JM FINANCIAL

January 30, 2018

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

Dear Sirs,

Sub: **Approval of the unaudited consolidated and standalone condensed financial information**
Symbol: **JMFINANCIL**

We wish to inform you that the Directors of the Company vide a circular resolution passed today have approved the unaudited special purpose interim consolidated and standalone financial information comprising the following:

1. Condensed interim consolidated and standalone statements of profits and loss for the nine months period ended December 31, 2017;
2. Condensed interim consolidated and standalone balance sheet as at December 31, 2017; and
3. Condensed interim consolidated and standalone cash flow statement for the nine months period ended December 31, 2017;

A copy each of the above unaudited consolidated and standalone condensed financial information, as approved by the Directors is enclosed for your information and record.

Further, we are also forwarding herewith a copy of the Auditors' Report, received from our Statutory Auditors, Deloitte Haskins & Sells LLP on the above condensed financial information.

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

Thank you.

Yours faithfully,
for JM Financial Limited

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

Encl: a/a

Deloitte
Haskins & Sells LLP

Chartered Accountants
Indiabulls Finance Centre
Tower 3, 27th-32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai - 400 013
Maharashtra, India

Tel: +91 22 6185 4000
Fax: +91 22 6185 4001

INDEPENDENT AUDITOR'S REPORT ON UNAUDITED SPECIAL PUPROSE INTERIM CONDENSED STANDALONE FINANCIAL INFORMATION

The Board of Directors
JM Financial Limited

Introduction

1. We have reviewed the attached unaudited special purpose interim condensed standalone financial information of **JM Financial Limited** ("the Company"), which comprises of the Condensed Standalone Balance Sheet as at December 31, 2017 and the related Condensed Standalone Statement of Profit and Loss and Condensed Standalone Cash Flow Statement for the nine month period then ended, and selected notes (collectively, the "Unaudited Special Purpose Interim Condensed Standalone Financial Information"). The Unaudited Special Purpose Interim Condensed Standalone Financial Information have been prepared on the basis stated in Note 2 to the Unaudited Special Purpose Interim Condensed Standalone Financial Information.

Management Responsibility

2. The preparation of the Unaudited Special Purpose Interim Standalone Condensed Financial Information is the responsibility of the Management of the Company for the purpose set out in paragraph 6 below. The Management's responsibility includes preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Unaudited Special Purpose Interim Condensed Standalone Financial Information.

Scope of review

3. Our responsibility is to issue a report on the Unaudited Special Purpose Interim Condensed Standalone Financial Information based on our review.

   We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Deloitte
Haskins & Sells LLP

Conclusion

4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the Unaudited Special Purpose Interim Condensed Standalone Financial Information have not been prepared, in all material respects, in accordance with the basis set out in Note 2 to the Unaudited Special Purpose Interim Condensed Standalone Financial Information.

Other matter

5. The comparative financial information of the Company as at March 31, 2017 and for the nine month period ended December 31, 2016 included in the Unaudited Special Purpose Interim Condensed Standalone Financial Information were audited / reviewed by previous auditors and had issued unmodified report on that financial information.

   Our report is not modified in respect of this matter.

Basis of Accounting and Restriction on use

6. Without modifying our opinion, we draw attention to Note 2 to the Unaudited Special Purpose Interim Condensed Standalone Financial Information, which describes the basis of accounting. This report is addressed to and is provided to enable the Company to include this report in the Preliminary Placement Document and the Placement Document (together, the "Placement Documents") in connection with the proposed offerings of the equity shares pursuant to the Qualified Institutions Placement, to be filed by the Company with Securities and Exchange Board of India and Stock Exchanges and that these Unaudited Special Purpose Interim Condensed Standalone Financial Information may not be meaningful for any other purpose.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W / W-100018)

Abhijit A. Damle
Partner
(Membership No. 102912)

Place: Mumbai
Date: January 30, 2018

JM FINANCIAL

JM FINANCIAL LIMITED
CONDENSED STANDALONE BALANCE SHEET AS AT 31ST DECEMBER, 2017

(₹ in Million)

