# **ICICI Securities**

Estimate change	
TP change	Ļ
Rating change	

Motilal Oswal

Bloomberg	ISEC IN
Equity Shares (m)	322
M.Cap.(INRb)/(USDb)	203 / 2.7
52-Week Range (INR)	896 / 414
1, 6, 12 Rel. Per (%)	2/-14/29
12M Avg Val (INR M)	511

# Financials & Valuations (INR b)

	<u> </u>		
Y/E March	2022	2023E	2024E
Revenues	34.4	36.0	39.3
Opex	15.9	17.8	19.7
РВТ	18.5	18.1	19.6
PAT	13.8	13.5	14.6
Ratios			
C/I ratio (%)	46.1	49.5	50.2
PAT margin (%)	40.2	37.7	37.2
RoE (%)	65.0	50.8	46.3
Div. Payout (%)	55.9	65.0	65.0
EPS	42.9	42.0	45.3
Valuations			
P/E (x)	14.7	15.0	13.9
P/BV (x)	8.3	7.0	5.9
Div. Yield (%)	3.8	4.3	4.7

# Shareholding pattern (%)

As On	Mar-22	Dec-21	Mar-21
Promoter	74.9	74.9	75.0
DII	7.1	7.8	9.0
FII	7.3	6.6	3.7
Others	10.7	10.7	12.2

FII Includes depository receipts

# CMP: INR629 TP:INR780 (+24%)

Buy

# Revenue from Broking falls, Issuer Services segment witnesses some pressure

- ISEC witnessed a 6% YoY and 7% QoQ decline in revenue from the Retail Broking segment. For the eighth consecutive quarter, revenue has been in the INR3-3.5b range. Its customer count saw a 1.5x jump. While its Prime subscription fees has scaled up (up 71% YoY), its share in overall revenue is small. Revenue for the Issuer Services segment fell 41% QoQ to INR649m. Overall revenue grew 20% YoY to INR8.9b (inline) as the negative surprise in Issuer Services was offset by a beat in the Distribution segment. PAT at INR3.8b (+42% YoY) was 6% lower than our estimate, while C/I ratio rose 410bp QoQ to 49% on higher marketing costs and technology investments.
- We have lowered our FY23/FY24 EPS estimate by 10% each, to factor in weaker-than-expected traction in the Broking segment, a slowdown in the Issuer Services segment, the impact of a run-down in the ESOP funding book, and higher costs. We maintain our Buy rating on the stock with a revised TP of INR780 (based on 17x FY24E P/E), implying a potential upside of 24%.

# Revenue from Retail Broking declines; momentum in client addition slows down

- Revenue from Retail Broking fell 6% YoY and 7% QoQ to INR3.3b.
- Its market share in the Retail Cash segment improved by 30bp QoQ to 10.1%, while the same in the Derivatives segment contracted 20bp to 3.3%.
- Revenue from the Institutional Equities segment fell 1% YoY to INR479m.
- ISEC added 618k new customers in 4QFY22 v/s 676k QoQ. Its Prime plan saw 90k customer additions as compared to 100k in 3QFY22.
- The activation rate improved by 800bp QoQ to 82%. The number of NSE active clients rose to 3m from 2.8m QoQ.

# Income from Distribution continues to drive overall revenue growth

- Revenue from Distribution rose 21% YoY to INR1.7b (+3% QoQ), led by a strong performance in the distribution of MFs, which grew 35% YoY. Its SIP count rose to 0.99m from 0.98m in 3QFY22. AUM in the MF segment grew 22% YoY to INR503b, but remained flat QoQ.
- Given the volatility in the equity market, revenue from Investment Banking fell to INR649m. ISEC continues to have a strong deal pipeline (IPO), with 67 deals amounting to over INR879b.

# Highlights from the management commentary

- Slower than industry client additions is on account of the management's focus on improving the quality of the channel mix. The current monthly addition run-rate of 0.2m will continue in the near term.
- FY23 will be a year of investments for ISEC. It will make strategic investments made in technology and marketing.
- Its cost-to-income ratio is expected to increase in FY23, before trending down towards 40% in the medium term.

Research Analyst: Prayesh Jain (Prayesh.Jain@MotilalOswal.com) | Nitin Aggarwal (Nitin.Aggarwal@MotilalOswal.com)

| Urmila Bohra (Urmila.Bohra@motilaloswal.com)

Investors are advised to refer through important disclosures made at the last page of the Research Report. Motilal Oswal research is available on www.motilaloswal.com/Institutional-Equities, Bloomberg, Thomson Reuters, Factset and S&P Capital.

