

December 5, 2016

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: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement), Regulations, 2015

Symbol: **JMFINANCIL**

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Para A of Part A of Schedule III thereto, please find hereunder the details of investor meetings held today:

Name of the investor/fund	Type	Venue
SBI Funds Management Private Ltd. UTI Asset Management Company Ltd. Aviva Life Insurance Company India Ltd. ICICI Prudential Asset Management Company Ltd.	One-on-One	Mumbai

A copy of the presentation on the asset reconstruction business of the Group which was handed over to the above investors/fund is enclosed and being uploaded on the Company's website.

Kindly take the above information on record.

Thank You.

Yours faithfully,
for JM Financial Limited



P K Choksi

Group Head – Compliance, Legal
& Company Secretary



**JM Financial
Asset Reconstruction Company
Private Limited (JMFARC)**

Corporate Presentation

December 2016

Safe Harbour

This presentation and the following discussion may contain “forward looking statements” by JM Asset Reconstruction Company Private Limited (“JMFARC”) that are not historical in nature. These forward looking statements, which may include statements relating to future results of operations, financial condition, business prospects, plans and objectives are based on the current beliefs, assumptions, expectations, estimates and projections of the management of JMFARC about the business, industry and markets in which JMFARC operates.

These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties and other factors, some of which are beyond JMFARC’s control and difficult to predict, that could cause actual results, performance or achievements to differ materially from those in the forward looking statements.

Such statements are not and should not be construed as a representation of future performance or achievements of JMFARC. In particular, such statements should not be regarded as a projection of future performance of JMFARC. It should be noted that the actual performance or achievements of JMFARC may vary significantly from such statements.

Business Highlights

Strong Balance Sheet and Strong Sponsors

- JMFARC is the 2nd largest capitalised ARC with net worth of Rs. 547 Crore (as on Sept 30, 2016)
- JM Financial Ltd is the holding company with 50.01% holding, balance equity held by Banks, HNIs & FII
- 70.01% stake is held by Sponsors (JM Financial Ltd – 50.01% and Sekhsaria / Neotia Family – 20%)

Acquisitions

- Aggregate dues of Rs. 25,372 Crore acquired till Sept 30, 2016 at a price of Rs. 11,641 Crore
- JMFARC's cash investment of Rs. 2,222 Crore till Sept 30, 2016

Resolutions

- Total recovery from acquired assets Rs. 2290 Crore till Sept 30, 2016
- Average IRR of 37% on JMFARC's investment in 25 fully exited accounts

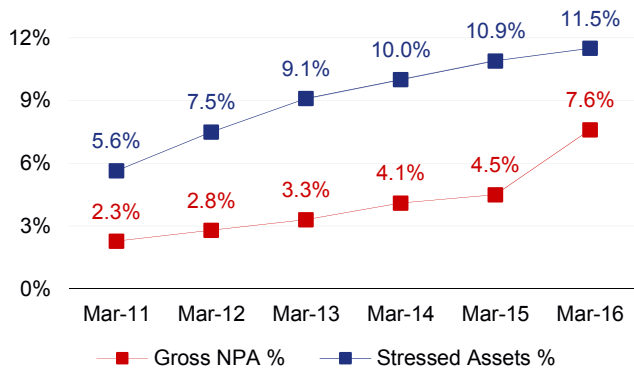
Operational

- Current team strength of 56 employees
- Corporate Office in Mumbai. Branches in Delhi, Bangalore, Kolkata and Borivali (Mumbai)

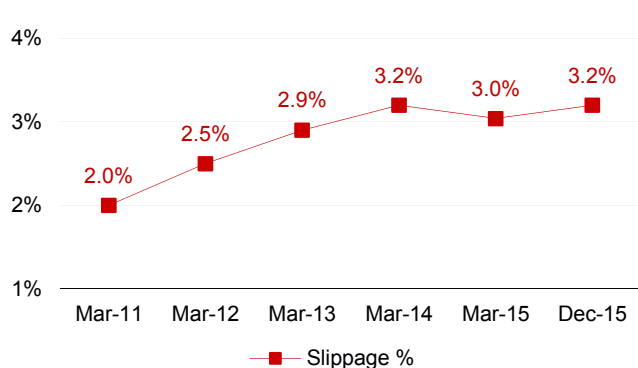
Industry Overview

Stress in the Indian Banking Sector

Stressed assets (%)

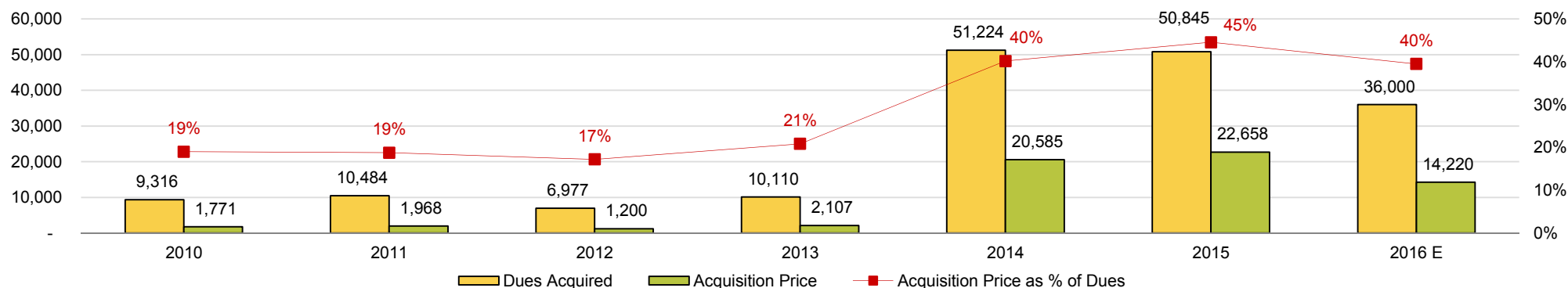


Slippages (%)



