Kotak Mahindra Bank (котман)



CMP: ₹ 1740

Target: ₹ 2040 (17%)

Target Period: 12 months

BUY



Stable performance continues, growth awaited...

About the stock: Kotak Mahindra Bank (KMB) is a powerful banking franchise, with promoter stake at 26% and strong promoter led management. It has a presence across financial services value chain.

- CASA forms 60.2% of total deposits aiding lower costs
- Strong RoA of 1.8% and RoE of 12-13% make it a good profitable bank

Q1FY22 Results: Managed well in Covid environment.

- Advances declined 2.5% QoQ to 2.17 lakh crore, deposits up 9.6% YoY
- NII grew 5.6% YoY, NIMs rose 21 bps QoQ to 4.6%. PAT at ₹ 1640 crore
- GNPA at 3.56% vs. 3.25% QoQ, with nominal rise in restructured book.
 Slippage for Q1FY22 was ₹ 1500 crore

What should investors do? KMB's share price has grown by \sim 2.3x over the past five years (from \sim 745 in March 2016 to \sim 7 1,740 now).

 We retain our BUY rating on the stock, expecting growth pick-up from Q3FY22 while strong promoter holding provides comfort

Target Price and Valuation: We value standalone bank at ~3.9x FY23E ABV and subsidiaries at ₹ 455 post holding company discount giving SOTP target of ₹ 2040

Key triggers for future price performance:

- KMB's long term focus continues on maintaining risk adjusted returns
- High provision buffer provides comfort regarding volatility in asset quality and, thus earnings
- Consistent performance over a period of time, healthy return ratios ~1.8%
 RoA & 12-13% RoE with strong management justify valuations
- Subsidiaries like AMC and securities continue strong performance, life insurance and Kotak Prime was impacted

Alternate Stock Idea: Apart from Kotak, in our coverage we also like Axis Bank.

- Strong liabilities franchise, adequate capitalisation and healthy provision buffer to aid business growth as well as earnings trajectory.
- BUY with target price of ₹ 900



Particulars	
Particulars	Amount
Market Capitalisation	₹ 345065 crore
GNPA (Q1FY22)	₹ 7932 crore
NNPA (Q1FY22)	₹ 2792 crore
NIM (Q1FY22)	4.6%
52 week H/L	2049/1231
Net worth	₹ 63729 crore
Face value	₹5

Silai Gilui	iuiiiy pa	1116111				
(in %)	Jun-20	Sep-20	Dec-20	Mar-21	Jun-21	
Promoter	26.1	26.1	26.0	26.0	26.0	
FII	42.2	42.2	45.1	44.2	42.8	
DII	15.3	14.9	12.9	13.5	14.6	
Others	16.5	16.8	16.0	16.2	16.6	

Price	Ch	art						
2500	٦						Т	20000
2000	+					124		15000
1500	<	Secret Secret	*****	~	بالمستلط		+	10000
1000	1	V-		1	,			
500	+						+	5000
0	+	-	-	-	-	-	+	0
	Jul-18	lan-19	Jul-19	lan-20	Jul-20	lan-21	Jul-21	
	弓	<u>a</u>	₹	ם	₹	ᇤ	3	
			Kotak B	ank	_	— Ni	fty Ind	ex

Recent Event & Key risks

- Total loan provisions at 94% of GNPA. Strong capital adequacy to enable growth as it triggers
- Key Risk: Impact of third wave of pandemic could impact asset quality, growth must for stock performance

