

May 29, 2024

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

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

Security Code: **523405**

Symbol: **JMFINANCIL**

Dear Sirs,

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

Pursuant to the Regulation 30 read with clause (1) of Para A of Part A of Schedule III to the Listing Regulations, we wish to inform you that the Issue and Allotment Committee of the Board of Directors of JM Financial Asset Reconstruction Company Limited (the “**JMFARC**”), a subsidiary of the Company, has allotted 35,73,66,435 equity shares of face value of ₹ 10/- each at an issue price of ₹ 15/- per share for an amount aggregating ₹ 536.05 Crore. Pursuant to the offer of equity shares made by JMFARC to the Company on rights basis, it had subscribed to the 35,73,66,435 equity shares of face value of ₹ 10/- each.

The required disclosure to be made pursuant to the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, in this regard, is enclosed and marked as **Annexure A**.

We request you to kindly take the aforesaid disclosure on your record.

Thank you.

Yours truly,
For **JM Financial Limited**

Dimple Mehta
Company Secretary & Compliance Officer

Encl.: as above

Disclosure pursuant to the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details								
1.	Name of the target entity, details in brief such as size, turnover, etc.	<p>JM Financial Asset Reconstruction Company Limited (the “JMFARC”).</p> <p>JMFARC’s Assets Under Management (AUM) as of March 31, 2024 stood at ₹ 14,500 Crore.</p> <p>Turnover of JMFARC:</p> <table border="1" data-bbox="794 719 1332 875"> <thead> <tr> <th>Financial Year</th> <th>(₹ in Crore)</th> </tr> </thead> <tbody> <tr> <td>2023-24</td> <td>358.37</td> </tr> <tr> <td>2022-23</td> <td>232.70</td> </tr> <tr> <td>2021-22</td> <td>510.82</td> </tr> </tbody> </table>	Financial Year	(₹ in Crore)	2023-24	358.37	2022-23	232.70	2021-22	510.82
Financial Year	(₹ in Crore)									
2023-24	358.37									
2022-23	232.70									
2021-22	510.82									
2.	<p>Whether the acquisition would fall within related party transaction(s)?</p> <p>Whether the promoter/promoter group/ group companies have any interest in the entity being acquired?</p> <p>If yes, nature of interest and details thereof and whether the same is done at “arm’s length”.</p>	<p>Yes.</p> <p>Yes.</p> <p>JM Financial Credit Solutions Limited (“JMFCSL”), a material subsidiary of the Company, holds 9.99% equity stake in JMFARC.</p> <p>Pursuant to the rights offer made by JMFARC, JMFCSL has subscribed to and been allotted 3,96,18,958 equity shares of the face value of ₹ 10/- each at an issue price of ₹ 15/- per share for an amount aggregating ₹ 59.43 Crore. The equity shares were allotted on the same terms as offered to other shareholders of JMFARC in the rights issue. Hence, the allotment of equity shares was done at arm’s length.</p> <p>Post the above acquisition, JMCSL’s holding in JMFARC is 9.98%.</p>								
3.	Industry to which the entity being acquired belongs	Financial Services Industry								
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its	JMFARC is an existing subsidiary of the Company (holding 53.62% equity stake) and hence there is no new acquisition. Pursuant to the rights offer made by JMFARC to the Company, it has subscribed to 35,73,66,435								

	business is outside the main line of business of the listed entity)	equity shares of the face value of ₹ 10/- each at an issue price of ₹ 15/- per share.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
6.	Indicative time period for completion of the acquisition	The equity shares have been allotted by JMFARC to the Company on May 28, 2024.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash consideration
8.	Cost of acquisition and/or the price at which the shares are acquired	Cost of acquisition of further equity shares of JMFARC by the Company is ₹ 536,04,96,525/- (Rupees Five Hundred Thirty Six Crore Four Lakh Ninety Six Thousand Five Hundred Twenty Five only) comprising 35,73,66,435 (Thirty Five Crore Seventy Three Lakh Sixty Six Thousand Four Thirty Five) equity shares of the face value of ₹ 10/- (Rupees Ten only) each at an issue price of ₹ 15/- (Rupees Fifteen only) per share.
9.	Percentage of shareholding/control acquired and/or number of shares acquired	Post the acquisition as above, the Company's holding in JMFARC has increased from 53.62% (effective shareholding 58.28%) to 71.79% (effective shareholding 76.45%).
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>As mentioned earlier, JMFARC is an existing subsidiary of the Company, whose further equity shares have been acquired pursuant to the rights offer made by JMFARC. JMFARC was incorporated on September 19, 2007 and is an asset reconstruction company registered with the Reserve Bank of India under the provisions of the SARFAESI Act, 2002. JMFARC is engaged, inter alia, in the business of acquisition of non-performing assets from the banks/financial institutions, and implementing resolution strategies for such acquired assets.</p> <p>For turnover of last 3 years, please refer to the response at clause no. 1 above.</p> <p>JMFARC has presence in India.</p>