- The macro stress tests suggest that under the baseline scenario, the GNPA ratio may rise to 8.5 per cent by March 2017 (RBI's Financial Stability Report)
- The credit growth of all SCBs declined to 8.8% in March 2016 from 9.4% in September 2015
- PSBs continued to hold the highest level of stressed advances ratio at 14.5% whereas both private sector banks (PVBs) and Foreign banks (FBs) recorded stressed advances ratio at 4.5%
- The Slippages of Gross Advances to NPAs remained sticky at ~3.2%

Sale of Assets to ARCs Rs Crore

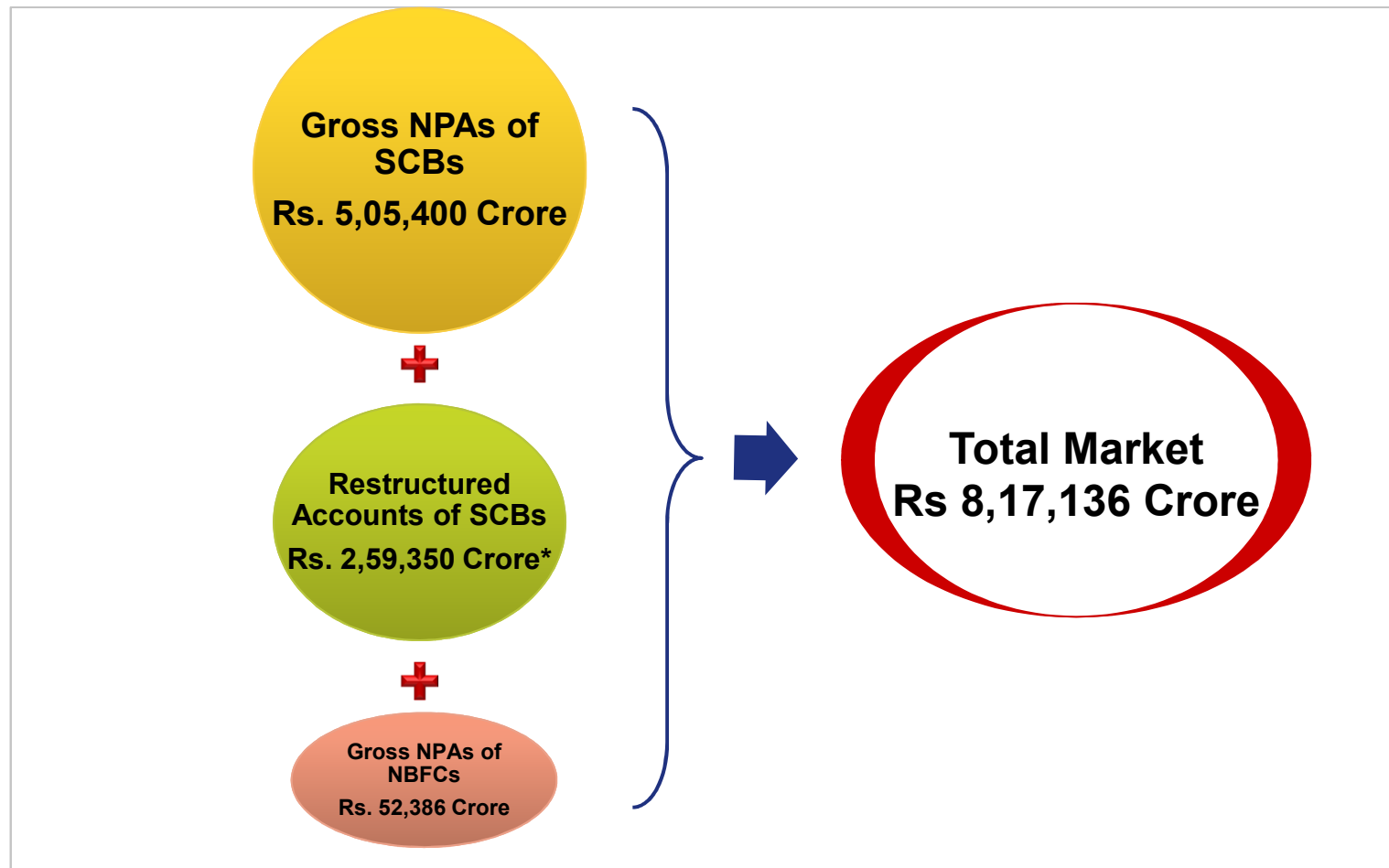


NPA sale to ARCs to increase as Banks attempt to clean books faster aided by Regulatory push

'Cash'ing in on the Opportunity

March 2016

- Big opportunity for ARCs given the high level of NPAs, expected slippage in restructured assets and the mounting pressure on Banks to off-load NPAs
- Presently, Banks are attempting to offload large corporate accounts
- Typically such cases also pose requirement for additional investments for revival in the form of critical Capex, Working Capital, etc.



Huge business opportunity in the distressed assets space

Source RBI Publications/Reports
Note 1 (*) 3.9% of Gross Bank Credit of Rs 66,50,000 Crore

Regulatory Support

SARFAESI Amendments - 2016

- Non institutional investors allowed to invest in SRs
- Sponsors allowed to go beyond 50% of total capital
- Conversion of debt into equity permitted as a measure of asset reconstruction (relaxed from earlier cap of 26%)
- Assignment of debts to ARCs exempted from payment of stamp duty

FDI Changes (Union Budget 2016 effect)

- FDI allowed upto 100% in ARCs
- No Government approval required
- FIIs allowed to invest up to 100% of each tranche of SRs (without any cap for single FII holding)
- FIIs are allowed to invest upto 10% in equity shares of ARCs
- **Budget 2016** – Allowed complete pass through status to ARC trusts for the purpose of income tax
- Capital commitments by many large foreign funds

Regulatory Game Changer – 2016

RBI's September 2016 guidelines on sale of stressed assets by banks

Policy for selling banks

- Banks to maintain an identified list of assets for sale
- Assignment to players other than ARCs permitted
- Stricter norms for valuation of assets

Investment in SRs by selling banks

- **FY18:** Stricter provisioning on investment beyond 50%
- **FY19:** Threshold of 50% investment reduced to 10%

