant to the provisions of Regulation 30(1) and 30 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the financial year ended on 31st March, 2020.

Request you to take the same on your record.

Thanking you,

Yours faithfully,

VENKATACHALAM
AM STHANU
SUBRAMANI

Digitally signed by
VENKATACHALAM
STHANU SUBRAMANI
Date: 2020.05.28 12:58:22
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V. S. S. Mani

Encl: as above

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part -A- Details of Shareholding

1	Name of the Target Company (TC)	Just Dial Limited		
2	Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited Metropolitan Stock Exchange of India Limited		
3	Particulars of the shareholder(s):			
a	Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
	Or			
b	Name(s) of promoter(s), member of the promoter group and PAC with him.	<ul style="list-style-type: none"> • V. S. S. Mani • V. Krishnan • Ramani Iyer • Anita Mani • Eshwary Krishnan 		
4	Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w. r. t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
	As of March 31, 2020 holding of:			
(a)	Shares			
	V. S. S. Mani	1,94,72,804	30.00	30.00
	V. Krishnan	4,82,444	0.74	0.74
	Ramani Iyer	3,83,163	0.59	0.59
	Anita Mani	11,60,760	1.79	1.79
	Eshwary Krishnan	2,02,228	0.31	0.31
(b)	Voting Rights (otherwise than by shares)	-	-	-
(c)	Warrants	-	-	-
(d)	Convertible Securities	-	-	-
(e)	Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
	Total	2,17,01,399	33.44	33.44

Part-B**Name of the Target Company: **Just Dial Limited**

Name(s) of the Person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
V. S. S. Mani	Promoter	AFVPM2219M
V. Krishnan	Promoter	ADCPC5846M
Ramani Iyer	Promoter	AADPI8602D
Anita Mani	Promoter	AFVPM2217F
Eshwary Krishnan	Promoter Group	ALXPK0990P

VENKATACHA LAM STHANU SUBRAMANI
Digitally signed by
VENKATACHALAM
STHANU SUBRAMANI
Date: 2020.05.28
12:59:12 +05'30'

(V. S. S. Mani)

Place: Mumbai

Date: May 28, 2020

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.
- (*) 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.
- (**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

May 28, 2020

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

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

To
Metropolitan Stock Exchange of India Limited
4th 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(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I being a promoter of Just Dial Limited (“the Target Company”), hereby declare that as on March 31, 2020, I along with persons acting in concert, have not made any encumbrance of shares of the target Company, whether directly or indirectly, other than those which were already disclosed during the financial year 2019-2020.

Request you to take the same on your record.

Thanking you,

Yours faithfully,

VENKATACHA Digitally signed by
VENKATACHALAM
LAM STHANU STHANU SUBRAMANI
SUBRAMANI Date: 2020.05.28
13:02:21 +05'30'

V. S. S. Mani