

JM Financial Limited

Corporate Presentation

October 2015

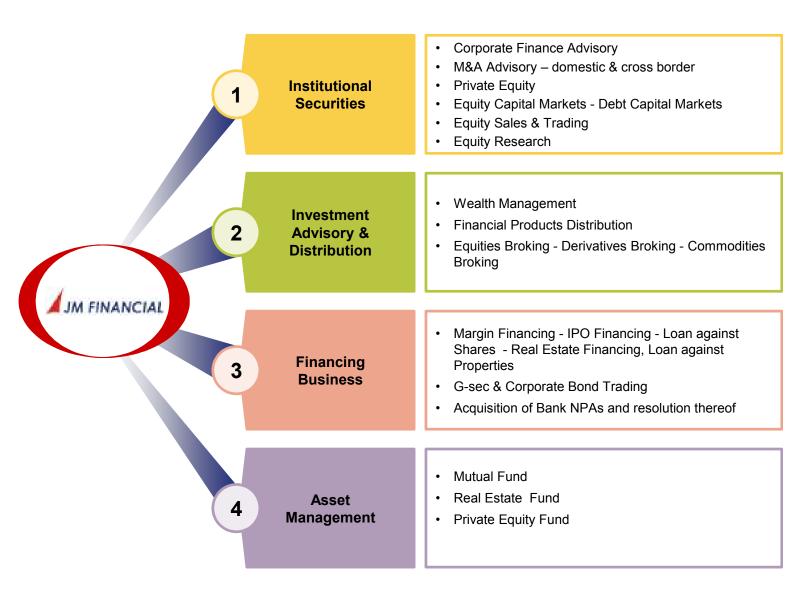
Safe Harbour

This presentation describing our activities, projections and expectations for the future, may contain certain 'forward looking statements' within the meaning of applicable laws and regulations. The actual results of business may differ materially from those expressed or implied due to various risk factors and uncertainties. These risk factors and uncertainties include the effect of domestic as well as global economic and political events, volatility in interest rates and in the securities market, new regulations and government policies that may impact our businesses as well as ability to implement our strategies. We are under no obligation to publicly amend, modify or revise any forward looking statement on the basis of any subsequent developments, information or events and assume no liability for any action taken by anyone on the basis of any information contained herein.



Sustainable Growth – Oriented Portfolio

- Servicing clients across the financial services spectrum
- PAN India Presence
- Firm four-decade footprints
 proven track record of growth & sustainability
- Pioneered innovative products in the financial services space
- Trusted & preferred partner – client centric business model



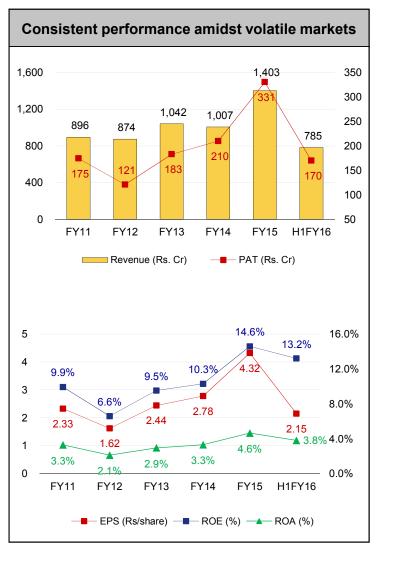


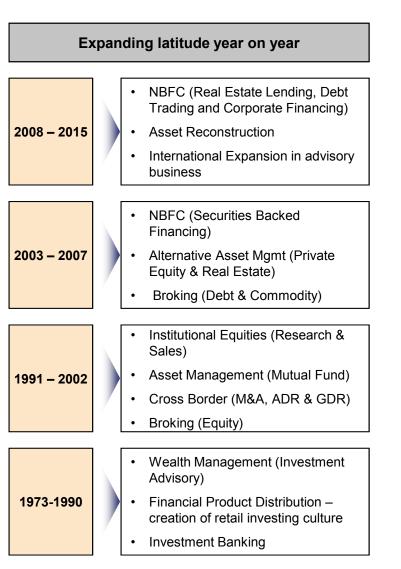
Accelerated Pace of Growth

- Four decades of prominent presence depicting –
 - value driven growth and;
 - long-term sustainability
- Q2 FY16 highlights -
 - Revenue Rs. 402 Cr
 - PBT Rs. 168 Cr
 - Net profit before minority interest Rs. 127 Cr

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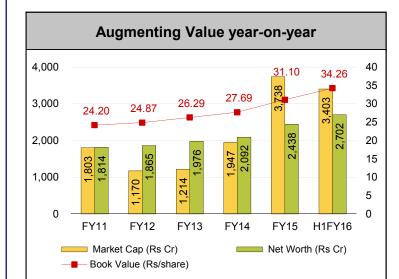
- EPS Rs. 1.23
- ROE 15.1%
- ROA 4.4%

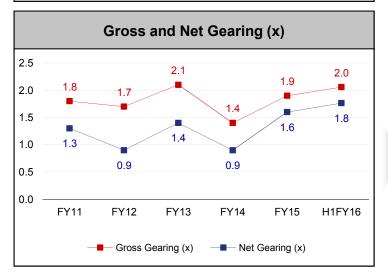




Delivering Value

- Delivering consistent superior returns to shareholders -
- Stock trading at a P/E of around 8.7x vs. peer avg of 16.9x and a P/B of 1.3x vs. peer avg of around 2.3x
- Continued focus on maximizing shareholders' return

