

September 2, 2021

To

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 Building A, Unit 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.: Disclosure under Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that consequent to the acquisition of sole control of the Company by Reliance Retail Ventures Limited (“RRVL”) effective September 01, 2021, a meeting of the Board of Directors of the Company was held on Wednesday, September 01, 2021, wherein the Board of Directors *inter alia* considered and approved the following matters:

1. Resignation of Directors

Took note of / accepted the resignation tendered by Mr. Pulak Prasad (DIN: 00003557), Non-Executive, Non-Independent Director, Mrs. Anita Mani (DIN: 02698418), Non-Executive, Non-Independent Director and Mr. Abhishek Bansal (DIN: 08580059), Whole-time Director and Chief Financial Officer with effect from the close of business hours on September 1, 2021, in accordance with the Shareholders' Agreement dated July 16, 2021 entered into between the Company, RRVL and certain members of the promoter and promoter group of the Company namely, Mr. Venkatachalam Sthanu Subramani, Mrs. Anita Mani, Mr. V. Krishnan & Ms. Eshwary Krishnan (**SHA**). Mr. Abhishek Bansal will continue as Chief Financial Officer of the Company.

**Just Dial Limited**

CIN NO: L74140MH1993PLC150054

Registered & Corporate Office : Palm Court Building M, 501/B, 5th Floor, New Link Road, Besides Goregaon Sports Complex, Malad West, Mumbai - 400064

Tel. : 022-28884060 / 66976666 Fax : 022-28893789

Mumbai, Delhi, Kolkata, Chennai, Bangalore, Pune, Hyderabad, Ahmedabad, Coimbatore, Jaipur and Chandigarh

☎ 88888-88888 | www.justdial.com

2. Appointment of Directors

Upon recommendation of the Nomination and Remuneration Committee of the Board of Directors and in accordance with the provisions of the SHA, the Board considered and approved the appointment of the following directors w.e.f. September 01, 2021. These directors will hold office upto the date of the next Annual General Meeting of the Company.

Sr. No.	Name, DIN and Profile	Designation
I	<p>Mr. Ranjit V. Pandit (DIN: 00782296)</p> <p>Mr. Ranjit V. Pandit is a MBA from the Wharton School at the University of Pennsylvania (USA) and a B.E. degree in Electrical Engineering from VJTI, University of Bombay.</p> <p>Mr. Ranjit V. Pandit served as managing director at General Atlantic LLC between 2007 and 2012 and headed the India office where he served as head of the firm's growth investment activities across India. He served as an advisory director of General Atlantic LLC in 2013. Prior to General Atlantic he served as managing director and chairman of McKinsey & Company in India.</p> <p>Mr. Ranjit V. Pandit played a leading role in building McKinsey's presence in India and helped a large number of world-class companies strengthen their competitive positions and support their international growth strategies.</p>	Additional Director, designated as Non-executive, Independent Director
II	<p>Mr. V. Subramaniam (DIN: 00009621)</p> <p>Mr V. Subramaniam is a Chartered Accountant and Cost Accountant.</p> <p>Mr. V. Subramaniam is the Managing Director of Reliance Retail Ventures Limited (RRVL) as well as Whole time Director of Reliance Retail Limited (RRL), subsidiary of RRVL.</p> <p>Mr. V. Subramaniam has over 25 years of experience in the fields of finance, accounts taxation and business management. He has over the years served at various leadership positions in industries ranging from consumer products, petrochemicals, refining to automobiles and retail during his corporate tenure.</p> <p>Mr. V. Subramaniam was member of the Finance, Compliance and Account (FCN&A) leadership team of Reliance Industries Limited. He had also served as Chief Financial Officer of</p>	Additional Director, designated as Non-executive, Non-independent Director

M. Subramaniam



Sr. No.	Name, DIN and Profile	Designation
	Reliance Jio Infocomm Limited and later as Chief Financial Officer of RRVL and RRL.	
III	<p>Mr. Dinesh Thapar (DIN: 05288401)</p> <p>Mr. Dinesh Thapar is a Chartered Accountant and a Gold Medallist Cost and Management Accountant. Mr. Dinesh Thapar also holds a Diploma in International Financial Reporting Standards from Association of Chartered Certified Accountants (ACCA).</p> <p>Mr. Dinesh Thapar presently serves as chief financial officer of Reliance Retail Ventures Limited and its subsidiary Reliance Retail Limited.</p> <p>He was earlier associated with Hindustan Unilever Limited (HUL) for over two decades, where he held a variety of leadership roles covering the areas of Corporate Finance, Business Finance and Supply Chain Operations. In his last role as Vice President - Finance, he was the Finance leader for the Beauty & Personal Care Division and the Head of the Business Finance team in India.</p>	Additional Director, designated as Non-executive, Non-independent Director
IV	<p>Mr. Ashwin Khasgiwala (DIN: 00006481)</p> <p>Mr. Ashwin Khasgiwala is a Chartered Accountant. Mr. Ashwin Khasgiwala has been with Reliance group for more than 20 years and has served in various senior positions in the Reliance group including as CFO of Reliance Retail. Presently Mr. Ashwin serves as Chief of Operations control for Reliance Retail.</p>	Additional Director, designated as Non-executive, Non-independent Director
V	<p>Ms. Geeta Fulwadaya (DIN: 03341926)</p> <p>Ms. Geeta Fulwadaya is a Commerce Graduate, member of the Institute of Company Secretaries of India and a law graduate from Government Law College, Mumbai. She has been associated with Reliance Group for over 15 years and has extensive experience in the field of corporate laws and allied matters. Ms. Geeta is on the Board of several companies including Den Networks Limited and Hathway Cable & Datacom Limited.</p>	Additional Director, designated as Non-executive, Non-independent Director



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VI	<p>Ms. Divya Murthy (DIN: 0009302573)</p> <p>Ms. Divya Murthy is a law graduate from National Law School of India University, Bangalore and is a Member of the Bar Council of Maharashtra & Goa. Ms. Divya Murthy has been associated with Reliance Group for over 19 years as a senior member of the central corporate legal team. Ms. Divya Murthy has extensive experience in mergers and acquisitions, joint ventures and other strategic collaborations and allied matters.</p>	<p>Additional Director, designated as Non-executive, Non-independent Director</p>
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None of the aforesaid directors have been debarred from holding the office of director by virtue of any SEBI order or any other such authority;

None of the aforesaid directors are related to any member of the Board.

3. Alteration of Memorandum of Association of the Company

Pursuant to the provisions of section 13 and other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the shareholders of the Company, the main objects clause of the memorandum of association of the Company is proposed to be altered to enable the Company to engage in payment aggregation and related services for merchants and users on JD platforms.

4. Alteration of Articles of Association of the Company

Pursuant to the provisions of section 14 and other applicable provisions, if any, of the Companies Act, 2013 and subject to the approval of the shareholders of the Company, the articles of association of the Company are proposed to be altered to *inter alia* incorporate the provisions of the SHA.

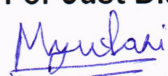
5. AGM Notice:

Approved the Notice of 27th Annual General Meeting of the Company and matters related thereto.

We request you to take the same on record.

Thanking You,

Yours truly,
For Just Dial Limited



Manan Udani
Company Secretary