Research Analyst

Kajal Gandhi kajal.gandhi@icicisecurities.com

Vishal Narnolia vishal.narnolia@icicisecurities.com

Sameer Sawant sameer.sawant@icicisecurities.com

₹ crore	FY19	FY20	FY21	4 year CAGR (FY17-FY21)	FY22E	FY23E	2 year CAGR (FY21-23E)
NII	11206	13500	15340	17%	16538	19776	14%
PPP	8348	10021	12215	20%	12487	15174	11%
PAT	4865	5947	6965	20%	7646	9854	19%
ABV	217	248	308		344	394	
P/E	67.6	55.5	49.1		44.7	34.7	
P/ABV	7.9	6.9	5.5		5.0	4.3	
Consol P/E	42.6	34.9	28.8		24.8	23.4	
Consol P/BV	5.7	5.0	4.3		3.8	3.5	
RoA	1.7	1.8	1.9		1.8	2.1	
RoE	12.1	12.9	12.4		11.3	12.9	

Key takeaways of recent quarter & conference call highlights

Q1FY22 Results: Managed well in Covid environment

- KMB posted better-than-expected NII growing 5.8% YoY to ₹ 3941 crore, with net interest margins rising 21 bps QoQ to 4.6% from 4.39%
- Loan growth was up 6.6% YoY and declined 2.8% QoQ to ₹ 217465 crore.
 On a sequential basis, only home finance grew while corporate banking continued to drag with a decline of 5%
- Loss reported by life insurance subsidiary of ₹ 243 crore impacted consolidated PAT, which came in at ₹ 1806 crore; declining 2% YoY and 31% QoQ. Other subsidiaries profit was decent with Kotak Securities positing healthy 42% YoY growth in earnings at ₹ 236 crore. Kotak Prime was also impacted with low earnings at ₹ 79 crore vs. ₹ 184 crore QoQ

Q1FY22 Earnings Conference Call highlights

- May was the most impactful period for the bank. Since than the business growth has been seeing uptick in June and better improvement in July
- Slippages for Q1FY22 was ₹ 1500 crore, Last year full year was ₹ 5500 crore, Slippages for Q4FY21 were ₹ 4400 crore. Additionally, very large proportion of ₹ 1500 crore was secured assets, unsecured assets were very small.
- Slippages mainly consisted of retail and commercial banking
- Kotak Life insurance saw a huge jump in claims, mortality claims were significantly higher than anticipated. Loss was at ₹ 243 crore in Kotak Life
- Total restructuring of Covid and MSME restructuring at ₹ 552 crore
- Strong Digital strategy categorised in three pillars Acquisition, Engagement, Experience. Total 5 lakh customers acquired every month through Digital Strategy
- Commercial vehicle sales dipped compared to the previous quarter due to Covid lockdown, collection improved in June and further improved in July. Tractors finance improved as there was less impact in rural. Collection improved in June and further improved in July. SME was impacted. However, SME growth in recent months has been good. Corporate side is not improving and the numbers have been flat
- ECLGS disbursements at ₹ 11900 crore have not seen any significant stress in ECLGS. No significant new sanctions happened. In March, disbursements were ₹ 11400 crore. Incremental amount was ₹ 500 crore in Q1FY22