# Valuation and view

ISEC has seen significant traction in client additions over the past few quarters, driven by digital organic sourcing. However, the same has not been replicated in market share from the Broking business. With initiatives such as the NEO plan being implemented, the management expects an improvement going forward. We expect weakness in Issuer Services as a volatile equity market will delay its equity fund raising. The funding book is also likely to witness some pressure on the back of a run-down of the ESOP book. With costs likely to remain elevated owing to investments in technology and marketing, earnings are likely to remain under pressure. Income from Distribution will provide some cushion to earnings. New tie-ups and products will help scale-up the business. We lower our FY23/FY24 EPS estimate by 10% each to factor in a weaker-than-expected traction in the Broking segment. We maintain our Buy rating on the stock with a revised TP of INR780 (based on 17x FY24E P/E), implying a potential upside of 24%.

Quarterly performance												(INR m)
Y/E March		FY21 FY22				EV.24	EV(2)2	FY22E	Mar. (0/)			
	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4Q	FY21 FY22	FY22	4QE	Var. (%)
Revenue from Operations	5,460	6,807	6,201	7,393	7,453	8,564	9,416	8,917	25,862	34,350	8,998	-0.9
Total Income	5,464	6,805	6,200	7,393	7,477	8,566	9,419	8,923	25,862	34,385	8,994	-0.8
Change YoY (%)	35.9	62.7	46.7	53.4	36.8	25.9	51.9	20.7	49.9	33.0	21.6	
Operating Expenses	2,870	3,082	2,622	2,980	3,310	3,856	4,321	4,369	11,554	15,856	4,080	7.1
Change YoY (%)	26.9	31.6	10.4	8.7	15.3	25.1	64.8	46.6	18.9	37.2	36.9	
РВТ	2,594	3,723	3,578	4,413	4,167	4,709	5,099	4,554	14,308	18,529	4,914	-7.3
Change YoY (%)	47.4	102.2	93.3	112.4	60.6	26.5	42.5	3.2	90.0	29.5	11.4	
Tax Provisions	663	942	908	1,118	1,060	1,197	1,295	1,149	3,631	4,700	1,303	-11.8
Net Profit	1,931	2,782	2,670	3,295	3,107	3,512	3,804	3,405	10,677	13,828	3,611	-5.7
Change YoY (%)	69.7	105.9	94.6	111.4	60.9	26.3	42.5	3.3	97.0	29.5	9.6	
Key Operating Parameters (%)												
Cost-to-Income Ratio	52.5	45.3	42.3	40.3	44.3	45.0	45.9	49.0	44.7	46.1	45.4	3.6
PBT Margin	47.5	54.7	57.7	59.7	55.7	55.0	54.1	51.0	55.3	53.9	54.6	-3.6
Tax Rate	25.6	25.3	25.4	25.3	25.4	25.4	25.4	25.2	25.4	25.4	26.5	-1.3
PAT Margin	35.3	40.9	43.1	44.6	41.6	41.0	40.4	38.2	41.3	40.2	40.1	-2.0
Revenue from Operations (INR m)												
Retail Brokerage Income	3,169	3,534	3,242	3,461	3,518	3,496	3,482	3,251	13,406	13,747		
Institutional Brokerage Income	348	386	380	485	432	445	438	477	1,599	1,792		
Investment Banking	223	623	234	533	474	727	1,105	649	1,613	2,955		
Distribution Income	798	990	1,079	1,412	1,206	1,512	1,635	1,686	4,279	6,039		
Other servicing Income	103	285	275	405	428	493	566	661	1,069	2,148		
Interest Income	624	898	893	1,034	1,317	1,702	2,047	2,119	3,449	7,185		
Other Operating Income	195	90	98	64	78	189	144	73	447.3	483		
Revenue from Operations Mix (%)												
Retail Brokerage Income	58.0	51.9	52.3	46.8	47.2	40.8	37.0	36.5	51.8	40.0		
Institutional Brokerage Income	6.4	5.7	6.1	6.6	5.8	5.2	4.7	5.4	6.2	5.2		
Investment Banking	4.1	9.2	3.8	7.2	6.4	8.5	11.7	7.3	6.2	8.6		
Distribution Income	14.6	14.5	17.4	19.1	16.2	17.7	17.4	18.9	16.5	17.6		
Other servicing Income	1.9	4.2	4.4	5.5	5.7	5.8	6.0	7.4	4.1	6.3		
Interest Income	11.4	13.2	14.4	14.0	17.7	19.9	21.7	23.8	13.3	20.9		
Other Operating Income	3.6	1.3	1.6	0.9	1.0	2.2	1.5	0.8	1.7	1.4		
Opex Mix (%)												
Employee Expenses	60.2	58.3	49.5	35.5	45.6	43.6	40.0	39.4	50.9	41.9		
Depreciation	4.7	4.2	5.2	4.7	4.4	3.8	3.7	4.0	4.7	3.9		
Interest Expenses	8.0	9.2	9.7	10.3	12.6	15.1	19.1	20.8	9.3	17.3		
Others	27.1	28.2	35.6	49.5	37.4	37.5	37.1	35.7	35.1	36.9		
Other Parameters (%)												
Blended MS	9.0	8.9	6.5	3.2	3.4	3.1	3.1	2.8				
Equity MS	10.7	11.1	10.5	9.6	9.2	8.8	8.3	10.2				
Derivatives MS	8.9	8.8	6.3	3.0	3.3	3.1	3.0	2.8				