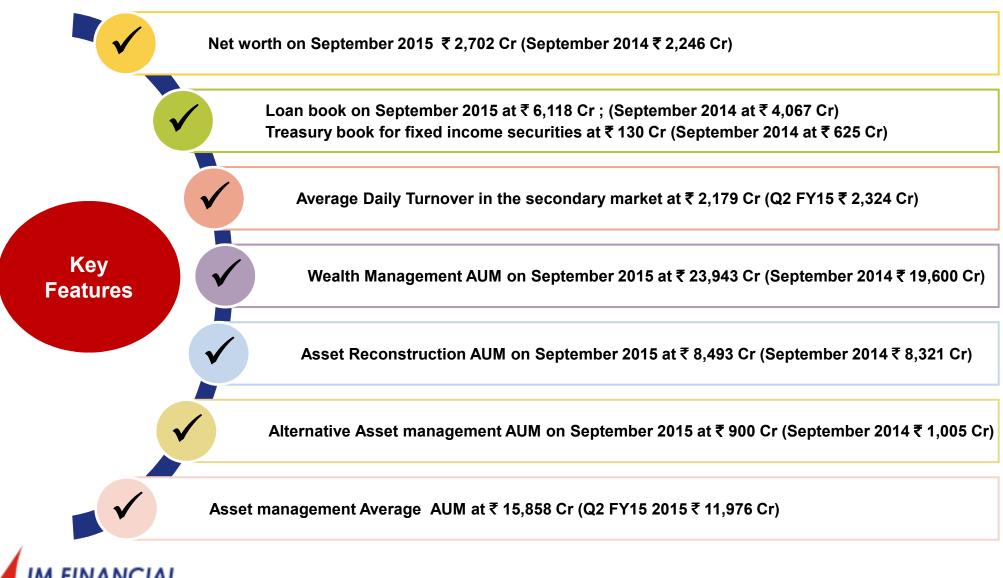




Stock performance vs. Indices				
Stock / Index	12-M	3-Y		
JMFL	-4%	163%		
CNX 500	5%	52%		
CNX Smallcap	9%	58%		
CNX Bank	4%	55%		
CNX Finance	7%	57%		

Conservative D/E depicting business strength, adequate cash cushion and strong business model

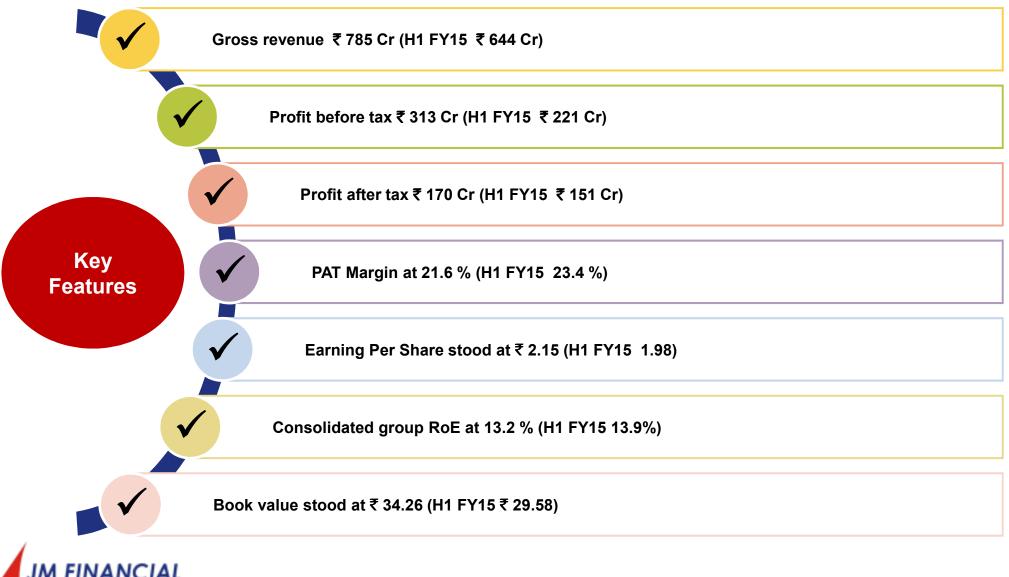
Key features of Consolidated Financial performance



I : Half yearly performance – H1 FY16



Key features of H1 FY16 Consolidated Financial performance



Results for H1 FY16 (Consolidated)

₹ Cr	H1 FY16	H1 FY15	YoY
Gross Revenue	785	644	22%
Sub-brokerage	39	49	(21%)
Employee cost	129	126	3%
Operating cost	55	47	18%
Finance cost	239	193	24%
Depreciation	10	9	13%
Profit before tax	313	221	42%
Profit after tax	210	155	35%
Minority interest / Associate	-40	-4	773%
Net Consolidated profit	170	151	13%



