# Time Technoplast (TIMTEC)

CMP: ₹ 66 Target: ₹ 70 (7%)

Target Period: 12 months

August 16, 2019



Time Technoplast reported ~11% YoY growth in Q1FY20 revenue (I-direct estimate: 13%) supported by moderate growth of 10% in the plastic business (contributes ~71% in topline). The value added product category (contributes ~21% in topline) grew ~14% YoY led by ~21% growth in the revenue of composite cylinder. Despite a strong order book (of ₹ 350 crore), the piping business faced challenges due to slowdown in industrial activity. The management has guided for strong revenue traction from the composite cylinder, pipes and mox films businesses in the quarters to come due to good order book position. While gross margin in Q1FY20 declined marginally on account of a change in product mix, the management guided for a revival in margin for FY20 supported by rising contribution of valued added products in sales. A slow pick-up in industrial activity coupled with rising contribution of pipes business would weigh on revenue and profitability of the company. We cut our revenue, earning estimate by 2%, 12% for FY20E and 3%, 13% for FY21E, respectively.

### Macro headwinds weigh on demand of industrial

The lower industrial activities (including auto industry) weigh on performance of plastic division of the company. Though management has guided for a demand recovery in the plastic drums business (shift in Chinese trades towards India due to US-China trade issues, which would benefit domestic packaging companies). Also, apart from pipes, strong order book position in the composite cylinder, IBC business and mox films give revenue visibility for FY20E-21E. We model revenue CAGR of 11% (lower than management guidance of ~15%) for FY19-21E led by 18% growth in the revenue of valued added product categories.

### Product mix weighs on margin

EBITDA margin at 14.6% in Q1FY20 came in on the back of lower gross margin. The lower gross margin was attributable to a change in product mix (plastic division is relatively low margin business). We believe a slow industrial activity coupled with rising contribution of pipe business would keep EBITDA margin in the range of 14-14.5%.

#### Valuation & Outlook

We cut our revenue, earnings estimates considering lower utilisation coupled with higher fixed cost. Also, debt at elevated level (due to capex and working capital requirements) would result in higher interest cost for FY20E-21E. This would result in PAT CAGR of 10% in FY19-21E. We maintain our stance on the stock with Hold rating and value the stock at FY21E 4x EV/EBITDA with revised target price of ₹ 70/share.



HOLD



Particulars	
Particular	Amount
Market Cap (₹ Crore)	1,492.6
Total Debt (FY19) (₹ Crore)	741.5
Cash & Inv (FY19) (₹ Crore)	49.1
EV (₹ Crore)	2,184.9
52 week H/L	164/ 62
Equity capital (₹ Crore)	22.6
Face value (₹)	1.0

### Key Highlights

- Slowdown in the industrial activity weigh on overall performance
- Gross margin remained under pressure due to rising contribution of low margin products
- Management guided for 15% topline growth with VAPs expected to grow faster than overall growth
- Maintain HOLD on stock with revised target price of ₹ 70 per share

#### **Research Analyst**

Sanjay Manyal sanjay.manyal@icicisecurities.com

Hitesh Taunk hitesh.taunk@icicisecurities.com

Key Financial Summary						
₹ Crore	FY17	FY18	FY19E	FY20E	FY21E	CAGR (19-21E)
Net sales	2,754.6	3,102.7	3,563.7	3,921.5	4,405.3	11.2
EBITDA	404.2	473.1	523.5	553.1	628.1	9.5
EBITDA Margin (%)	14.7	15.2	14.7	14.1	14.3	
PAT	147.1	180.4	202.7	211.2	245.8	10.1
EPS (₹)	6.5	8.0	9.0	9.3	10.9	
P/E (x)	10.1	8.3	7.4	7.1	6.1	
Price/Book Value (x)	1.1	1.0	0.9	0.8	0.7	
EV/EBITDA (x)	5.1	4.5	4.2	4.0	3.5	
RoE (%)	11.1	12.2	12.1	11.5	11.9	
RoCE (%)	14.2	14.9	15.0	14.3	15.0	