# Highlights from the management commentary

# Industry

- The industry saw some moderation in growth in the Cash and F&O volumes.
- ESOP financing was capped at INR2m per customer as per the new RBI guideline.

# Overall revenue, cost, and customers

- The management's focus has been on revenue diversification. This has resulted in the share of revenue from Retail Broking now declining to 36% as compared to 47% in 4QFY21. The share of revenue from Allied Broking, primarily MTFs, distribution income, and Corporate Finance have been the key drivers of revenue growth.
- The share of customers from Tier II and III towns rose to 85% from 80%. The same in the 25 years and below age group has risen to 49% from 42%.
- Slower than industry client addition is owing to the management's focus on improving the quality of the channel mix. The company will look to scale up after achieving a certain level of quality, while the current monthly addition runrate of 0.2m will continue.
- Its cost-to-income ratio is expected to increase in FY23, before trending down towards 40% in the medium term.

# Broking

- ISEC gained market share in the Cash segment on a sequential basis, but continued to lose share in Derivatives. To remedy the same, it is taking measures like: 1) lowering the price of traders, 2) faster platform execution, 3) additional tools strategies to ease the trading process, and 4) offering APIs and algos. The management confessed to making a late start in investing in the Derivatives segment. However, it promised to continue investing as the number of trades and orders are improving on a daily basis.
- The market environment for Broking is slowing, but the medium-term outlook remains strong. FY23 will be a year of investments for ISEC. It will make strategic investments in technology and marketing. In technology, spends will be towards: 1) building its digital capabilities, 2) modernize its tech architecture, 3) migration to the Cloud, and 4) building a reliable risk-protected infrastructure. Technology spends in FY23 are likely to be 2.5x that of FY22. In FY21, the same saw an increase of 70%.

# **Products**

- It recorded a number of firsts in 4QFY22: 1) witnesses significant traction in digital properties; 2) the PMS book crossed the INR7b mark; 3) the number of Prime customers crossed the 1m mark, 4) the market and money app downloads crossed the 1m mark, and 5) the one-click basket gained traction.
- The management said the MTF product is strategically important for revenue diversification. ESOP funding stood at INR14b out of a total book of INR75b. The same is expected to run down by 40-50%. The core MTF book will be linked to the market environment and ISEC will take a call based on market volatility. Else, it could scale it up significantly from the current customer base of 60,000.
- The management expects strong momentum in the Distribution segment to continue. ISEC has tied up with Coverfox for providing General Life Insurance, wherein Coverfox will provide the technology and ISEC will be the marketing

partner. This is a revenue-sharing arrangement and will help grow revenue for both parties.

The Investment Banking segment now derives 20-25% of its revenue from activities that are not linked to the capital market. Currently, this business is witnessing headwinds.

Exhibit 1: Downgrade our FY23E/FY24E EPS by ~9.9%/9.7% to factor in weak revenue from Broking and I	B segments
---	------------

INR b	Old es	Old estimate		stimate	Change (%)	
	FY23E	FY24E	FY23E	FY24E	FY23E	FY24E
Brokerage income	17.0	18.4	16.4	17.7	-3.8	-3.8
Income from services	12.4	13.8	11.6	12.9	-6.9	-6.7
Other income	8.1	8.8	8.0	8.7	-0.9	-0.9
Total income	37.6	41.1	36.0	39.3	-4.2	-4.2
Operating expenses	17.3	19.3	17.8	19.7	2.9	2.5
PBT	20.2	21.8	18.1	19.6	-10.3	-10.1
Тах	5.2	5.6	4.6	5.0	-11.5	-11.3
PAT	15.0	16.2	13.5	14.6	-9.9	-9.7
C/I ratio	46.1	46.9	49.5	50.2		
RoE	58.4	51.9	50.8	46.3		
Dividend payout ratio	65.0	65.0	65.0	65.0		

