

**Initiating Coverage** 

23 September 2022

## **Zydus Wellness**

Sweet and Healthy; initiating, with a Buy

Uniquely placed in FMCG with all its major brands in Health & Wellness (unlike many of its FMCG peers), Zydus Wellness' leadership in five of its six major brands, Rs50bn revenue target in five years and aiming to return to 20%+ EBITDA margins offer comfort on its growth focus. We initiate coverage on the stock with a Buy recommendation, at a TP of Rs.2,140 (30x Sep'24e EPS of Rs71.3) suggesting 33% potential from the CMP.

An array of strong brands in Health & Wellness. Five of its six major brands are leaders in their categories. They are positioned on Health & Wellness, with vast room for penetration-powered growth. This places Zydus in the enviable position of strengthening its portfolio through distribution expansions, brand extensions and innovations.

**Targeting Rs50bn revenue in five years.** Zydus Wellness targets Rs50bn (or 2.5x) revenue in five years, translating to a 20% revenue CAGR. To achieve this, it plans to broaden its direct reach to 1m outlets (from 0.6m now) and expand its innovation funnel, looking at small bolt-on acquisitions and driving ~8% revenue contribution internationally. We expect a 13.2% revenue CAGR over the next five years to Rs37.4bn, not factoring in any bolt-on acquisitions.

**EBITDA** margins to return to over 20% in the next 2-3 years. With input cost pressures abating, cost-efficiency measures and operating leverage should aid in EBITDA margin expansion. The Sitarganj plant closure would save Rs150m annually but entail one-time closure expenses in FY23. We expect margins to return to 20%+, at 20.3% in FY25.

**Valuations.** We ascribe 30x to Zydus Wellness on Sep'24e (vs. a 10-year average PE of 32x) to arrive at our Rs2,140 target price. At the present price, the stock trades at 28x FY23e EPS of Rs56.7 and 22x FY24e EPS of Rs74. **Key risks:** Failure of product launches, unwarranted or pricey bolt-on acquisitions, price-based competition.

| Key financials (YE Mar)               | FY20                     | FY21   | FY22   | FY23e  | FY24e  |
|---------------------------------------|--------------------------|--------|--------|--------|--------|
| Sales (Rs m)                          | 17,668                   | 18,667 | 20,091 | 22,926 | 26,027 |
| Net profit (Rs m)                     | 1,859                    | 2,509  | 3,089  | 3,607  | 4,708  |
| EPS (Rs)                              | 32.2                     | 39.4   | 48.5   | 56.7   | 74.0   |
| P/E (x)                               | 49.7                     | 40.7   | 33.0   | 28.3   | 21.7   |
| EV / EBITDA (x)                       | 35.9                     | 30.5   | 30.3   | 25.5   | 19.5   |
| P / BV (x)                            | 2.7                      | 2.2    | 2.1    | 2.0    | 1.8    |
| RoE (%)                               | 5.4                      | 5.5    | 6.4    | 6.9    | 8.3    |
| RoCE (%)                              | 7.1                      | 6.8    | 6.6    | 7.2    | 8.7    |
| Dividend yield (%)                    | 0.3                      | 0.3    | 0.3    | 0.3    | 0.4    |
| Net debt / equity (x)                 | 0.4                      | 0.1    | 0.0    | -0.0   | -0.1   |
| Source: Company, Anand Rathi Research | Note: Price on 22nd Sep. |        |        |        |        |

Rating: **Buy** Target Price: Rs.2,140 Share Price: Rs.1,603

| Key data           | ZYWL IN / ZYDS.BO   |
|--------------------|---------------------|
| 52-week high / low | Rs2430 / 1430       |
| Sensex / Nifty     | 59120 / 17630       |
| 3-m average volume | \$1.4m              |
| Market cap         | Rs102bn / \$1272.9m |
| Shares outstanding | 64m                 |

| Shareholding pattern (%) | Jun'22 | Mar'22 | Dec'21 |
|--------------------------|--------|--------|--------|
| Promoters                | 65.1   | 64.8   | 64.8   |
| of which, Pledged        | -      | -      | -      |
| Free Float               | 59.7   | 59.7   | 59.7   |
| - Foreign Institutions   | 2.4    | 2.6    | 3.4    |
| - Domestic Institutions  | 25.1   | 25.1   | 24.8   |
| - Public                 | 7.4    | 7.5    | 7.0    |
|                          |        |        |        |



Source: Bloomberg

Ajay Thakur Research Analyst

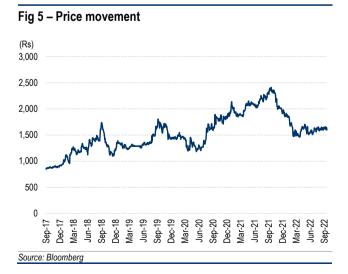
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Anand Rathi Research India Equities

# **Quick Glance – Financials and Valuations**

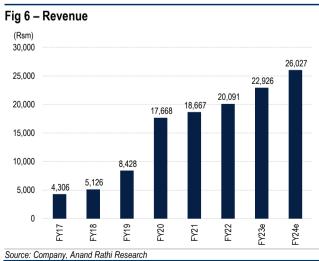
|                             | =1/00    | =1/0/    | =1/00    |          | =>/0./   |
|-----------------------------|----------|----------|----------|----------|----------|
| Year-end: Mar               | FY20     | FY21     | FY22     | FY23e    | FY24e    |
| Net revenues                | 17,668.2 | 18,666.7 | 20,091.0 | 22,926.0 | 26,026.7 |
| Growth (%)                  | 110      | 6        | 8        | 14       | 14       |
| Direct costs                | 7,787.7  | 8,448.6  | 9,803.7  | 11,236.0 | 12,349.5 |
| Gross profit                | 9,880.5  | 10,218.1 | 10,287.3 | 11,690.0 | 13,677.2 |
| Gross margins %             | 55.9     | 54.7     | 51.2     | 51.0     | 52.6     |
| Other expenses              | 6,670    | 6,775    | 6,862    | 7,729    | 8,701    |
| EBITDA                      | 3,211    | 3,444    | 3,425    | 3,961    | 4,976    |
| EBITDA margins (%)          | 18.2     | 18.4     | 17.0     | 17.3     | 19.1     |
| - Depreciation              | 264      | 252      | 236      | 263      | 290      |
| Other income                | 107      | 89       | 127      | 105      | 180      |
| Interest expenses           | 1,399    | 838      | 255      | 196      | 158      |
| PBT                         | 1,655    | 2,443    | 3,060    | 3,607    | 4,708    |
| Effective tax rates (%)     | (12.4)   | (2.7)    | (0.9)    | -        | -        |
| + Associates / (Minorities) | -        | -        | -        | -        | -        |
| Net Income                  | 1,859    | 2,509    | 3,089    | 3,607    | 4,708    |
| WANS                        | 58       | 64       | 64       | 64       | 64       |
| FDEPS (Rs / sh)             | 32.2     | 39.4     | 48.5     | 56.7     | 74.0     |