Particulars	As at 31.12.2017 Unaudited	As at 31.03.2017 Audited
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	797.6	794.5
Reserves & surplus	16,935.2	16,460.7
	17,732.8	**17,255.2**
Share application money pending allotment	0.1	#
Non-current liabilities		
Deferred tax liabilities (net)	1,091.6	1,099.3
Other long term liabilities	10.0	10.0
Long term provisions	2.9	2.8
	1,104.5	**1,112.1**
Current liabilities		
Short-term borrowings	6,214.3	2,065.6
Trade payables		
Due to micro, small and medium enterprises	-	-
Others	18.6	9.3
Other current liabilities	51.5	85.6
Short term provisions	27.0	6.1
	6,311.4	**2,166.6**
TOTAL	**25,148.8**	**20,533.9**
ASSETS		
Non-current assets		
Property, plant and equipment	29.6	21.5
Intangible assets	0.7	1.0
Non-current investments	17,018.3	17,691.5
Long term loans and advances	1,502.4	1,490.1
Other non-current assets	146.2	20.1
	18,697.2	**19,224.2**
Current assets		
Current investments	23.0	-
Cash and bank balances	123.8	117.3
Short term loans and advances	6,154.7	1,047.4
Other current assets	150.1	145.0
	6,451.6	**1,309.7**
TOTAL	**25,148.8**	**20,533.9**

# Denotes amount below Rs.50,000/-

See accompanying selected notes

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Abhijit A. Damle
Partner

Place: Mumbai
Date: January 30, 2018

For and on behalf of the Board of Directors

Vishal Kampani
Managing Director
DIN – 00009079

JM FINANCIAL LIMITED MUMBAI

Place: Mumbai
Date: January 30, 2018

JM FINANCIAL

JM FINANCIAL LIMITED
CONDENSED STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE NINE MONTH PERIOD ENDED 31ST DECEMBER, 2017

(₹ in Million)

Particulars	Nine Month Period Ended 31.12.2017 Unaudited	Nine Month Period Ended 31.12.2016 Unaudited
Income:		
Revenue from Operations	344.4	385.1
Other Income	948.4	662.8
Total Revenue	**1,292.8**	**1,047.9**
Expenses:		
Employee benefits expense	52.3	72.1
Finance costs	292.5	325.8
Depreciation and amortization expense	5.5	5.0
Other expenses	78.0	57.3
Total Expenses	**428.3**	**460.2**
Profit before tax	**864.5**	**587.7**
Tax Expense:		
Current tax	-	-
Deferred tax	(7.7)	(3.6)
Tax adjustment of earlier years (net)	-	0.7
	(7.7)	**(2.9)**
Profit for the period	**872.2**	**590.6**
Earnings per equity share (EPS)		
(face value of ₹ 1/- each)		
Basic EPS (in Re.) (Not annualised)	1.09	0.75
Diluted EPS (in Re.) (Not annualised)	1.09	0.74

See accompanying selected notes
In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

Abhijit A. Damle
Partner

Place: Mumbai
Date: January 30, 2018

For and on behalf of the Board of Directors

Vishal Kampani
Managing Director
DIN – 00009079

JM FINANCIAL LIMITED MUMBAI

Place: Mumbai
Date: January 30, 2018

JM FINANCIAL

JM FINANCIAL LIMITED
CONDENSED STANDALONE CASH FLOW STATEMENT FOR THE NINE MONTH PERIOD ENDED 31ST DECEMBER, 2017

(₹ in Million)

Particulars	Unaudited
Net cash (used in) operating activities	(4,865.0)
Net cash generated from investing activities	1,573.7
Net cash generated from financing activities	3,294.2
Net increase in Cash and cash equivalents	2.9
Cash and cash equivalents at the beginning of the period	73.9
Cash and cash equivalents at the end of the period	76.8
Cash and bank balances as presented in Condensed Standalone Balance Sheet	123.8
Less: Bank balances comprising cash in deposit accounts with original maturity of more than 3 months (as defined in AS 3 - "Cash Flow Statements")	47.0
Cash and cash equivalents at the end of the period	76.8