Exhibit 1: Variance A							
	Q1FY20	Q1FY20	Q1FY19	YoY (%)	Q4FY19	<b>QoQ</b> (%)	Comments
Revenue	868.1	885.1	781.5	11.1	1,082.1	-19.8	Sales growth led by $\sim$ 14% of volume growth during Q1FY19. However lower realisation attributable to change in proudct mix and passing on benefit of benign raw material prices
Other Income	0.3	0.5	0.5	-39.0	2.4	-87.7	
Raw Material Exp	604.9	619.6	539.5	12.1	765.7	-21.0	Change in product mix coupled with a sharp increase in sales of low margin products resulted in a decline in gross margin by $\sim\!61$ bps YoY
Employee Exp	39.7	38.9	36.9	7.6	49.8	-20.3	
Other expenditure	97.2	96.0	84.7	14.7	97.0	0.2	
EBITDA	126.4	130.6	120.4	4.9	169.6	-25.5	
EBITDA Margin (%)	14.6	14.8	15.4	-85 bps	15.7	-112 bps	Decline in gross margin impacted EBITDA margin
Depreciation	39.4	39.5	39.2	0.4	38.4	2.5	
Interest	27.5	24.3	22.7	21.2	27.4	0.3	Higher debt level resulting increase in interest outflow
PBT	59.8	67.4	59.0	1.4	106.1	-43.7	
Total Tax	15.1	16.8	14.9	1.2	30.3	-50.1	
PAT	43.8	49.8	43.3	1.1	73.7	-40.6	Margin contraction coupled with higher interest cost takes toll on bottomline
Key Metrics							
Polymer products	615.8	627.8	555.2	10.9	781.5	-21.2	Polymer product category growth was largely driven plastic drums and MOX films which increased $\sim\!10\%$ and $\sim\!11\%$ YoY, respectively, However Pipes category growth remained subdued
Composite products	252.3	257.2	226.3	11.5	300.5	-16.0	Strong growth in composite products category largely driven by composite cylinders and IBC business wherein revenue grew $\sim$ 21% and $\sim$ 12% YoY, respectively

Source: Company, ICICI Direct Research

Exhibit 2: Change in estimates									
(₹ Crore)	FY20E				FY21E		Comments		
	Old	New	% Change	Old	New	% Change			
Revenue	3,995.5	3921.5	(1.9)	4,531.3	4405.3	(2.8)	Tweaked revenue estimate considering current quarter performance		
EBITDA	588.7	553.1	(6.0)	669.0	628.1	(6.1)			
EBITDA Margin %	14.7	14.1	-60bps	14.8	14.3	-54bps	We revised our EBITDA margin estimate downside due to rising contribution of PE pipes that is relatively low margin business ( $\sim$ 12%)		
PAT	239.6	211.2	(11.9)	283.6	245.8	(13.3)	Higher interest cost would weigh on PAT		
EPS (₹)	10.6	9.3	(11.9)	12.5	10.9	(13.3)			

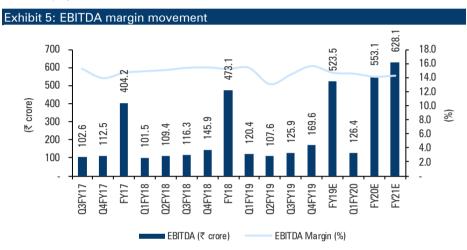
Source: Company, ICICI Direct Research

Exhibit 3: Assumptions										
		Current			Earlier		Comments			
	FY18	FY19E	FY20E	FY21E	FY20E	FY21E				
Established products	5.9	13.5	2/	10.3	3 8.9 12		We revise EPs category sales CAGR to $\sim$ 9% in FY19-21E (from earlier $\sim$ 10%) supported by both plastic and PE pipe division			
Latabilation products	3.3	13.3	0.4	10.5	0.3	12.7	0.5 12.7	supported by both plastic and PE pipe division		
Value added Products	55.7	21 1	16.1	20 1	25.0	25.0 16.0	16.0	We model revenue CAGR of 18% in FY19-21E led by MOX films and composite		
value added Products	55.7	۷۱.۱	10.1	ZU. I	23.0		cylinder category			