Source: MOFSL, Company

# **Key exhibits**

#### Exhibit 2: Muted income from Broking income and a sharp decline in IB revenue impacts total revenue growth Total revenue (INR b) Growth (%) 0 63 53 52 47 37 36 d O 26 21 σ 13 б Ø 5.5 6.8 6.2 7.4 7.5 8.6 9.4 8.9 4.8 .QFY22 4QFY22 IQFY20 3QFY21 LQFY21 2QFY21 4QFY21 2QFY22 **3QFY22**

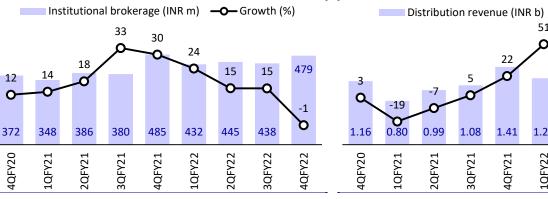
Exhibit 4: Revenue from Institutional Broking fell 1%

Source: MOFSL, Company

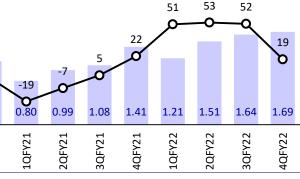
Exhibit 3: Retail Broking segment continues to remain weak Retail brokerage (INR b) -O- Growth (%)







Source: MOFSL, Company



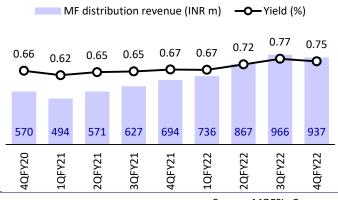
Source: MOFSL, Company

-O- Growth (%)

0

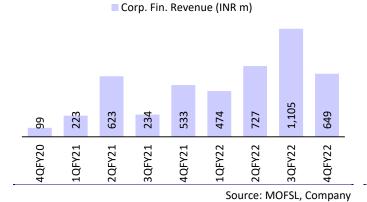
4QFY20

# **Exhibit 6: Revenue from distribution of Mutual Funds** declines, yields contract



# Source: MOFSL, Company

# **Exhibit 8: Decline in Issuer Services and Advisory revenues**



#### Exhibit 10: C/I ratio deteriorates sequentially Total opex (INR b) -O- C/I ratio (%) 56.9 52.5 49.0 45.9 0 45.0 45.3 44.3 42.3 40.3 0 റ n О Ο

