

August 3, 2019

BSE Limited

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

National Stock Exchange of India Limited

Exchange Plaza
Plot No. C – 1, G Block
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400051

Security Code : **523405**

Security Code : **JMFINANCIL**

Dear Sirs,

Sub: Public issue by JM Financial Products Limited, by way of the Tranche II issue of secured, rated, listed, redeemable, non-convertible debentures of face value ₹1,000 each ("Secured NCDs") with a base issue size of ₹100 crore with an option to retain oversubscription up to ₹400 crore, aggregating up to ₹500 crore ("Tranche II Issue") which is within the shelf limit of ₹ 2,000 crore ("Shelf Limit")

We wish to inform you that one of our material subsidiaries, namely, JM Financial Products Limited (JMFPL), has filed the Tranche II prospectus, with the Registrar of Companies, Maharashtra, Mumbai, BSE Limited and the Securities and Exchange Board of India in compliance with the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended. The said Tranche II prospectus is dated July 31, 2019 and pertains to the public issue of Secured NCDs with a base issue size of ₹100 crore with an option to retain oversubscription up to ₹400 crore aggregating up to ₹500 crore, which is within the Shelf Limit.

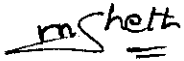
Further we are also enclosing herewith the press release dated August 3, 2019 made by JMFPL in this regard.

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

Thank You.

Yours faithfully,

For JM Financial Limited



Manish Sheth

Chief Financial Officer

JM Financial Limited

Corporate Identity Number : L67120MH1986PLC038784

Regd. Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025.

T: +91 22 6630 3030 F: +91 22 6630 3223 www.jmfi.com

Issue Structure:

In **Series 1**, Coupon rate will be paid on an annual basis at a rate of 10.20%; and the tenor is 38 months. The Effective Yield (per annum) is 10.21%.

In **Series II**, the tenor is 38 months and the redemption amount per NCD is Rs. 1,360.54. The Effective Yield (per annum) is 10.20%.

In **Series III**, Coupon rate will be paid on an annual basis at a rate of 10.30% and the tenor is 60 months. The Effective Yield (per annum) is 10.29%. Call option may be exercised by the Company at any time after 36 months from the Deemed Date of Allotment.

In **Series IV**, Coupon rate will be paid on monthly basis at a rate of 9.85%; and the tenor is 60 months. The Effective Yield (per annum) is 10.30%. Call option may be exercised by the Company at any time after 36 months from the Deemed Date of Allotment.

In **Series V**, The tenor is 84 months and the redemption amount per NCD is Rs. 2,000. The Effective Yield (per annum) is 10.40%.

Category III Investors (High Net-worth Individuals Investors or HNIs) are defined as Resident Indian Individuals and Hindu Undivided Families through the Karta applying for an amount aggregating to above Rs. 10,00,000 across all Series of NCDs in the Issue. Category IV Investors (Retail Individual Investors) are defined as Resident Indian individuals and Hindu Undivided Families through the Karta applying for an amount

aggregating up to and including Rs. 10,00,000 across all Series of NCDs in the Issue.

Eligibility to receive Additional Incentives

The initial Allottees being Resident Indian Individuals forming part of Category III (High Net-worth Individual Investors other than Hindu Undivided Families) and Category IV (Retail Individual Investors other than Hindu Undivided Families) in the Tranche II Issue who are Senior Citizens (above 60 years of age) on the Deemed Date of Allotment shall be eligible for an additional incentive of 0.10% p.a. provided that, the NCDs issued under the proposed Tranche II Issue are continued to be held by such investors on the relevant Record Date for the relevant Coupon / Interest Payment Date for the relevant Series

Press Release

**JM Financial Products Limited's – Tranche II Issue for Secured
NCD Issue to open on August 6, 2019
Effective yield of upto 10.40%* for Series V**

- Ratings - **CRISIL AA/Stable** by CRISIL and **[ICRA] AA /(Stable)** by ICRA - indicate **high degree of safety** regarding timely servicing of financial obligations
- For Tranche II Issue, **Base Issue size** is **Rs. 100 crore** with an option to retain **oversubscription upto Rs. 400 crore aggregating upto Rs. 500 crore** which is within the Shelf Limit of Rs 2000 crore
- Minimum application size **Rs. 10,000** collectively across all Series -Tenor ranging **38, 60 and 84 months**
- Additional incentive of 0.10% p.a. to eligible Senior Citizens
- Allotment on **first-come, first-serve** basis;
- Investors can **apply** for NCDs only in **dematerialized** form
- **No TDS** applicable for NCDs held in dematerialized form

