ICRA

Focus on core to facilitate margin expansion

India Equity Research | Credit Rating



ICRA's Q4FY17 revenue decline by 14% (to INR788mn) was primarily due to the sale of IT business (segment revenue plunged 99% YoY), though continuing segments' revenue growth stood at 9%. EBITDA growth of 3% was led by the strong 644bps margin expansion (due to exclusion of low-margin IT business) and PAT of continuing operations grew 20%. Ratings grew 9% extending its decent growth rate (CRISIL's ratings segment grew 4%), while consulting services and outsourced services grew 8% and 6%, respectively. On strong structural opportunities in domestic debt market, focus on core (ratings) business (driving 570bps EBITDA margin expansion over FY17-19E) and benefiting from strong parentage (Moody's), we estimate 22% earnings CAGR over FY17-19. We upgrade to 'HOLD' with DCF-based target price of INR4,345.

Outperformance in domestic ratings

Revenue grew 9% YoY in Q4FY17 and 8% in FY17, led by growth in corporate debt as bank loan ratings remained muted. Bank credit growth remained modest due to sluggish off-take in private sector capex cycle and higher refinancing. Going forward, management expects debt market to extend its strong growth trajectory backed by uptick in infrastructure and regulatory changes, while bank credit growth will be dependent on wider economic growth. EBIT margin surged by ~800bps to 46.5% in Q4FY17, driven by actualisation of expenses in Q3FY17.

Outsourcing services slows down

Outsourced services segment slowed down to 6% during the quarter (16% in FY17), after having grown at 20% plus for 2 years. Management stated growth was impacted by lacklustre environment and appreciation of INR. EBIT margin fell by 354bps YoY to 26.3% hit by slowdown in growth.

Outlook and valuations: Positive; upgrade to 'HOLD'

With robust structural avenues in debt market and outsourcing opportunity from Moody's, we estimate 22% earnings CAGR over FY17-19. We value ICRA using DCF valuation due to its healthy growth prospects and strong brand franchisee, taking 13% growth in the first 5 years, declining growth over next 5 years to terminal rate of 7% and discount rate of 10%. Upgrade to 'HOLD' from 'Reduce' with TP of INR4,345.

Financials

Year to March	Q4FY17	Q4FY16	Growth %	Q3FY17	Growth %	FY17	FY18E	FY19E
Revenue (INR mn)	788	920	(14.4)	755	4.4	3,330	3,281	3,766
EBITDA (INR mn)	295	285	3.4	176	67.8	1,009	1,084	1,353
Adj.Profit (INR mn)	220	193	13.6	123	78.2	732	872	1,089
Adj.Dil EPS (INR)	22.2	19.3	14.7	12.3	80.0	73.9	88.1	110.0
Diluted P/E (x)						56.8	47.7	38.2
EV/EBITDA (x)						37.7	34.3	27.1
ROAE (%)						15.0	16.7	18.8

Absolute Rating	HOLD
Investment Characteristics	Growth
MARKET DATA (R: ICRA.BO,	B: ICRA IN)
CMP	: INR 4,199
Target Price	: INR 4,345
52-week range (INR)	: 4,550 / 3,520
Share in issue (mn)	: 9.9
M cap (INR bn/USD mn)	: 42 / 649
)): 5.3

SHARE HOLDING PATTERN (%)

	Current	Q2FY17	Q1FY17
Promoters *	50.5	50.1	50.1
MF's, FI's & BKs	27.8	28.4	28.4
FII's	8.7	8.6	8.5
Others	12.9	12.9	13.1
* Promoters pledge (% of share in issu		:	NIL

PRICE PERFORMANCE (%)

	BSE Midcap Index	Stock	Stock over Index
1 month	4.8	0.2	(4.6)
3 months	14.0	3.5	(10.5)
12 months	34.8	(1.1)	(35.9)