Peer comparison

Contant / Commons	CMP			M Cap		EPS (₹)			P/E (x)		F	P/ABV (x)	Ro	A (%)		F	RoE (%)	
Sector / Company	(₹)	TP(₹)	Rating	(₹ Bn)	FY21	FY22E	FY23E	FY21	FY22E	FY23E	FY21	FY22E	FY23E	FY21 F	Y22E I	Y23E	FY21	FY22E	FY23E
Axis Bank (AXIBAN)	756	900	Buy	2318	25.2	47.7	58.7	30.0	15.9	12.9	2.7	2.3	1.9	0.8	1.3	1.4	8.1	13.8	15.2
City Union (CITUNI)	154	200	Buy	114	8.4	10.0	12.0	18.4	15.3	12.8	2.3	2.0	1.7	1.2	1.3	1.4	11.2	11.9	12.6
DCB Bank (DCB)	103	110	Buy	32	10.8	12.3	15.6	9.5	8.4	6.6	1.1	0.9	0.8	0.9	0.9	1.1	10.2	10.5	11.8
Federal Bank (FEDBAN)	87	100	Buy	174	8.0	9.5	12.0	11.0	9.2	7.2	1.2	1.1	1.0	0.8	0.9	1.0	10.4	11.8	13.4
HDFC Bank (HDFBAN)	1,434	1,800	Buy	7928	56.4	66.4	77.8	25.4	21.6	18.4	4.0	3.6	3.2	1.9	1.9	2.0	16.6	17.0	17.9
IndusInd Bank (INDBA)	981	1,100	Buy	759	36.7	63.6	76.3	26.8	15.4	12.9	1.8	1.6	1.4	0.8	1.3	1.4	7.3	10.6	11.3
Kotak Bank (KOTMAH)	1,740	2,040	Buy	3451	35.1	43.2	51.4	49.5	40.3	33.9	5.6	5.0	4.3	1.8	1.9	2.0	12.4	12.0	13.1
CSB Bank (CSBBAN)	352	380	Buy	61	12.6	18.3	25.5	27.9	19.2	13.8	3.3	2.9	2.4	0.1	1.0	1.2	10.5	13.6	16.4
Bandhan (BANBAN)	298	330	Hold	480	14.7	24.7	31.4	20.2	12.0	9.5	3.4	2.7	2.1	2.3	3.2	3.3	15.0	21.9	22.2
IDFC First (IDFBAN)	51	65	Buy	318	0.8	1.6	2.9	64.3	32.4	17.8	1.8	1.4	1.3	0.3	0.6	0.9	2.7	4.6	7.1

Source: Company, ICICI Direct Research

We believe consistent performance even in turbulent times are the reason for Kotak Bank fetching premium valuations.

Exhibit 2: Varian							
	Q1FY22	Q1FY22E	Q1FY21	YoY (%)	Q4FY21	QoQ (%)	Comments
NII	3,941.7	3,810.9	3,723.9	5.8	3,842.8	2.6	KMB posted better than expected NII growing at 5.8% YoY to ₹ 3941 crore, with net interest margins rising 21 bps QoQ to 4.6% from 4.39%.
NIM (%)	4.60	4.60	4.40	20 bps	4.39	21 bps	
Other Income	1,583.0	1,559.6	773.5	104.6	1,949.5	-18.8	Fee income pickup helps non interest income
Net Total Income	5,524.7	5,370.5	4,497.4	22.8	5,792.3	-4.6	
Staff cost	1,082.3	1,051.5	910.9	18.8	868.9	24.6	
Other Operating Expenses	1,321.3	1,338.3	962.8	37.2	1,516.0	-12.8	
PPP	3,121.1	2,980.6	2,623.7	19.0	3,407.5	-8.4	
Provision	934.8	654.8	962.0	-2.8	1,179.4	-20.7	Elevated provisions due to higher loan loss provisions
PBT	2,186.3	2,325.8	1,661.7	31.6	2,228.1	-1.9	
Tax Outgo	544.4			30.5	545.7	-0.2	
PAT	1,641.9	1,744.4	1,244.5	31.9	1,682.4	-2.4	
Key Metrics							
GNPA	7,931.8	7,796.8	5,619.3	41.2	7,425.5	6.8	GNPA jumped of 31 bps sequentially to 3.56% from 3.25%. The bank has implemented total restructuring of ₹552 crore, 0.25% of loans. SMA 2 outstanding rose to ₹ 430 crore from ₹110 crore. Kotak bank has provisions worth ₹ 1279 crore for Covid-19 related stress which is not utilised, while total provisions held stand at 94% of GNPA
NNPA	2,792.3	2,813.4	1,777.1	57.1	2,705.2	3.2	
Advances	217,465	218,278	203,998	6.6	223,689	-2.8	
Deposits	286,560	279,831	261,524	9.6	280,100	2.3	Driven by strong CASA