Mumbai, August 3, 2019: JM Financial Products Limited (the "Company"), a flagship NBFC arm of the JM Financial Group providing integrated financial solutions through lending, syndication, participation in lending for securities issuance and distribution proposes to open Tranche II on Tuesday, August 6, 2019, a public issue of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures ("Secured NCDs") of face value of Rs. 1,000 each with a Base Issue size of Rs. 100 crore with an option to retain oversubscription up to Rs. 400 crore aggregating upto Rs. 500 crore ("Tranche II Issue"), which is within the Shelf Limit of Rs. 2,000 crore.

The Issue is scheduled to close on Wednesday, September 4, 2019 with an option of early closure or extension as decided by the Board of Directors of the Company ("Board") or the NCD Public Issue Committee constituted by the Board of Directors.

Mr. Vishal Kampani, Managing Director, JM Financial Products Limited, (also MD, JM Financial Group), said, "The Company has demonstrated a consistent track record of profitable growth. Its key strengths are diversified product portfolio and a strong credit profile. The Company's gross NPA as of Q1FY20 stood at 0.1% of the loan book. The Company will persist with its focus on risk –adjusted profitability. Our public issue of NCDs will further diversify our borrowing and investor mix."

The minimum application amount is Rs. 10,000/- collectively across all Series of NCDs and in multiples of One (1) NCD of face value of Rs. 1,000/- each after the minimum application. Allotment is on a first-come-first-serve basis (except on the date of oversubscription, if any, when all the investors applying on the said date will get allotment on a proportionate basis). Investors have to apply for NCDs only in dematerialized form.

Ratings by CRISIL and ICRA indicate 'High degree of safety'

The NCDs have been rated "CRISIL AA/STABLE" by CRISIL for an amount upto Rs. 2,000 crores vide its letter dated January 3, 2019 which has been revalidated on July 30, 2019 and have been rated "[ICRA] AA/STABLE" for an amount of upto Rs. 2,000 crores vide its letter dated January 9, 2019 and further revalidated on July 24, 2019. The rating of the NCDs by CRISIL and ICRA indicates high degree of safety regarding timely servicing of financial obligations.

The NCDs offered through the Tranche II Prospectus read with the Shelf Prospectus are proposed to be listed on BSE Limited ("Designated Stock Exchange").

The Lead Managers to the Issue are A. K. Capital Services Limited, JM Financial Limited** and Trust Investment Advisors Private Limited

* For Series V, 84 months – Cumulative option

**In compliance with the proviso to Regulation 21A(1) of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended, read with Regulation 23(3) of the Securities and Exchange Board of India (ICDR) Regulations, 2018, as amended, JM Financial Limited will be involved only in marketing of the Issue.

Notes to the Editor: About JM Financial Products Limited

JM Financial Products Limited ("the Company", "JMFPL") is a "Systemically Important Non –Deposit Taking NBFC" (NBFC-ND-SI) registered with the Reserve Bank of India. The Company has broadened its services from lease syndication and vehicle leasing to offering financial solutions through lending, syndication, participation in lending for securities issuance and distribution. JMFPL is focused on offering a broad suite of secured and unsecured loan products which are customized to suit the needs of the corporates, SMEs and individuals. The Company broadly operates under four verticals viz. (i) fixed income division (structured financing) ("FID (structured financing)"); (ii) fixed income division (real estate financing) ("FID (real estate financing)"); (iii) capital market financing; and (iv) SME financing.

- FID (structured financing) – The Company's wholesale financing segment to corporates includes all types of structured lending to companies across various sectors, promoter financing against listed / unlisted securities and property collateral, acquisition financing, subordinated or mezzanine financing, other secured lending and syndication.
- FID (real estate financing) – The Company's real estate financing segment includes loan against land, loan against project at early stage, project funding, loan against ready residential / commercial property and loan against shares.
- Capital market financing – The Company's capital market financing segment includes loans against securities, margin trade financing, arbitrage, buy now sell later, ESOP financing, broker financing, public offer financing and personal loans.

SAFE Example: Under this account, The Community provides loans for varied purposes such as