3.0

3.3

2.6

3QFY21

3QFY22 4QFY21 1QFY22 2QFY22 4QFY22 Source: MOFSL, Company

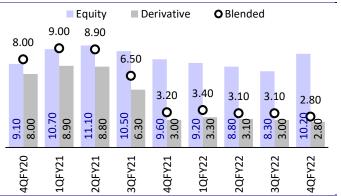
4.3

3.9

0

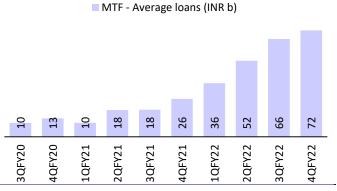
4.4

# Exhibit 7: Market share in Equity improves, but continues to decline in the Derivatives segment

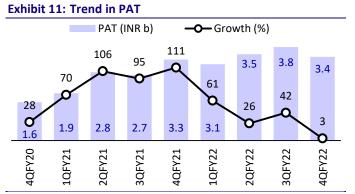


Source: MOFSL, Company

# Exhibit 9: Strong growth momentum in the MTF book



Source: MOFSL, Company



Source: MOFSL, Company

2.7

4QFY20

2.9

1QFY21

3.1

2QFY21

# **Financials and valuations**

Income Statement							(INR m)
Y/E March	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E
Total Income	18,610	17,270	17,249	25,862	34,384	35,965	39,342
Change (%)	32.5	-7.2	-0.1	49.9	33.0	4.6	9.4
Brokerage Income	10,243	9,328	9,476	15,045	15,526	16,391	17,742
Income from Services	6,552	5,733	5,218	6,961	11,020	11,553	12,913
Interest Income	1,574	1,792	2,350	3,449	7,185	7,544	8,148
Other Operating Income	241	193	19	407	618	435	490
Other Income	0	225	187	0	35	42	50
Operating Expenses	10,086	9,698	9,720	11,554	15,856	17,817	19,750
Change (%)	14.3	-3.8	0.2	18.9	37.2	12.4	10.9
Employee expenses	5,504	5,545	5,338	5,880	6,644	7,441	8,334
Interest expenses	495	423	864	1,073	2,737	2,874	3,104
Depreciation	153	150	614	542	625	650	675
Others	3,935	3,580	2,905	4,060	5,850	6,852	7,638
Profit Before Tax	8,524	7,572	7,529	14,308	18,528	18,148	19,592
Change (%)	63.3	-11.2	-0.6	90.0	29.5	-2.0	8.0
Тах	2,989	2,665	2,109	3,631	4,700	4,604	4,970
Tax Rate (%)	35.1	35.2	28.0	25.4	25.4	25.4	25.4
РАТ	5,535	4,907	5,420	10,677	13,828	13,545	14,622
Change (%)	63.5	-11.3	10.4	97.0	29.5	-2.0	8.0
Proposed Dividend	3,646	3,646	3,825	6,940	7,731	8,804	9,504
Balance Sheet							(INR m)
Y/E March	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E
Equity Share Capital	1,611	1,611	1,611	1,611	1,613	1,613	1,613
Reserves and Surplus	6,866	8,862	10,485	16,610	22,692	27,433	32,550
Net Worth	8,477	10,473	12,095	18,221	24,305	29,046	34,163
Borrowings	6,771	4,518	14,998	35,238	77,392	83,584	96,121
Other Liabilities	13,491	31,655	17,335	28,350	34,764	38,241	42,065
Total Liabilities	28,739	46,646	44,428	81,809	1,36,461	1,50,870	1,72,349
Cash and Investments	15,499	31,515	24,139	38,822	56,274	64,063	73,187
Change (%)	55.7	103.3	-23.4	60.8	45.0	13.8	14.2
Loans	5,782	4,033	5,709	29,015	68,566	74,051	85,159
Net Fixed Assets	421	476	2,061	1,688	1,978	2,175	2,393
Net Current Assets	7,037	10,623	12,520	12,285	9,644	10,581	11,610
Total Assets	28,739	46,646	44,428	81,809	1,36,461	1,50,870	1,72,349

E: MOFSL estimates

# Financials and valuations

Ratios							(%)
Y/E March	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E
As a percentage of Revenue							
Brokerage Income	55.0	54.0	54.9	58.2	45.2	45.6	45.1
Income from Services	35.2	33.2	30.2	26.9	32.1	32.1	32.8
Interest Income	8.5	10.4	13.6	13.3	20.9	21.0	20.7
Other Income	1.3	2.4	1.2	1.6	1.9	1.3	1.4
Total cost	54.2	56.2	56.4	44.7	46.1	49.5	50.2
Employee Cost	29.6	32.1	30.9	22.7	19.3	20.7	21.2
Opex (excl. emp.) Cost	24.6	24.0	25.4	21.9	26.8	28.8	29.0
PBT	45.8	43.8	43.6	55.3	53.9	50.5	49.8
PAT	29.7	28.4	31.4	41.3	40.2	37.7	37.2
Profitability Ratios (%)							
RoE	82.0	51.8	48.0	70.4	65.0	50.8	46.3
Dividend Payout Ratio	65.9	74.3	70.6	65.0	55.9	65.0	65.0
Valuations	FY18	FY19	FY20	FY21	FY22	FY23E	FY24E
BVPS (INR)	26.3	32.5	37.5	56.5	75.3	90.0	105.9
Change (%)	69.0	23.5	15.5	50.5	33.2	90.0 19.5	103.9
Price-to-BV (x)	<b>23.9</b>	19.3	16.8	11.1	8.3	<b>7.0</b>	5.9
EPS (INR)	17.2	15.2	16.8	33.1	42.9	42.0	45.3
Change (%)	63.5	-11.3	10.8	96.9	42.9 29.4	-2.0	43.3
0 ( )	36.6	-			29.4 14.7		
Price-to-Earnings (x)		41.3	37.4	19.0		15.0	13.9
DPS (INR)	9.4	9.4	11.0	21.5	24.0	27.3	29.5
Dividend Yield (%)	1.5	1.5	1.7	3.4	3.8	4.3	4.7

NOTES

Explanation of Investment Rating	
Investment Rating	Expected return (over 12-month)
BUY	>=15%
SELL	< - 10%
NEUTRAL	< - 10 % to 15%
UNDER REVIEW	Rating may undergo a change
NOT RATED	We have forward looking estimates for the stock but we refrain from assigning recommendation

\*In case the recommendation given by the Research Analyst is inconsistent with the investment rating legend for a continuous period of 30 days, the Research Analyst shall within following 30 days take appropriate measures to make the recommendation consistent with the investment rating legend.

### Disclosures

The following Disclosures are being made in compliance with the SEBI Research Analyst Regulations 2014 (herein after referred to as the Regulations).