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

Abhijit A. Damle
Partner

Place: Mumbai
Date: January 30, 2018

For and on behalf of the Board of Directors

Vishal Kampani
Managing Director
DIN – 00009079

JM FINANCIAL LIMITED MUMBAI

Place: Mumbai
Date: January 30, 2018

SELECTED EXPLANATORY NOTES TO THE UNAUDITED SPECIAL PURPOSE INTERIM CONDENSED STANDALONE FINANCIAL INFORMATION FOR THE NINE MONTH PERIOD ENDED 31ST DECEMBER, 2017

1. The above Unaudited Special Purpose Interim Condensed Standalone Financial Information for the nine month period ended December 31, 2017 have been approved by the Board of Directors vide circular resolution dated January 30, 2018.

2. These Unaudited Special Purpose Interim Condensed Standalone Financial Information for the nine month period ended December 31, 2017 have been prepared in accordance with the recognition and measurement principles of Accounting Standard 25, 'Interim financial reporting' and other accounting principles generally accepted in India for the purpose of inclusion in the Preliminary Placement Document and the Placement Document (together, the "Placement Documents") prepared in connection with the proposed offerings of the equity shares pursuant to the Qualified Institutions Placement (QIP) of the Company and will be submitted/ filed with the stock exchanges where the Company's equity shares are listed and the Securities and Exchange Board of India (SEBI).

   The accounting policies adopted for preparation of these Unaudited Special Purpose Interim Condensed Standalone Financial Information are consistent with those used for preparation of annual financial statements for year ended March 31, 2017.

3. The certified copy of the Order passed by the Honorable National Company Law Tribunal, Mumbai Bench sanctioning the Scheme of Amalgamation ('the Scheme') between JM Financial Institutional Securities Limited and JM Financial Investment Managers Limited and JM Financial Limited ('the Scheme') has been filed with the Registrar of Companies, Mumbai, Maharashtra and the same has become effective from January 18, 2018. Consequent upon the Scheme becoming effective, the Company ceases to be a Core Investment Company and has become a SEBI registered Category I merchant banker subject to completion of necessary regulatory formalities. The Scheme does not have an impact on the Unaudited Special Purpose Interim Condensed Standalone Financial Information as at and for the nine months period ended December 31, 2017.

4. During the nine months period ended December 31, 2017, the Allotment Committee of the Board has allotted 30,62,636 equity shares of the face value of Re. 1/- each to the eligible employees upon exercise of stock options by them. Consequent upon this allotment, the total paid up equity share capital of the Company has increased to Rs. 79,75,87,750/- from Rs. 79,45,25,114/-. Further, the Allotment Committee of the Board at its meeting held on January 19, 2018 has allotted 86,717 equity shares of the face value of Re. 1/- each to the eligible employees upon exercise of stock options by them.

5. The Board of Directors has declared the interim dividend of Re. 0.70 per share of the face value of Re. 1/- each. This will result in cash outflow of Rs. 558.4 million. The Record Date fixed by the Board for the purpose of payment of the interim dividend is February 1, 2018. The amount of dividend shall be paid/credited to the shareholders holding shares on the said Record Date on and after February 5, 2018.

6. On a stand-alone basis, the Company is engaged in making investments in, and/or lending funds to its group companies as a Core Investment Company registered with the Reserve Bank of India, which in the context of AS 17 on "Segment Reporting" is considered as the only segment.

7. The comparative financial information of the Company as at March 31, 2017 and for the nine month period ended December 31, 2016 included in the above Unaudited Special Purpose Interim Condensed Standalone Financial Information were audited / reviewed by the previous statutory auditors of the Company.

8. Figures in respect of the previous year / period have been rearranged / regrouped wherever necessary to correspond with the figures of the current period.