| Year-end: Mar                  | FY20   | FY21    | FY22   | FY23e | FY24e  |
|--------------------------------|--------|---------|--------|-------|--------|
| PBT                            | 1,213  | 1,122   | 3,060  | 3,607 | 4,708  |
| + Non-cash items               | -1,626 | -2,399  | -413   | -354  | -268   |
| Oper. prof. before WC          | 2,838  | 3,521   | 3,473  | 3,961 | 4,976  |
| - Incr. / (decr.) in WC        | -230   | -656    | -1,063 | -333  | -198   |
| Others incl. taxes             | 16     | -2      | 41     | -     |        |
| Operating cash-flow            | 2,593  | 2,867   | 2,369  | 3,628 | 4,778  |
| - Capex (tang. + intang.)      | -245   | -175    | -747   | -781  | -825   |
| Free cash-flow                 | 2,348  | 2,693   | 1,621  | 2,847 | 3,953  |
| Acquisitions                   |        |         |        |       |        |
| - Div. (incl. buyback & taxes) | 694    | 2       | 319    | 32    | 38     |
| + Equity raised                | -      | 9,866   | -      | -     |        |
| + Debt raised                  | -502   | -11,014 | -1,683 | -500  | -1,000 |
| - Fin investments              | -20    | -3      | -65    | -     |        |
| - Misc. (CFI + CFF)            | 1,347  | 946     | 244    | 91    | -22    |
| Net cash-flow                  | -176   | 599     | -559   | 2,224 | 2,937  |



| Fig 2 - Balance sheet       | (Rsm)  |        |        |        |        |
|-----------------------------|--------|--------|--------|--------|--------|
| Year-end: Mar               | FY20   | FY21   | FY22   | FY23e  | FY24e  |
| Share capital               | 577    | 636    | 636    | 636    | 636    |
| Net worth                   | 34,607 | 45,678 | 48,440 | 52,015 | 56,685 |
| Debt                        | 15,192 | 5,498  | 3,815  | 3,315  | 2,315  |
| Minority interest           | -      | -      | -      | -      | -      |
| TL / (Asset)                | -1,208 | -1,265 | -1,298 | -1,298 | -1,298 |
| Lease liabilities           | -      | -      | -      | -      | -      |
| Capital employed            | 48,591 | 49,910 | 50,957 | 54,032 | 57,702 |
| Net tangible assets         | 2,047  | 1,996  | 2,445  | 2,932  | 3,441  |
| Net intangible assets       | 5,488  | 5,478  | 5,455  | 5,455  | 5,455  |
| Goodwill                    | 39,200 | 39,200 | 39,200 | 39,200 | 39,200 |
|                             |        |        |        |        |        |
| CWIP (tang. & intang.)      | 35     | 37     | 119    | 150    | 175    |
| Investments (strategic)     | -      | -      | -      | -      | -      |
| Investments (financial)     | 1,104  | -      | 270    | 270    | 270    |
| Current assets (excl. cash) | 5,990  | 6,161  | 6,437  | 7,297  | 8,007  |
| Cash                        | 824    | 2,527  | 1,698  | 3,922  | 6,859  |
| Current liabilities         | 6,098  | 5,489  | 4,667  | 5,193  | 5,705  |
| Working capital             | -108   | 672    | 1,770  | 2,104  | 2,302  |
| Capital deployed            | 48,591 | 49,910 | 50,957 | 54,032 | 57,702 |

| Fig 4 – Ratio analysis             |       |       |      |       |       |
|------------------------------------|-------|-------|------|-------|-------|
| Year-end: Mar                      | FY20  | FY21  | FY22 | FY23e | FY24e |
| P/E (x)                            | 49.7  | 40.7  | 33.0 | 28.3  | 21.7  |
| EV / EBITDA (x)                    | 35.9  | 30.5  | 30.3 | 25.5  | 19.5  |
| EV / Sales (x)                     | 6.5   | 5.6   | 5.2  | 4.4   | 3.7   |
| P/B (x)                            | 2.7   | 2.2   | 2.1  | 2.0   | 1.8   |
| RoE (%)                            | 5.4   | 5.5   | 6.4  | 6.9   | 8.3   |
| RoCE (%) - after tax               | 7.1   | 6.8   | 6.6  | 7.2   | 8.7   |
| RoIC (%) - after tax               | 7.4   | 7.2   | 6.9  | 7.7   | 9.7   |
| DPS (Rs / sh)                      | 5.0   | 5.0   | 5.0  | 5.0   | 6.0   |
| Dividend yield (%)                 | 0.3   | 0.3   | 0.3  | 0.3   | 0.4   |
| Dividend payout (%) - incl. DDT    | 15.5  | 12.7  | 10.3 | 8.8   | 8.1   |
| Net debt / equity (x)              | 0.4   | 0.1   | 0.0  | -0.0  | -0.1  |
| Receivables (days)                 | 24.4  | 18.4  | 25.9 | 26.9  | 26.4  |
| Inventory (days)                   | 60.4  | 71.3  | 65.7 | 63.1  | 59.5  |
| Payables (days)                    | 104.2 | 85.8  | 66.2 | 64.4  | 62.3  |
| CFO: PAT %                         | 139.4 | 114.3 | 76.7 | 100.6 | 101.5 |
| Source: Company, Anand Rathi Resea | rch   |       |      |       |       |



# Strong portfolio of brands

Zydus Wellness has a strong array of products, leading in five of its six major brands. Its brands lead in glucose powder, sugar substitutes, butter substitutes, prickly-heat powder and facial scrubs and peel-offs. In health-food drinks, it is No.5 but has a strong brand legacy which can be rebooted. Its brands are positioned on the health & wellness space with vast room for penetration-led growth. Thus, it is in an enviable position to further strengthen its portfolio through distribution expansion, brand extensions and innovations.

|  | 7 – Well divers | ified brand | portfolio |
|--|-----------------|-------------|-----------|
|--|-----------------|-------------|-----------|

|                          | Glucon-D                                       | Complan  | SugarFree & Sugarlite  | Nycil  | Nutralite  | Everyuth   |
|--------------------------|--|--|--|--|--|--|
| Category                 | Glucose energy<br>drink                        | Health-food drink  | Sugar substitute   | Prickly-heat powder & cooling talc   | Butter substitute  | Natural skin-care  |
| Revenue (mix %)<br>FY22  | 25   | 21   | 16   | 10   | 8  | 8  |
| Variants                 | Three: Tangy<br>Orange, Nimbu<br>Pani, Regular | Four flavours:<br>Classic, Kesar<br>Badam, Kesar Pista,<br>Chocolate | Sugar-free Gold (1988),<br>Sugar-free Natura (2005),<br>Sugar-free Green (2017),<br>Sugarlite (2018) | Five: Classic, Neem &<br>Pudina, Gulabjal,<br>Chandan &<br>Sandalwood, Menthol | Nutralite Margarine (B2B and<br>retail), Nutralite Mayonnaise<br>(2018) in Regular, Cheesy<br>garlic, Tandoori, Achari<br>flavour, Nutralite<br>ChocoSpread (2020) | EverYuth Scrub,<br>EverYuth Peel Off,<br>EverYuth Facewash,<br>EverYuth tan removal,<br>EverYuth body lotion |
| Category size<br>(Rs bn) | 10   | 72   | ~4   | 8  | Margarine: 5<br>Mayonnaise: 8  | Facial cleansing: 28<br>Scrubs: 2.4<br>Peel-offs: 1  |
| Growth rate %            | 10-13  | 6-8  | 7-9  | 10   | Margarine: 10-12<br>Mayonnaise: 20   | Scrubs: 6-8<br>Peel-offs: 12-15  |
| Market position          | No.1   | No. 5  | No.1   | No.1   | No.1 in B2B  | No.1 in Scrubs & Peel-<br>offs   |
| Market share %           | 60   | 5  | 96   | 34   | ~45 in B2B   | Overall 6<br>Scrubs: 39<br>Peel-offs: 76   |

Source: Company, Anand Rathi Research

## SugarFree and Sugarlite



Source: Company

## SugarFree and Sugarlite

With a 96% share in artificial sweeteners, SugarFree is a sugar substitute, coming in three sub-categories: SugarFree Gold (50% of SugarFree) in Aspartame, SugarFree Natura (40%) in sucrolose variants and SugarFree Green (~10%) in stevia-based variants. SugarFree caters to ~60m diabetics and India's health-conscious.