Motilal Oswal Financial Services Ltd. (MOFSL) is a SEBI Registered Research Analyst having registration no. INH000000412. MOFSL, the Research Entity (RE) as defined in the Regulations, is engaged in the business of providing Stock broking services, Investment Advisory Services, Depository participant services & distribution of various financial products. MOFSL is a subsidiary company of Passionate Investment Management Pvt. Ltd.. (PIMPL). MOFSL is a listed public company, the details in respect of which are available on www.motilaloswal.com. MOFSL (erstwhile Motilal Oswal Securities Limited - MOSL) is registered with the Securities & Exchange Board of India (SEBI) and is a registered Trading Member with National Stock Exchange of India Ltd. (NSE) and Bombay Stock Exchange Limited (BSE), Multi Commodity Exchange of India Limited (MCX) and National Commodity & Derivatives Exchange Limited (NCDEX) for its stock broking activities & is Depository participant with Central Depository Services Limited (CDSL) National Securities Depository Limited (NSDL), NERL, COMRIS and CCRL and is member of Association of Mutual Funds of India (AMFI) for distribution of financial products and Insurance Regulatory & Development Authority of India (IRDA) as Corporate Agent for insurance products. Details of associate entities of Motilal Oswal Financial Services Limited are available on the website at http://onlinereports.motilaloswal.com/Dormant/documents/List%20of%20Associate%20companies.pdf

MOFSL and its associate company(ies), their directors and Research Analyst and their relatives may; (a) from time to time, have a long or short position in, act as principal in, and buy or sell the securities or derivatives thereof of companies mentioned herein. (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 company(ies) discussed herein or act as an advisor or lender/borrower to such company(ies) or may have any other potential conflict of interests with respect to any recommendation and other related information and opinions; however the same shall have no bearing whatsoever on the specific recommendations made by the analyst(s), as the recommendations made by the analyst(s) are completely independent of the views of the associates of MOFSL even though there might exist an inherent conflict of interest in some of the stocks mentioned in the research report

MOFSL and / or its affiliates do and seek to do business including investment banking with companies covered in its research reports. As a result, the recipients of this report should be aware that MOFSL may have a potential conflict of interest that may affect the objectivity of this report. Compensation of Research Analysts is not based on any specific merchant banking, investment banking or brokerage service transactions. Details of pending Enquiry Proceedings of Motilal Oswal Financial Services Limited are available on the website at https://galaxy.motilaloswal.com/ResearchAnalyst/PublishViewLitigation.aspx

A graph of daily closing prices of securities is available at www.nseindia.com, www.bseindia.com. Research Analyst views on Subject Company may vary based on Fundamental research and Technical Research. Proprietary trading desk of MOFSL or its associates maintains arm's length distance with Research Team as all the activities are segregated from MOFSL research activity and therefore it can have an independent view with regards to Subject Company for which Research Team have expressed their views.

# **Regional Disclosures (outside India)**

This report is not directed or intended for distribution to or use by any person or entity resident in a state, country or any jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject MOFSL & its group companies to registration or licensing requirements within such jurisdictions. For Hong Kong:

## This report is distributed in Hong Kong by Motilal Oswal capital Markets (Hong Kong) Private Limited, a licensed corporation (CE AYY-301) licensed and regulated by the Hong Kong Securities and Futures Commission (SFC) pursuant to the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) "SFO". As per SEBI (Research Analyst Regulations) 2014 Motilal Oswal Securities (SEBI Reg No. INH000000412) has an agreement with Motilal Oswal capital Markets (Hong Kong) Private Limited for distribution of research report in Hong Kong. This report is intended for distribution only to "Professional Investors" as defined in Part I of Schedule 1 to SFO. Any investment or investment activity to which this document relates is only available to professional investor and will be engaged only with professional investors." Nothing here is an offer or solicitation of these securities, products and services in any jurisdiction where their offer or sale is not qualified or exempt from registration. The Indian Analyst(s) who compile this report is/are not located in Hong Kong & are not conducting Research Analysis in Hong Kong.

# For U.S.

Motilal Oswal Financial Services Limited (MOFSL) is not a registered broker - dealer under the U.S. Securities Exchange Act of 1934, as amended (the"1934 act") and under applicable state laws in the United States. In addition MOFSL is not a registered investment adviser under the U.S. Investment Advisers Act of 1940, as amended (the "Advisers Act" and together with the 1934 Act, the "Acts), and under applicable state laws in the United States. Accordingly, in the absence of specific exemption under the Acts, any brokerage and investment services provided by MOFSL, including the products and services described herein are not available to or intended for U.S. persons. This report is intended for distribution only to "Major Institutional Investors" as defined by Rule 15a-6(b)(4) of the Exchange Act and interpretations thereof by SEC (henceforth referred to as "major institutional investors"). This document must not be acted on or relied on by persons who are not major institutional investors. Any investment or investment activity to which this document relates is only available to major institutional investors and will be engaged in only with major institutional investors. In reliance on the exemption from registration provided by Rule 15a-6 of the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act") and interpretations thereof by the U.S. Securities and Exchange Commission ("SEC") in order to conduct business with Institutional Investors based in the U.S., MOFSL has entered into a chaperoning agreement with a U.S. registered brokerdealer, Motilal Oswal Securities International Private Limited. ("MOSIPL"). Any business interaction pursuant to this report will have to be executed within the provisions of this chaperoning agreement.