For and on behalf of the Board of Directors





Vishal Kampani
Managing Director
DIN – 00009079

Place: Mumbai
Date: January 30, 2018

Deloitte
Haskins & Sells LLP

Chartered Accountants
Indiabulls Finance Centre
Tower 3, 27th - 32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai - 400 013
Maharashtra, India

Tel: +91 22 6185 4000
Fax: +91 22 6185 4001

INDEPENDENT AUDITOR'S REPORT ON UNAUDITED SPECIAL PUPROSE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

The Board of Directors
JM Financial Limited
7th Floor, Cnergy, Appasaheb Marathe Marg,
Prabhadevi, Mumbai 400025

Introduction

1. We have reviewed the attached Unaudited Special Purpose Interim Condensed Consolidated Financial Information of **JM Financial Limited** ("the Company") which comprises of the Condensed Consolidated Balance Sheet as at December 31, 2017 and the related Condensed Consolidated Statement of Profit and Loss and Condensed Consolidated Cash Flows Statement for the nine month period then ended, and a summary of significant accounting policies and other explanatory information (collectively, the "Unaudited Special Purpose Interim Condensed Consolidated Financial Information"). The Unaudited Special Purpose Interim Condensed Consolidated Financial Information have been prepared on the basis stated in Note 2 to the Unaudited Special Purpose Interim Condensed Consolidated Financial Information.

Management Responsibility

2. The preparation of the Unaudited Special Purpose Interim Consolidated Condensed Financial Information is the responsibility of the Management of the Company for the purpose set out in paragraph 9 below. The Management's responsibility includes preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and designing, implementing and maintaining adequate internal control relevant to the preparation and presentation of the Unaudited Special Purpose Interim Condensed Consolidated Financial Information.

Scope of review

3. Our responsibility is to issue a report on these Unaudited Special Purpose Interim Condensed Consolidated Financial Information based on our review.

   We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

4. The Unaudited Special Purpose Interim Condensed Consolidated Financial Information includes the interim financial information of following entities:

Subsidiaries:

a. JM Financial Institutional Securities Limited
b. JM Financial Services Limited
c. JM Financial Commtrade Limited
d. JM Financial Products Limited
e. JM Financial Capital Limited
f. JM Financial Properties and Holdings Limited
g. JM Financial Investment Managers Limited
h. Infinite India Investment Management Limited
i. JM Financial Asset Management Limited
j. CR Retail Malls (India) Limited
k. JM Financial Credit Solutions Limited
l. JM Financial Home Loans Limited
m. JM Financial Asset Reconstruction Company Limited
n. JM Financial Overseas Holdings Private Ltd
o. JM Financial Singapore Pte Ltd
p. JM Financial Securities, Inc
q. JM Financial Securities Limited
r. M/s. Astute Investments

Associate:

a. JM Financial Trustee Company Private Limited

Conclusion

5. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement has not been prepared in accordance with the basis set out in Note 2 to the Unaudited Special Purpose Interim Condensed Consolidated Financial Information, or that it contains any material misstatement.

Other matters

6. We did not review the unaudited special purpose interim condensed financial information of seven subsidiaries included in the Unaudited Special Purpose Interim Condensed Consolidated Financial Information, whose unaudited special purpose interim condensed financial information reflect total assets of Rs. 26,532.38 million as at December 31, 2017, total revenues of Rs. 6,227.19 million and total profit after tax of Rs. 1395.14 million for the nine month period ended December 31, 2017 as considered in the Unaudited Special Purpose Interim Condensed Consolidated Financial Information. These unaudited special purpose interim condensed financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Unaudited Special Purpose Interim Condensed Consolidated Financial Information, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on the reports of the other auditors.

Our report on the Unaudited Special Purpose Interim Condensed Consolidated Financial Information is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

7. The Unaudited Special Purpose Interim Condensed Consolidated Financial Information include the interim financial information of seven subsidiaries which have not been reviewed by their auditors / us, as applicable, whose interim financial information reflect total assets of Rs. 9,193.58 million as at December 31, 2017, total revenue of Rs. 730.60 million and total profit after tax of Rs. 183.10 million for the nine months ended December 31, 2017 as considered in the Unaudited Special Purpose Interim Condensed Consolidated Financial Information. The Unaudited Special Purpose Interim Condensed Consolidated Financial Information also includes the Group's share of profit after tax of Rs. 8.98 million for the nine months ended December 31, 2017 as considered in the Unaudited Special Purpose Interim Condensed Consolidated Financial Information, in respect of an associate, based on its interim financial information which have not been reviewed by us. According to the information and explanations given to us by the Management, this financial information is not material to the Group.