Segment performance

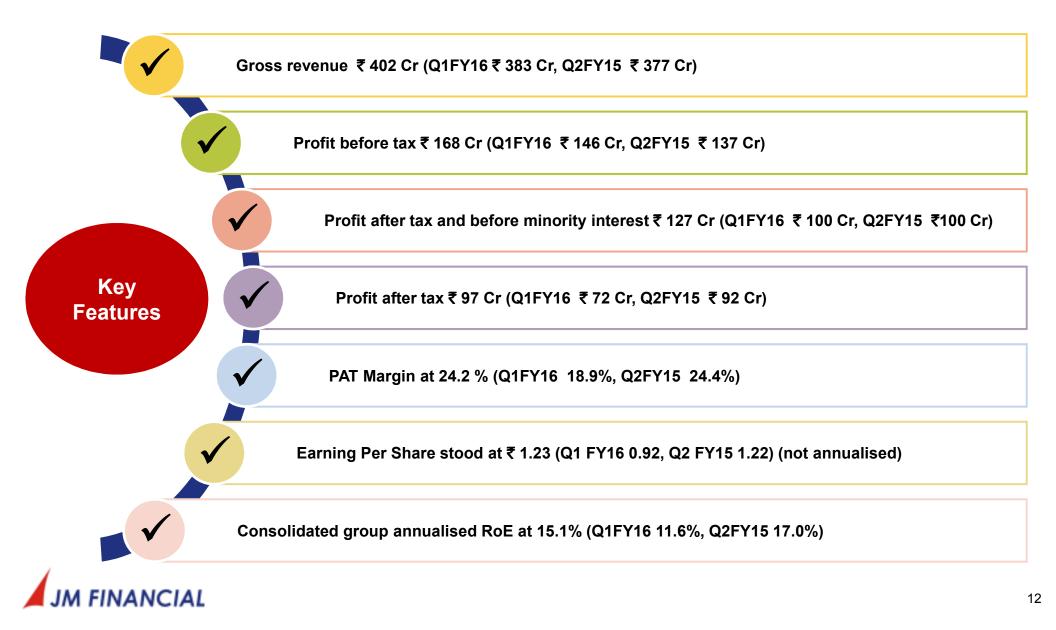
Segment revenue	H1 FY16	H1 FY15	YoY
Investment banking and securities business	243	259	(6%)
Fund based activities	494	346	43%
Alternative asset management	5	14	(62%)
Asset management	39	18	121%
Others	127	106	19%
Total Segment Revenue	908	743	22%
Less: Inter - segmental revenue	123	99	(24%)
Total Revenue	785	644	22%
Segment PAT	H1 FY16	H1 FY15	YoY
Investment banking and securities business	31	44	(30%)
Fund based activities	128	89	44%
Alternative asset management	1	7	(88%)
Asset management	11	4	193%
Others	-1	6	(124%)
Total	170	151	13%



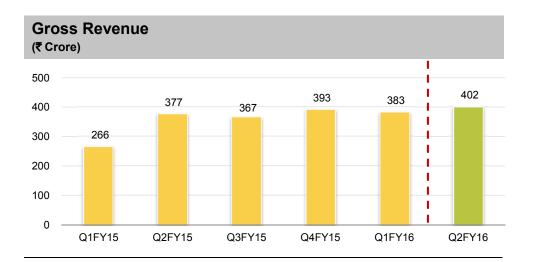
II : Quarterly performance – Q2 FY16

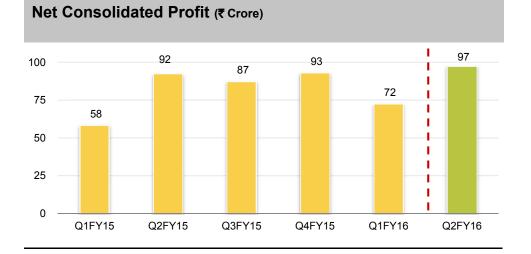


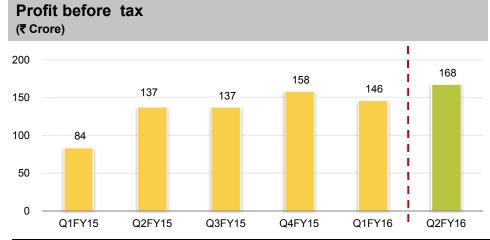
Key features of Q2 FY16 Consolidated Financial performance

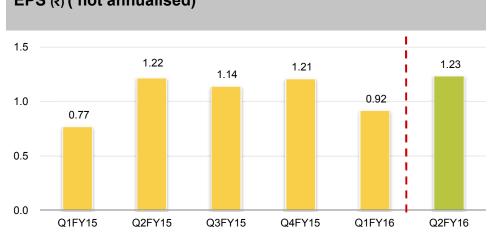


Consolidated Financial Performance – Quarter by Quarter Snapshot



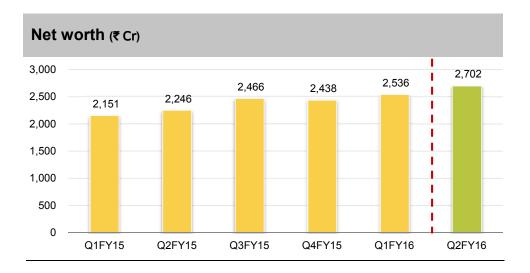


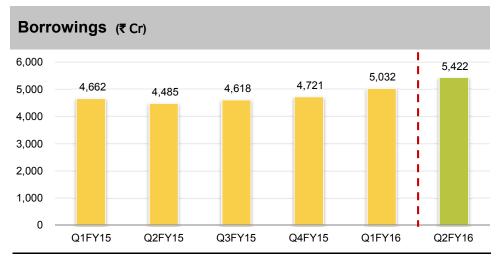




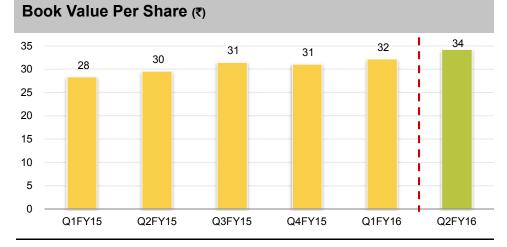
EPS (₹) (not annualised)

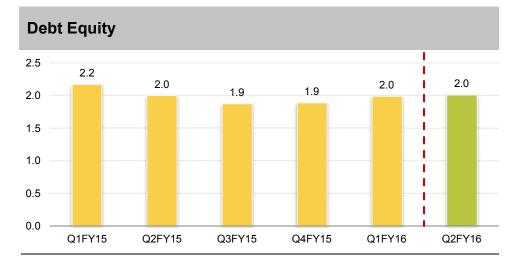
Consolidated Financial Performance – Quarter by Quarter Snapshot





