

ANNEXURE I

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity – JM Financial Limited

2. Quarter ending – June 30, 2022

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/ independent/ Nominee)	Initial Date of appointment	Date of re-appointment	Date of cessation	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing of special resolution	Tenure of director (in months)	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Reg 17A (1) of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Reg 17A (1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Reg 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Reg 26(1) of Listing Regulations)
Mr.	Nimesh Kampani	AAHPK2701P00009071	Chairperson- Non-Executive	12-06-1987	28-07-2021*	-	Yes	28-07-2021		30-09-1946	1	-	2	1
Mr.	Vishal Kampani	AABPK5329F00009079	Non - Executive – Vice Chairman	03-02-2016	01-10-2021	-	-	-		30-01-1977	1	-	3	-
Mr.	Eknath Atmaram Kshirsagar@	AAGPK7567E00121824	Non-Executive – Independent	03-07-2014	03-07-2019	-	Yes	05-03-2019	96	10-09-1941	3	3	4	4
Mr.	Paul Zuckerman@	ABDPZ4175B00112255	Non-Executive – Independent	03-07-2014	03-07-2019	-	Yes	05-03-2019	96	22-06-1945	1	1	1	-
Dr.	Vijay Kelkar@	ACSPK8324P00011991	Non-Executive – Independent	03-07-2014	03-07-2019	-	Yes	05-03-2019	96	15-05-1942	1	1	3	1
Mr.	Keki Dadiseth@	AAEPD8257E00052165	Non-Executive – Independent	03-07-2014	03-07-2019	-	Yes	05-03-2019	96	20-12-1945	2	2	2	-
Ms.	Jagi Mangat Panda	AARPP3145Q00304690	Non-Executive – Independent	31-03-2015	31-03-2020	-	-	-	87	06-11-1966	2	1	3	1
Mr.	P S Jayakumar	AAJPP8809R01173236	Non-Executive – Independent	30-07-2020	-	-	-	-	23	08-04-1962	4	4	9	3
Mr.	Navroz Udawadia	AARPU8372J08355220	Non-Executive – Independent	09-12-2021	-	-	-	-	7	23-12-1973	1	1	1	-
Ms.	Roshini Bakshi	AEPPI681K01832163	Non-Executive – Independent	09-12-2021	-	-	-	-	7	30-03-1967	2	2	2	-
Mr.	Pradip Kanakia	AABPK4270F00770347	Non-Executive – Independent	07-02-2022	-	-	-	-	5	04-06-1960	3	3	3	1
Mr.	Sumit Bose#	AAYPB9260F03340616	Non-Executive – Independent	24-05-2022	-	-	-	-	1	29-03-1954	4	4	6	4
Mr.	Atul Mehra	AALPM5879L00095542	Executive Director	01-10-2021	-	-	-	-		14-11-1967	1	-	2	-
Mr.	Adi Patel	AAEPP6407E02307863	Executive Director	01-10-2021	-	-	-	-		23-02-1969	1	-	1	-

* Pursuant to section 152 of the Companies Act, 2013, Mr. Nimesh Kampani was re-appointed as a Director at the Thirty Sixth Annual General Meeting (AGM) of the Company held on July 28, 2021.

\$ Inclusive of memberships of the Committees.

Whether Regular Chairperson appointed –Yes Whether Chairperson is related to MD or CEO – No;

Appointed as Additional (Independent) Director with effect from May 24, 2022

@ Ceased to be the independent directors of the Company with effect from the close of business hours of July 2, 2022 upon completion of their second term.