   Our report on the Unaudited Special Purpose Interim Condensed Consolidated Financial Information is not modified in respect of our reliance on the interim financial information certified by the Management.

8. The comparative financial information of the Company as at March 31, 2017 and for the nine month period ended December 31, 2016 included in these unaudited special purpose interim condensed consolidated financial information are audited / reviewed by previous auditors and had issued unmodified report on that financial information.

Basis of Accounting and Restriction on use

9. Without modifying our opinion, we draw attention to Note 2 to the Unaudited Special Purpose Interim Condensed Consolidated Financial Information, which describes the basis of accounting. This report is addressed to and is provided to enable the Company to include this report in the Preliminary Placement Document and the Placement Document (together, the "Placement Documents") in connection with the proposed offerings of the equity shares pursuant to the Qualified Institutions Placement, to be filed by the Company with Securities and Exchange Board of India and Stock Exchanges and that these Unaudited Special Purpose Interim Condensed Consolidated Financial Information may not be meaningful for any other purpose.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm Registration No. 117366W / W-100018)

Abhijit A. Damle
Partner
(Membership No. 102912)

Place: Mumbai
Date: January 30, 2018

JM FINANCIAL LIMITED
CONDENSED CONSOLIDATED BALANCE SHEET AS AT DECEMBER 31, 2017

(₹ in Million)

	As at 31.12.2017 Unaudited	As at 31.03.2017 Audited
EQUITY AND LIABILITIES		
Shareholders' funds		
Share capital	797.6	794.5
Reserves & surplus	34,443.9	30,783.0
Capital reserve on consolidation	1,749.5	1,749.5
Minority interest	12,402.3	11,091.8
	49,393.3	44,418.8
Share application money pending allotment	0.1	#
Non-current liabilities		
Long term borrowings	56,798.9	40,643.9
Deferred tax liabilities (net)	613.3	683.2
Other long term liabilities	432.8	294.3
Long term provisions	789.0	665.7
	58,634.0	42,287.1
Current liabilities		
Current maturities of long term borrowings	26,933.1	13,590.5
Short term borrowings	59,740.9	53,781.7
Trade payables	4,525.5	8,233.6
Other current liabilities	4,660.2	3,177.8
Short term provisions	102.9	94.3
	95,962.6	78,877.9
TOTAL	2,03,990.0	1,65,583.8
ASSETS		
Non-current assets		
Property, Plant and Equipment	3,647.6	3,725.8
Intangible assets	85.6	88.6
Capital work-in-progress	18.8	13.6
Goodwill on consolidation	1,260.1	1,056.6
Non-current investments	4,480.6	5,139.1
Long term loans and advances	99,895.5	64,280.2
	1,09,388.2	74,303.9
Current assets		
Current investments	21,617.5	19,580.7
Debt securities held as stock-in-trade	-	98.6
Assets held for arbitrage activities	5,598.6	1,204.7
Trade receivables	6,743.1	11,789.1
Cash and bank balances	8,607.1	8,690.6
Short term loans and advances	48,475.8	49,871.8
Other current assets	3,559.7	44.4
	94,601.8	91,279.9
TOTAL	2,03,990.0	1,65,583.8

See accompanying selected notes
# Denotes amount below ₹50,000/-
In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Abhijit A. Damle
Partner
Membership No. 102912

Place: Mumbai
Date: January 30, 2018

For and on behalf of the Board of Directors

JM FINANCIAL LIMITED MUMBAI

Vishal Kampani
Managing Director
DIN – 00009079

Place: Mumbai
Date: January 30, 2018

JM FINANCIAL LIMITED
CONDENSED CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE NINE MONTH PERIOD ENDED DECEMBER 31, 2017

(₹ in Million)