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Results for Q2 FY16 (Consolidated)

₹ Cr	Q2 FY16	Q1 FY16	QoQ	Q2 FY15	YoY
Gross Revenue	402	383	5%	377	6%
Sub-brokerage	19	20	-4%	24	(20%)
Net Revenue	382	363	5%	353	8%
Employee cost	64	65	-3%	75	(16%)
Operating cost	28	27	2%	26	6%
Finance cost	119	120	-1%	110	8%
Depreciation	5	5	5%	5	10%
Profit before tax	168	146	15%	137	22%
Profit after tax	112	97	15%	98	15%
Minority interest / Associate	-15	-25	-39%	-6	176%
Net Consolidated profit	97	72	34%	92	5%

Segment performance

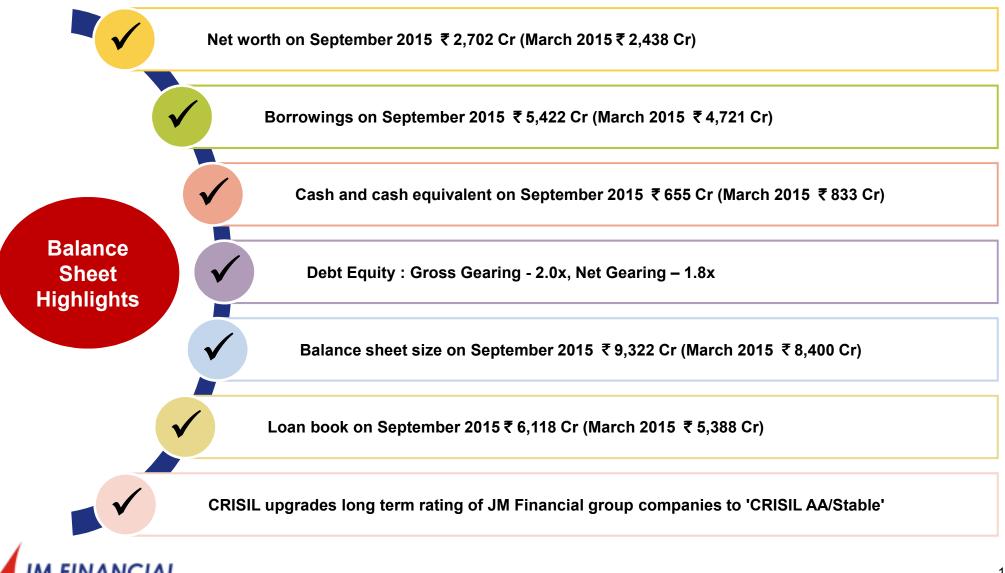
Segment revenue	Q2 FY16	Q1 FY16	QoQ	Q2 FY15	YoY
Investment banking and securities business	119	124	(4%)	151	(21%)
Fund based activities	252	241	5%	204	24%
Alternative asset management	3	3	(13%)	9	(74%)
Asset management	25	15	67%	11	130%
Others	25	102	(75%)	91	(72%)
Total Segment Revenue	423	484	(13%)	465	-9%
Less: Inter - segmental revenue	22	101	(79%)	88	(75%)
Total Revenue	402	383	5%	377	6%
Segment PAT	Q2 FY16	Q1 FY16	QoQ	Q2 FY15	YoY
Investment banking and securities business	15	16	(8%)	30	(50%)
Fund based activities	74	54	37%	52	42%
Alternative asset management	0	1	(53%)	6	(95%)
Asset management	8	4	107%	3	155%
Others	1	-2	(130%)	2	(62%)
Total	97	72	34%	92	5%

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III : Balance sheet highlights



Balance Sheet Highlights



Summary Balance Sheet

₹ Cr	As at September 30, 2015	As at March 31, 2015
Equity and Liabilities		
Shareholders' Funds	2,702	2,438
Minority Interest	602	655
Borrowings	5,422	4,721
Other Liabilities and Provisions	596	586
TOTAL	9,322	8,400
Assets		
Loan book	6,118	5,388
Investment and Treasury fund	1,666	1,472
Arbitrage and trading book	546	359
Other assets	992	1,181
TOTAL	9,322	8,400



Investment Banking

- Over three decades of leadership in M&A and Capital Markets
- Strong track record of landmark M&A transactions
- Pioneer of innovation in structuring and product offerings
- Wide & deep sectoral coverage both from a corporate finance & research perspective

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Offerings

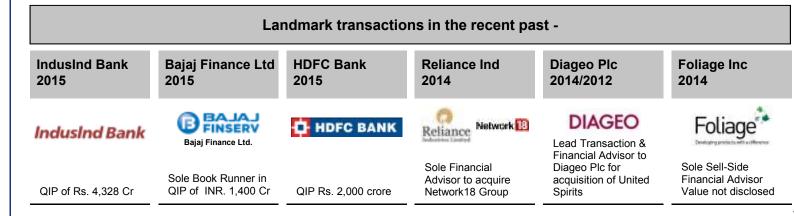
 Full service investment bank with over four decades of experience and leadership in M&A and Capital Markets, focused on capital raising, mergers & acquisitions, private equity and debt raising for Indian Corporates in domestic and international capital markets

Recognition

Awarded a number of recognitions over the years from Euromoney and Finance Asia. Awarded 'Investment Bank of the Year' & 'India Deal of the Year (Large Markets)' at recently conducted M&A Atlas Awards