Debt Aggregation by ARCs

- First right of refusal to ARCs holding significant share in the asset
- Swiss Challenge Method (explained in Annexure)

Buyback of Financial Assets

- Banks permitted to take over restructured assets from ARCs
- Banks cannot take over assets that were sold by them to the ARC

SARFAESI Applicable to NBFCs

- Notified by Ministry of Finance
- Enforcement of Security Interest to be applicable only to loans above Rs 1 Crore

Further emphasizes the resolve of Regulator and Government towards improving the stretched NPL position

Insolvency and Bankruptcy Code – 2016 (Code)

Bankruptcy & Insolvency Adjudicator

- National Company Law Tribunal governs Corporate Entities
- Debt Recovery Tribunal governs Individuals and Partnership Firms

Insolvency Regulator

- Insolvency and Bankruptcy Board of India will be governing body for all the insolvency proceedings in the country
- With effect from December 1,2016 BIFR and AAIFR stands dissolved

Insolvency Resolution Professionals

- Identifies financial creditors and constitutes a creditors committee – 75% majority vote
- Creditors committee has to decide to proceed with a revival plan or liquidation within a period of 180 days which may be extended for a period not exceeding 90 days

Insolvency Resolution Process

- Application on Default
- Appointment of an Insolvency Professional
- Moratorium period (180/270 days)
- Formation of Credit Committee
- Goes into Resolution Plan / Liquidation

Liquidation Process

- Application on Default
- IP may act as Liquidator
- Formation of a Liquidation Trust
- Invite claims from creditors
- Dissolution of the Corporate Debtor
- **Dues of secured creditors and workmen shall have priority over Statutory dues and all other dues**

Current bankruptcy regime is highly fragmented with multiple judicial forums; the Code provides for a specialised forum to oversee all insolvency and liquidation proceedings

JMFARC Overview

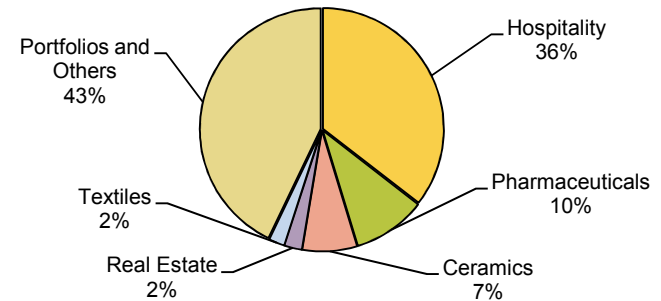
Summary of Assets Acquired

As on September 30, 2016

Assets Acquired - Gross

- Acquired financial assets of Rs. 25,372 Crore (Total dues)
- Cost of acquisition Rs. 11,641 Crore
- No of trusts: 122
- No of banks/FIs: 51
- Contribution by JMFARC in acquisitions Rs. 2,222 Crore