The company launched Sugarlite, blended sugar with 50% fewer calories for similar sweetness. It aims to replace sugar and prices Sugarlite at ~4x traditional sugar. Given its sweetness, however, the price would work out to twice that of sugar, says the company. Revenue form Sugarlite is now ~8% that from Sugarfree and doubling almost every year since its launch. Also, the company recently launched Sugarfree D'lite chocolates for the health-conscious and diabetics.

We project 10.3%/10.4% revenue CAGRs for SugarFree in the next 2/5 years, led by faster growth (45%/36% CAGRs) in its Sugarlite portfolio.

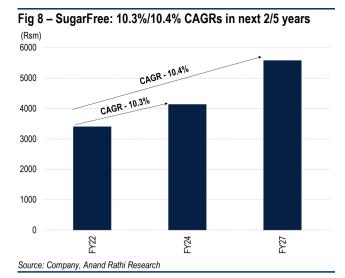
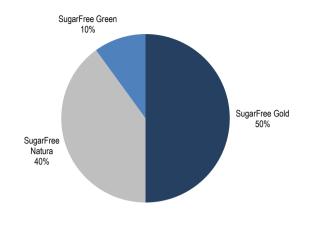


Fig 9 - SugarFree revenue by variants



Source: Company, Anand Rathi Research

| Variants / Brands | Manufacturer                  | Price (Rs) | No. of Tablets | Cost per tablet (Rs) |
|-------------------|-------------------------------|------------|----------------|----------------------|
| Aspartame         |                               |            |                |                      |
| SugarFree Gold    | Zydus                         | 190        | 300            | 0.63                 |
| Sweet n' Healthy  | Wipro                         | 270        | 300 + 300 free | 0.45                 |
| Equal             | Higher Health<br>Sciences LLP | 190        | 300            | 0.63                 |
| Sucralose         |                               |            |                |                      |
| SugarFree Natura  | Zydus                         | 190        | 300            | 0.63                 |
| Sweet n' Healthy  | Wipro                         | 285        | 300 + 300 free | 0.48                 |
| Equal             | Higher Health<br>Sciences LLP | 190        | 300            | 0.63                 |
| Stevia            |                               |            |                |                      |
| SugarFree Green   | Zydus                         | 215        | 300            | 0.7                  |
| Equal Stevia      | Higher Health<br>Sciences LLP | 300        | 300            | 1.0                  |
| So Sweet Stevia   | Herboveda India               | 360        | 300            | 1.2                  |

## Complan



## Complan

Source: E-com retailers, Anand Rathi Research

Complan is a 75-year old brand with over five decades in India, launched to address a 'complete planned' food need for children lacking good nutrition. It is available in four flavours: chocolate, kesar badam, creamy classic and pista badam.

It had a  $\sim$ 15% market share and placed second in health-food drinks (HFD) till FY14. A change in the formulation, the market shifting to subsegmentation, an almost-flat category growth, price disruption by the leader and growth in low-priced units led to its loss of HFD market share to  $\sim$ 5% in recent years. The leader (HUL)'s action have impacted the category: launches of smaller packs and price competition in HFD. Hence, consumers are downgrading to lower-priced units.

Post-merger, Zydus has maintained  $\sim 8\%$  market-share in large packs (1kg/500 gm) but has been losing share in low-price units (not focused on in the past). Now changing this stance, it has launched LUPs for appropriate intervention in the market. Looking at other sub-segments of HFD and to cater to growing sub-segmentation within HFD, in infant nutrition, the company had launched Complan Nutrigo. Ad campaigns focused on the higher protein content, to boost brand Complan

Thus, management hopes to regain some share in HFD in coming years. We project 11.2%/11.7% revenue CAGRs for Complan in the next 2/5years, aided by market-share gains and faster growth from launches (Nutrigo) and low-priced units.

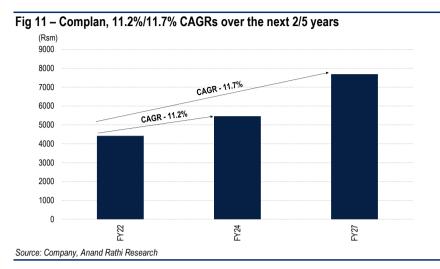
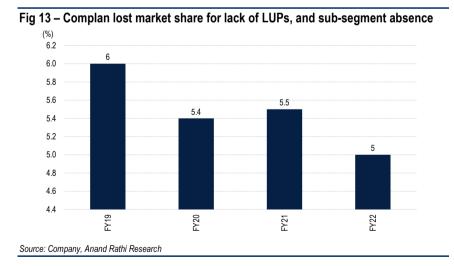


Fig 12 - Complan fares well in protein content vs. competition Price for 500g/400g Protein (g) per Rs100 Protein per 100g Company Target Group Zydus Complan 305/500g 18g 61.0 29.5 Toddlers, kids Wellness 42.8 Bournvita Mondelez 214/500g 7g 16.4 Toddlers, kids, women Horlicks HUL 245/500g 10g 49.0 20.4 Toddlers, kids Horlicks HUL 599/400g 34g 149.8 22.7 Adults, mothers, women Plus 9.6 Pediasure Abbott 590/400g 14.1g 147.5 Toddlers, kids Ensure Abbott 680/400g 170.0 17.6 Adults, diabetics 30g Protinex Danone 540/400g 135.0 25.2 Adults, mothers, diabetics Source: E-com Retailers, Anand Rathi Research



# Glucon D Glucon D Glucon D Glucon D Source: Company

## Glucon D

India's No.1 glucose brand of over 85 years, Glucon D is known for providing instant energy, Vitamin C and D. It is available in three flavour: regular, tangy orange and nimbu pani. Almost 75% of its brand revenue comes from its flavoured variants (vs. 25-30% for the competition). Flavoured variants have better margins than regular variants. During Covid-19, to build immunity the company launched Glucon D ImmunoVolt for kids, which continues to do well even now.

We forecast 14.3%/12.1% revenue CAGRs for Glucon D in the next 2/5 years, aided by market-share gains and summer/heat, driving health-linked higher offtake.