Strengths

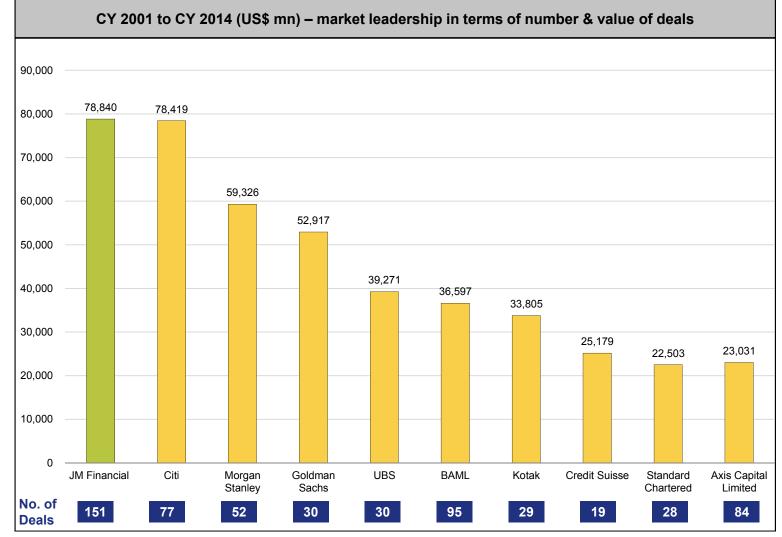
- Key strength lies in innovative structuring and execution of complex and challenging deals
- Strong Long-term Indian Corporate relationships
- Leadership positions in all product areas and unmatched market share for landmark transactions
- Best-in-Class Execution Team with focus on client satisfaction
- Expanding presence in International Markets viz; Singapore and USA. Built effective partnerships to expand reach & access to international companies



M&A Market Leader

- Recent Awards
 - BW Business World Magna Awards 2015 – "M&A Deal Maker of the Year"
 - The Asset's Triple A Country Awards 2014 – "Best M&A House in India"
 - Foliage deal awarded
 "Deal of the Month" by
 "Acquisition International Magazine" in its June
 2014 edition
 - M&A Atlas Awards 2013
 "India Deal of the Year (Large Markets)" and "Investment Bank of the Year"
 - India's best dealmakers 2012 (Business World) – "Deal of the year"

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Source: JM Financial deal database, Merger Market data as of December 31, 2014

Note: 1. JN

JM Financial and Morgan Stanley deals include transactions advised in JV between CY2001-2007

Snapshot for Q2FY16

Acted as Global Coordinator and BRLM to Qualified Institutional Placement by Indusind Bank – Rs. 4,328 crore

Acted as selling broker to the Offer for Sale by Indian Oil Corporation Limited - Rs.9,396 crore

Acted as selling broker to the Offer for Sale by Network 18 Media and Investments - Rs.182 crore

Acted as the lead financial advisor to Adani Enterprises Limited on its composite scheme of arrangement and subsequent listing of a resultant company, Adani Transmission Limited

Acted as financial and structuring advisor to Balkrishna Industries Limited for its scheme of arrangement pertaining to demerger of its paper division undertaking and subsequent listing of the resultant company

Acted as advisor for listing of Gujarat Gas Limited (resultant company) pursuant to its scheme of arrangement

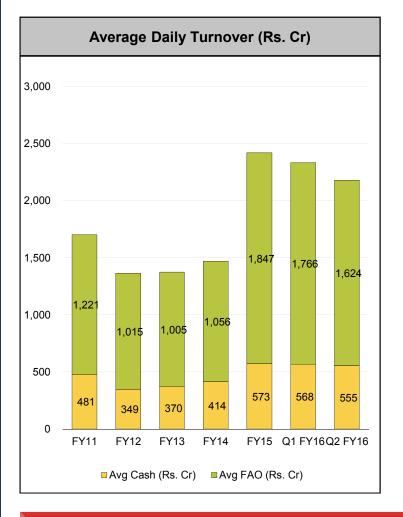
Acted as advisor on sale of Telangana based grain spirit distillery, Shasta Bio Fuels to Allied Blenders & Distillers

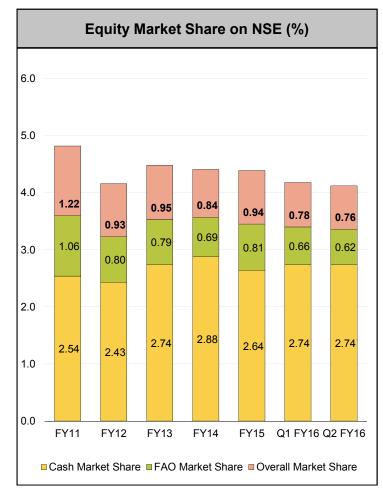
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Investment Advisory, Distribution and Equity Research & Broking

- Worldwide institutional reach - dominant global & local institutional franchise
- Institutional distribution strength - We cover 150 funds across regions
- Average daily turnover in Q2FY16 - Rs. 2,179 Cr
- Market share on NSE in Q2FY16 - 0.76%
- Extensive research coverage - over 170 companies
- Wealth management AUM - Rs. 23,943 Cr
- Around 7,650 active IFDs in 111 cities

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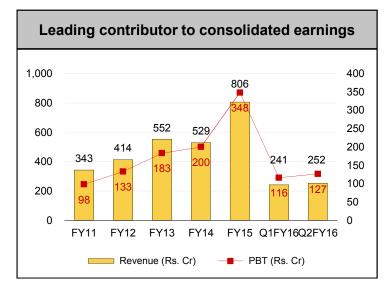