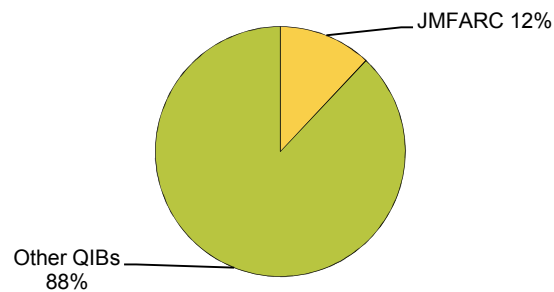
Industry-wise Exposure



Outstanding SRs – Rs.10,351 Crore – Sep 30, 2016

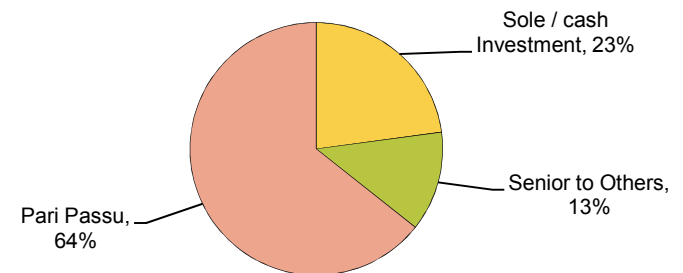
Asset Outstanding - Net

SRs subscribed by JMFARC and Others



Rs.10,351 Crore

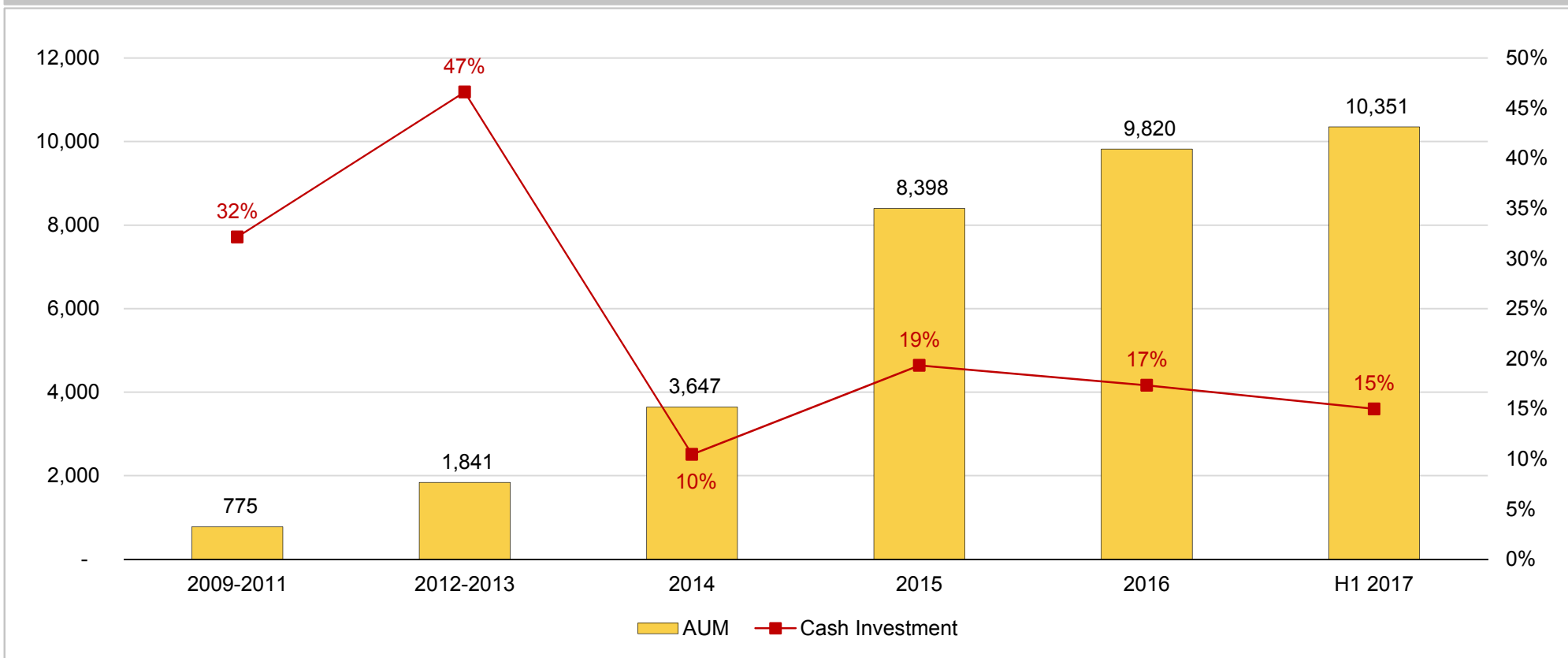
JMFARC outstanding investment



Rs.1,283 Crore

AUM vs Cash Investment

AUM Vs Cash Investment as % of Total Acquisition Cost
Rs Crore



With increase in AUM, JMFARC Cash Investments have gone down over the past 3 years in line with industry. This trend is set to change April 1, 2017 onwards

Select Case Studies

	Project Hospitality	Project Pharma
Business / Asset Details	<ul style="list-style-type: none"> • Leading player in the luxury hotels segment in India • Owns and operates ultra-luxury 5-star hotels across India (5 owned hotels – Mumbai, Delhi, Chennai, Udaipur and Bangalore – and 4 managed hotels at Gurgaon, Kovalam & Goa) 	<ul style="list-style-type: none"> • Engaged in the manufacturing and sale of Intermediates and Active Pharmaceutical Ingredient (APIs). Also engaged in contract manufacturing • Has 9 manufacturing facilities including 3 USFDA approved plants • Good product portfolio which includes 65+ APIs and 55+ Intermediates in the Antibiotics, Lipid Lowering Agent, Oncology, Anti-platelet agents, Anti-asthmatic, Anti-malarial, NSAIDs, Anti-anginal therapeutic areas
Strengths / Challenges	<ul style="list-style-type: none"> • Good business with over leveraged balance sheet due to aggressive debt-funded capex and interest during construction • World class hotel properties and well established brand • Expected improvement in Rev PAR • Adequate security cover • Non-core assets to generate significant cash flow to bring down the debt level • Failed efforts to sell hotel properties under CDR process 	<ul style="list-style-type: none"> • Portfolio with high margins and limited competition from other Indian players • Good established customer base • USFDA approvals for three plants already in place • Surplus assets available for upfront debt reduction through asset sale
Resolution plan and progress	<ul style="list-style-type: none"> • Simultaneous acquisition of loans from 14 banks (~96% of CDR debt) giving better control on recovery • Significant upfront cash payment to banks and reduction of risk through Class A-Class B transaction structure. Working closely with the company to move towards an asset light model • Sale of few hotel properties and non-core assets and/or equity infusion to bring down the debt level • Sale of one of the hotel properties of the company at significant premium • Started receiving cash flows from some non-core assets • Leveraging JM group's expertise in finding investors for the company and for sale of assets • In discussions with the company for restructuring of the balance debt over a longer tenure 	<ul style="list-style-type: none"> • Already acquired 65% of the debt and plan to aggregate debt from other banks to drive recovery efforts • Working with the company for turning around the performance through <ul style="list-style-type: none"> – Sale of few plants to reduce the debt levels and to infuse working capital – Focus on high margin products – Restructuring of dues • Further aggregation of debt to consolidate our position

Select Case Studies (cont'd)

	Project Ceramics	Project Cements
Business / Asset Details	<ul style="list-style-type: none"> The company is engaged in the manufacture and marketing of tiles (ceramic and vitrified) and processing and refining of marbles Two units located in Maharashtra with non-core real estate assets Company is operational for last three decades 	<ul style="list-style-type: none"> Engaged in cement manufacturing business since 1987 Owns and operates approx. 1.0 mn TPA cement plant in Telangana Access to limestone reserves estimated more than 80 mn tonnes Well established dealer network and brand image for the product
Strengths / Challenges	<ul style="list-style-type: none"> Strong brand recall and dealer network Surplus assets available for monetization to reduce the debt levels Possibility of revival of operations through restructuring Lack of funding due to NPA tag to revive and scale up operations 	<ul style="list-style-type: none"> Unit is currently not operational Plant is well maintained in a ready to operate condition. Listed entity with lenders controlling ~51% shares (~45% Pledge, ~6% owned) Anticipate improvement in investor interest in cement units in that region due to improving local area dynamics and like infrastructure spending
Resolution plan and progress	<ul style="list-style-type: none"> Financial and business restructuring to revive its operations and repay dues Restructuring by reduction of debt to a sustainable level through part payment from sale of non-core assets and part by conversion of debt to preference and equity shares Raising equity to shore up working capital 	<ul style="list-style-type: none"> Already acquired ~88% of the debt Option of sale of unit/ fund infusion by Strategic Investor being explored pending finalization of restructuring Resolution plan to be frozen based on Strategic Investor interest.