Shradha Sheth

+91 22 6623 3308 shradha.sheth@edelweissfin.com

Sanyam Jain

+91 22 4040 7412

sanyam.jain@edelweissfin.com

May 15, 2017

Table	1:	Segment	wise n	erformance

INR mn	Q4FY17	Q4FY16	% YoY	Q3FY17	% QoQ	FY17	FY16	% YoY
Segment revenue								
Rating Services	588	538	9.3	541	8.7	2,136	1,976	8.1
Consulting Services	82	76	8.0	77	5.7	307	292	5.1
Outsourced and Information services	122	115	6.3	126	(2.9)	486	421	15.6
Professional and I.T services	1	195	(99.4)	14	(91.7)	415	734	(43.4)
Total Sales	793	923		758		3,344	3,423	
Segment EBIT								
Rating Services	274	207	32.0	198	37.9	850	736	15.5
Consulting Services	(8)	0	NA	(4)	87.7	(12)	16	(173.8)
Outsourced and Information services	32	34	(6.3)	24	35.2	125	112	11.7
Professional and I.T services	1	15	(96.3)	(23)	(102.5)	23	51	(55.5)
Total EBIT	298	257		195		986	915	
Segment EBIT margin (%)								
Rating Services	46.5	38.5		36.7		39.8	37.3	
Consulting Services	(10.2)	0.1		(5.7)		(3.9)	5.5	
Outsourced and Information services	26.3	29.8		18.8		25.7	26.6	
Professional and I.T services	49.1	7.9		(163.7)		5.4	6.9	

Source: Company

Q4FY17: Key Highlights

- Q4FY17: Revenue dipped 14.4% YoY impacted by the sale of IT business. Excluding the IT segment, revenue growth was 9% YoY. EBITDA margin expanded by strong ~640bps due to exclusion of the low-margin IT segment, leading to EBITDA growth of 3% YoY. PAT grew 14% YoY, while PAT from continuing operations grew 20% YoY.
- **FY17:** Revenue fell 2% for the year, dented by sale of IT business (on 7th October, 2016), excluding which revenue growth was 9%. EBITDA was flat YoY on account of margin expansion by 67bps. PAT was also flat YoY (adjusted for discontinuing operations).
- Ratings segment revenue grew 9% in Q4FY17 and 8% in FY17. Revenue growth was led by strong debt market growth, while bank loan ratings were subdued due to modest growth in bank credit. Slow credit growth was due to slow offtake in private sector capex cycle and higher refinancing since yield in debt market was lower. Going forward, management expects bond market to continue its strong trajectory, particularly infrastructure segment, supported by regulatory measures. Bank credit growth will be dependent on wider economic growth. ICRA has been more selective in lower ticket segment, which also impacted growth slightly. EBIT margin expanded strongly by ~800bps to 46.5% in Q4FY17.
- Consulting services segment revenue grew 8% in Q4FY17 and 5% in FY17. Delays in execution and slower growth in fresh business impacted business growth. Overall business environment, especially private investment cycle, remained subdued. EBIT margin in Q4FY17 was at -10%. Negative EBIT margin for the year was on account of higher provisioning for a specific project as per the company's polcies.
- Outsourced and information services segment continued to slow down to 6% in Q4FY17 (14% in Q3FY17) after >20% growth for 2 years. Growth for the year stood at 16%. Slowing growth was due to headwinds in the segment and sluggish environment.

Slowdown was aggravated by appreciation of INR and automation may also be a challenge going forward. Management guided that though slowdown in growth is expected to continue, focus on improving cost efficiencies will partially offset the impact on earnings. EBIT margin fell by 354bps YoY to 26.3% due to slowdown in growth, change in compensated absences policy and fixed assets impairment.

- Divestment of ICTEAS: ICRA Techno Analytics, a wholly-owned subsidiary previously, was divested entirely for a consideration of INR687.5mn compromising cash consideration of INR320mn and 10% debentures for the balance amount to be redeemed after 1 year. The transaction was completed on October 7, 2016. Cash was partially used for the below stated buyback. Management is open to inorganic expansion going forward, though as of now there are no acquisition plans.
- **Buyback:** ICRA bought back 96,720 equity shares at an average price of INR4,135.54 per equity share. Total size of buyback was INR399.9mn.