	For the Nine month period ended 31.12.2017 Unaudited	For the Nine month period ended 31.12.2016 Unaudited
Income:		
Revenue from operations	21,007.1	14,844.2
Other operating income	2,015.4	1,498.8
Total Revenue	**23,022.5**	**16,343.0**
Expenses:		
Employee benefits expense	2,974.1	2,259.6
Finance costs	8,377.2	5,681.5
Depreciation and amortisation expense	194.0	170.4
Other expenses	2,409.0	1,776.7
Total Expenses	**13,954.3**	**9,888.2**
Profit before tax	**9,068.2**	**6,454.8**
Tax expense:		
Current tax	3,047.1	2,220.5
Deferred tax	(69.9)	(27.2)
Tax adjustment of earlier years (net)	#	(4.9)
	2,977.2	**2,188.4**
Profit for the period	**6,091.0**	**4,266.4**
Add: Share in profit of associates	9.0	117.6
	6,100.0	**4,384.0**
Less: Profit for the period attributable to :		
Minority interest	1,678.8	1,190.5
Net consolidated profit for the period	**4,421.2**	**3,193.5**
Earnings per equity share (EPS) (face value of ₹ 1/- each)		
Basic EPS (in ₹) (Not annualised)	5.55	4.04
Diluted EPS (in ₹) (Not annualised)	5.52	4.01

See accompanying selected notes
# Denotes amount below ₹50,000/-

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Abhijit A. Damle
Partner
Membership No. 102912

Place: Mumbai
Date: January 30, 2018

For and on behalf of the Board of Directors

Vishal Kampani
Managing Director
DIN – 00009079

Place: Mumbai
Date: January 30, 2018

JM FINANCIAL LIMITED

Condensed Consolidated Cash Flow Statement for the Nine month period ended December 31, 2017

(₹ in Million)

Particulars	Unaudited
Net Cash (used in) Operating Activities (A)	(25,671.4)
Net Cash (used in) Investing Activities (B)	(1,881.2)
Net Cash generated from Financing Activities (C)	25,701.3
Net (decrease) in Cash and Cash Equivalents (A+B+C)	(1,851.3)
Cash and Cash Equivalents at the Beginning of the Period	3,956.5
Cash and Cash Equivalents at the end of the Period	**2,105.2**
Cash and bank balances as presented in Condensed Consolidated Balance Sheet	8,607.1
Less: Bank balances comprising cash in deposit accounts with original maturity of more than 3 months (as defined in AS 3 - "Cash Flow Statements")	6,501.9
Cash and Cash Equivalents at the end of the Period	**2,105.2**

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

Abhijit A. Damle
Partner
Membership No. 102912

Place: Mumbai
Date: January 30, 2018

For and on behalf of the Board of Directors

Vishal Kampani
Managing Director
DIN – 00009079

Place: Mumbai
Date: January 30, 2018

SELECTED EXPLANATORY NOTES TO THE UNAUDITED SPECIAL PURPOSE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION FOR THE NINE MONTH PERIOD ENDED 31ST DECEMBER, 2017

1. The above Unaudited Special Purpose Interim Condensed Consolidated Financial Information for the nine month period ended December 31, 2017 have been approved by the Board of Directors vide circular resolution dated January 30, 2018.

2. These Unaudited Special Purpose Interim Condensed Consolidated Financial Information for the nine month period ended December 31, 2017 have been prepared in accordance with the recognition and measurement principles of Accounting Standard 25, 'Interim financial reporting' and other accounting principles generally accepted in India for the purpose of inclusion in the Preliminary Placement Document and the Placement Document (together, the "Placement Documents") prepared in connection with the proposed offerings of the equity shares pursuant to the Qualified Institutions Placement (QIP) of the Company and will be submitted/ filed with the stock exchanges where the Company's equity shares are listed and the Securities and Exchange Board of India (SEBI).

   The accounting policies adopted for preparation of these Unaudited Special Purpose Interim Condensed Consolidated Financial Information are consistent with those used for preparation of annual financial statements for year ended March 31, 2017.

3. The certified copy of the Order passed by the Honorable National Company Law Tribunal, Mumbai Bench sanctioning the Scheme of Amalgamation ('the Scheme') between JM Financial Institutional Securities Limited and JM Financial Investment Managers Limited and JM Financial Limited ('the Scheme') has been filed with the Registrar of Companies, Mumbai, Maharashtra and the same has become effective from January 18, 2018. Consequent upon the Scheme becoming effective, the Company ceases to be a Core Investment Company and has become a SEBI registered Category I merchant banker subject to completion of necessary regulatory formalities. The Scheme does not have an impact on the Unaudited Special Purpose Interim Condensed Consolidated Financial Information as at and for the nine months period ended December 31, 2017.