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II. Composition of Committees						
Name of the Committee	Whether Regular Chairperson appointed?	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation	Remarks (NSE)
1. Audit Committee	Yes	1. Mr. E A Kshirsagar 2. Dr. Vijay Kelkar 3. Mr. Paul Zuckerman 4. Mr. Keki Dadiseth 5. Mr. Pradip Kanakia 6. Mr. P S Jayakumar 7. Ms. Roshini Bakshi	Chairperson-Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent	21-07-2004 19-03-2010 14-12-2012 02-05-2019 22-04-2022 22-04-2022 22-04-2022	- - - - - - -	
2. Nomination & Remuneration Committee	Yes	1. Dr. Vijay Kelkar 2. Mr. E A Kshirsagar 3. Mr. Nimesh Kampani 4. Mr. P S Jayakumar 5. Ms. Roshini Bakshi 6. Ms. Jagi Mangat Panda 7. Mr. Vishal Kampani	Chairperson-Non-Executive-Independent Non-Executive-Independent Non-Executive-Non-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Non-Executive Non Independent	06-05-2014 06-05-2014 06-05-2014 22-04-2022 22-04-2022 22-04-2022 22-04-2022	- - - - - - -	
3. Risk Management Committee	Yes	1. Mr. Paul Zuckerman 2. Mr. Vishal Kampani 3. Mr. Adi Patel 4. Mr. Darius Pandole 5. Mr. Navroz Udawadia 6. Mr. P S Jayakumar 7. Mr. Atul Mehra	Chairperson-Non-Executive-Independent Non-Executive Non Independent Executive Director Senior Executive Non-Executive-Independent Non-Executive-Independent Non-Executive-Independent Executive Director	23-01-2019 23-01-2019 23-01-2019 23-01-2019 22-04-2022 22-04-2022 22-04-2022	- - - 22-04-2022 - - -	
4. Stakeholders' Relationship Committee	Yes	1. Dr. Vijay Kelkar 2. Mr. Nimesh Kampani 3. Ms. Jagi Mangat Panda 4. Mr. Navroz Udawadia 5. Mr. Atul Mehra	Chairperson-Non-Executive-Independent Non-Executive-Non-Independent Non-Executive – Independent Non-Executive-Independent Executive Director	25-05-2010 19-03-2010 18-07-2018 22-04-2022 22-04-2022	- - - - -	
5. Corporate Social Responsibility Committee	Yes	1. Mr. Nimesh Kampani 2. Mr. Paul Zuckerman 3. Mr. Keki Dadiseth 4. Mr. Pradip Kanakia 5. Ms. Jagi Mangat Panda	Chairperson-Non-Executive-Non-Independent Non-Executive-Independent Non-Executive – Independent Non-Executive – Independent Non-Executive – Independent	06-05-2014 06-05-2014 06-05-2014 22-04-2022 22-04-2022	- - - - -	

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)	
February 7, 2022	April 22, 2022	Yes	13	9	73 days between February 7, 2022 and April 22, 2022	
-	May 24, 2022	Yes	13	9	31 days between April 22, 2022 and May 24, 2022	

*to be filled in only for the current quarter meetings

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IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee					
April 22, 2022	Yes	4	4	February 7, 2022	73 days between February 7, 2022 and April 22, 2022
May 24, 2022	Yes	7	7	-	31 days between April 22, 2022 and May 24, 2022
Stakeholders' Relationship Committee					
May 24, 2022	Yes	4	2	February 7, 2022	105 days between February 7, 2022 and May 24, 2022
Nomination and Remuneration Committee					
May 5, 2022	Yes	7	5	February 7, 2022	86 days between February 7, 2022 and May 5, 2022
Risk Management Committee					
April 21, 2022	Yes	4	1	-	-

*to be filled in only for the current quarter meetings

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - Audit Committee
 - Nomination & Remuneration Committee
 - Risk Management Committee
 - Stakeholders' Relationship Committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- This report and the report submitted in the previous quarter have been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **The Board of Directors at its meeting held on May 24, 2022, had noted the contents of the corporate governance report for the quarter ended March 31, 2022. The corporate governance report for the quarter ended June 30, 2022 will be placed before the Board of Directors at its ensuing meeting scheduled to be held on August 2, 2022.**

For JM Financial Limited

Prashant Choksi
Group Head- Compliance, Legal
& Company Secretary