Select Case Studies (cont'd)

	Project Drugs	Project Pan India
Business / Asset Details	<ul style="list-style-type: none"> Engaged in the manufacturing and sale of Intermediates and Active Pharmaceutical Ingredient (APIs) Has 3 manufacturing facilities including 2 USFDA inspected plants with one Japanese FDA approval Good product portfolio which includes 50+ APIs in the antibiotics (Cephalosporin' based) and non antibiotics - in cardiovascular, osteoporosis, Diabetes, Anti-Hypertensive, and Oncology segment 	<ul style="list-style-type: none"> Leading Real Estate Developer having operations across India Group has delivered about 23.39 million sqft while it had about 34.78 million sqft in various stages of development as of FY16. About 60% of this area under development is at handover/finishing stage Over the past 5 years company has delivered about 16.50 million sqft Acquired debt of Rs 869 Crore of two group companies with underlying securities Underlying securities include projects to be completed & delivered in Gurgaon, Ambala, Kolkata, Bengaluru and Chennai admeasuring 13.09 million sqft.
Strengths / Challenges	<ul style="list-style-type: none"> Good product mix and reasonably established customer base. Good track record in the export market. Also has exposure to regulated markets for higher margin business Certain non-core assets in process of being sold for debt reduction 	<ul style="list-style-type: none"> Projects stalled due to slowdown in respective markets and liquidity crunch Lack of additional funding to restart construction Adequate cash flow cover along with additional land bank available as security Diversified cash flows given the geographical spread and stage of construction <ul style="list-style-type: none"> 5 projects are brownfield while 3 are greenfield 62% of surplus cash flows expected within the next 3.5 years
Resolution plan and progress	<ul style="list-style-type: none"> Already acquired 63% of the debt and plan to aggregate debt from other banks to drive recovery efforts Working with the company for turning around the performance through <ul style="list-style-type: none"> Infusion of working capital Focus on high margin products in regulated markets Restructuring of dues 	<ul style="list-style-type: none"> Underlying securities are located at good locations within the specific micro markets Company requires Rs.175 – Rs 250 Crores immediate funding for completion of projects. Surplus from these projects is expected to be sufficient to repay dues. Existing dues to be restructured and additional funding to be provided/arranged Additional securities are also available, liquidity to be generated from sale of additional land bank/assets.

Resolution and Recoveries

Resolution Strategy

- Capital / Business restructuring as required with existing management
- Additional financing
- Sale of Core / Non-Core Asset
- Change of Management
 - Difficult in current Indian scenario but likely to change post full implementation of Insolvency & Bankruptcy Code 2016
- Assets resolved: Total SRs redeemed Rs. 1,290 Crore, JMFARC SRs redeemed Rs. 939 Crore

Monitoring Mechanisms

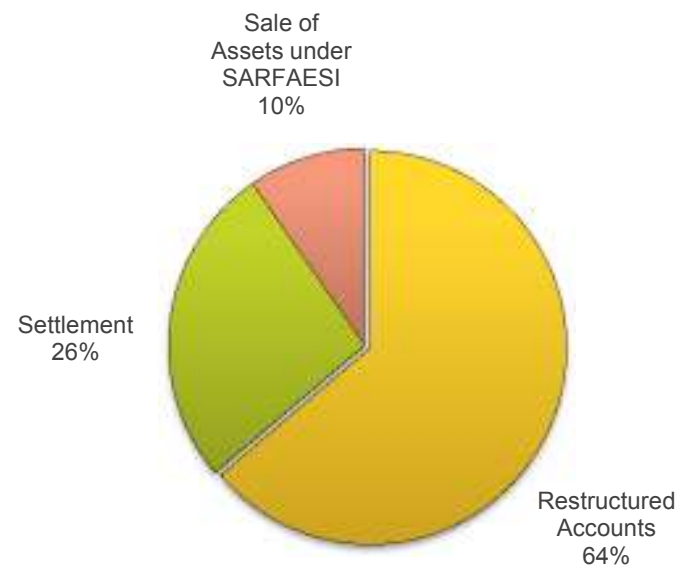
- Fortnightly / Monthly monitoring of operations
- Appointment of external agencies, if required (for TEV studies and valuations)
- Regular Site / Company visits
- Controls – Cash flow escrow mechanism etc
- Board representation wherever required

Exit Strategies

- Complete repayment from business operations
- Complete repayment from Sale of Assets
- Mix of the above two - Part repayment from business operations and part from sale of assets

Cumulative recovery over past 5 years

FY12-16 : Rs.2,051 Crore



Focus on Restructuring and turnaround

Select Case Studies

	Project Resin	Project Retail								
Company Background	<ul style="list-style-type: none"> Engaged in manufacturing and trading of resins Non-operational unit 	<ul style="list-style-type: none"> Acquisition of 3.76 lakh Personal Loan & Credit Cards accounts spread across 24 locations 								
Challenges & Opportunities	<ul style="list-style-type: none"> Price expectation mismatch between bank and JMFARC for acquisition of debt Class A-Class B transaction structure to meet bank's expectations – Providing the banks substantial cash upfront and opportunity to share the upside Risk of long drawn resolution because of ongoing litigations and an existing court order in favour of the borrower 	<ul style="list-style-type: none"> Establishing point of contact with large number of customers, as many of them were non-traceable Grievance handling Adhering to strict compliance requirements for Recovery Agencies and Agents stipulated by RBI and Indian Banks' Association Setting up robust IT infrastructure for capturing customer profile, agency allocation and follow up trail, collection and reconciliation 								
Resolution Plan and Recovery	<ul style="list-style-type: none"> Initiated legal actions against the company and promoters on multiple forums <ul style="list-style-type: none"> Pursued sale of mortgaged properties through SARFAESI Act Attached personal properties of promoter through DRT Negotiated settlement with the promoter through sale of mortgaged property Account resolved within 2 years 	<ul style="list-style-type: none"> JMFARC took over the servicing, collection and monitoring and appointed a nodal management agency Tele Calling, Field Visits and Skip Tracing Agencies appointed to achieve the last mile connectivity with customers Following infrastructure and mechanisms were set up for effective recovery and real time monitoring: <ul style="list-style-type: none"> More than 100 collection agencies with more than 750 agents 3 tier mechanism for redressal of consumer grievance Periodic audits/checks conducted on agencies/ agents to ensure recovery / compliance with regulations Decentralization of settlement process to ensure faster decision making 								
Resolution Period	<table border="1"> <tr> <td>Year of Acquisition</td> <td>Sep-10</td> </tr> <tr> <td>Year of Resolution</td> <td>May-12</td> </tr> </table>	Year of Acquisition	Sep-10	Year of Resolution	May-12	<table border="1"> <tr> <td>Year of Acquisition</td> <td>Jun-11</td> </tr> <tr> <td>Year of Resolution</td> <td>Mar-13</td> </tr> </table>	Year of Acquisition	Jun-11	Year of Resolution	Mar-13
Year of Acquisition	Sep-10									
Year of Resolution	May-12									
Year of Acquisition	Jun-11									
Year of Resolution	Mar-13									
Critical Success Factor	<ul style="list-style-type: none"> Transaction Structure Negotiated settlement at a higher amount despite court order 	<ul style="list-style-type: none"> Low Cost of Acquisition Establishing pan-India reach for collection/recovery Strategizing recovery efforts for front ended returns Strict monitoring & compliance resulting in minimal complaints 								