Edelweiss Securities Limited

3

Financial snapshot								(INR mn)
Year to March	Q4FY17	Q4FY16	% change	Q3FY17	% change	FY17	FY18E	FY19E
Net revenues	788	920	(14.4)	755	4.4	3,330	3,281	3,766
Staff costs	318	404	(21.3)	407	(21.7)	1,580	1,501	1,629
Other expenses	175	230	(24.2)	172	1.3	742	696	783
Total expenditure	493	635	(22.4)	579	(14.9)	2,322	2,197	2,412
EBITDA	295	285	3.4	176	67.8	1,009	1,084	1,353
Depreciation	20	28	(29.4)	21	(2.4)	85	85	91
EBIT	275	257	7.0	155	77.2	923	999	1,262
Other income	63	49	27.3	63	0.1	245	325	391
Interest								
Profit before tax	337	306	10.3	218	55.0	1,168	1,325	1,653
Provision for taxes	117	112	4.2	94	24.9	425	450	562
Minority interest	1	-	348.8	1	(8.2)	2	2	2
Exceptional Items								
Reported net profit	220	193	13.6	123	78.2	742	872	1,089
Adjusted Profit	220	193	13.6	123	78.2	732	872	1,089
Equity capital(FV INR 1)	10	10		10		99	99	99
Diluted shares (mn)	10	10		10		10	10	10
Adjusted Diluted EPS	22.2	19.3	14.7	12.3	80.0	74.9	88.1	110.0
Diluted P/E (x)	-	-		-		56.1	47.7	38.2
EV/EBITDA (x)	-	-		-		37.7	34.3	27.1
ROAE (%)	-	-		-		15.0	16.7	18.8
Market cap / rev. (x)	-	-		-		12.5	12.7	11.0
As % of net revenues	-	-		-				
Employee cost	40.4	44.0		53.9		47.4	45.8	43.3
Other expenses	22.2	25.0		22.8		22.3	21.2	20.8
EBITDA	37.4	31.0		23.3		30.3	33.0	35.9
Reported net profit	27.9	21.0		16.3		22.0	26.6	28.9

Company Description

ICRA, an associate company of Moody's Investors Service, is the second originating credit rating agency in India set up in 1991 by leading financial/investment institutions, commercial banks and financial services companies. The company has rated 2,552 corporate debt instruments and 12,052 bank loan instruments over FY08-13, driving revenue CAGR of 39% in the BLR segment and 12% CAGR in the CDR segment over FY08-13. Being the third largest player by rating revenue market share, the company is well poised to gain from cyclical and structural uptick in domestic ratings segment. Apart from credit rating business, which is the major contributor to the bottom line, ICRA has three other businesses—consulting services, outsourced and information services and professional & IT services. While outsourced services grew 20% CAGR over FY08-13, off shoring opportunity will continue to drive this segment. The company has also made its foray into the international market through subsidiaries in Indonesia and Sri Lanka that offer rating services.

Investment Theme

ICRA, has a strong competitive advantage, being the second largest credit rating agency in India by volume of corporate debt rated, third largest by rating revenue market share and a strong parentage (Moody's) world's second leading credit rating agency by market share. Being the third largest player, ICRA's domestic ratings are expected to grow at a 14% CAGR over FY17-19E. The off shoring services to parent Moody's are at 1/7th the revenues of CRISIL's off shoring arm. There is strong scope of outsourcing revenue led by double digit growth at parent's end. Also, the next leg of growth will come from ICRA's increasing focus to grow the SME ratings segment, which currently is at 1/10th the rating of CRISIL. Its international foray in Indonesia provides huge potential being an under penetrated debt market. Operating at a historic low operating margin of 24% in FY13, we expect a cyclical and structural turnaround to lead to average of 33% EBITDA margins over FY17-19E.

Key Risks

Lower debt volumes

In India, banks and financial institutions dominate the financial market. Continued reliance on bank credit by domestic borrowers could negatively impact issuance in the domestic debt market. Further, investors' preference in the domestic debt market is skewed towards higher-category ratings. This may continue to constrain the volume of issuance in the Indian debt market.

Migration to internal ratings based approach by banks

If banks whose clients avail credit rating services under the Basel II framework migrate to the internal rating based approach for credit risk (the IRB Approach), it could have an adverse effect on ICRA's rating business.

Risk of defaults

5

Any rating default by a client would hamper the credibility of the rating agency. However, SEBI's mandatory disclosures of default rates would keep the rating agency under control of the watch guard.