Source: Company, ICICI Direct Research

Exhibit 3: Change in est	imates					
		FY22E			FY23E	
(₹ Crore)	Old	New	% Change	Old	New	% Change
Net Interest Income	17,294.6	16,537.6	-4.4	19,940.0	19,775.9	-0.8
Pre Provision Profit	13,221.5	12,487.2	-5.6	15,409.7	15,173.9	-1.5
NIM (%)	4.7	4.5	-20 bps	4.7	4.7	-2 bps
PAT	8,552.7	7,646.4	-10.6	10,189.5	9,854.0	-3.3
ABV (₹)	350.4	344.0	-1.8	402.6	393.9	-2.2

Source: Company, ICICI Direct Research

Exhibit 4: Assumption							
		Current			Earlie	er	
	FY20	FY21	FY22E	FY23E	FY21	FY22E	FY23E
Credit growth (%)	6.8	1.8	13.5	15.1	1.8	14.2	15.1
Deposit growth (%)	16.4	6.6	20.0	14.9	6.6	20.0	14.9
NIM calculated (%)	4.5	4.7	4.5	4.7	4.7	4.7	4.7
Cost to income ratio (%)	46.9	41.3	44.0	42.3	41.3	42.6	41.9
Slippage ratio (%)	1.7	1.9	1.4	0.9	1.9	1.1	0.9
Credit cost (%)	1.01	1.30	0.88	0.67	1.3	0.7	0.6

Source: Company, ICICI Direct Research

Exhibit 3: Valuation (₹)	
Company	Value / share
KMB	1585
Kotak Life (assumed 100% stake)	174
Kotak Mahindra Prime	101
Kotak Mahindra Capital & others	67
Kotak Securities	132
Kotak AMC	93
Total	568
20% holding company discount	114
SOTP target (post discount)	2040

Source: Company, ICICI Direct Research

Financial summary

Exhibit 5: Profit a	nd loss stat	ement		₹	crore
(Year-end March)	FY19	FY20	FY21	FY22E	FY23E
Interest Earned	23890.1	26929.6	26840.3	29690.9	35374.1
Interest Expended	12684.2	13429.9	11500.6	13153.3	15598.3
Net Interest Income	11205.8	13499.7	15339.7	16537.6	19775.9
growth (%)	17.6	20.5	13.6	7.8	19.6
Non Interest Income	4657.2	5372.1	5459.2	5745.6	6506.3
Net Income	15863.0	18871.8	20798.9	22283.2	26282.1
Operating expense	7514.8	8850.9	8584.1	9796.0	11108.3
Gross profit	8348.2	10020.8	12214.7	12487.2	15173.9
Provisions	962.4	2216.2	2911.7	2223.6	1947.0
Taxes	2520.5	1857.5	2338.2	2617.2	3372.8
Net Profit	4865.3	5947.2	6964.8	7646.4	9854.0
growth (%)	19.1	22.2	17.1	9.8	28.9
EPS	25.5	31.1	35.1	38.6	49.7

Source: Company, ICICI Direct Research

Exhibit 6: Key Ratios	<u> </u>				
(Year-end March)	FY19	FY20	FY21	FY22E	FY23E
Valuation					
No. of Equity Shares	190.9	191.3	198.2	198.2	198.2
EPS (₹)	25.5	31.1	35.1	38.6	49.7
BV (₹)	224.7	256.2	321.6	360.0	409.7
ABV (₹)	216.7	248.1	308.4	344.0	393.9
P/E	67.6	55.5	49.1	44.7	34.7
P/BV	8.0	6.9	5.6	5.0	4.4
P/ABV	7.9	6.9	5.5	5.0	4.3
Yields & Margins (%)					
Yield on avg earning assets	8.8	8.9	8.3	8.1	8.4
Avg. cost on funds	5.3	4.8	3.7	3.9	4.0
Net Interest Margins	4.1	4.5	4.7	4.5	4.7
Avg. Cost of Deposits	5.3	4.9	3.8	3.9	4.1
Yield on average advances Quality and Efficiency (%)	9.8	9.9	8.4	8.9	9.6
Cost / Total net income	47.4	46.9	41.3	44.0	42.3
Credit/Deposit ratio	91.1	83.6	79.9	75.5	75.6
GNPA	2.2	2.3	3.3	3.3	2.9
NNPA	0.8	0.7	1.2	1.3	1.1
ROE	12.1	12.9	12.4	11.3	12.9
ROA	1.7	1.8	1.9	1.8	2.1