Select Case Studies (cont'd)

	Project Poultry	Project Paint								
Company Background	<ul style="list-style-type: none"> Integrated poultry breeder located in Western India Promoter having more than 45 years of experience in the business Group's businesses include Hatching Eggs, Day-Old-Chicks (DOC), Grand Parent Stock and Broilers in India 	<ul style="list-style-type: none"> Engaged in manufacturing of paints Plants located at Rajasthan, Maharashtra & Tamil Nadu and windmills at Satara Operational only on job work basis 								
Challenges & Opportunities	<ul style="list-style-type: none"> Inefficiently managed Company The land was split (due to family partition) and mortgaged to different lenders making it tough to sell and reducing realizable value of the land Excellent land parcel in heart of Nasik city available as security 	<ul style="list-style-type: none"> Despite being operational, no surplus cash available for debt servicing Fragmented debt holding of the Company with 5 banks sharing same security Disagreement between lenders on a common way forward for resolution Loans secured mainly by 2nd charge on the fixed assets Mortgaged assets spread across 3 states, time consuming enforcement 								
Resolution Plan and Recovery	<ul style="list-style-type: none"> Aggregation of debt from lenders and sale of the split land parcels as a single plot which increased realization and unlocked value Adequate time given to the Borrower to sell the land parcel in order to ensure that the land is not sold at distressed value Company paid off the dues through sale of assets Resolution of account within 2.5 years 	<ul style="list-style-type: none"> Aggregated part of the debt ensuring first charge over assets Took lead and steered the resolution process – Persuaded the balance debt holders to arrive at a common resolution strategy Buyer of assets given flexibility to make payment over a period of 1 year in order to ensure timely sale and good realization Resolution of the account within 3 years Full Redemption of Class A and Class B SRs and upside sharing with banks 								
Resolution Period	<table border="1"> <tr> <td>Year of Acquisition</td> <td>Sep-10 / Nov-11</td> </tr> <tr> <td>Year of Resolution</td> <td>Jan-13</td> </tr> </table>	Year of Acquisition	Sep-10 / Nov-11	Year of Resolution	Jan-13	<table border="1"> <tr> <td>Year of Acquisition</td> <td>Mar-09 / Mar-10</td> </tr> <tr> <td>Year of Resolution</td> <td>Oct-11</td> </tr> </table>	Year of Acquisition	Mar-09 / Mar-10	Year of Resolution	Oct-11
Year of Acquisition	Sep-10 / Nov-11									
Year of Resolution	Jan-13									
Year of Acquisition	Mar-09 / Mar-10									
Year of Resolution	Oct-11									
Critical Success Factor	<ul style="list-style-type: none"> Good underlying Security Aggregation from other banks to ensure full security of underlying land Negotiated settlement on attractive terms 	<ul style="list-style-type: none"> Transaction Structure 								

Select Case Studies (cont'd)

	Project Metal	Project Real Estate				
Company Background	<ul style="list-style-type: none"> Operating in a niche industry - Engaged in production of minor metal oxides which are used for making carbide grade tool steel, electronic and optical applications Only player in India in the industry. Unit located at Taloja, Navi Mumbai Promoters having > 20 years exp. in mining business in Nigeria 	<ul style="list-style-type: none"> Real Estate Developer having operations in Bangalore and Hyderabad . Group has delivered 5 mn sqft, has 5 mn sqft under development and 5mn sqft in the planning stage Flagship project in Bangalore comprising of 8.5 lakhs sqft of saleable area in 520 residential units in Phase I (sold & fully occupied) and about 9 Lakh sqft of saleable area in 368 units in Phase II 				
Challenges & Opportunities	<ul style="list-style-type: none"> Lack of funding availability due to NPA tag to revive and scale up operations Surplus assets available for monetization to reduce the debt level Possibility of revival of operations 	<ul style="list-style-type: none"> Lack of funding to restart construction Adequate security value and additional land banks 				
Resolution Plan and Recovery	<ul style="list-style-type: none"> Subdivision of land property and sale of excess land to raise funds for revival, financing working capital and reduction of debt Restructuring of debt Optimization of plant operations to generate cash flows for debt servicing Restructured debt serviced as per the agreed schedule for 2 years Revived and stabilized operations, dues to JMFARC refinanced through NBFC at the end of 2.5 years 	<ul style="list-style-type: none"> Structured the financing leading to reduced cost of capital for the Company by restructuring the acquired dues and infusion of additional funds Phase I of the project completed successfully and fully sold The project got additional FSI due to change in regulations which is currently being utilized in Phase II development. Phase II is currently being developed as the tallest residential tower in Bangalore. Further additional financing being done for Phase II Advantages to the selling Banks <ul style="list-style-type: none"> – Upfront cash recovery of 12.5% with enhanced recovery potential – Restructuring and fresh funding possible which could not be implemented by Banks due to regulatory issues 				
Resolution Period	<table border="1"> <tr> <td>Year of Acquisition</td> <td>Mar-10</td> </tr> <tr> <td>Year of Resolution</td> <td>Sep-12</td> </tr> </table>	Year of Acquisition	Mar-10	Year of Resolution	Sep-12	<ul style="list-style-type: none"> Not fully exited
Year of Acquisition	Mar-10					
Year of Resolution	Sep-12					
Critical Success Factor	<ul style="list-style-type: none"> Sale of Non Core Asset Operational Flexibility of an ARC vis-a-vis Bank 	<ul style="list-style-type: none"> Transaction structure Project monitoring and controls 				