Edelweiss Securities Limit

Key Assumptions

Year to March	FY16	FY17	FY18E	FY19E
Macro			-	
GDP(Y-o-Y %)	7.2	6.5	7.1	7.7
Inflation (Avg)	4.9	4.8	5.0	5.2
Repo rate (exit rate)	6.8	6.3	6.3	6.3
USD/INR (Avg)	65.0	67.5	67.0	67.0
Sector				
Corp debt iss. growth(%)	16.5	8.7	11.0	16.0
Banking cr. growth (%)	15.0	15.0	15.0	15.0
Company				
Prof. and IT services	21.5	12.4	0.1	0.1
Vol of debt rated(INRbn)	6,824	7,350	8,159	9,464
Number of new assigments	2,553	2,681	2,949	3,450
Nos	1,395	1,506	1,627	1,757
Rating revenues (INR mn)	1,975	2,127	2,385	2,758
CDR inc(INR mn)	1,216	1,335	1,556	1,896
BLR inc(INR mn)	729	753	781	806
SME	30	38	47	57
Consulting revenues	285	306	331	357
Outsourced & Info Serv.	419	484	561	646
Prof. and IT services	732	413	4	5
Rating revenues (%)	57.9	63.9	72.7	73.3
Consulting revenues	8.4	9.2	10.1	9.5
Outsourced & Info Serv.	12.3	14.5	17.1	17.1

Income statement				(INR mn)
Year to March	FY16	FY17	FY18E	FY19E
Net revenue	3,412	3,330	3,281	3,766
Employee costs	1,589	1,580	1,501	1,629
Other Expenses	812	742	696	783
EBITDA	1,010	1,009	1,084	1,353
Depreciation	96	85	85	91
EBIT	915	923	999	1,262
Add: Other income	270.77	245.19	325.35	391.37
Less: Interest Expense	6	-	-	-
Profit Before Tax	1,180	1,168	1,325	1,653
Less: Provision for Tax	416	425	450	562
Less: Minority Interest	2	2	2	2
Profit- Discontinued Ops	30	10	-	-
Reported Profit	762	742	872	1,089
Adjusted Profit	732	732	872	1,089
Shares o /s (mn)	10	10	10	10
Adjusted Basic EPS	73.2	73.9	88.1	110.0
Diluted shares o/s (mn)	10	10	10	10
Adjusted Diluted EPS	73.2	73.9	88.1	110.0
Adjusted Cash EPS	80.7	82.3	96.6	119.2
Dividend per share (DPS)	25.0	27.0	32.0	40.0
Dividend Payout Ratio(%)	39.5	43.4	43.7	43.8

Common size metrics

Year to March	FY16	FY17	FY18E	FY19E
Operating expenses	70.4	69.7	67.0	64.1
Depreciation	2.8	2.6	2.6	2.4
Interest Expense	0.2	-	-	-
EBITDA margins	29.6	30.3	33.0	35.9
Net Profit margins	21.5	22.0	26.6	29.0

Growth ratios (%)

Year to March	FY16	FY17	FY18E	FY19E
Revenues	6.0	(2.4)	(1.5)	14.8
EBITDA	2.1	(0.2)	7.5	24.9
PBT	12.8	(1.0)	13.4	24.8
Adjusted Profit	(6.8)	(0.1)	19.2	24.9
EPS	(6.8)	0.9	19.2	24.9

