## MOTILAL OSWAL

## FINANCIAL SERVICES

Estimate change	<b>I</b>
TP change	
Rating change	

Bloomberg	VRLL IN
Equity Shares (m)	88
M.Cap.(INRb)/(USDb)	60.3 / 0.7
52-Week Range (INR)	799 / 483
1, 6, 12 Rel. Per (%)	-7/-17/10
12M Avg Val (INR M)	107

#### Financial Snapshot (INR b)

Y/E MARCH	2024E	2025E	2026E
Sales	29.0	33.5	39.5
EBITDA	3.9	4.8	6.0
Adj. PAT	0.9	1.8	2.6
EBITDA Margin (%)	13.5	14.5	15.3
Adj. EPS (INR)	10.2	20.0	29.2
EPS Gr. (%)	-45.6	96.0	45.5
BV/Sh. (INR)	114.8	124.9	144.2
Ratios			
Net D:E	0.2	0.2	0.1
RoE (%)	9.1	16.7	21.7
RoCE (%)	11.5	16.1	20.5
Payout (%)	58.1	49.4	34.0
Valuations			
P/E (x)	67.3	34.3	23.6
P/BV (x)	6.0	5.5	4.8
EV/EBITDA(x)	16.0	12.8	10.2
Div. Yield (%)	0.9	1.5	1.5
FCF Yield (%)	0.2	2.8	5.2

### Shareholding pattern (%)

As On	Dec-23	Sep-23	Dec-22
Promoter	60.2	60.2	64.2
DII	28.1	29.0	20.8
FII	2.5	2.2	4.2
Others	9.1	8.5	10.9

FII Includes depository receipts

## **VRL Logistics**

CMP: INR689

**TP: INR820 (+19%)** 

**Buy** 

# Subdued demand in Southern states impact tonnage growth; volumes expected to improve in FY25

Network expansion to play a key role in volume growth

- VRL Logistics (VRL)'s 3QFY24 revenue grew 8% YoY/4% QoQ to ~INR7.4b (est. INR7.7b). Volumes increased 8% YoY to 1.09m tons in 3QFY24. The sluggish demand in Southern States, attributed to an unfavorable spread of the monsoon, affected volume growth. Realization per ton stood at INR 6,669 (flat YoY and QoQ).
- EBITDA margins stood at 12.8%, against our estimate of 14.0%. The margins were adversely impacted by higher employee costs. Further, increased costs have not been passed on to customers, leading to pressure on EBITDA margins. EBITDA stood at INR944m (13% below our estimate of INR 1.08b).
- APAT declined 64% YoY to INR 137m (vs. our estimate of INR 335m). Weak operating performance, higher depreciation, interest expense, and lower other income dragged APAT.
- During 9MFY24, revenues grew 9% YoY to INR21.2b. EBITDA margins stood at 13.6%. APAT declined 36% YoY to INR671m.
- Tonnage growth in 9MFY24 was adversely impacted by the slowdown in agro commodity volume in Southern states, which contribute ~40-45% to tonnage. Further, VRLL did not raise freight rates in 9MFY24 as retail diesel prices remained stable. The company is looking to increase prices post general election as fuel prices are expected to change. VRLL expects a tonnage growth of 15% in FY25 as demand picks up. We cut our FY24/FY25/FY26 EPS estimates by ~30%/18/11% to factor in lower-thanexpected volume growth and margins. We expect VRL to clock a CAGR of 13%/14%/14%/16% in volume/revenue/EBITDA/PAT over FY23-26. We retain our BUY rating with a revised TP of INR820 (based on 28x FY26E EPS).

## Highlights from the management commentary

- Tonnage growth was primarily driven by the expansion of the branch network and a transition of volumes to organized players, following the implementation of GST, along with the reduction in the turnover limit of einvoicing, among other factors.
- VRL did not increase the freight rate as retail fuel prices remained stable in India for more than a year. However, management expects fuel prices to fluctuate following the general elections, providing an opportunity to implement freight price increases.
- VRL expects tonnage growth rate for 4QFY24 and FY24 to be around 8-10%, and 15% plus in FY25. Revenue growth is expected to be stronger in FY25 with higher tonnage growth and higher freight rates. The target ROCE during favorable conditions is around 25-26%, primarily driven by higher freight rates and some tonnage growth.
- EBITDA margin is expected to be around 13-14% in 4QFY24 and FY24.