4. During the nine months period ended December 31, 2017, the Allotment Committee of the Board has allotted 30,62,636 equity shares of the face value of Re. 1/- each to the eligible employees upon exercise of stock options by them. Consequent upon this allotment, the total paid up equity share capital of the Company has increased to Rs. 79,75,87,750/- from Rs. 79,45,25,114/-. Further, the Allotment Committee of the Board at its meeting held on January 19, 2018 has allotted 86,717 equity shares of the face value of Re. 1/- each to the eligible employees upon exercise of stock options by them.

5. During the nine months period ended December 31, 2017, the Company's shareholding in one of its subsidiaries, namely, JM Financial Asset Management Limited (AMC) has increased from 53.21% to 59.54%, consequent upon the buy-back of shares by AMC and acquisition of shares by the Company.

6. The Board of Directors has declared the interim dividend of Re. 0.70 per share of the face value of Re. 1/- each. This will result in cash outflow of Rs. 558.4 million. The Record Date fixed by the Board for the purpose of payment of the interim dividend is February 1, 2018. The amount of dividend shall be paid/credited to the shareholders holding shares on the said Record Date on and after February 5, 2018.

7. The comparative financial information of the Company as at March 31, 2017 and for the nine month period ended December 31, 2016 included in the above Unaudited Special Purpose Interim Condensed Consolidated Financial Information were audited / reviewed by the previous statutory auditors of the Company.

8. On a consolidated basis, the Company has identified four reportable segments, namely, (i) Investment banking and securities business, (ii) Fund based activities, (iii) Alternative asset management and (iv) Asset management. Details of reportable segments are as under:

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

JM FINANCIAL LIMITED MUMBAI

(₹ in Million)

Particulars	For the Nine Month Period ended 31.12.2017 Unaudited	For the Nine Month Period ended 31.12.2016 Unaudited
Segment revenue		
A Fund based activities	16,090.9	11,468.1
B Investment banking and securities business	5,866.5	4,159.5
C Alternative asset management	196.7	34.4
D Asset management	850.1	634.3
E Others	1,840.3	1,386.3
Total segment revenue	**24,844.5**	**17,682.6**
Less: Inter - segmental revenue	(1,822.0)	(1,339.6)
Total revenue	**23,022.5**	**16,343.0**
Segment results (Profit before tax)		
A Fund based activities	6,961.5	5,392.3
B Investment banking and securities business	1,348.4	745.5
C Alternative asset management	78.3	(66.7)
D Asset management	607.1	387.6
E Others	72.9	(3.9)
Total segment results	**9,068.2**	**6,454.8**

	As at 31.12.2017 Unaudited	As at 31.03.2017 Audited
Segment assets		
A Fund based activities	1,61,770.0	1,31,366.6
B Investment banking and securities business	26,269.7	24,099.1
C Alternative asset management	972.9	897.2
D Asset management	2,335.2	2,411.2
E Unallocated	11,382.1	5,753.1
Total segment assets	**2,02,729.9**	1,64,527.2
Segment liabilities		
A Fund based activities	1,25,424.8	98,959.0
B Investment banking and securities business	19,465.7	17,710.7
C Alternative asset management	69.1	90.4
D Asset management	139.7	126.1
E Unallocated	9,497.4	4,278.8
Total segment liabilities	**1,54,596.7**	**1,21,165.0**
Segment Capital Employed		
A Fund based activities	36,345.2	32,407.6
B Investment banking and securities business	6,804.0	6,388.4
C Alternative asset management	903.8	806.8
D Asset management	2,195.5	2,285.1
E Unallocated	1,884.7	1,474.3
Total Capital Employed	**48,133.2**	**43,362.2**

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

JM FINANCIAL LIMITED MUMBAI

9. Figures in respect of the previous year / period have been rearranged / regrouped wherever necessary to correspond with the figures of the current period.

For and on behalf of the Board of Directors

Vishal Kampani
Managing Director
DIN – 00009079

Place: Mumbai
Date: January 30, 2018