Balance sheet				(INR mn)	Cash flow metrics				
As on 31st March	FY16	FY17	FY18E	FY19E	Year to March	FY16	FY17	FY18E	FY19E
Share capital	100	99	99	99	Operating cash flow	712	567	1,251	1,125
Reserves & Surplus	4,662	4,891	5,382	5,994	Investing cash flow	(415)	(104)	(80)	(50)
Shareholders' funds	4,762	4,990	5,481	6,093	Financing cash flow	(385)	(322)	(381)	(477)
Minority Interest	8	9	9	9	Net cash Flow	(88)	141	789	599
Long Term Liabilities	133	59	59	59	Capex	(104)	(104)	(80)	(50)
Def. Tax Liability (net)	(61)	(54)	(54)	(54)	Dividend paid	(289)	(322)	(381)	(477)
Sources of funds	4,842	5,005	5,495	6,108					
Gross Block	830	807	887	937	Profitability and efficiency ratios				
Net Block	437	328	323	282	Year to March	FY16	FY17	FY18E	FY19E
Capital work in progress	7	8	8	8	ROAE (%)	16.2	15.0	16.7	18.8
Intangible Assets	483	38	38	38	ROACE (%)	25.9	23.9	25.3	28.5
Total Fixed Assets	927	374	370	328	ROA	15.7	14.9	16.6	18.8
Non current investments	1,674	1,045	1,045	1,045	Interest Coverage Ratio	165.9	-	-	-
Cash and Equivalents	2,432	3,588	4,378	4,976	Debt / Cap employed (%)	27.0	19.9	18.1	16.4
Sundry Debtors	478	340	431	495					
Loans & Advances	348	320	320	320	Operating ratios				
Other Current Assets	352	389	-	-	Year to March	FY16	FY17	FY18E	FY19E
Current Assets (ex cash)	1,179	1,049	751	815	Total Asset Turnover	0.7	0.7	0.6	0.6
Trade payable	91	84	78	85	Fixed Asset Turnover	3.7	5.2	9.0	11.0
Other Current Liab	1,278	968	968	968	Equity Turnover	0.8	0.7	0.6	0.6
Total Current Liab	1,370	1,051	1,046	1,052					
Net Curr Assets-ex cash	(191)	(3)	(295)	(238)	Valuation parameters				
Uses of funds	4,842	5,005	5,495	6,108	Year to March	FY16	FY17	FY18E	FY19E
BVPS (INR)	476.2	503.9	553.5	615.3	Adj. Diluted EPS (INR)	73.2	73.9	88.1	110.0
					Y-o-Y growth (%)	(6.8)	0.9	19.2	24.9
Free cash flow				(INR mn)	Adjusted Cash EPS (INR)	80.7	82.3	96.6	119.2
Year to March	FY16	FY17	FY18E	FY19E	Diluted P/E (x)	57.3	56.8	47.7	38.2
Reported Profit	762	742	872	1,089	P/B (x)	8.8	8.3	7.6	6.8
Add: Depreciation	96	85	85	91	EV / Sales (x)	11.6	11.4	11.3	9.7
Others	(117)	(523)	586	(112)	EV / EBITDA (x)	39.2	37.7	34.3	27.1
Less: Changes in WC	33	(263)	292	(57)	Dividend Yield (%)	0.6	0.6	0.8	1.0
Operating cash flow	712	567	1,251	1,125					
Less: Capex	104	104	80	50					
Free Cash Flow	608	463	1,171	1,075					

7

Additional Data

Directors Data

P.K. Choudhury	Chairman	Dr. Uddesh Kohli	Independent Director
Deepak Nayyar	Independent Director	Piyush Gunwantrai Mankad	Director
Amal Ganguli	Independent Director	Dr. Min Ye	Director
Simon Richard Hastilow	Director	Naresh Takkar	Director & CEO

Auditors - B.S.R & Co

*as per last available data

Holding Top -10

	Perc. Holding		Perc. Holding
Birla Sunlife Asset Management	9.19	Capital Group	2.94
Life Insurance Corporation of India	6.75	Mondrian EM MRK SM Cap EQ	1.12
General insurance Corporation of india	5.28	HDFC Life Insurance	1.08
Punjab National Bank	4.29	PPFAS Asset Management	0.39
Franklin	3.04	Axis Bank Asset Management	0.2

*as per last available data

Bulk Deals

Data	Acquired / Seller	B/S	Qty Traded	Price
27 Dec 2016	Ashoka Pte Ltd	Sell	177247	3875.02
27 Dec 2016	Franklin Templeton Investment Funds	Buy	157700	3875.00
18 Oct 2016	Franklin Templeton Investment Funds	Buy	104729	4100.00
18 Oct 2016	Ashoka Pte Ltd	Sell	118705	4100.01

*as ner last available data

Insider Trades

Reporting Data	Acquired / Seller	B/S	Qty Traded
No Data Available			

*as per last available data

Edelweiss Securities Limited, Edelweiss House, off C.S.T. Road, Kalina, Mumbai – 400 098. Board: (91-22) 4009 4400, Email: research@edelweissfin.com