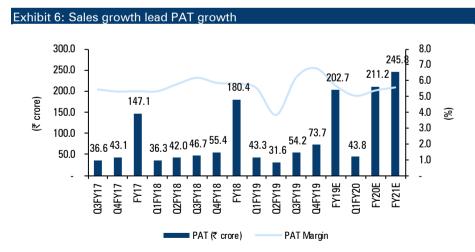
### Financial story in charts

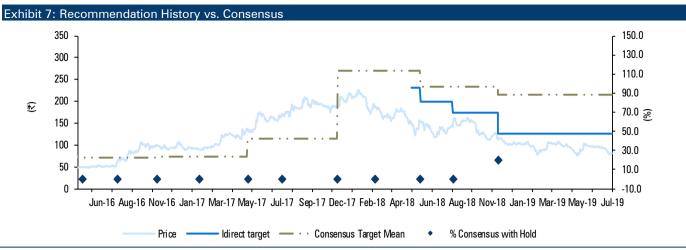


Source: Company, ICICI Direct Research



Source: Company, ICICI Direct Research





Source: Bloomberg, Company, ICICI Direct Research

Rani	c Name	Last filing date	%0/S	Position (m)	Change (m)
1	Time Securities Services Pvt. Ltd.	30-06-2019	18.2%	41.18M	0
2	Vishwalaxmi Trading & Finance Pvt. Ltd.	30-06-2019	15.5%	35.10M	0
3	NTAsset (Cayman) Ltd.	30-06-2019	14.9%	33.74M	0
4	Time Exports Pvt. Ltd.	30-06-2019	9.7%	21.91M	0
5	HDFC Asset Management Co., Ltd.	30-06-2019	9.0%	20.34M	0
6	Grandeur Peak Global Advisors, LLC	30-04-2019	3.2%	7.20M	-0.18M
7	Kapitalforeningen Unipension Invest	30-06-2019	2.1%	4.64M	0
8	Jain (Naveen Mahendra Kumar)	30-06-2019	2.0%	4.56M	0
9	Thyagarajan (Raghupathy)	30-06-2019	2.0%	4.56M	0
10	Vageria (Bharat)	30-06-2019	2.0%	4.56M	0

Source: Reuters, ICICI Direct Research

Buys			Sells				
Investor name	Value(m)	Shares(m)	Investor name	Value(m)	Shares(m)		
Dimensional Fund Advisors, Ltd.	+0.03M	+0.02M	Invest AD	-0.58M	-0.39M		
Florida State Board of Administration	+0.03M	+0.02M	Grandeur Peak Global Advisors, LLC	-0.23M	-0.18M		
Dimensional Fund Advisors, Ltd.	+0.03M	+0.02M	Dimensional Fund Advisors, L.P.	-0.02M	-0.02M		
Florida State Board of Administration	+0.03M	+0.02M	Bessemer Trust Company, N.A. (US)	-0.01M	-0.01M		
			BlackRock Institutional Trust Company, N.A.	-0.01M	-0.01M		

Source: Reuters, ICICI Direct Research

Exhibit 10: Shareholding Pattern								
(in %)	Jun-18	Sep-18	Dec-18	Mar-18	Jun-19			
Promoter	52.4	51.2	51.2	51.2	51.2			
FII	26.4	28.3	21.8	21.8	20.3			
DII	9.0	9.0	9.0	9.0	10.8			
Others	12.2	11.6	18.0	18.0	17.7			