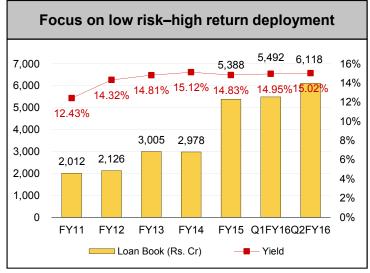
Significant turnover in Cash translating in higher returns

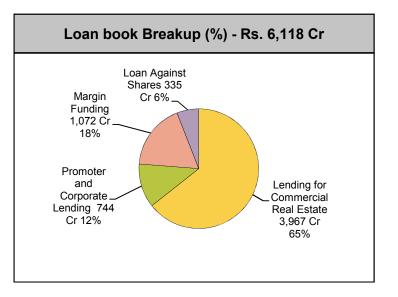
Lending Business

Strong growth potential driven by healthy fundamentals –

- Loan book Rs. 6,118 Cr
- Net Interest Margin 8.31%
- Gross NPA at 0.8 % Rs. 47.13 Cr (Net NPA at 0.6% - Rs. 36.85 Cr)



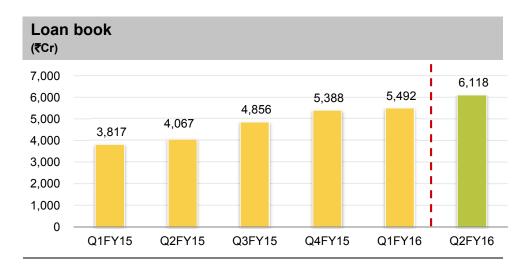


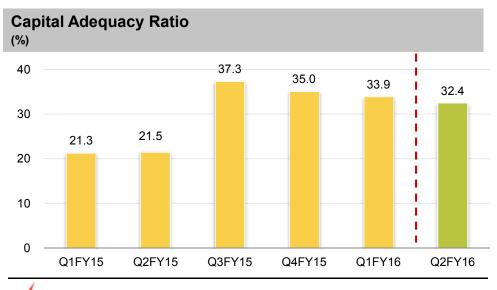


Focus on increasing Real Estate lending which is expected to increase the yields further

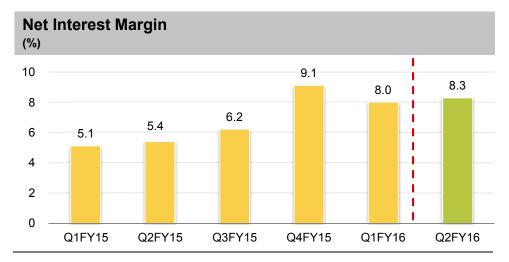


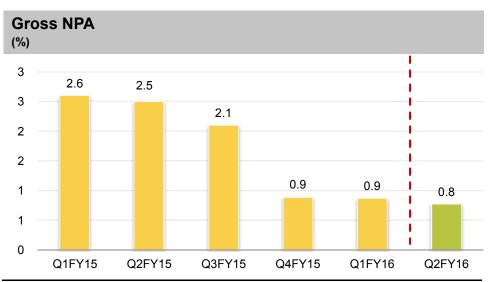
Highlights – Fund based activities



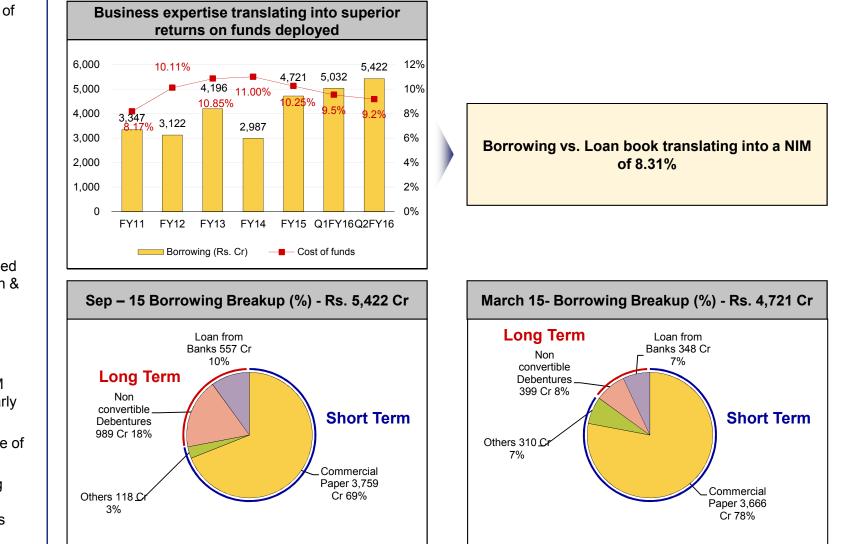


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Borrowing Profile



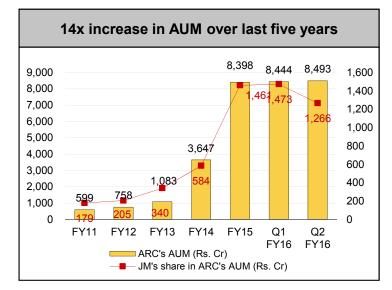
Near term focus on diversifying sources of funds and lenders' profiles

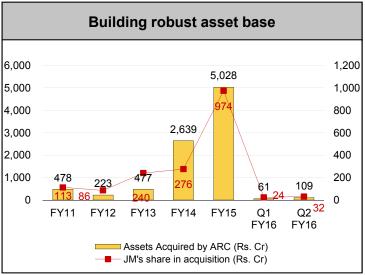
- Capital Adequacy Ratio of 32%
- Long term debt rating: CRISIL AA STABLE
 ICRA AA STABLE
- Short term debt rating: CRISIL A1+ ICRA A1+
- Business strength coupled with visible future growth & long-term sustainability facilitate minimal debt servicing risk
- Group Borrowing & ALM committee meets regularly to -
 - review the ALM profile of the Group
 - advise on diversifying borrowings based on asset maturity profiles