Aditya Narain

Head of Research

aditya.narain@edelweissfin.com

Coverage group(s) of stocks by primary analyst(s): Credit Rating

Credit Analysis and Research, Crisil, ICRA

Recent Res	earch				
Date	Company	Title	Price	(INR)	Recos
24-Apr-17	Crisil	Subdued performance fur dented by external factor Result Update		1,912	Hold
21-Feb-17	Crisil	Short-term hiccups likely; long-term story intact; Result Update		2,056	Hold
07-Feb-17	CARE	Strong volumes, brighteni prospects;	ing	1,390	Buy

Rating Interpretation

Distribution of Ratings / Market Cap					
Edelweiss Research Coverage Universe					
		Buy	Hold	Reduce	Total
Rating Distribution * 1stocks under rev	161	67	11	240	
	> 50bn	Betv	ween 10bn a	nd 50 bn	< 10bn
Market Cap (INR)	156		62		11

Rating	Expected to
Buy	appreciate more than 15% over a 12-month period
Hold	appreciate up to 15% over a 12-month period
Reduce	depreciate more than 5% over a 12-month period



DISCLAIMER

Edelweiss Securities Limited ("ESL" or "Research Entity") is regulated by the Securities and Exchange Board of India ("SEBI") and is licensed to carry on the business of broking, depository services and related activities. The business of ESL and its Associates (list available on www.edelweissfin.com) are organized around five broad business groups — Credit including Housing and SME Finance, Commodities, Financial Markets, Asset Management and Life Insurance.

This Report has been prepared by Edelweiss Securities Limited in the capacity of a Research Analyst having SEBI Registration No.INH200000121 and distributed as per SEBI (Research Analysts) Regulations 2014. This report does not constitute an offer or solicitation for the purchase or sale of any financial instrument or as an official confirmation of any transaction. Securities as defined in clause (h) of section 2 of the Securities Contracts (Regulation) Act, 1956 includes Financial Instruments and Currency Derivatives. The information contained herein is from publicly available data or other sources believed to be reliable. This report is provided for assistance only and is not intended to be and must not alone be taken as the basis for an investment decision. The user assumes the entire risk of any use made of this information. Each recipient of this report should make such investigation as it deems necessary to arrive at an independent evaluation of an investment in Securities referred to in this document (including the merits and risks involved), and should consult his own advisors to determine the merits and risks of such investment. The investment discussed or views expressed may not be suitable for all investors.

This information is strictly confidential and is being furnished to you solely for your information. This information should not be reproduced or redistributed or passed on directly or indirectly in any form to any other person or published, copied, in whole or in part, for any purpose. 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 ESL and associates / group companies to any registration or licensing requirements within such jurisdiction. The distribution of this report in certain jurisdictions may be restricted by law, and persons in whose possession this report comes, should observe, any such restrictions. The information given in this report is as of the date of this report and there can be no assurance that future results or events will be consistent with this information. This information is subject to change without any prior notice. ESL reserves the right to make modifications and alterations to this statement as may be required from time to time. ESL or any of its associates / group companies shall not be in any way responsible for any loss or damage that may arise to any person from any inadvertent error in the information contained in this report. ESL is committed to providing independent and transparent recommendation to its clients. Neither ESL nor any of its associates, group companies, directors, employees, agents or representatives shall be liable for any damages whether direct, indirect, special or consequential including loss of revenue or lost profits that may arise from or in connection with the use of the information. Our proprietary trading and investment businesses may make investment decisions that are inconsistent with the recommendations expressed herein. Past performance is not necessarily a guide to future performance. The disclosures of interest statements incorporated in this report are provided solely to enhance the transparency and should not be treated as endorsement of the views expressed in the report. The information provided in these reports remains, unless otherwise stated, the copyright of ESL. All layout, design, original artwork, concepts and other Intellectual Properties, remains the property and copyright of ESL and may not be used in any form or for any purpose whatsoever by any party without the express written permission of the copyright holders.

ESL shall not be liable for any delay or any other interruption which may occur in presenting the data due to any reason including network (Internet) reasons or snags in the system, break down of the system or any other equipment, server breakdown, maintenance shutdown, breakdown of communication services or inability of the ESL to present the data. In no event shall ESL be liable for any damages, including without limitation direct or indirect, special, incidental, or consequential damages, losses or expenses arising in connection with the data presented by the ESL through this report.