Fig 14 – Glucon-D, 14.3%/12.1% CAGRs over next 2/5 years

(Rsm)
12000

10000

8000

CAGR - 12.4%

6000

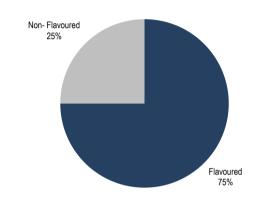
4000

2000

0

EX EX EX EX

Fig 15 - Glucon-D: 75% of revenue from flavoured variants



Source: Company, Anand Rathi Research

| Fig 16 – Glu               | con D pricing v                | s competitio | n                  |  |                      |
|----------------------------|--------------------------------|--------------|--------------------|--|----------------------|
| Products                   | Price of regular variants (Rs) | Weight (gm)  | Company            | Flavours<br>available                                | Packet size<br>(gm)  |
| Glucon - D                 | 118                            | 450 + 50     | Zydus<br>Wellness  | Orange, nimbu pani,<br>regular, mango,<br>strawberry | 100, 200,<br>450,1kg |
| Glucose - D                | 95                             | 450 + 50     | Dabur              | Regular, orange,<br>lemon                            | 500, 250             |
| Glucovita                  | 100                            | 500          | Wipro              | Orange, strawberry, regular                          | 500, 1kg             |
| Apollo Life<br>Gulcose - D | 95                             | 500          | Apollo<br>Hospital | Orange, lemon  | 100, 500             |
| Source: E-com Re           | etailers, Anand Rathi Res      | search       | •                  |  |                      |



Source: Company, Anand Rathi Research

## Nycil

Nycil is the No.1 brand in prickly heat & cooling powder, with ~34% market share. While Emami ranks No.1 with its Navratna and DermiCool put together. Nycil is available in five variants and boasts anti-germ & anti-bacteria properties. The company extended the brand into sanitisers and sanitising wipes during Covid times to leverage its anti-germ plank.

We project 11.1%/10.2% revenue CAGRs for Nycil in the next 2/5 years, aided by market-share gains & summer/heat-led health-linked more offtake.

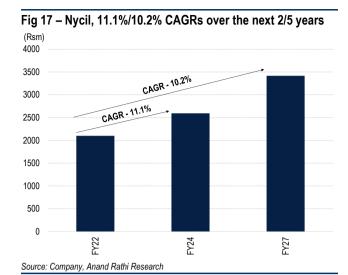
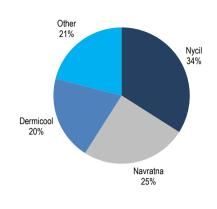


Fig 18 - Nycil market share



Source: Company, Anand Rathi Research

| Fig 19 – Nycil, competitively priced |                    |                |                                     |   |  |  |  |
|--------------------------------------|--------------------|----------------|-------------------------------------|---|--|--|--|
| Products                             | MRP (Rs.)          | Weight (gm)    | Company                             | Fragrances  |  |  |  |
| Nycil                                | 130                | 150            | Zydus Wellness                      | Classic , Neem & Pudina, Gulabjal<br>Chandan & Sandalwood, Mentho |  |  |  |
| Dermicool                            | 125                | 150            | Emami (earlier Reckit<br>Benckiser) | Mint Fresh, Active Deo, Floral Freeze                             |  |  |  |
| Navratna<br>Cool Talc                | 95                 | 100            | Emami                               | Regular, Lavender, Sanda  |  |  |  |
|                                      | Retailers, Anand I | Rathi Research |                                     |   |  |  |  |

## EverYuth



## **EverYuth**

EverYuth was one of the first skincare brands in the country to come out with offerings of niche scrubs and peel-off facemasks. The company is a leader in both sub-segments, with small operations in the ~Rs24bn facewash market. Due to Covid-19, skin care was impacted in the last two years but growth is now reviving with the opening up of markets. Launches under EverYuth brands include a body lotions and tan-removal range, etc.

We forecast 12%/11.7% revenue CAGR for the EverYuth brand over the next 2/5 years, aided by launches and brand extensions.

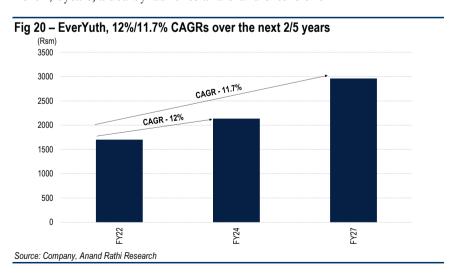


Fig 21 - EverYuth pricing vs. competition in the facial cleansing category Per unit cost Price (Rs) Segment / Brand (Rs/10 gm) Market share Company Scrubs EverYuth Scrub Zydus Wellness 150/100gm 15 39% share in scrubs Himalaya 13.5 Himalaya 135/100gm Peel-offs EverYuth Golden Glow Zydus Wellness 80 /50 gm 16.0 76% share in peel-offs EverYuth Orange Zydus Wellness 130 / 90 gm 14.4 Himalaya Tan removal Orange Himalaya 135 / 100 gm 13.5 Ponds Gold Beauty Peel off HUL 299 / 80 gm 37.4 Facial cleansing Zydus Wellness 99/100gm ~1% share in face-washes EverYuth Facewash 9.9 Himalaya Neem facewash 13.5 Himalaya 135/100gm Ponds HUL 175/100gm 17.5 Source: E-com Retailers, Anand Rathi Research

## Nutralite & Dairy portfolio



Source: Company

## **Nutralite and its dairy portfolio**

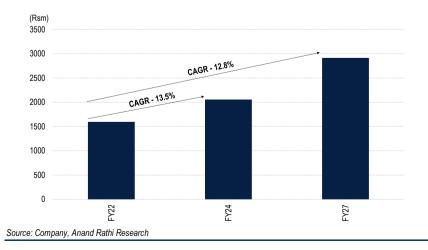
The company's dairy-based health offering, Nutralite, was originally a butter substitute, free of cholesterol and hydrogenated fats. It has now been extended to butter, spreads and ghee.

The table-spread (margarine) market is ~Rs5bn, more than two-thirds from institutions, the rest, retail. The butter substitute includes PUFA (polyunsaturated fatty acids) and MUFA (mono-unsaturated fatty acids), known cholesterol fighters. The segment is faced with growth issues due to stiff competition between the dominant Nutralite and Amul's Lite and Delicious retail brands. Both these retail at a 10-60% discount to Nutralite, which retails at a strategic 15-30% discount to major butter brands.

In spreads, the chief competitors are Dr. Oetkars, AgroTech Foods and Hershey's, with prices differing based on flavours and variants. In butter, key competitors are Amul, Britannia and Mother Dairy with almost similar pricing. In ghee, key competitors are Amul, Patanjali and Parag Foods.

We are factoring in 13.5%/12.8% revenue CAGRs for the Nutralite brand in the next 2/5 years, driven by launches and brand extensions. Also, dairy products (~9% of revenue) are expected to clock 19.5%/18% CAGRs led by launches (ghee, butter) and the further scaling up of the B2B segment.