Asset Reconstruction

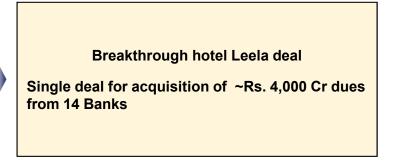
- RBI registered ARC engaged in the business of Distressed Assets management in India
- Highest capitalized private sector ARC in the Indian industry
- Current AUM of ~ Rs. 8,493 Cr comprising Corporate, SME and Retail portfolios
- In-house legal expertise and synergies from group wide professional expertise





Significant potential upside in the asset reconstruction business

- RBI's concern over Bank NPA's expected to increase the sell-down of distressed assets to ARCs
- Recent amendments expected to pave way for better & quicker returns –
 - improve quality of sell-down by Banks at proper valuation
 - better due diligence by ARCs
 - speedy recovery due to early involvement of ARCs





Asset Reconstruction

Snapshot for Q2FY16

AUM at ₹ 8,493 Cr (June 2015 ₹ 8,444 Cr)

JM ARC share in total AUM at ₹ 1,266 Cr (June 2015 ₹ 1,473 Cr)

Assets acquired during the quarter at ₹ 109 Cr (Q1FY16 ₹ 61 Cr)

JM ARC share in acquisition during the quarter at ₹ 32 Cr (Q1FY16 ₹ 24 Cr)

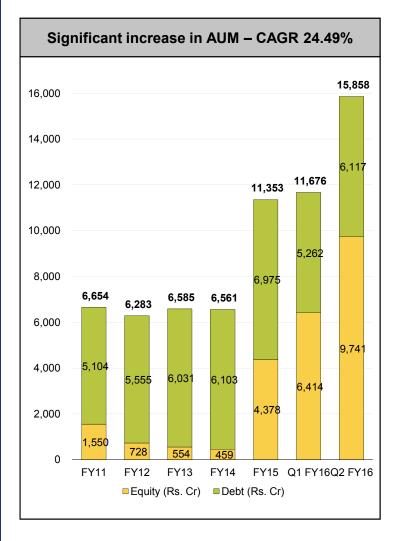
Assets Redeemed during the quarter at ₹ 60 Cr (Q1FY16 ₹ 15 Cr)

JM ARC share in redemption during the quarter at ₹ 27 Cr (Q1FY16 ₹ 11 Cr)



Asset Management

- One of the well capitalized and profitable AMC in the industry
- AUM as on Sep 15 for Alternative Asset Management
 - PE fund 640 Cr
 - RE fund 260 Cr
 - Total 900 Cr



As on September 30, 2015

- Quarterly Average AUM (QAAUM): INR 15,858 Cr
- Rank (QAAUM): 17 among 43 Mutual Funds
- Market Share: 1.21%

Reach

- Servicing and Investor base of around 180,000 through 18 branches and 81 Investor Service Centres
- 15 schemes categorized under Long Term Debt, Short Term Debt, Balance, Equity Arbitrage and Equity



Recently Added Focus Areas

- Indian economy firmly on the recovery path -
 - expected to grow @ 7.4%
 - growth largely driven by domestic consumption
 - expected acceleration in reforms and capital inflows to spur investment
- Driven by robust growth prospects-
 - we plan to consolidate our position further both in capital market and financial services market

✓ JM Financial is the only oldest, trusted, domestic non-bank investment banking franchise in India.

✓ While we remain focused on further strengthening this business to maintain our leadership position, the pillars for our next phase of growth are:

Commercial Real Estate Lending

- Investment of Rs. 540 Cr from funds managed by Vikram Pandit & Associates in total capitalization of Rs. 890 Cr in JM Financial Credit Solutions Limited (NBFC)
- Poised to grow substantially as capital raised will be put to optimum use in the near-term

Asset Reconstruction Business

- Favorable economic & regulatory environment
- Better placed to ensure speedy resolution on the back of synergies between various group businesses
- Our in-house legal expertise which is quintessential to the business will further drive the business

Alternative Asset Management

- Successfully managed Real Estate and Private Equity funds over the last decade
- Learnings to facilitate superior future performance

Added in the portfolio during the last decade, these businesses have gained significant momentum & are poised to lead our next phase of growth



Effective Risk Management Framework

- Risk management given paramount importance
- Risk management embedded in the business processes

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• Effective and adequate internal controls

Robust risk management architecture encompassing independent identification, measurement and management of risk across various businesses of the Group

Effective systems, processes and adequate review mechanism to actively monitor, manage and mitigate risks

Monthly risk meetings of all businesses with Group Risk Committee

Report of top risks and risk event update periodically placed before the Board of Directors

Independent Internal Audit firms appointed to review and report on the business processes and policies in all operating companies of the Group

Community Engagement

- At JM Financial, CSR extends beyond a statutory obligation
- Firm belief in strengthening and uplifting the lesser privileged communities
- JM Financial Foundation drives our community engagement initiatives that focus on –
- Education special focus on girl child education
- Healthcare
- Entrepreneurship promotion
- Vocational Training
- Women empowerment
- Disaster Relief
- JM Financial Foundation Walkathon -
 - annual event where our clients & employees pledge their support for the underprivileged
 - fund-raiser inviting contributions towards the various causes supported by JM Financial Foundation
- Employee volunteering at JM Financial
 - Sparsh Employees aid the lesser privileged aged members of society and mentor children
 - Project Drishti contributing glossy magazines used for preparing reading and learning material in Braille
 - Joy of Giving week Joy boxes, Blood donation camps & Paraplegic Foundation