We offer our research services to clients as well as our prospects. Though this report is disseminated to all the customers simultaneously, not all customers may receive this report at the same time. We will not treat recipients as customers by virtue of their receiving this report.

ESL and its associates, officer, directors, and employees, research analyst (including relatives) worldwide may: (a) from time to time, have long or short positions in, and buy or sell the Securities, mentioned herein or (b) be engaged in any other transaction involving such Securities and earn brokerage or other compensation or act as a market maker in the financial instruments of the subject company/company(ies) discussed herein or act as advisor or lender/borrower to such company(ies) or have other potential/material conflict of interest with respect to any recommendation and related information and opinions at the time of publication of research report or at the time of public appearance. ESL may have proprietary long/short position in the above mentioned scrip(s) and therefore should be considered as interested. The views provided herein are general in nature and do not consider risk appetite or investment objective of any particular investor; readers are requested to take independent professional advice before investing. This should not be construed as invitation or solicitation to do business with ESL.

ESL or its associates may have received compensation from the subject company in the past 12 months. ESL or its associates may have managed or co-managed public offering of securities for the subject company in the past 12 months. ESL or its associates may have received compensation for investment banking or merchant banking or brokerage services from the subject company in the past 12 months. ESL or its associates may have received any compensation for products or services other than investment banking or merchant banking or brokerage services from the subject company in the past 12 months. ESL or its associates have not received any compensation or other benefits from the Subject Company or third party in connection with the research report. Research analyst or his/her relative or ESL's associates may have financial interest in the subject company. ESL and/or its Group Companies, their Directors, affiliates and/or employees may have interests/ positions, financial or otherwise in the Securities/Currencies and other investment products mentioned in this report. ESL, its associates, research analyst and his/her relative may have other potential/material conflict of interest with respect to any recommendation and related information and opinions at the time of publication of research report or at the time of public appearance.

Participants in foreign exchange transactions may incur risks arising from several factors, including the following: (i) exchange rates can be volatile and are subject to large fluctuations; (ii) the value of currencies may be affected by numerous market factors, including world and national economic, political and regulatory events, events in equity and debt markets and changes in interest rates; and (iii) currencies may be subject to devaluation or government imposed exchange controls which could affect the value of the currency. Investors in securities such as ADRs and Currency Derivatives, whose values are affected by the currency of an underlying security, effectively assume currency risk.

Research analyst has served as an officer, director or employee of subject Company: No

ESL has financial interest in the subject companies: No

ESL's Associates may have actual / beneficial ownership of 1% or more securities of the subject company at the end of the month immediately preceding the date of publication of research report.

Research analyst or his/her relative has actual/beneficial ownership of 1% or more securities of the subject company at the end of the month immediately preceding the date of publication of research report: No

ESL has actual/beneficial ownership of 1% or more securities of the subject company at the end of the month immediately preceding the date of publication of research report: No

Subject company may have been client during twelve months preceding the date of distribution of the research report.

There were no instances of non-compliance by ESL on any matter related to the capital markets, resulting in significant and material disciplinary action during the last three years except that ESL had submitted an offer of settlement with Securities and Exchange commission, USA (SEC) and the same has been accepted by SEC without admitting or denying the findings in relation to their charges of non registration as a broker dealer.

A graph of daily closing prices of the securities is also available at www.nseindia.com

Analyst Certification:

The analyst for this report certifies that all of the views expressed in this report accurately reflect his or her personal views about the subject company or companies and its or their securities, and no part of his or her compensation was, is or will be, directly or indirectly related to specific recommendations or views expressed in this report.

Additional Disclaimers

Disclaimer for U.S. Persons

This research report is a product of Edelweiss Securities Limited, which is the employer of the research analyst(s) who has prepared the research report. The research analyst(s) preparing the research report is/are resident outside the United States (U.S.) and are not associated persons of any U.S. regulated broker-dealer and therefore the analyst(s) is/are not subject to supervision by a U.S. broker-dealer, and is/are not required to satisfy the regulatory licensing requirements of FINRA or required to otherwise comply with U.S. rules or regulations regarding, among other things, communications with a subject company, public appearances and trading securities held by a research analyst account.