Accounting for JMFARC

Accounting Framework

- Accounting within the framework of Accounting Standards issued by ICAI
- Specific accounting guidelines for ARCs by RBI
- Conservative accounting philosophy

Revenue Recognition

- Main items of revenue - Management Fees, Interest and Upside/ Profit
- The recognition of revenue is as per the terms of the contract of specific trusts
- Management Fees is charged as fixed percentage of the NAV of SRs (lower rating range) or AUM if NAV is not available.
- No management fees charged on only cash investments and income is booked only after 100% of SR redemption
- Upside / Profit recognised on realisation after redemption of SRs

Valuation of Investment in SRs

- SRs are classified as 'available for sale' as per the RBI guidelines
- Valuation of SRs are at cost or realisable value whichever is lower on a global basis for all SRs
- Latest declared NAV is considered as realisable value. NAV is declared every six months.
- Gross impairment on global basis, if any is charged to P&L whereas gross appreciation is ignored

Provision/ write off of receivables and investments

- Unrealised management fees outstanding over 6 months from the end of planning period or 6 months from the date of recognition (after the planning period) is to be reversed as per RBI guidelines
- Similarly expenses recoverable from trust are to be charged to P&L as per RBI guidelines if the same remains unrealised after 6 months from the end of planning period or 6 months from the date of incurrence
- SR investments in Trusts which have exceeded 5 years (or 8 years with 3 year extension by the Board) has to be fully written off as per RBI guidelines

Income and Profitability has inherent lumpiness due to the nature of business

Financial Performance

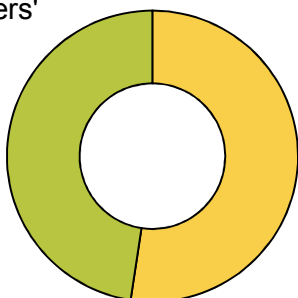
Rs Cr YE March 31	FY2012	FY2013	FY2014	FY2015	FY2016
Total Income	40	89	120	214	319
PBT	22	61	75	60	158
PAT	14	40	48	36	108
Net-worth	242	282	330	417	525
Capital Employed	242	451	675	1,529	1,196
Total Assets	250	465	701	1,573	1,340
AUM	758	1,082	3,646	8,398	9,821
Return on Equity (PAT/Average Networth)	6%	15%	16%	10%	23%
Return on Total Assets (PAT/Average Total Assets)	6%	11%	8%	3%	7%

Networth, Liability Profile and Credit Rating

Networth Composition

As on September 30, 2016

Shareholders' Funds
48%



Retained Earnings
52%

Total Net-worth: Rs.546 Crore

- Networth has more than doubled over a period of six years
- Sept'16 Net worth was Rs. 546 Crore as against Rs 214 Crore in FY10

Credit Rating

Bank Loan of Rs. 650 Crore

ICRA AA-
(Stable)

Non Convertible Debentures of Rs. 525 Crore

ICRA AA-
(Stable)

Commercial Paper of Rs.750 Crore

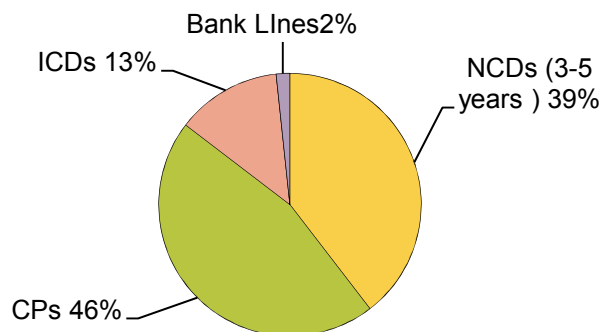
ICRA A1+

CRISIL has also assigned similar rating for the Company's Borrowing program

Liability Profile

• Gearing Ratio: 1.62

- Rating outlook changed from A+ positive to AA- stable by both ICRA and CRISIL in October 2016