## Financial summary

Exhibit 11: Profit and loss s	₹ crore			
Year end March	FY18	FY19E	FY20E	FY21E
Net sales	3102.7	3563.7	3921.5	4405.3
Expenditure				
Raw material	2152.8	2511.3	2772.6	3106.2
Employee Expenses	145.1	163.9	180.1	204.1
Other Expenses	331.8	365.0	415.7	467.0
Total expenditure	2629.7	3040.2	3368.4	3777.2
EBITDA	473.1	523.5	553.1	628.1
Other income	2.1	3.2	3.3	3.6
EBITDA (incl. other income)	475.2	526.7	556.4	631.7
Depreciation	137.2	146.1	156.9	176.2
EBIT	338.0	380.6	399.6	455.5
Interest	87.5	98.6	107.4	127.7
PBT before Exc. Items	250.4	281.9	292.2	327.8
Less: Exc. Items	0.0	0.0	0.0	0.0
PBT after Exc. Items	250.4	281.9	292.2	327.8
Tax	65.2	73.4	76.4	79.9
PAT	180.4	202.7	211.2	245.8

PAT	180.
Source: Company ICICI Direct Recearch	

Exhibit 12: Cash flow statement			₹c	rore
Year end March	FY18	FY19E	FY20E	FY21E
Profit/(Loss) after taxation	180.4	202.7	211.2	245.8
Add: Depreciation & Amortization	137.2	146.1	156.9	176.2
Add: Interest Paid	87.5	98.6	107.4	127.7
CF bef working capital chg.	405.2	447.5	475.5	549.7
Net Increase in Current Assets	-205.8	-229.2	-155.6	-222.5
Net Increase in Current Liabilities	96.8	44.7	49.2	76.4
Net CF from operating act.	296.2	263.1	369.1	403.6
(Purchase)/Sale of Fixed Assets	-243.7	-229.7	-250.0	-250.0
Others	7.9	15.2	0.0	0.0
Net CF from Investing act.	-235.7	-214.5	-250.0	-250.0
Pro/(Rep) of debt	54.1	56.4	100.0	20.0
Payment of Div & Div tax	-21.3	-14.2	-14.2	-14.2
Int. paid	-87.5	-98.6	-107.4	-127.7
Net CF from Financing act	-57.6	-58.6	-58.3	-121.9
Net Cash Flow	2.9	-10.0	60.8	31.7
Cash & Cash Equi at beg	56.2	59.1	49.1	109.9
Cash & Cash Equi at end	59.1	49.1	109.9	141.6

Source: Company, ICICI Direct Research

Exhibit 13: Balance sheet				₹ crore
Year end March	FY18	FY19E	FY20E	FY21E
share capital	22.6	22.6	22.6	22.6
Reserve and Surplus	1460.1	1646.6	1806.8	2038.5
Total Shareholder's Fund	1482.8	1669.2	1829.5	2061.1
Total Debt	685.1	741.5	841.5	861.5
Deferred Tax liability	58.1	73.0	73.0	73.0
Minority Interest	40.5	46.3	46.3	46.3
Total Assets	2266.4	2529.9	2790.2	3041.8
Gross Block	2070.3	2295.8	2545.8	2795.8
Accumulated Depreciation	870.6	1016.8	1173.6	1349.8
Net Block	1199.7	1279.1	1372.2	1446.0
Capital WIP	94.1	98.3	98.3	98.3
Total Fixed Assets	1293.8	1377.4	1470.5	1544.3
Investments	22.0	27.4	27.4	27.4
Current Assets				
Inventory	640.9	737.3	805.8	893.1
Debtors	670.3	784.2	848.8	953.5
Other Current Assets	205.5	224.4	246.9	277.4
Cash	59.1	49.1	109.9	141.6
Total Current Assets	1575.8	1795.0	2011.4	2265.6
Current Liabilities				
Creditors	437.0	475.0	505.0	555.2
Provisions	8.3	9.2	9.7	10.7
Other current liabilities	179.8	185.7	204.4	229.6
Total Current Liabilites	625.1	669.9	719.1	795.5
Total Liabilities	2266.4	2529.9	2790.2	3041.8

