

September 27, 2018

BSE Limited
Department of Corporate Services
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort,
Mumbai 400001

Dear Sirs,

Sub: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Security Code: 523405

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that JM Financial Limited ("the Company") has entered into a Subscription and Shareholders' Agreement today with JM Financial Credit Solutions Limited ("JMFCSL"), a subsidiary of the Company, and other investors for a primary equity infusion of upto Rs. 875 Crore in JMFCSL. Pursuant to this Agreement the Company has agreed to subscribe up to 89,268 equity shares of JMFCSL including 19,837 partly paid up equity shares of the face value of Rs. 10/- each for an amount aggregating upto Rs. 225 Crore. External financial investors will be subscribing to equity shares of JMFCSL for an amount upto Rs. 650 Crore.

A copy of the Press Release being issued by the Company in this regard is attached hereto.

The details as required under Part A of Annexure I of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, are given in the Annexure hereto.

We request you to disseminate the above information on your website.

Thank you.

Yours faithfully,
for JM Financial Limited



Manish Sheth
Group Chief Financial Officer

Encl: a/a

JM Financial Limited

Corporate Identity Number : L67120MH1986PLC038784

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PRESS RELEASE
For Immediate Release

JM Financial Limited enters into agreement to raise equity funds in JM Financial Credit Solutions Limited

Mumbai, September 27, 2018: JM Financial Limited (“JMFL”) has entered into a Subscription and Shareholders’ Agreement with JM Financial Credit Solutions Limited (“JMFCSL”) and investors for a primary equity infusion (“Fund Raise”) of upto Rs. 875 crore. The Fund Raise is at a pre-money equity valuation of Rs.6,300 crore implying a post-money equity valuation of upto Rs.7,175 crore. The Fund Raise shall be subject to completion of customary conditions.

The Fund Raise shall increase the networth of JMFCSL by 50%⁽¹⁾ and further strengthen the balance sheet of JMFCSL to meet its growth requirement. The pro-forma debt / equity ratio (after including the Fund Raise) of JMFCSL would be ~2.1x as of June 30, 2018 (debt/equity on a reported basis ~3.8x). Similarly, the pro-forma debt/equity ratio for JMFL on a consolidated basis reduces to 2.3x as of June 30, 2018 (consolidated debt/equity on a reported basis ~2.7x)⁽²⁾

JMFL shall continue to retain board and management control of JMFCSL and accordingly consolidate the financial statements of JMFCSL as a subsidiary of JMFL i.e. line by line consolidation.

In February 2018, JMFL had successfully raised Rs.650 crore through Qualified Institutions Placement (“QIP”), inter alia, to support the long term capital requirements and financial needs of JMFL Group. In addition, JMFL Group has raised equity funds of ~Rs.729 crore⁽³⁾ from external investors in its group companies to further strengthen their balance sheets and capitalize on business opportunities. On an aggregate basis, JMFL group has raised ~Rs.1,379 crore⁽³⁾ of equity funds from investors in the calendar year 2018 till date. A brief snapshot of the deployment is as follows:

Entity within JMFL Group ⁽³⁾	Equity Funds raised from QIP in JMFL	Equity funds raised from External Investors	Total equity funds raised by JMFL Group
JMFCSL	225.0	650.0	875.0
JMFARCL ⁽⁴⁾	199.8	79.4	279.2
JMFPL ⁽⁵⁾	95.1	-	95.1
JMFL ⁽⁶⁾	130.1	-	130.1
Total	650.0	729.4	1,379.4

Commenting on the fund raise **Mr. Vishal Kampani, Managing Director, JM Financial Group, said,** “The Fund Raise is in line with our philosophy to be conservatively leveraged and maintain strong liquidity cushions within the JMFL Group. We have continuously endeavoured to diversify our funding sources in JMFCSL through a public issue of bonds in

May 2018. The group has successfully raised ~Rs.1,379 crore worth of equity funds till date in the calendar year 2018”.