Fig 22 - Nutralite, 13.5%/12.8% CAGRs over the next 2/5 years



| Fig 23 – Nutralite & dairy segment pricing, competitive |                      |        |                 |                                 |  |  |  |
|---|----------------------|--------|-----------------|---------------------------------|--|--|--|
| Segment / Brands  | Company              | Weight | Price (Rs) (Per | Price/ Unit<br>100 gm or 100ml) |  |  |  |
| Margarine   |                      |        |                 |                                 |  |  |  |
| Amul Lite   | Amul                 | 100g   | 52              | 52.0                            |  |  |  |
| Nutralite   | Zydus Wellness       | 100g   | 50              | 50.0                            |  |  |  |
| Mayonnaise  |                      |        |                 |                                 |  |  |  |
| Nutralite   | Zydus Wellness       | 1 Kg   | 198             | 19.8                            |  |  |  |
| Vebba   | Veeba foods          | 1kg    | 299             | 29.9                            |  |  |  |
| Funfoods  | Dr. Oetkar India     | 1.2 kg | 265             | 22.1                            |  |  |  |
| Choco spread  |                      |        |                 |                                 |  |  |  |
| Nutralite   | Zydus Wellness       | 275 gm | 299             | 108.7                           |  |  |  |
| Nutella   | Ferro India          | 380 gm | 350             | 92.1                            |  |  |  |
| Hershey   | Hershey's            | 295 gm | 295             | 100.0                           |  |  |  |
| Pillsbury   | General Mills        | 290 gm | 290             | 100.0                           |  |  |  |
| Ghee  |                      |        |                 |                                 |  |  |  |
| Doodhshakti   | Zydus Wellness       | 1L     | 558             | 55.8                            |  |  |  |
| Amul  | Amul                 | 1L     | 550             | 55.0                            |  |  |  |
| Patanjali   | Patanjali            | 1L     | 625             | 62.5                            |  |  |  |
| Mother Diary  | Mother Dairy         | 1L     | 525             | 52.5                            |  |  |  |
| Source: E-com Retailers,                                | Anand Rathi Research |        |                 |                                 |  |  |  |

# Aiming at relentless growth

Zydus Wellness intends to grow revenue 2.5x in the next five years to Rs50bn. Per management, this will be driven by three major thrust areas: (a) new product developments, (b) distribution expansion in India and abroad, and (c) bolt-on acquisitions.

## A) Innovation & Renovation

Zydus Wellness is targeting 5-6% of revenue from new products developed (NPDs launched in the last 2-3 years) vs. 3% now. It has set up an R&D centre in Ahmedabad and plans to increase its R&D efforts to drive innovation-led growth. It is looking at launching differentiated products domestically and for export. Analytics and portfolio-gap assessment in the market will aid the company's R&D and manufacturing initiatives.

The company had as many as 10 launches in FY21, which was a Covid year and four in FY22. Of them, the mayonnaise and SugarFree D'lite chocolate range were well received.

Some of the launches and brand extensions in various segments are enumerated below.



## B) Adding growth 'channels'

The company is focussing on three channels for growth: (a) direct reach, (b) expansion into e-com and modern trade and (c) growing international business

## **Growing direct reach and GtM strategy**

Another area to boost revenue growth is through distribution expansion under the Go-to-Market (GtM) strategy. Currently, the company's direct reach is 0.6m outlets vs. 0.5m in FY22 and 0.35m in FY21. The company is looking to increase its direct reach to 1m outlets in the next 2-3 years. Further, it intends to increase its overall reach (direct + indirect) to 3m outlets vs. 2m currently.

The distribution is equally split between urban and rural markets, but rural revenue is ~30% vs. ~20% pre-acquisition. This could be attributed to urban-centricity of certain products such as SugarFree, Nutralite, etc.

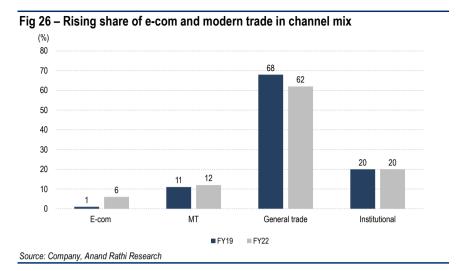
Further, the company has undertaken several cost efficiency and automation initiatives such as (a) launching sales-force automation (SFA) to connect to the distributor management system (DMS), providing real time sales data to assist management to take decisions, (b) implement business analytics and predictive analytics to provide (i) price insights, (ii) customer insights, (iii) sales insights, and (iv) marketing insights and (c) implementing SAP Integrated Business Planning (IBP) for demand forecasting and planning to reduce costs associated with unused inventory at stores.

Fig 25 - Targeting direct distribution through 1m outlets

## Rising share of e-commerce and modern trade

E-com and modern trade have grown robustly in recent years, led by the rising footprint of modern trade stores and convenience of online ordering.

The rise in footfalls (in modern trade) and in the channel mix (e-com is Rs1bn+ of revenue from less than 10m four years back) has led to the share of revenue from e-com+modern trade growing from 12% to 18% now. It is likely further rise to 25% over the next few years, as the company is looking to launch many e-com specific products.

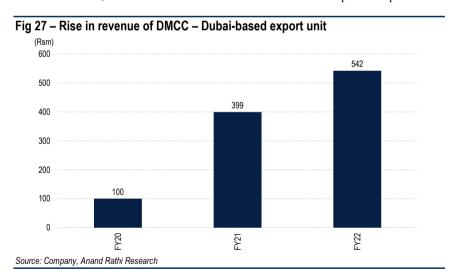


## **Growing international business**

Zydus Wellness has operations in more than 25 international markets. Almost 80-85% of its international revenue arises from Complan and its SugarFree brand; the rest from other brands. Key international markets are the Mid-east, Africa (especially Nigeria), south-east Asia and SAARC nations.

The company's international EBITDA margin is lower than the company average owing to listing fees and additional costs associated with selling & distribution in global markets. Though it could be 4-5% lower, it is expected to converge to the company's average EBITDA margin with higher scale.

The company has increased its portfolio with the launch of Complan products in countries such as the UAE, Bahrain, Qatar, Mauritius Oman, Saudi Arabia and Kuwait, while Nutralite products were launched in Malaysia. The company plans to expand into new regions markets within south-east Asia, New Zealand and the Middle East and expand its portfolio.



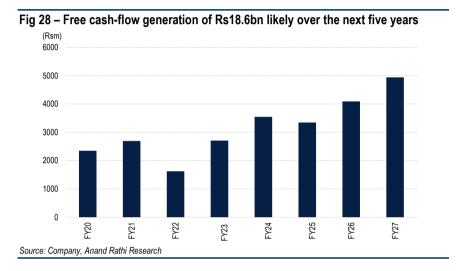
## C) Bolt-on acquisitions could drive additional revenue

The Company intends to make acquisitions that complement its products and enter strategic relationships in future as part of its strategy in India and overseas as a means to expand operations, enhance its competitive position and capitalise on potential operational synergies. It has already demonstrated its successful integration of the Heinz acquisition, which has enabled it to

accelerate the growth of its portfolio with the help of synergies of the combined entity.

Post debt-repayment, it will seek bolt-on acquisitions that can fill in the product gaps in its health-and-wellness portfolio.

We expect FCF generation of Rs18.6bn over the next five years. Post repaying debt, we expect ~Rs15bn cash to be available for bolt-on acquisitions, which implies Rs3bn-5bn revenue of the acquisition (based on a 3-5x sales multiple). We haven't factored in any bolt-on acquisition in our numbers currently. But our back-of-the-envelope calculation suggests Rs3bn-7bn revenue potential from bolt on acquisitions, based on timing and valuations.



