

QUARTERLY INTEGRATED FILING (GOVERNANCE)

1. Name of the Listed Entity – JM Financial Limited
2. Quarter ended – December 31, 2024

A. COMPLIANCE REPORT ON CORPORATE GOVERNANCE

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity (with reference to Regulation 17A of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (with reference to proviso to Regulation 17A (1) and 17A(2) of Listing Regulations)	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) ^{@@}	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) ^{\$, @@}
Mr.	Nimesh N Kampani	00009071	Chairperson- Non-Executive - Non Independent Director	12-06-1987	02-08-2022	-		30-09-1946	1	0	1	0
Mr.	Vishal N Kampani*	00009079	Executive - Vice Chairman and Managing Director	03-02-2016	01-10-2024	-		30-01-1977	2	1	2	0
Ms.	Jagi Mangat Panda	00304690	Non-Executive – Independent Director	31-03-2015	31-03-2020	-	117.00	06-11-1966	2	1	4	2
Mr.	Palamadai Sundararajan Jayakumar [#]	01173236	Non-Executive – Independent Director	30-07-2020	30-07-2020	-	53.01	08-04-1962	7	7	9	4
Mr.	Navroz Darius Udwadia	08355220	Non-Executive – Independent Director	09-12-2021	09-12-2021	-	36.22	23-12-1973	1	1	0	0
Ms.	Roshini Hemant Bakshi	01832163	Non-Executive – Independent Director	09-12-2021	09-12-2021	-	36.22	30-03-1967	2	1	2	0
Mr.	Pradip Manilal Kanakia	00770347	Non-Executive – Independent Director	07-02-2022	07-02-2022	-	34.24	04-06-1960	6	6	8	4
Mr.	Sumit Bose	03340616	Non-Executive – Independent Director	24-05-2022	24-05-2022	-	31.07	29-03-1954	3	3	6	3
Mr.	Adi Rusi Patel [@]	02307863	Executive – Managing Director	01-10-2021	01-10-2024	-		23-02-1969	1	0	2	0

* Appointment of Mr. Vishal N Kampani, the Vice Chairman of the Company as its Managing Director for a period of five (5) years w.e.f. October 1, 2024.
Re-appointment of Mr. Palamadai Sundararajan Jayakumar as an Independent Director of the Company for a second term of five (5) consecutive years w.e.f. July 30, 2025.
[@] Re- appointment of Mr. Adi Rusi Patel as Managing Director of the Company for a period of three (3) years w.e.f. October 1, 2024.
The above mentioned appointment/re-appointment of the Directors were approved by the shareholders of the Company through Postal Ballot on November 28, 2024.
^{\$} Inclusive of memberships of the Committees.
^{@@} While calculating the committee positions of the Directors, all listed and unlisted public companies including high value debt listed companies have been considered.

Whether Regular Chairperson appointed –Yes
Whether Chairperson is related to MD or CEO – Yes

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II. Composition of Committees					
Name of the Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Pradip Manilal Kanakia 2. Mr. Palamadai Sundararajan Jayakumar 3. Ms. Roshini Hemant Bakshi 4. Mr. Sumit Bose	Chairperson-Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive-Independent Director Non-Executive-Independent Director	22-04-2022 22-04-2022 22-04-2022 02-08-2022	- - - -
2. Nomination and Remuneration Committee	Yes	1. Mr. Palamadai Sundararajan Jayakumar 2. Mr. Nimesh N Kampani 3. Ms. Roshini Hemant Bakshi 4. Ms. Jagi Mangat Panda	Chairperson-Non-Executive-Independent Director Non-Executive-Non – Independent Director Non-Executive- Independent Director Non-Executive- Independent Director	22-04-2022 06-05-2014 22-04-2022 22-04-2022	- - - -
3. Risk Management and Environmental Social and Governance Committee	Yes	1. Mr. Palamadai Sundararajan Jayakumar 2. Mr. Vishal N Kampani 3. Mr. Adi Rusi Patel 4. Mr. Navroz Darius Udwadia	Chairperson-Non-Executive-Independent Director Executive–Vice Chairman and Managing Director Executive–Managing Director Non-Executive-Independent Director	22-04-2022 23-01-2019 23-01-2019 22-04-2022	- - - -
4. Stakeholders’ Relationship Committee	Yes	1. Ms. Jagi Mangat Panda 2. Mr. Nimesh N Kampani 3. Mr. Adi Rusi Patel	Chairperson-Non-Executive-Independent Director Non-Executive-Non-Independent Director Executive –Managing Director	18-07-2018 19-03-2010 12-02-2024	- - -
5. Corporate Social Responsibility Committee	Yes	1. Mr. Nimesh N Kampani 2. Mr. Pradip Manilal Kanakia 3. Ms. Jagi Mangat Panda	Chairperson-Non-Executive-Non-Independent Director Non-Executive – Independent Director Non-Executive – Independent Director	06-05-2014 22-04-2022 22-04-2022	- - -

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
-	Yes	7	5	July 6, 2024	
-	Yes	8	5	August 6, 2024	30 days between August 6, 2024 and July 6, 2024
-	Yes	8	5	September 20, 2024	44 days between September 20, 2024 and August 6, 2024
October 25, 2024	Yes	7	4	-	34 days between October 25, 2024 and September 20, 2024

*to be filled in only for the current quarter meetings.

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IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1. Audit Committee	-	-	-	-	July 6, 2024	29 days between August 5, 2024 and July 6, 2024
	October 25, 2024	Yes	3	3	August 5, 2024	80 days between October 25, 2024 and August 5, 2024
2. Nomination and Remuneration Committee	-	-	-	-	September 20, 2024	-
3. Risk Management and Environmental Social and Governance Committee**	October 3, 2024	Yes	3	1	September 20, 2024	12 days between October 3, 2024 and September 20, 2024
4. Stakeholders' Relationship Committee	October 25, 2024	Yes	2	0	August 5, 2024	80 days between October 25, 2024 and August 5, 2024

*to be filled in only for the current quarter meetings.
** The meeting held on September 20, 2024 was adjourned and also held on October 3, 2024.

V. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management and Environmental Social and Governance Committee 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 5. This report and/or the report submitted in the previous quarter have been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: The Board of Directors at its meeting held on October 25, 2024, had noted the contents of the corporate governance report for the quarter ended September 30, 2024. The corporate governance report for the quarter ended December 31, 2024 will be placed before the Board of Directors at its next meeting.			
VI. Details of Cyber Security Incidence			
<table><tr><td>Whether as per Regulation 27(2)(ba) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there has been cyber security incidents or breaches or loss of data or documents during the quarter.</td><td>Yes/No</td></tr></table>		Whether as per Regulation 27(2)(ba) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there has been cyber security incidents or breaches or loss of data or documents during the quarter.	Yes/No
Whether as per Regulation 27(2)(ba) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, there has been cyber security incidents or breaches or loss of data or documents during the quarter.	Yes/No		
For JM Financial Limited Hemant Pandya Company Secretary & Compliance Officer			

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B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	6
No. of investor complaints disposed off during the Quarter	3
No. of investor complaints those remaining unresolved at the end of the Quarter	3

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
During the quarter ended December 31, 2024, the Company has not acquired any shares or voting rights in unlisted companies in terms of the aforesaid requirements.					

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
During the quarter ended December 31, 2024, there was no fine or penalty imposed on the Company in terms of the aforesaid requirements.					

E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
Not Applicable, as there were no material tax litigations or disputes reported earlier in terms of the aforesaid requirements.				