

October 25, 2018

BSE Limited Bad Delivery Cell, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001

Security Code: 523405

National Stock Exchange of India Limited Exchange Plaza Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East) **Mumbai – 400 051**

Symbol: JMFINANCIL

Dear Sirs,

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

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, 2018.

Kindly acknowledge receipt.

Yours faithfully, for JM Financial Limited

K. auss.

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

Encl: a/a

Naren Shroff & Associates

COMPANY SECRETARIES

CS Naren S. Shroff B.Com., L.L.B., F.C.S., ACIS (London) Mob.: +91-9820219233 Email : narenshroffcs@gmail.com

6, Meghdoot, 2nd Floor, Road No. 31, Opp. Kikabhai Hospital, Near Shanmukhanand Hall, Sion (East), Mumbai – 400 022.

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, 2018* delivered all certificates of shares within the prescribed period from the date of lodgement for transfer or otherwise, as reported to us by the Company's RTA.

Place: Mumbai

For Naren Shroff & Associates

Naren Shroff Proprietor



Dated: 25th October, 2018