Source: Company, ICICI Direct Research

Exhibit 14: Key ratios				₹ crore
Year end March	FY18	FY19E	FY20E	FY21E
EPS	8.0	9.0	9.3	10.9
Cash EPS	14.0	15.4	16.3	18.7
DPS	0.9	0.6	0.6	0.6
BV per share	65.6	73.8	80.9	91.1
Profitabilitiy Ratio				
EBITDA Margin	15.2	14.7	14.1	14.3
PAT Margin	5.8	5.7	5.4	5.6
Return Ratio				
RoCE	14.9	15.0	14.3	15.0
RoE	12.2	12.1	11.5	11.9
RolC	14.6	14.7	14.2	14.9
Valuation Ratio				
P/E	8.3	7.4	7.1	6.1
EV/EBITDA	4.5	4.2	4.0	3.5
Mcap/Sales	0.5	0.4	0.4	0.3
Price to BV	1.0	0.9	0.8	0.7
Activity Ratios				
Inventory Days	75.4	75.5	75.0	74.0
Debtors Days	78.9	80.3	79.0	79.0
Creditors Days	51.4	48.6	47.0	46.0
Gross Block Turnover	1.5	1.6	1.5	1.6
Solvency Ratios				
Debt/Equity	0.5	0.4	0.5	0.4
Debt/Ebitda	1.4	1.4	1.5	1.4
Current Ratio	3.4	3.6	3.7	3.8
Quick Ratio	2.0	2.1	2.1	2.2

Exhibit 15: ICICI Direct Coverage Universe (Consumer Discretionary)																			
Sector / Company	СМР			M Cap	p EPS (₹)			P/E (x)			EV/EBITDA (x)			RoCE (%)			<b>RoE</b> (%)		
	(₹)	TP(₹)	Rating	(₹ Cr)	FY19E	FY20E	FY21E	FY19E	FY20E	FY21E	FY19E	FY20E	FY21E	FY19E	FY20E	FY21E	FY18E	FY19E	FY20E
Asian Paints (ASIPAI)	1,569	1,550	Hold	150,467	23.0	27.1	33.1	68.1	58.0	47.5	37.7	31.9	26.8	30.4	32.7	34.6	23.2	24.7	26.2
Astral Polytecnik (ASTPOL)	1,209	1,295	Hold	14,478	16.5	20.5	28.5	73.4	58.9	42.5	38.0	30.4	23.1	20.7	22.5	26.4	15.4	16.3	18.7
Bajaj Electricals (BAJELE)	374	320	Reduce	3,817	16.3	14.2	17.7	22.9	26.3	21.1	15.2	14.2	11.8	13.8	13.4	15.2	15.5	13.1	14.5
Havells India (HAVIND)	654	720	Hold	40,803	12.7	14.2	17.8	51.6	46.0	36.8	34.3	30.1	23.7	25.3	27.9	30.1	18.7	20.1	21.5
Kansai Nerolac (KANNER)	465	470	Hold	25,060	8.7	9.8	11.8	53.6	47.6	39.3	30.8	27.0	21.9	20.2	21.8	23.8	13.6	14.8	16.0
Pidilite Industries (PIDIND)	1,347	1,414	Hold	69,053	18.8	19.2	22.4	71.6	70.2	60.1	50.4	39.5	33.7	0.0	0.0	0.0	0.0	0.0	0.0
Essel Propack (ESSPRO)	104	95	Reduce	3,268	6.2	7.1	8.0	16.8	14.6	13.0	7.5	6.8	5.9	16.9	16.6	18.5	13.9	13.9	14.9
Supreme Indus (SUPIND)	1,083	1,215	Buy	13,757	35.3	38.9	47.0	30.7	27.9	23.1	17.3	14.9	12.5	25.0	27.8	29.6	18.7	21.4	22.4
Symphony (SYMLIM)	1,235	1,295	Hold	8,640	13.0	23.0	34.1	94.9	53.8	36.3	39.2	65.9	32.4	41.3	18.7	34.0	31.5	16.2	29.2
V-Guard Ind (VGUARD)	225	230	Hold	9,578	3.9	5.0	5.7	57.7	45.0	39.5	53.2	45.0	33.9	23.7	23.7	29.1	17.7	18.4	22.1
Voltas Ltd (VOLTAS)	594	645	Hold	19,646	15.5	27.2	23.8	38.2	21.8	25.0	28.1	29.4	14.9	19.8	17.3	27.4	14.8	12.7	21.0
Time Techno (TIMTEC)	66	70	Hold	1,493	9.0	9.3	10.9	7.4	7.1	6.1	4.5	4.2	4.0	14.9	15.0	14.3	12.2	12.1	11.5