Notes:

1. *Networth of JMFCSL as of June 30, 2018 was ~Rs. 1,756 crore*
2. *Equity includes minority interests*
3. *Upon completion of the equity fund raising in JMFCSL*
4. *JMFARCL stands for JM Financial Asset Reconstruction Company Limited*
5. *JMFPL stands for JM Financial Products Limited*
6. *The total issue proceeds from the QIP were ~Rs.650 crore and net proceeds were Rs. 641.7 crore.*

About JM Financial Limited

JM Financial Limited is an integrated financial services group. The Group's businesses include investment banking, wealth management and securities business; mortgage lending; distressed credit and asset management business (mutual fund). For more information, log on to www.jmfl.com

About JM Financial Credit Solutions Limited

JM Financial Credit Solutions Limited, a group company of JM Financial Limited, is registered with the Reserve Bank of India (RBI) as a 'non-deposit taking systemically important non-banking financial company (NBFC-ND-SI)'. It has a short term rating of "A1+" and long term rating of "AA" from ICRA and India Ratings. The primary focus of JM Financial Credit Solutions Limited is to make senior secured loans to Commercial Real Estate sector. For more information, log on to <https://jmfinancialcreditsolutions.in>

Forward - Looking statements

This press release ('document') containing JM Financial Group's activities, projections and expectations for the future, may contain certain forward-looking statements based upon the information currently available with the Company or any of its subsidiaries and associate companies. The financial results in future may vary from the forward-looking statements contained in this document due to uncertainties and unforeseen events that may impact the businesses of the JM Financial Group. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events.

This document is for information purposes only and any action taken by any person on the basis of the information contained herein is that person's responsibility alone and neither JM Financial Group nor any of their directors or employees will be liable in any manner for the consequences of such actions.

Details of agreement to subscribe to the shares of JM Financial Credit Solutions Limited, a subsidiary of the Company

a) *Name of the target entity;*

JM Financial Credit Solutions Limited ('JMFCSL')

b) *Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/group companies have any interest in the entity being acquired;*

Yes; since the transaction pertains to subscription of equity shares of the Company's subsidiary.

c) *Industry to which the entity acquired belongs;*

JMFCSL is a Systemically Important Non - Deposit taking Non-Banking Financial Company registered with the Reserve Bank of India. The primary focus of JMFCSL is to make senior secured loans to Commercial Real Estate sector.

d) *Objects and effects of acquisition;*

Pursuant to the Subscription and Shareholders' Agreement, the Company and the other investors shall subscribe to the equity shares of JMFCSL. Due to the proposed investments by other investors, the percentage holding of the Company in JMFCSL would reduce below the present holding of 50.01%. However, the Company would continue to retain board and management control of JMFCSL.

e) *Brief details of any governmental or regulatory approvals required for the acquisition;*

Not required by the Company.

f) *Indicative time period for completion of the acquisition;*

The acquisition by the Company is expected to be completed in one week's period.

g) *Nature of consideration (cash consideration or share swap and details of the same);*

Cash consideration.

h) *Cost of acquisition or the price at which the shares are acquired;*

The cost of Company's acquisition is an aggregate of upto Rs. 224,99,99,940/- (Rupees Two Hundred Twenty Four Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred and Forty only)

i) ***Percentage of shareholding /control acquired and/or number of shares acquired;***

Number of shares proposed to be acquired is up to 89,268 equity shares including 19,837 partly paid up equity shares of the face value of Rs. 10/- each at a premium of Rs. 25,195/- per share. The percentage holding of the Company post the above acquisition would reduce to 47.05%.

j) ***Brief background about the entity acquired in terms or products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence;***

JMFCSL is a Systemically Important Non - Deposit taking Non-Banking Financial Company registered with Reserve Bank of India having presence in India. JMFCSL was incorporated on May 15, 1980. The primary focus of JMFCSL is to make senior secured loans to Commercial Real Estate sector.

Turnover of last three financial years:

2015-16	:	Rs. 519.45 Crore
2016-17	:	Rs. 788.36 Crore
2017-18	:	Rs. 959.93 Crore