

Name of the Company: JM Financial Limited

Quarter ending on: September 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
III. Audit Committee	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	Yes	
VI. Risk Management	49(VI)	NA	
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	As required under Clause 49(VIIIA)(1), the details of material transactions with related parties is disclosed in annexure hereto.
(B) Disclosure of Accounting Treatment	49(VIIIB)	N.A.	
(C) Remuneration of Directors	49(VIIIC)	Yes	has been complied in the Annual Report 2014-15
(D) Management	49(VIIID)	Yes	has been complied in the Annual Report 2014-15
(E) Shareholders	49(VIIIE)	Yes	has been complied in the Annual Report 2014-15
(F) Proceeds from public issues, rights issues, preferential issues etc.	49(VIIIF)	NA	
IX. CEO/CFO Certification	49(IX)	Yes	
X. Report on Corporate Governance	49(X)	Yes	has been complied in the Annual Report 2014-15
XI. Compliance	49(XI)	Yes	has been complied in the Annual Report 2014-15

Note:

- 1) The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement
2. In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the Clause 49 I of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
- 3) In the remarks column, reasons for non-compliance may be indicated for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/E/GM, it might be indicated in the "Remarks" column as "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

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JM FINANCIAL LIMITED

DETAILS OF MATERIAL RELATED PARTY TRANSACTIONS FOR THE PERIOD FROM
JULY 1, 2015 TO SEPTEMBER 30, 2015.

Sr. No.	Date of Transaction (Loan given)	Name of the Related Party	Amount of Loan (Rs. In Crore)	Rate of interest*	Date of Repayment/ Outstanding	Date of Shareholders' Approval for Related Party Transactions
1	12-Jun-15	JM Financial Asset Reconstruction Company Private Limited	45.00	9.07%	27-Jul-15	December 22, 2014 / July 30, 2015
2	30-Jun-15	JM Financial Asset Reconstruction Company Private Limited	50.00	9.10%	13-Jul-15	
3	3-Jul-15	JM Financial Asset Reconstruction Company Private Limited	50.00	8.91%	31-Jul-15	
4	13-Jul-15	JM Financial Asset Reconstruction Company Private Limited	49.50	9.06%	21-Aug-15	
5	13-Jul-15 renewed on 15-Sep-15	JM Financial Asset Reconstruction Company Private Limited	49.50	8.96% / 8.79% upon renewal	Outstanding as on Spetember 30, 2015	
6	15-Jul-15	JM Financial Asset Reconstruction Company Private Limited	101.00	8.57%	25-Aug-15	
7	15-Sep-15	JM Financial Asset Reconstruction Company Private Limited	30.00	8.79%	Outstanding as on Spetember 30, 2015	
8	15-Sep-15	JM Financial Asset Reconstruction Company Private Limited	25.00	8.78%	Outstanding as on Spetember 30, 2015	
9	24-Sep-15	JM Financial Asset Reconstruction Company Private Limited	25.00	8.96%	Outstanding as on Spetember 30, 2015	
10	14-Sep-15	Astute Investments	50.00	9.15%	Outstanding as on Spetember 30, 2015	

Note:

1. Rate of interest charged is not lower than the prevailing yeild of Government Security closest to the tenor of the loan as per the applicable provisions of Companies Act, 2013 .
2. The above transactions taken together with the transactions from April 1, 2015, exceeds the threshold limit prescribed for determining material related party transactions.
3. The shareholders' approval for related party transactions dated December 22, 2014 was superceded vide shareholders' approval dated July 30, 2015.
4. The shareholders' approval for entering into related party transactions with JM Financial Asset Reconstruction Company Private Limited and Astute Investments is for an aggregate amount of upto Rs. 500 Crore each.

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