### **RATING RATIONALE**

ICICI Direct endeavors to provide objective opinions and recommendations. ICICI Direct assigns ratings to its stocks according to their notional target price vs. current market price and then categorizes them as Buy, Hold, Reduce and Sell. The performance horizon is two years unless specified and the notional target price is defined as the analysts' valuation for a stock

Buy: >15%

Hold: -5% to 15%;

Reduce: -15% to -5%;

Sell: <-15%



Pankaj Pandey

Head - Research

pankaj.pandey@icicisecurities.com

ICICI Direct Research Desk, ICICI Securities Limited, 1st Floor, Akruti Trade Centre, Road No 7, MIDC, Andheri (East) Mumbai – 400 093 research@icicidirect.com

#### ANALYST CERTIFICATION

I/We, Sanjay Manyal, MBA (Finance) and Hitesh Taunk, MBA (Finance) Research Analysts, authors and the names subscribed to this report, hereby certify that all of the views expressed in this research report accurately reflect our views about the subject issuer(s) or securities. We also certify that no part of our compensation was, is, or will be directly or indirectly related to the specific recommendation(s) or view(s) in this report. It is also confirmed that above mentioned analysts of this report have not received any compensation from the companies mentioned in the report in the preceding twelve months and do not serve as an officer, director or employee of the companies mentioned in the report.

#### Terms & conditions and other disclosures:

ICICI Securities Limited (ICICI Securities) is a full-service, integrated investment banking and is, inter alia, engaged in the business of stock brokering and distribution of financial products. ICICI Securities Limited is a SEBI registered Research Analyst with SEBI Registration Number – INH000000990. ICICI Securities Limited SEBI Registration is INZ000183631 for stock broker. ICICI Securities is a subsidiary of ICICI Bank which is India's largest private sector bank and has its various subsidiaries engaged in businesses of housing finance, asset management, life insurance, general insurance, venture capital fund management, etc. ("associates"), the details in respect of which are available on www.icicibank.com

ICICI Securities is one of the leading merchant bankers/ underwriters of securities and participate in virtually all securities trading markets in India. We and our associates might have investment banking and other business relationship with a significant percentage of companies covered by our Investment Research Department. ICICI Securities generally prohibits its analysts, persons reporting to analysts and their relatives from maintaining a financial interest in the securities or derivatives of any companies that the analysts cover.

Recommendation in reports based on technical and derivative analysis centre on studying charts of a stock's price movement, outstanding positions, trading volume etc as opposed to focusing on a company's fundamentals and, as such, may not match with the recommendation in fundamental reports. Investors may visit icicidirect.com to view the Fundamental and Technical Research Reports.

Our proprietary trading and investment businesses may make investment decisions that are inconsistent with the recommendations expressed herein.

ICICI Securities Limited has two independent equity research groups: Institutional Research and Retail Research. This report has been prepared by the Retail Research. The views and opinions expressed in this document may or may not match or may be contrary with the views, estimates, rating, and target price of the Institutional Research.