Key Takeaways

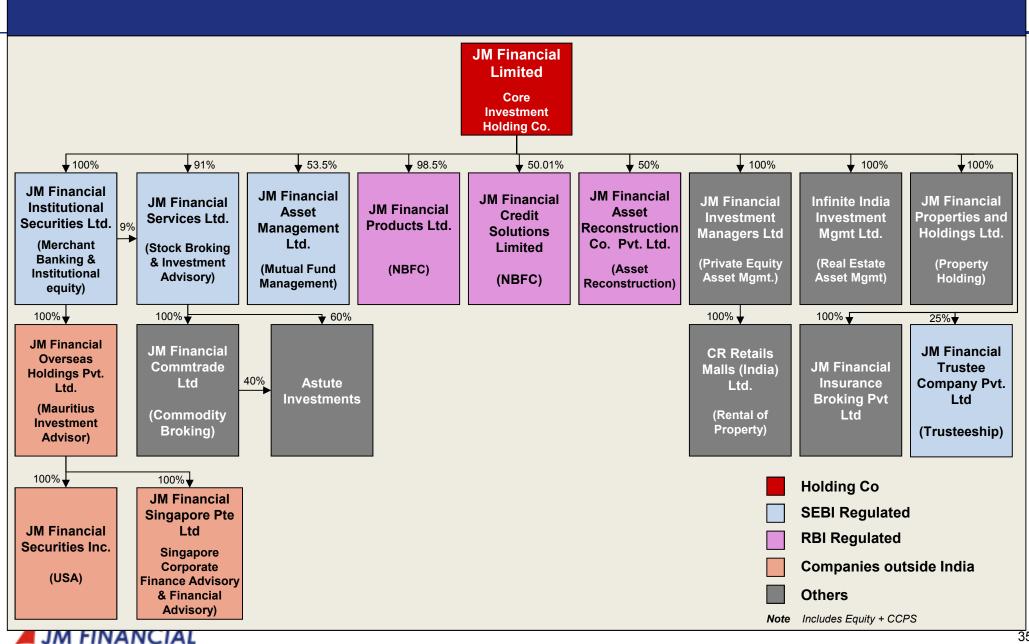
Strong presence for over four decades – proven track record of growth & sustainability
Client centric business model – Strong focus on long-term corporate relationships
Value driven growth – visible future growth roadmap, increased focus on Real Estate Lending, Asset Reconstruction and Alternative Asset Management
Experienced & committed Management team - ensures future growth at minimal risk
Efficient & motivated talent pool – source of our competitive edge
Positive capital market outlook – strategically placed to benefit from every upswing
Conservative gearing backed with adequate cash facilitates
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Appendix

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JM Financial Limited its Subsidiaries & Associates



JM Financial Limited – Shareholding Pattern

Share holding pattern – as on September 30, 2015		
Name of the Shareholder	% Shareholding	
Promoter & Promoter Group	65.65%	
Foreign Institutional Investors	13.75%	
Mutual funds / UTI	2.99%	
Financial Institutions / Banks	0.01%	
Non-Institutions	17.60%	
Public Shareholding	34.35%	

Public holding of more than 1% of total number of shares – as on September 30, 2015		
Name of the Shareholder	% Shareholding	
Morgan Stanley Asia (Singapore) Pte	7.92%	
IDFC Premier Equity Fund	2.99%	
Azim Hasham Premji	2.77%	
Valiant Mauritius Partners Ltd & Associates	3.31%	
Vikram Shankar Pandit	1.48%	
Total Shareholding	18.47%	



Key Milestones

	2008- till date	 Announced partnership in Real Estate NBFC with an investment made by Mr. Vikram Pandit Expanding business in International Jurisdictions Commenced Asset reconstruction Business Expanded operations in Fixed Income business Managed India's first IDR issue
dn	2007	 Separation from Morgan Stanley in joint venture Continues to lead the Indian Investment Banking / financial services industry as a 100% Indian Company Acquired ASK Securities (renamed as JM Financial Institutional Securities), a institutional securities firm Launch of Real Estate Fund
cial Group	2002-2006	 Manages India's first IPO through book building Records three firsts in India - first Indian dual tranche FCCB issue, first billion dollar IPO, first conditional IPO Launch of Private Equity Fund
Financial	1997	Emergence of JM Morgan Stanley Private Limited (JMMS), a joint venture, between JM Financial and Morgan Stanley, for investment banking and securities business
History of JM F	1989-1994	 JMFICS introduces equity warrants in the Indian Capital Markets JM Financial is listed on the Bombay, Ahmedabad and Delhi Stock Exchanges JMFICS introduces Deep Discount Bond in Indian Capital Markets JMFICS managed four transactions of securities offerings in excess of Rs. 100 crores each, a size unmatched till then in Indian markets JM Financial Asset Management, first private sector mutual fund commenced operations Tie up with CSFB, S. G. Warburg & Co. Morgan Grenfell and DZ, British Investment Banks on informal basis
Ξ	1986	 JM Financial (holding company) was incorporated to engage in the business of stock broking and securities Regional office set up in Delhi
	1979-1980	 JMFICS files first offer document for listing securities of an Indian client with FSA, London JMFICS is the first to introduce fully convertible debentures in Indian Capital Markets
	1973	JM Financial & Investment Consultancy Services Pvt. Ltd. (JMFICS), JM Financial's promoter company established in Mumbai

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