# Synergies of the Heinz acquisition

Zydus Wellness acquired the Heinz India portfolio from Kraft Heinz in FY19 for ~Rs46 bn. The deal included three major retail brands (Complan, Glucon D and Nycil) and two manufacturing units (Aligarh, UP, and Sitarganj, Uttarakhand), and 800 distributors reaching 0.25m retail outlets directly. Heinz India had Rs11.8bn revenue with a ~10% EBITDA margin in FY18 (~19% adjusted). The deal was funded via debt and equity.

| Fig 29 – Zydus Wellness (FY18) |   |
|--------------------------------|---|
| (Rs m)                         | FY18                                      |
| Revenue (Rs m)                 | 5,126                                     |
| EBITDA (%)                     | 24.4%                                     |
| Gross Block (Rs m)             | 1,544                                     |
| Manufacturing ( 3 Units )      | 1 Ahmedabad (Gujarat), 2 Mamring (Sikkim) |
| Distributor                    | 1000+                                     |
| Retail Outlets (m)             | 0.82                                      |
| Key Brands                     |   |

| Fig 30 – Heinz India (FY18) |  |  |  |  |  |
|-----------------------------|--|--|--|--|--|
| (Rs m)                      | FY18   |  |  |  |  |
| Revenue (Rs m)              | 11,840   |  |  |  |  |
| EBITDA (%)                  | 10.1% (~19% on adjusted basis)                     |  |  |  |  |
| Gross Block (Rs m)          | 1,806  |  |  |  |  |
| Manufacturing ( 2 Units )   | Aligarh (Uttar Pradesh), Sitarganj<br>(Uttarkhand) |  |  |  |  |
| Distribution                | 800+   |  |  |  |  |
| Retail outlet (mn)          | 1.5  |  |  |  |  |
| Key Brands                  |  |  |  |  |  |





Source: Company, Anand Rathi Research

Source: Company, Anand Rathi Research

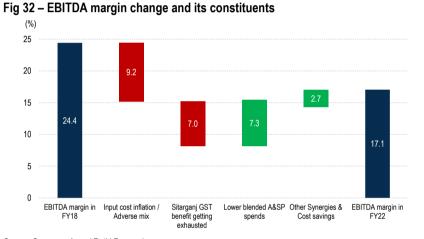
Thus, the combined entity had six major retail brands, five being leaders in their categories. Revenue rose to Rs17.7bn in FY22 and EBITDA to Rs3.4bn. Excl. overlaps, the company had a combined direct reach of 0.33m outlets at acquisition, which has increased to 0.6m now.

| Fig 31 – Zydus Wellness (FY- 22       | <u>'</u>  |
|---------------------------------------|---|
| Rs m)                                 | FY22  |
| Revenue                               | 17,668  |
| EBITDA margin                         | 17%   |
| Gross block                           | 49,188  |
| Manufacturing plants                  | Ahmedabad (Gujarat), two, Mamring (Sikkim),<br>Aligarh (Uttar Pradesh ), Sitarganj (Uttarkhand) |
| Distributor                           | 800+ (rationalised distributors for better RoI)   |
| Feet-on-the-Street                    | 2000+   |
| Key Brands                            |   |
| Sugar                                 | Glucon-D nycil  |
| Nutralite                             | Complan   |
| Source: Company, Anand Rathi Research |   |

Zydus Wellness benefited by Rs800m from the synergies of the Heinz acquisition vs. Rs400m initially anticipated. Synergies have been driven by (a) increasing throughput in trade by adding complementary general trade to the existing pharmacy distribution, (b) rationalisation of various positions in the combined entity driving reduction in employees from 1,250 to 1,070 (~15% reduction), (c) implementation of SAP and analytics software to integrate the Heinz acquisition, driving efficiency and demand planning and (d) optimised supply chain by reducing warehouses, consolidating CFAs and reducing distributors (to 800 from the combined entity's 1,600) and rationalising margins from 7.2% earlier to 6% for the combined entity now.

## **Expect EBITDA margins to return over 20%**

Zydus Wellness EBITDA margin fell from 24% in FY18 to 17% in FY22, driven by steep rises in input cost, exhaustion of GST benefit at its Sitarganj unit (impact of Rs280m effective Dec'19) and an adverse mix with the rise of the share of its dairy portfolio.



Source: Company, Anand Rathi Research

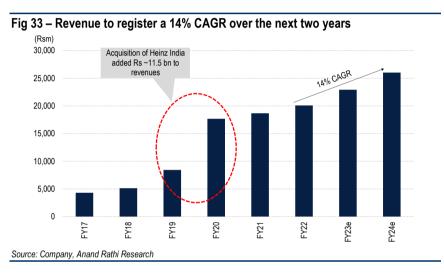
However, management is confident of getting back its EBITDA margin to over 20%, led by cost controls, synergies, closure of the Sitarganj unit (saving Rs150m annually), recent price hikes and some falls in input costs. Automation and cost-saving measures (DMS, SFA, etc.) have led to better demand planning and reduced costs. Through-put post introduction of DMS increased to Rs350 an order vs. Rs200 earlier. We project a 19.1% EBITDA margin for FY24 vs. 17% in FY22.

## **Financials**

## Expecting a 14% revenue CAGR in the next two years

We expect a steady 12.2% CAGR in the domestic business in the next five years, propelled by launches, distribution expansion and market-share gains. Further, its international business would record a ~40% CAGR, driving its revenue contribution to 7.4% by FY27. Thus, we expect overall revenue of Rs37bn, a 13.3% revenue CAGR, not factoring in potential from bolt-on acquisitions. We project a 14% CAGR in the next two years to Rs25.8bn.

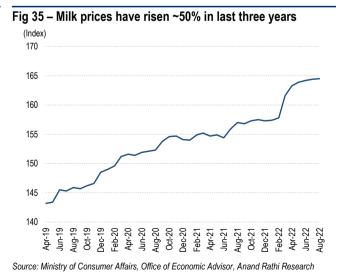
We have not factored in bolt-on acquisitions, which could add Rs3bn-7bn revenue (totalling to Rs4bn-4.4bn), nearer the company's target of Rs5bn in five years. We believe the target is achievable with hot summers (benefits of its summer-centric products) and better-than-anticipated execution, driving strong market-share gains in its range of brands.



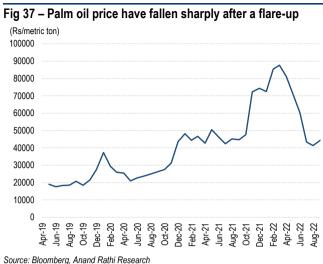
## **Expect EBITDA margins to return to over 20%**

The EBITDA margin, post-acquisition, fell from 24.4% in FY28 to  $\sim$ 17% now due to the steep rise in input costs, exhaustion of GST benefits for its Sitarganj unit (a Rs280m impact effective Dec'19) and an adverse mix from a rise in the share of its dairy range. Prices of some inputs such as milk have risen  $\sim$ 50% from the time of the Heinz India portfolio acquisition. Similarly, prices of other inputs have steeply increased.



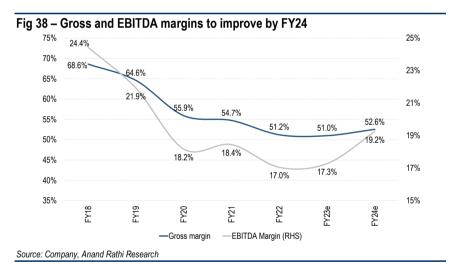






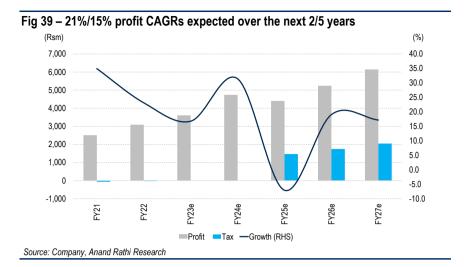
The company hiked prices 7.5% in the last few quarters to partially offset high input costs. Further, the recent fall in palm oil prices & packaging costs (20-40% from the peak) could reduce gross margin pressure in coming quarters. Also, cost efficiencies and the closure of the Sitarganj unit (saving Rs150m annually) would aid margin betterment in coming quarters. We expect margins to return to 20%+, at 20.3% in FY25.