This report is intended for distribution by Edelweiss Securities Limited only to "Major Institutional Investors" as defined by Rule 15a-6(b)(4) of the U.S. Securities and Exchange Act, 1934 (the Exchange Act) and interpretations thereof by U.S. Securities and Exchange Commission (SEC) in reliance on Rule 15a 6(a)(2). If the recipient of this report is not a Major Institutional Investor as specified above, then it should not act upon this report and return the same to the sender. Further, this report may not be copied, duplicated and/or transmitted onward to any U.S. person, which is not the Major Institutional Investor.

In reliance on the exemption from registration provided by Rule 15a-6 of the Exchange Act and interpretations thereof by the SEC in order to conduct certain business with Major Institutional Investors, Edelweiss Securities Limited has entered into an agreement with a U.S. registered broker-dealer, Edelweiss Financial Services Inc. ("EFSI"). Transactions in securities discussed in this research report should be effected through Edelweiss Financial Services Inc.

Disclaimer for U.K. Persons

The contents of this research report have not been approved by an authorised person within the meaning of the Financial Services and Markets Act 2000 ("FSMA").

In the United Kingdom, this research report is being distributed only to and is directed only at (a) persons who have professional experience in matters relating to investments falling within Article 19(5) of the FSMA (Financial Promotion) Order 2005 (the "Order"); (b) persons falling within Article 49(2)(a) to (d) of the Order (including high net worth companies and unincorporated associations); and (c) any other persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons").

This research report must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this research report relates is available only to relevant persons and will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this research report or any of its contents. This research report must not be distributed, published, reproduced or disclosed (in whole or in part) by recipients to any other person.

Disclaimer for Canadian Persons

This research report is a product of Edelweiss Securities Limited ("ESL"), which is the employer of the research analysts who have prepared the research report. The research analysts preparing the research report are resident outside the Canada and are not associated persons of any Canadian registered adviser and/or dealer and, therefore, the analysts are not subject to supervision by a Canadian registered adviser and/or dealer, and are not required to satisfy the regulatory licensing requirements of the Ontario Securities Commission, other Canadian provincial securities regulators, the Investment Industry Regulatory Organization of Canada and are not required to otherwise comply with Canadian rules or regulations regarding, among other things, the research analysts' business or relationship with a subject company or trading of securities by a research analyst.

This report is intended for distribution by ESL only to "Permitted Clients" (as defined in National Instrument 31-103 ("NI 31-103")) who are resident in the Province of Ontario, Canada (an "Ontario Permitted Client"). If the recipient of this report is not an Ontario Permitted Client, as specified above, then the recipient should not act upon this report and should return the report to the sender. Further, this report may not be copied, duplicated and/or transmitted onward to any Canadian person.

ESL is relying on an exemption from the adviser and/or dealer registration requirements under NI 31-103 available to certain international advisers and/or dealers. Please be advised that (i) ESL is not registered in the Province of Ontario to trade in securities nor is it registered in the Province of Ontario to provide advice with respect to securities; (ii) ESL's head office or principal place of business is located in India; (iii) all or substantially all of ESL's assets may be situated outside of Canada; (iv) there may be difficulty enforcing legal rights against ESL because of the above; and (v) the name and address of the ESL's agent for service of process in the Province of Ontario is: Bamac Services Inc., 181 Bay Street, Suite 2100, Toronto, Ontario M5J 2T3 Canada.

Disclaimer for Singapore Persons

In Singapore, this report is being distributed by Edelweiss Investment Advisors Private Limited ("EIAPL") (Co. Reg. No. 201016306H) which is a holder of a capital markets services license and an exempt financial adviser in Singapore and (ii) solely to persons who qualify as "institutional investors" or "accredited investors" as defined in section 4A(1) of the Securities and Futures Act, Chapter 289 of Singapore ("the SFA"). Pursuant to regulations 33, 34, 35 and 36 of the Financial Advisers Regulations ("FAR"), sections 25, 27 and 36 of the Financial Advisers Act, Chapter 110 of Singapore shall not apply to EIAPL when providing any financial advisory services to an accredited investor (as defined in regulation 36 of the FAR. Persons in Singapore should contact EIAPL in respect of any matter arising from, or in connection with this publication/communication. This report is not suitable for private investors.

Copyright 2009 Edelweiss Research (Edelweiss Securities Ltd). All rights reserved

Access the entire repository of Edelweiss Research on www.edelresearch.com