Alok Deora - Research analyst (Alok.Deora@motilaloswal.com)

Saurabh Dugar - Research analyst (Saurabh.Dugar@motilaloswal.com)

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

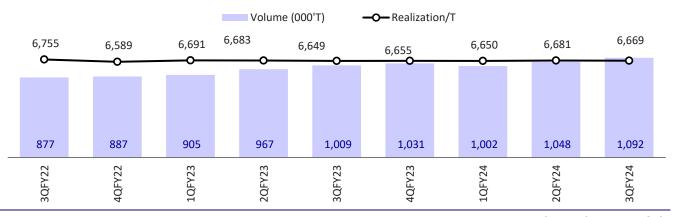
## Valuation and view

- We expect VRLL to clock a 13% volume CAGR over FY23-26, with network expansion particularly in untapped markets such as the eastern, northern, and western regions. Further, the ongoing transition of customers from the unorganized sector amid heightened compliance requirements imposed by GST is likely to benefit organized Pan-India players such as VRLL.
- Volumes in 3Q and 9M of FY24 were affected by uneven rainfall patterns across India and general slowdown in the economy, especially in the textile and agrocommodities, which forms the major product segment for the company.
   Volumes are expected to pick up in FY25 post general elections with new branch additions in eastern and northern locations. Factoring in lower volume growth and flat realization growth in 9MFY24, we cut our FY24/FY25/FY26 EPS estimates by ~30%/18/11%. We reiterate our BUY rating with a revised TP of INR820 (based on 28x FY26E EPS). We believe growth will be driven by continued branch network expansion going forward.

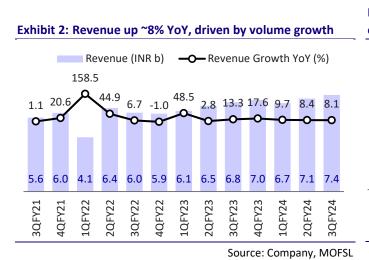
Quarterly performance												INR m
Y/E March (INR m)		FY	23			FY2	4E		FY23	FY24E	FY24	Var.
	1Q	2Q	3Q	4Q	1Q	2Q	3Q	4QE			3QE	vs Est
Net Sales	6,143	6,545	6,815	6,98 <b>2</b>	6,742	7,093	7,367	7,799	26,485	29,001	7,733	(5)
YoY Change (%)	48.5	2.8	13.3	17.6	9.7	8.4	8.1	11.7	17.9	9.5	13.5	
EBITDA	913	930	1,033	1,141	1,019	918	944	1,048	4,017	3,930	1,083	(13)
Margins (%)	14.9	14.2	15.2	16.3	15.1	12.9	12.8	13.4	15.2	13.5	14.0	
YoY Change (%)	153.0	-17.9	-12.1	-0.7	11.7	-1.3	-8.6	-8.1	5.2	-2.2	4.8	
Depreciation	334	384	421	453	489	522	568	569	1,591	2,148	525	
Interest	120	139	151	133	163	185	213	210	543	771	180	
Other Income	30	22	45	47	89	60	24	42	143	215	70	
PBT before EO expense	488	429	<b>506</b>	602	456	271	187	311	2,025	1,225	448	
Extra-Ord expense	-134	0	-114	-1,322	0	-5	0	0	-1,571	-5	0	
PBT	622	429	620	1,924	456	276	187	311	3,596	1,230	448	
Тах	123	122	128	-7	117	77	50	78	364	322	113	
Rate (%)	19.8	28.4	20.7	-0.4	25.6	27.8	26.9	25.2	10.1	26.2	25.2	
Reported PAT	499	307	<b>492</b>	1,932	339	199	137	232	3,232	908	335	
Adj PAT	365	307	378	610	339	194	137	232	1,661	903	335	(59)
YoY Change (%)	NA	-37.9	-33.1	16.6	-6.9	-36.7	-63.7	-61.9	9.2	-45.6	-11.3	
Margins (%)	5.9	4.7	5.5	8.7	5.0	2.7	1.9	3.0	6.3	3.1	4.3	

