

Morgan Stanley

May 19, 2016

Listing Department
Bombay Stock Exchange Ltd
P.J.Towers, Dalal Street
Mumbai – 400 001
Fax: +91 22 2272 3121
Script Code: JMFINANCIL

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E)
Mumbai – 400 051
Fax: +91 22 2659 8237
Script Symbol: JMFINANCIL

Company Secretary
JM Financial Limited
7th Floor, Cnergy,
Appasaheb Marathe Marg,
Prabhadevi,
Mumbai 400 025
Phone: +91 22 6630 3030
Fax: +91 22 6630 3223

ANNEXURE - 2

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | |
|---|--------------------------------------|----------------------------|------------------------|
| Name of the Target Company (TC) | JM Financial Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Morgan Stanley Asia (Singapore) Pte. | | |
| Whether the acquirer belongs to Promoter/Promoter group | No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | NSE and BSE | | |
| Details of the acquisition /disposal as follows | Number | % w.r.t.total share/voting | % w.r.t. total diluted |

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| | | capital wherever applicable(*) | share/voting capital of the TC (**) |
|--|------------|--------------------------------------|---|
| Before the acquisition under consideration, holding of : | | | |
| a) Shares carrying voting rights | 40,843,954 | 5.1728% | 5.1728% |
| b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others) | | | |
| c) Voting rights (VR) otherwise than by shares | | | |
| d) Warrants/convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | | | |
| e) Total (a+b+c+d) | 40,843,954 | 5.1728% | 5.1728% |
| Details of acquisition/sale | | | |
| a) Shares carrying voting rights acquired / sold | -3,301,955 | -0.4182% | -0.4182% |
| b) VRs acquired otherwise than by shares | | | |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold | | | |
| d) Shares encumbered/invoked/released by the acquirer | | | |
| e) Total (a+b+c+/-d) | -3,301,955 | -0.4182% | -0.4182% |

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| | | | |
|--|------------------|---------|---------|
| After the acquisition/sale, holding of | | | |
| a) Shares carrying voting rights | 37,541,999 | 4.7546% | 4.7546% |
| b) Shares encumbered with the acquirer | | | |
| c) VRs otherwise than by shares | | | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | | | |
| e) Total (a+b+c+d) | 37,541,999 | 4.7546% | 4.7546% |
| Mode of acquisition/sale (e.g. open market / off-market/public issue/ rights issue/ preferential allotment/inter-setransfer etc). | Open Market Sale | | |
| Date of acquisition /sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable | May 17, 2016 | | |
| Equity share capital / total voting capital of the TC before the said acquisition/sale | 789,589,017 | | |
| Equity share capital/ total voting capital of the TC after the said acquisition/sale | 789,589,017 | | |
| Total diluted share/voting capital of the TC after the said acquisition | 789,589,017 | | |

Note:

(*) total share capital. Voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Signature of the acquirer/seller/Authorised Signatory / Annie Gong, Executive Director

Place: Shanghai
Date: May 19, 2016