September 2016: Total Borrowings: Rs.884 Crore

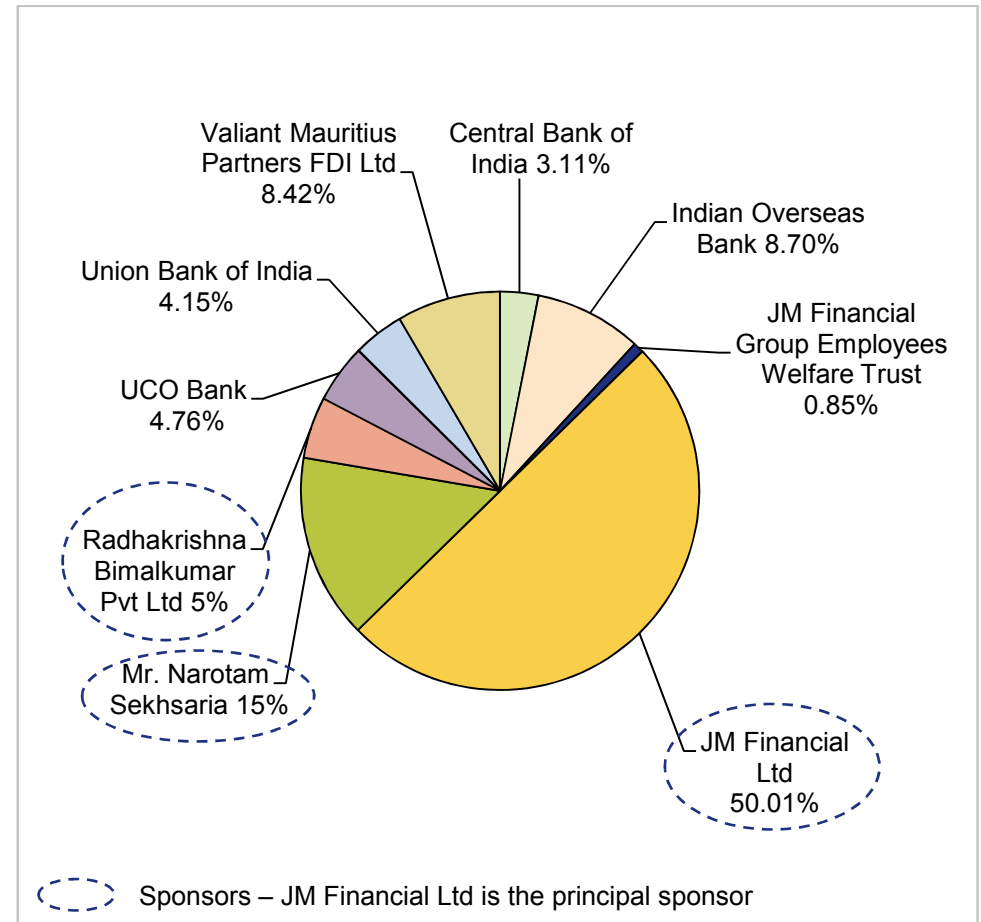
Gearing Philosophy

- Gearing of maximum 3 times with opportunity based short term spikes
- 50% to be funded by way of Medium / Long term NCDs
- Balance to be funded by bank cash credit lines (Opportunistic borrowing by way of CPs/ ICDs to reduce cost of borrowing)
- Focus for increasing the bank cash credit lines

Annexure

Board of Directors & Shareholders

Board of Directors	
Mr. V. P. Shetty	<i>Executive Chairman</i>
Mr. Narotam Sekhsaria	<i>Director</i>
Mr. Pulkit Sekhsaria	<i>Director</i>
Mr. Shailesh Haribhakti	<i>Independent Director</i>
Mr. H. N. Sinor	<i>Independent Director</i>
Mr. G. M. Ramamurthy	<i>Independent Director</i>
Dr. Anil K Khandelwal	<i>Independent Director</i>
Ms. Rupa Vora	<i>Independent Director</i>
Mr. Anil Bhatia	<i>Managing Director & CEO</i>



RBI registration in September 2008. One of the 22 ARCs registered with RBI

Profile of Board of Directors

Mr. V. P. Shetty

- Banking experience of 40 years
- CMD of UCO Bank, Canara Bank and IDBI.
- Chaired the CDR Core Group meetings
- Chairman of the Board of Trustees, Stressed Asset Stabilization Fund
- Currently also Chairman of JM Financial Products Ltd and JM Financial Asset Management Limited

Mr. H. N. Sinor

- Banking experience of 40 years
- ED of Central Bank (1996).
- Ex MD & CEO of ICICI Bank and AMFI
- CEO of IBA (2003-2008)
- Director on Board of many companies and current member of Banking Board Bureau

Mr. Shailesh Haribhakti

- Chairman of Haribhakti Group
- Trustee of the Stressed Asset Stabilization Fund
- Committee member of Futures & Options segment of the NSE
- Member of advisory board of FIMMDA
- Member of Takeover panel of SEBI

Mr. G. M. Ramamurthy

- 27 years of banking experience
- Legal Advisor to leading FI/bank
- Managed NPA recovery portfolio of IDBI amongst other functions
- Chairman of the CDR Empowered Group
- Director of Arcil from 2005 to August, 2007

Mr. Narotam Sekhsaria

- Founder-Promoter and Vice Chairman of Ambuja Cements Ltd.
- Chairman of ACC Ltd.
- Instrumental in two of the largest model cement sector turnarounds – Modi Cements Ltd. & DLF Cement Ltd.

Profile of Board of Directors (cont'd)

Dr. Anil K Khandelwal

- Former Chairman and Managing Director of Bank of Baroda and Dena Bank
- Former President- Indian Institute Banking & Finance
- Deputy Chairman- Indian Banks Association
- Member of various expert committees and current member of Banking Board Bureau
- Awarded Asian Banker Lifetime Achievement award in Financial Services by Asian Banker Singapore
- Has won several other awards /accolades

Ms. Rupa Vora

- 3 decades of experience in finance
- Group Director & CFO in IDFC alternatives business for a decade
- Associated with Antwerp Diamond Bank NV as CFO
- Associated with KBC Bank NV as Financial Controller
- Practicing experience of 9 yrs as an independent Chartered Accountant

Mr. Pulkit Sekhsaria

- 2 decades of experience
- Whole time Director on the Board of Ambuja Cements
- Instrumental in execution and management of 3 import and export terminals and Shipping Division
- Actively involved in the investments in various fields

Mr. Anil Bhatia

- 30 years experience in the Indian Financial Markets
- Country Head – Credit Markets and Debt Capital Markets, ABN Amro, India
- Director of ABN Amro Securities, India (P) Ltd. - Primary Dealer registered with the RBI
- Head- Fixed Income Group, JM Financial Group
- MD & CEO of JMFARC since inception

Swiss Challenge Method

Step 1

- A prospective buyer interested in buying a specific stressed asset may offer a bid to the bank

Step 2

- If the asset features in the list of assets for sale maintained by the bank, and if the aforesaid bidder offers more than the minimum percentage specified in the bank's policy in the form of cash, the bank shall be required to publicly call for counter bids from other prospective buyers, on comparable terms

Step 3

- Once bids are received, the bank shall first invite the ARC, if any, which has already acquired highest significant stake to match the highest bid. Ceteris paribus, the order of preference to sell the asset shall be as follows:
 - The ARC which has already acquired highest significant stake;
 - The original bidder and
 - The highest bidder during the counter bidding process

Step 4

- Bank will have the following two options:
 - Sell the asset to winning bidder, as determined above;
 - If the bank decides not to sell the asset to winning bidder, bank will be required to make immediate provision on the account to the extent of the higher of:
 - a) The discount on the book value quoted by the highest bidder; and
 - b) The provisioning required as per extant asset classification and provisioning norms