Thus, EBITDA would clock a 21%/19% CAGR over the next 2/5 years.



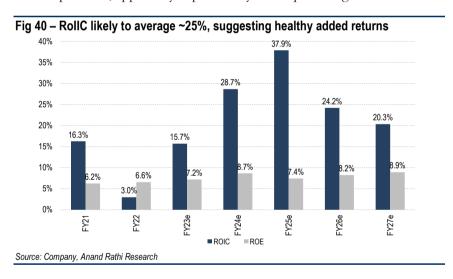
## Profit growth at a strong 23% CAGR in the next two years

We project 23% profit growth in the next two years, aided by margin gains and lower interest costs. For five years, we expect a 15% profit CAGR, on expiration of tax benefits from FY25. The company guided to a ~25% tax rate from FY25. PBT, however, would clock a 22% CAGR in the next five years.



## Return on added investment to average ~25% in five years

Zydus' return ratios declined sharply, from 20-23% pre-acquisition to 6-7% now. Addition of acquisition goodwill and subsequent dilution of equity have been major factors depressing the return ratios. While we expect minor improvements in the return ratios to 8-9% in the next two years, it is unlikely to expand notably until profitability rises considerably. However, a 22%/25% RoIIC average in the next 2/5 years reflects the healthy added returns potential, apparently depressed by the acquisition goodwill.



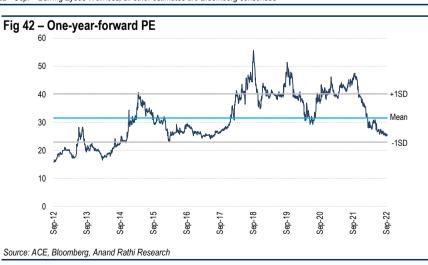
# Valuation

Uniquely placed in FMCG, all Zydus Wellness' brands are positioned in Health & Wellness, unlike many of its peers, which have only a fraction of their portfolio in the space (Dabur has ~40% of its portfolio positioned on the health platform, Emami has ~55% and HUL 35-40%). The headroom for growth in many of these segments is vast. The company's leadership in five of its six major brands offers strong growth assurance.

Management's effort to strengthen the sales force and automate it should aid not just in scaling up revenue but also in focusing on profitability and efficiency. We expect the company's margins to improve and return to 20%+, aided by drops in prices of a few raw materials, savings due to the closed Sitarganj unit (Rs150m annually) and other cost-efficiencies.

Post-Covid'19, investor interest has shifted from health-focussed consumer plays, driving a sharp fall in Zydus Wellness and de-rating it. The stock trades at a ~20% discount to its 10-year average PE and 25-30% to its mid-cap peers. With management's ambitious growth targets, healthy earnings outlook and attractive valuations, we recommend a Buy at a TP of Rs2,140 (30x Sep'24e EPS of Rs71.3) suggesting 33% potential. At the ruling price, the stock quotes at 28x FY23e EPS of Rs56.7 and 22x FY24e EPS of Rs74.

|                 | CMP    | Market    | EV        |       | EPS (Rs) |       | EPS CAGR % |      | P/E (x) |       | EV   | / EBITDA | (x)   | RoE (%) | D/E (x) (net |
|-----------------|--------|-----------|-----------|-------|----------|-------|------------|------|---------|-------|------|----------|-------|---------|--------------|
| Companies       | (Rs)   | Cap (Rsm) | (Rsm)     | FY22  | FY23e    | FY24e | (FY22-24e) | FY22 | FY23e   | FY24e | FY22 | FY23e    | FY24e | FY22    | FY22         |
| HUL             | 2,693  | 6,326,862 | 6,263,902 | 37.8  | 41.9     | 49.0  | 13.8       | 71.3 | 64.3    | 55.0  | 48.7 | 44.7     | 38.9  | 18.4    | -0.1         |
| ITC             | 345    | 4,277,111 | 4,114,082 | 12.4  | 14.2     | 15.8  | 12.8       | 27.9 | 24.3    | 21.9  | 19.9 | 17.8     | 16.1  | 24.8    | -0.3         |
| Nestle          | 18,638 | 1,797,025 | 1,789,795 | 222.5 | 249.9    | 300.6 | 16.2       | 83.8 | 74.6    | 62.0  | 49.8 | 40.5     | 36.0  | 104.5   | -0.3         |
| Dabur           | 576    | 1,019,916 | 1,016,469 | 9.8   | 11.2     | 13.1  | 15.2       | 58.5 | 51.4    | 44.1  | 45.1 | 41.7     | 36.0  | 21.7    | 0.0          |
| Britannia       | 3,826  | 921,550   | 936,451   | 63.3  | 70.9     | 86.4  | 16.8       | 60.4 | 53.9    | 44.3  | 42.5 | 38.1     | 32.0  | 49.9    | 0.6          |
| Marico          | 549    | 710,406   | 703,566   | 9.5   | 10.9     | 12.8  | 16.0       | 57.8 | 50.6    | 43.0  | 41.9 | 36.4     | 31.2  | 37.2    | -0.2         |
| Godrej Consumer | 907    | 927,223   | 924,898   | 17.4  | 18.7     | 22.8  | 14.4       | 52.0 | 48.4    | 39.7  | 38.6 | 34.8     | 29.2  | 17.0    | 0.0          |
| Emami           | 506    | 223,892   | 225,129   | 13.5  | 17.0     | 19.8  | 21.2       | 37.5 | 29.7    | 25.5  | 21.5 | 22.5     | 19.6  | 43.7    | 0.1          |
| Colgate         | 1,595  | 433,858   | 427,439   | 39.7  | 40.3     | 44.7  | 6.2        | 40.2 | 39.6    | 35.7  | 27.3 | 26.4     | 24.1  | 74.4    | -0.4         |
| Zydus Wellness  | 1,603  | 102,002   | 101,257   | 48.5  | 56.7     | 74.0  | 23.4       | 33.0 | 28.3    | 21.7  | 30.3 | 25.5     | 19.5  | 6.6     | 0.0          |
| Jyothy Labs     | 185    | 67,989    | 67,207    | 4.4   | 5.5      | 7.4   | 29.5       | 42.0 | 33.5    | 25.0  | 27.1 | 22.9     | 17.8  | 11.3    | 0.0          |



## Risks

- Failure of brand launches
- Unwarranted or overpriced bolt-on acquisition
- Price-based competition in any of its key products
- Stringent regulations in artificial sweeteners or in the nutrition-based healthcare category.

# Company & Management

The leading consumer wellness product company, incorporated as Carnation Nutra Analogue Foods in 1988, was acquired in 2006 by the Zydus Group, which brought out the SugarFree and EverYuth brands, establishing Zydus Wellness in 2009.

After the acquisition of Heinz India in FY19, it added three major consumer brands, Glucon-D, Complan and Nycil to its health & wellness brands, SugarFree, EverYuth and Nutralite.