The Research Analysts contributing to the report may not be registered /qualified as research analyst with FINRA. Such research analyst may not be associated persons of the U.S. registered broker-dealer, MOSIPL, and therefore, may not be subject to NASD rule 2711 and NYSE Rule 472 restrictions on communication with a subject company, public appearances and trading securities held by a research analyst account.

### For Singapore

In Singapore, this report is being distributed by Motilal Oswal Capital Markets Singapore Pte Ltd ("MOCMSPL") (Co.Reg. NO. 201129401Z) which is a holder of a capital markets services license and an exempt financial adviser in Singapore As per the approved agreement under Paragraph 9 of Third Schedule of Securities and Futures Act (CAP 289) and Paragraph 11 of First Schedule of Financial Advisors Act (CAP 110) provided to MOCMSPL by Monetary Authority of Singapore. Persons in Singapore should contact MOCMSPL in respect of any matter arising from, or in connection with this report/publication/communication. This report is distributed solely to persons who qualify as "Institutional Investors", of which some of whom may consist of "accredited" institutional investors as defined in section 4A(1) of the Securities and Futures Act, Chapter 289 of Singapore ("the SFA"). Accordingly, if a Singapore person is not or ceases to be such an institutional investor, such Singapore Person must immediately discontinue any use of this Report and inform MOCMSPL.

# Specific Disclosures

- MOFSL, Research Analyst and/or his relatives does not have financial interest in the subject company, as they do not have equity holdings in the subject company.
- MOFSL, Research Analyst and/or his relatives do not have actual/beneficial ownership of 1% or more securities in the subject company
- MOFSL, Research Analyst and/or his relatives have not received compensation/other benefits from the subject company in the past 12 months
- 4 MOFSL, Research Analyst and/or his relatives do not have material conflict of interest in the subject company at the time of publication of research report Research Analyst has not served as director/officer/employee in the subject company
- 6
- MOFSL has not received compensation for investment banking/ merchant banking/brokerage services from the subject company in the past 12 months
- MOFSL has not received compensation for other than investment banking/merchant banking/brokerage services from the subject company in the past 12 months
- MOFSL has not received any compensation or other benefits from third party in connection with the research report
- MOFSL has not engaged in market making activity for the subject company

# The associates of MOFSL may have:

- financial interest in the subject company
- actual/beneficial ownership of 1% or more securities in the subject company
- received compensation/other benefits from the subject company in the past 12 months
- other potential conflict of interests with respect to any recommendation and other related information and opinions.; however the same shall have no bearing whatsoever on the specific recommendations made by the analyst(s), as the recommendations made by the analyst(s) are completely independent of the views of the associates of MOFSL even though there might exist an inherent conflict of interest in some of the stocks mentioned in the research report.
- acted as a manager or co-manager of public offering of securities of the subject company in past 12 months
- 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 company(ies) discussed herein or act as an advisor or lender/borrower to such company(ies)
- received compensation from the subject company in the past 12 months for investment banking / merchant banking / brokerage services or from other than said services.

## The associates of MOFSL has not received any compensation or other benefits from third party in connection with the research report

Above disclosures include beneficial holdings lying in demat account of MOFSL which are opened for proprietary investments only. While calculating beneficial holdings, It does not consider demat accounts which are opened in name of MOFSL for other purposes (i.e holding client securities, collaterals, error trades etc.). MOFSL also earns DP income from clients which are not considered in above disclosures.

### Analyst Certification

The views expressed in this research report accurately reflect the personal views of the analyst(s) about the subject securities or issues, and no part of the compensation of the research analyst(s) was, is, or will be directly or indirectly related to the specific recommendations and views expressed by research analyst(s) in this report.

