

October 26, 2017

BSE Limited
Department of Corporate Services,
1st Floor, New Trading Ring,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sirs,

Re: Certificate pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015
Security Code: **523405**

Pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are forwarding herewith a copy of the certificate received by us from M/s Naren Shroff & Associates, Practicing Company Secretary, Mumbai. The said certificate is for the half year ended on September 30, 2017.

Kindly acknowledge receipt.

Yours faithfully,
for JM Financial Limited



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



Encl: a/a

Naren Shroff & Associates

COMPANY SECRETARIES

Naren S. Shroff

B.Com., LL.B., F.C.S., A.C.I.S. (LONDON)

Telefax : 2264 2676

E-mail : naren_shroff@vsnl.net

26, Nafees Chamber, 2nd Floor, 121-123, Mody Street, Fort, Mumbai - 400 001.

TO WHOMSOEVER IT MAY CONCERN

We have examined the relevant Books, Registers and records of **JM FINANCIAL LIMITED** (hereinafter referred to as 'the Company') having its registered office at 5th Floor, Cnergy, Appasaheb, Marathe Marg, Prabhadevi, Mumbai - 400 025 maintained by its Registrar and Transfer Agent (hereinafter referred to as 'RTA'), Karvy Computershare Private Limited., produced before us for the purpose of issuing certificate under Regulation 40(9) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), and based on our such examination as well as information, explanation and confirmation furnished to us which to the best of our knowledge and belief were necessary for the purpose of our certificate, we hereby certify that in our opinion and according to the best of our information and belief the Company has in relation to half year ended **30th September, 2017** delivered all certificates of shares within the period of 30 days from the date of lodgment for transfer or otherwise, as reported to us by the Company's RTA.

Place: Mumbai

For **Naren Shroff & Associates**

Dated: 26th October, 2017


Naren Shroff

Proprietor

CP: 1563

