

February 2, 2018

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

Dear Sirs,

**Sub: Qualified institutions placement of equity shares of face value of INR 1 each (the "Equity Shares") by JM Financial Limited (the "Company") under Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the "SEBI Regulations") and Section 42 of the Companies Act, 2013 (including the rules made thereunder) (the "Issue")**

**Security Code: JMFINANCIL**

Please find enclosed an electronic copy of the Placement Document dated February 2, 2018 in connection with the Issue, (in .pdf format), approved by the duly authorised Committee of the Board of the Company at its meeting held on February 2, 2018.

Also find attached a certified true copy of the resolution passed by the Committee at its meeting held on February 2, 2018 in which it approved the said Placement Document.

We request you to upload the electronic copy of the Placement Document on your website. You may please treat this as compliance under Regulation 84(4) of the SEBI Regulations.

Yours faithfully,  
for JM Financial Limited



**P K Choksi**  
Group Head – Compliance, Legal &  
Company Secretary

**Encl.:** as above

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE COMMITTEE OF THE BOARD OF DIRECTORS AT ITS MEETING HELD ON FEBRUARY 2, 2018**

“**RESOLVED THAT** the final placement document in relation to the Qualified Institutional Placement of the Equity Shares of Re. 1/- each (‘the Issue’) (“**Placement Document**”), which includes the complete details of the Issue, the disclosures contained in Form PAS-4 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the SEBI ICDR Regulations, a copy of which was placed before the Committee and duly initialled by the Managing Director for the purpose of identification be and is hereby approved for filing with BSE Limited and National Stock Exchange of India Limited (collectively “**Stock Exchanges**”), and any other regulatory authority, as may be required under the applicable laws.”

“**RESOLVED FURTHER THAT** any two of Mr. Vishal Kampani, Managing Director, Mr. P K Choksi, Group Head – Compliance, Legal & Company Secretary and Mr. Manish Sheth, Group Chief Financial Officer be and are hereby jointly authorised to make any changes to the Placement Document that they, in their absolute discretion, think fit and also to effect and/or carry out such alterations, additions, omissions, variations, amendments or corrections in the Placement Document as may be necessary or desirable.”

“**RESOLVED FURTHER THAT** the final version of the Placement Document be signed by Mr. Vishal Kampani, Managing Director, and Mr. Prashant Choksi, Company Secretary and Compliance Officer of the Company.”

Certified to be true



Place: Mumbai  
Date: February 2, 2018

**P K Choksi**  
Group Head – Compliance, Legal  
& Company Secretary