Headquartered in Ahmedabad, it has five manufacturing plants at four places, Aligarh, Sitarganj, Ahmedabad and Sikkim, and co-packing facilities in India, Oman and New Zealand. Its business spans 25 countries across three continents

Dairy & others 9% SugarFree 16%

Fig 43 - Zydus Wellness portfolio break-up (FY22 revenue: Rs20bn)

Source: Company, Anand Rathi research

| 2021 | Re-launched Complan with enhanced proposition & improved taste, and Nutralite Professional Range, Nutralite Doodhshakti Butter and Ghee and Everyuth Body Lotion range |
|------|--|
| 2020 |  |
| 2020 | Nine product launches despite the pandemic. Capital restructuring (QIP and preferential issue of Rs10bn) and repurchasing NCDs of Rs15bn                               |
| 2019 | Acquired Heinz India Pvt. Ltd; merged & integrated it with Zydus Wellness Products   |
| 2018 | Launched Everyuth Tan Removal range, Nutralite Mayonnaise and SugarLite  |
| 2017 | Launched SugarFree Green with Stevia & production facility in Sikkim – Unit-II   |
| 2011 | New production facility in Sikkim – Unit-I   |
| 2009 | SugarFree & Everyuth hived off from Zydus Lifesciences to form Zydus Wellness; listed on the NSE   |
| 2006 | Acquisition of Carnation Nutra (CNAFL)   |
| 2005 | Launched SugarFree Natura with Sucralose   |
| 1991 | Launched Everyuth skin-care range  |
| 1988 | Launched SugarFree with Aspartame  |

## **Management & Board of Directors**

The third generation of the promoter family, chairman and non-executive director **Dr. Sharvil Patel** heads one of the India's largest drug companies, Zydus LifeScience (formerly Cadila Healthcare). After a bachelor's degree in chemical and pharmaceutical sciences from the University of Sunderland, UK, and a doctorate in philosophy from the same university for his research work, he has had more than two decades' experience in the pharmaceutical sector.

Appointed chief operating officer in Mar'15, **Tarun Arora** was elevated to CEO in 2019 and is now a whole-time director. He has a bachelor's degree in science from the University of Delhi and a post-graduate diploma in business management from IMT, Ghaziabad. He has had more than two decades' experience in FMCG and was associated with Danone Waters, India; Wipro, Godrej Sara Lee and Bharti Retail in various roles in sales, marketing and leadership.

| Fig 45 – I | Board | of | Directors | & t | heir s | killsets |
|------------|-------|----|-----------|-----|--------|----------|
|------------|-------|----|-----------|-----|--------|----------|

| Name of Directors         | Designation  | Experience (yrs)  | Education   | Skills   |
|---------------------------|--|---|---|--|
| Dr. Sharvil. P. Patel     | Non-executive chairman   | 21  | University of Sunderland & Johns Hopkins<br>University School of Medicine   | Knowledge and expertise in pharmaceuticals and<br>fast-moving consumer goods, manufacturing,<br>marketing, business and management.  |
| Tarun Arora               | Chief executive officer & Whole-time director  | 23  | Delhi University, IMT Ghaziabad   | Knowledge and expertise in finance, manufacturing, marketing, business and management in FMCG  |
| Kulin S. Lalbhai          | Independent director   | 16  | MBA - Harvard Business School, Bachelors in electrical engineering  | Knowledge and expertise in finance, business and management in FMCG and consumer business.   |
| Srivishnu R.<br>Nandyala  | Independent director   | 18  | Osmania University  | Knowledge and expertise in manufacturing, marketing, business and management.  |
| Dharmishtaben N.<br>Raval | Independent director   | 35  | B.Sc. and masters in legislative law  | Knowledge and expertise in law   |
| Ashish P.<br>Bhargava     | Nominee director   | 20  | SP Jain Institute of Management & Research, IIT, Delhi  | Knowledge and expertise in finance, marketing, business and management.  |
| Ganesh N. Nayak           | Non-executive director   | 41  | Bachelor's & MBA, Newport University  | Knowledge and expertise in pharmaceuticals and FMCG, manufacturing, marketing, business and management.  |
| Savyasachi S.<br>Sengupta | Independent<br>director  | 35  | India Institute of Management, Ahmedabad  | Knowledge and expertise in manufacturing, marketing, business and management.  |
|                           | Dr. Sharvil. P. Patel  Tarun Arora  Kulin S. Lalbhai  Srivishnu R.  Nandyala  Dharmishtaben N.  Raval  Ashish P.  Bhargava  Ganesh N. Nayak  Savyasachi S. | Dr. Sharvil. P. Patel  Tarun Arora  Chief executive officer & Wholetime director  Kulin S. Lalbhai  Srivishnu R. Nandyala Dharmishtaben N. Raval Ashish P. Bhargava  Ganesh N. Nayak  Savyasachi S.  Non-executive director  Non-executive director | Dr. Sharvil. P. Patel  Chief executive chairman  Chief executive officer & Wholetime director  Kulin S. Lalbhai Independent director  Srivishnu R. Independent director  Dharmishtaben N. Independent Raval director  Ashish P. Bhargava  Non-executive director  Ganesh N. Nayak  Non-executive director  Savyasachi S. Independent  Savyasachi S. Independent  35 | Dr. Sharvil. P. Patel  Non-executive chairman  Chief executive officer & Whole-time director  Kulin S. Lalbhai  Srivishnu R. Nandyala  Dharmishtaben N. Raval  Ashish P. Bhargava  Ganesh N. Nayak  Non-executive chairman  Chief executive officer & Whole-time director  Independent director  16  MBA - Harvard Business School, Bachelors in electrical engineering  Osmania University  B. Sc. and masters in legislative law  SP Jain Institute of Management & Research, IIT, Delhi  Bachelor's & MBA, Newport University  Bachelor's & MBA, Newport University |

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|  | (No.s)                                     |
|--|--|
| Board size                                     | 8  |
| Non-independent directors                      | 4  |
| Independent directors                          | 4  |
| Gender diversity                               |  |
| Women %  | 12.5                                       |
| Men %  | 87.5                                       |
| Average age (years)                            | 54   |
| Average board tenure (years)                   | 7  |
| Average tenure - Independent directors (years) | 4  |
| Number of Board meetings                       | 4  |
| Board attendance %                             | 96.8                                       |
| Number of committee meetings                   | 31   |
| Committee attendance %                         | 92.9                                       |
| Age Diversity %                                |  |
| 30-39 years                                    | 12.5                                       |
| 40-49  | 25.0                                       |
| 50-59  | 25.0                                       |
| 60-69  | 37.5                                       |
| Board chairperson                              | Non-executive director                     |
| Separate roles of chairperson & MD             | Yes  |
| Lead independent director                      | Under consideration                        |
| Board evaluation                               | Annually                                   |
| Board re-election                              |  |
| Independent directors                          | Fixed term of five years (up to two terms) |
| Source: Company, Anand Rathi Research          |  |

#### Appendix

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| Ratings Guide (12 months)  |      |       |      |  |
|--|------|-------|------|--|
|  | Buy  | Hold  | Sell |  |
| Large Caps (>US\$1bn)  | >15% | 5-15% | <5%  |  |
| Mid/Small Caps ( <us\$1bn)< td=""><td>&gt;25%</td><td>5-25%</td><td>&lt;5%</td><td></td></us\$1bn)<> | >25% | 5-25% | <5%  |  |

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