The information and opinions in this report have been prepared by ICICI Securities and are subject to change without any notice. The report and information contained herein is strictly confidential and meant solely for the selected recipient and may not be altered in any way, transmitted to, copied or distributed, in part or in whole, to any other person or to the media or reproduced in any form, without prior written consent of ICICI Securities. While we would endeavour to update the information herein on a reasonable basis, ICICI Securities is under no obligation to update or keep the information current. Also, there may be regulatory, compliance or other reasons that may prevent ICICI Securities from doing so. Non-rated securities indicate that rating on a particular security has been suspended temporarily and such suspension is in compliance with applicable regulations and/or ICICI Securities policies, in circumstances where ICICI Securities might be acting in an advisory capacity to this company, or in certain other circumstances.

This report is based on information obtained from public sources and sources believed to be reliable, but no independent verification has been made nor is its accuracy or completeness guaranteed. This report and information herein is solely for informational purpose and shall not be used or considered as an offer document or solicitation of offer to buy or sell or subscribe for securities or other financial instruments. Though disseminated to all the customers simultaneously, not all customers may receive this report at the same time. ICICI Securities will not treat recipients as customers by virtue of their receiving this report. Nothing in this report constitutes investment, legal, accounting and tax advice or a representation that any investment or strategy is suitable or appropriate to your specific circumstances. The securities discussed and opinions expressed in this report may not be suitable for all investors, who must make their own investment decisions, based on their own investment objectives, financial positions and needs of specific recipient. This may not be taken in substitution for the exercise of independent judgment by any recipient. The recipient should independently evaluate the investment risks. The value and return on investment may vary because of changes in interest rates, foreign exchange rates or any other reason. ICICI Securities accepts no liabilities whatsoever for any loss or damage of any kind arising out of the use of this report. Past performance is not necessarily a guide to future performance. Investors are advised to see Risk Disclosure Document to understand the risks associated before investing in the securities markets. Actual results may differ materially from those set forth in projections. Forward-looking statements are not predictions and may be subject to change without notice.

ICICI Securities or its associates might have managed or co-managed public offering of securities for the subject company or might have been mandated by the subject company for any other assignment in the past twelve months.

ICICI Securities or its associates might have received any compensation from the companies mentioned in the report during the period preceding twelve months from the date of this report for services in respect of managing or co-managing public offerings, corporate finance, investment banking or merchant banking, brokerage services or other advisory service in a merger or specific transaction.

ICICI Securities encourages independence in research report preparation and strives to minimize conflict in preparation of research report. ICICI Securities or its associates or its analysts did not receive any compensation or other benefits from the companies mentioned in the report or third party in connection with preparation of the research report. Accordingly, neither ICICI Securities nor Research Analysts and their relatives have any material conflict of interest at the time of publication of this report.

Compensation of our Research Analysts is not based on any specific merchant banking, investment banking or brokerage service transactions.

ICICI Securities or its subsidiaries collectively or Research Analysts or their relatives do not own 1% or more of the equity securities of the Company mentioned in the report as of the last day of the month preceding the publication of the research report.

Since associates of ICICI Securities are engaged in various financial service businesses, they might have financial interests or beneficial ownership in various companies including the subject company/companies mentioned in this report.

ICICI Securities may have issued other reports that are inconsistent with and reach different conclusion from the information presented in this report.

Neither the Research Analysts nor ICICI Securities have been engaged in market making activity for the companies mentioned in the report.

We submit that no material disciplinary action has been taken on ICICI Securities by any Regulatory Authority impacting Equity Research Analysis activities.

This report is not directed or intended for distribution to, or use by, any person or entity who is a citizen or resident of or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject ICICI Securities and affiliates to any registration or licensing requirement within such jurisdiction. The securities described herein may or may not be eligible for sale in all jurisdictions or to certain category of investors. Persons in whose possession this document may come are required to inform themselves of and to observe such restriction