Source: Company, ICICI Direct Research

Exhibit 7: Balance s	heet			₹	crore
(Year-end March)	FY19	FY20	FY21	FY22E	FY23E
Sources of Funds					
Capital (incl PCNPS)	1454	1457	1491	1491	1491
ESOPS	2	2	2	2	2
Reserves and Surplus	41444	47559	62236	69852	79706
Networth	42901	49017	63729	71345	81199
Deposits	225880	262821	280100	336230	386445
Borrowings	32248	37993	23651	25117	26925
Other Liabilities & Provisions	11143	10420	16009	11760	13035
Total	312172	360251	383489	444452	507604
Applications of Funds					
Fixed Assets	1652	1623	1535	1790	2040
Investments	71189	75052	105099	123930	146824
Advances	205695	219748	223689	253875	292274
Cash with RBI & call money	24676	53292	54111	55084	56250
Total	312172	360251	383489	444452	507604

Source: Company, ICICI Direct Research

Exhibit 8: Key ratios					(%)
(Year-end March)	FY19	FY20	FY21	FY22E	FY23E
Total assets	17.8	15.4	6.5	15.9	14.2
Advances	21.2	6.8	1.8	13.5	15.1
Deposits	17.3	16.4	6.6	20.0	14.9
Total Income	19.9	13.2	0.0	9.7	18.2
Net interest income	17.6	20.5	13.6	7.8	19.6
Operating expenses	16.9	17.8	-3.0	14.1	13.4
Operating profit	16.6	20.0	21.9	2.2	21.5
Net profit	19.1	22.2	17.1	9.8	28.9
Book value	14.5	14.3	30.0	12.0	13.8
EPS	18.9	22.0	13.0	9.8	28.9

Source: Company, ICICI Direct Research

	Q1FY20	Q2FY20	Q3FY20	Q4FY20	Q1FY21	Q2FY21	Q3FY21	Q4FY21	Q1FY22
Kotak Bank	1360	1724	1596	1267	1244	2184	1854	1682	1642
Kotak Securities	110	149	128	163	169	199	184	241	236
Kotak Mahindra Capital	45	1	40	-7	6	14	38	25	42
Kotak Prime	153	172	187	161	68	133	149	184	79
Kotak AMC & Trust	73	85	91	88	71	84	91	100	107
nternational Subsidiaries	29	34	26	30	54	45	5	50	30
Kotak Investment advisors/ others	17	22	42	8	35	28	31	21	23
Kotak Mahindra Investments	63	67	64	77	43	74	68	73	71
Kotak Mahindra Life Insurance	134	144	166	165	161	171	167	193	-243
Total (net off aflliates/minority)	1932	2407	2349	1906	1853	2947	2602	2589	1806

Source: Company, ICICI Direct Research

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, Kajal Gandhi, CA, Vishal Namolia, MBA and Sameer Sawant, MBA Research Analysts 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 is Sebi registered stock broker, merchant banker, investment adviser, portfolio manager and Research Analyst. ICICI Securities is registered with Insurance Regulatory Development Authority of India Limited (IRDAI) as a composite corporate agent and with PFRDA as a Point of Presence. ICICI Securities Limited Research Analyst 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 and its analysts, persons reporting to analysts and their relatives are generally prohibited 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 is insultaneously, not all customers may receive this report at the same time. ICICI Securities will not treat recipients 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 comanaging 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 and ICICI Securities as a entity 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.