# Terms & Conditions:

This report has been prepared by MOFSL and is meant for sole use by the recipient and not for circulation. The report and information contained herein is strictly confidential 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 MOFSL. The report is based on the facts, figures and information that are considered true, correct, reliable and accurate. The intent of this report is not recommendatory in nature. The information is obtained from publicly available media or other sources believed to be reliable. Such information has not been independently verified and no guaranty, representation of warranty, express or implied, is made as to its accuracy, completeness or correctness. All such information and opinions are subject to change without notice. The report is prepared solely for informational purpose and does not constitute an offer document or solicitation of offer to buy or sell or subscribe for securities or other financial instruments for the clients. Though disseminated to all the customers simultaneously, not all customers may receive this report at the same time. MOFSL will not treat recipients as customers by virtue of their receiving this report.

### Disclaimer:

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. This report and information herein is solely for informational purpose and may 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. 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. Each recipient of this document should make such investigations as it deems necessary to arrive at an independent evaluation of an investment in the securities of companies referred to in this document (including the merits and risks involved), and should consult its own advisors to determine the merits and risks of such an investment. The investment discussed or views expressed may not be suitable for all investors. Certain transactions -including those involving futures, options, another derivative products as well as non-investment grade securities - involve substantial risk and are not suitable for all investors. No representation or warranty, express or implied, is made as to the accuracy, completeness or fairness of the information and opinions contained in this document. The Disclosures of Interest Statement incorporated in this document is provided solely to enhance the transparency and should not be treated as endorsement of the views expressed in the report. This information is subject to change without any prior notice. The Company reserves the right to make modifications and alternations to this statement as may be required from time to time without any prior approval. MOFSL, its associates, their directors and the employees may from time to time, effect or have effected an own account transaction in, or deal as principal or agent in or for the securities mentioned in this document. They may perform or seek to perform investment banking or other services for, or solicit investment banking or other business from, any company referred to in this report. Each of these entities functions as a separate, distinct and independent of each other. The recipient should take this into account before interpreting the document. This report has been prepared on the basis of information that is already available in publicly accessible media or developed through analysis of MOFSL. The views expressed are those of the analyst, and the Company may or may not subscribe to all the views expressed therein. This document is being supplied to you solely for your information and may not be reproduced, redistributed or passed on, directly or indirectly, 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 MOFSL 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. Neither the Firm, not its directors, employees, agents or representatives shall be liable for any damages whether direct or indirect, incidental, special or consequential including lost revenue or lost profits that may arise from or in connection with the use of the information. The person accessing this information specifically agrees to exempt MOFSL or any of its affiliates or employees from, any and all responsibility/liability arising from such misuse and agrees not to hold MOFSL or any of its affiliates or employees responsible for any such misuse and further agrees to hold MOFSL or any of its affiliates or employees free and harmless from all losses, costs, damages, expenses that may be suffered by the person accessing this information due to any errors and delays.

Registered Office Address: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai-400025; Tel No.: 022 71934200/ 022-71934263; Website <u>www.motilaloswal.com</u>.CIN no.: L67190MH2005PLC153397.Correspondence Office Address: Palm Spring Centre, 2nd Floor, Palm Court Complex, New Link Road, Malad(West), Mumbai-400 064. Tel No: 022 7188 1000.

Registration Nos.: Motilal Oswal Financial Services Limited (MOFSL)\*: INZ000158836(BSE/NSE/MCX/NCDEX); CDSL and NSDL: IN-DP-16-2015; Research Analyst: INH000000412. AMFI: ARN - 146822; Investment Adviser: INA000007100; Insurance Corporate Agent: CA0579;PMS:INP000006712. Motilal Oswal Asset Management Company Ltd. (MOAMC): PMS (Registration No.: INP00000670); PMS and Mutual Funds are offered through MOAMC which is group company of MOFSL. Motilal Oswal Asset Management Ltd. (MOWML): PMS (Registration No.: INP000004409) is offered through MOWML, which is a group company of MOFSL. Motilal Oswal Financial Services Limited is a distributor of Mutual Funds, PMS, Fixed Deposit, Bond, NCDs,Insurance Products and IPOs.Real Estate is offered through Motilal Oswal Real Estate Investment Advisors II Pvt. Ltd. which is a group company of MOFSL. Private Equity is offered through Motilal Oswal Private Equity Investment Advisors Pvt. Ltd which is a group company of MOFSL. Research & Advisory services is backed by proper research. Please read the Risk Disclosure Document prescribed by the Stock Exchanges carefully before investing. There is no assurance or guarantee of the returns. Investment in securities market is subject to market risk, read all the related documents carefully before investing. Details of Compliance Officer: Name: Neeraj Agarwal, Email ID: na@motilaloswal.com, Contact No.:022-71881085.

\* MOSL has been amalgamated with Motilal Oswal Financial Services Limited (MOFSL) w.e.f August 21, 2018 pursuant to order dated July 30, 2018 issued by Hon'ble National Company Law Tribunal, Mumbai Bench.