## Story in charts – 3QFY24

## Exhibit 1: Volumes increased 8% YoY



Source: Company, MOFSL



## Exhibit 3: EBITDA margin at ~13% due to higher operating expenses

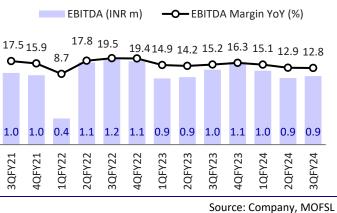


Exhibit 5: Margins remained flat in 3QFY24 on a QoQ basis **Exhibit 4: PAT and margin trends** APAT (INR m) -O- Gross Margin (%) -O-NPM (%) -O-EBITDA Margin (%) 33.7 31.6 30.2 32.8 35.3 36.7 32.1 31.3 31.7 33.1 33.1 31.2 31.7 8<u>.</u>8 <sup>5.9</sup> 4.7 7.1 6.2 -1.5<sup>7.8</sup> 9.4 8.7 5.0 2.7 1.9 0 0 0 **-0**--0-O -0  $\sim \sim$ 5.5 397 372 495 564 523 365 307 378 610 339 194 137 17.8 19.5 19.4 17.5 <sub>15.9</sub> 14.9 14.2 15.2 16.3 15.1 12.9 12.8 0 8.7 -60 1QFY22 4QFY21 1QFY22 3QFY24 **3QFY21** 4QFY21 2QFY22 4QFY22 **3QFY21** 2QFY22 2QFY24 3QFY22 1QFY23 2QFY23 3QFY23 4QFY23 **1QFY24** 2QFY24 **3QFY24 3QFY22** 4QFY22 1QFY23 2QFY23 **3QFY23** 4QFY23 **1QFY24** 

Source: Company, MOFSL



## Highlights from the management commentary

## **Operational highlights**

- VRL handled ~1.09m tons in 3QFY24 (+8% YoY, +4% QoQ). Tonnage growth primarily stemmed from the expansion of the branch network and a transition of volumes to organized players following the implementation of GST, along with the reduction in the turnover limit for e-invoicing, etc.
- Among the product segments, agro-commodity volumes declined 5% YoY during the quarter, while textile goods saw a 14% growth in 3MFY24 (3% in 9MFY24). Organized players represent 20-25% of the agro commodities and textile transportation market, with unorganized players dominating the remainder.
- Realization per ton stood at INR 6,669 (flat YoY and QoQ) due to stable fuel prices.
- The contribution of new branches to tonnage growth stood at ~4% in 3Q and 2.7% in 9MFY24.
- Net debt increased to INR2.7b as of Dec'23 from INR1.7b in Mar'23, primarily due to an increase in lease liabilities, resulting from the addition/expansion of new branches.
- Depreciation and finance costs are increasing due to IND AS accounting, adversely impacting PAT margins.
- Interest expenses other than IND AS adjustments was ~INR 60m, while depreciation due to IND AS adjustments is ~INR360m, with a total impact of ~INR 500m in 3QFY24.
- Utilization levels from hub-to-hub transportation are approximately 60-65%.
- Capex was lower in 3QFY24 due to subdued tonnage growth. Management expects capex of INR 2.6b in FY24 (INR 2.2b spent in 9MFY24).

## **GT** segment

- In 3QFY24, the number of GT vehicles increased to 5,966 as of Dec'23 from 5,782 as of Sep'23.
- VRLL opened net 23 branches in 3QFY23, taking the total branch network to 1,188 as of Dec'23. The company's volume handling capacity increased to 87,477 tons (+10% YoY and QoQ).
- The company incurred capex of INR 250m during the quarter.
- 118 new branches contributed around ~4% to total tonnage in 3Q.
- Diesel consumption increased 9.8% due to the addition of new vehicles and their increased mileage. The average procurement cost per liter of diesel decreased ~1% YoY to INR 88.83 in 3QFY24 from INR 89.34 in 3QFY23.
- Procurement from refineries as a percentage of total quantity increased by 14.5% to 21.9% in 3QFY24 from 7.4% in 3QFY23.
- Toll charges increased due to an increase in toll plazas to 1,367 in 3QFY24 from 1,204 in 3QFY23 and also due to an increase in toll tariff for owned vehicles.
- The company will continue to focus on newer branches and interstate movements, which are already yielding positive results.
- The increase in employee costs was driven by the addition of new employees at new branches, as well as salary increments.

## Guidance

- VRL did not increase the freight rate as retail fuel prices remained stable in India for more than a year. However, management expects fuel prices to fluctuate following the general elections, providing an opportunity to implement freight price increases.
- Tonnage growth rate for 4QFY24 and FY24 is projected to be around 8-10%, and 15% plus in FY25. Revenue growth is expected to be stronger in FY25 with higher tonnage growth and higher freight rates.
- EBITDA margin is expected to be around 13-14% in the 4QFY24 and FY24.
- VRL plans to continue its strategy of expanding branches, aiming to add 25-30 branches per quarter.
- The target ROCE during favorable conditions is around 25-26%, primarily driven by higher freight rates and some tonnage growth.
- An annual capex of INR 2.8-3b is projected for FY25. Capex cycle of the company is directly proportionate to tonnage growth. Higher capex can be expected in the event of increased tonnage growth.
- Network expansion will continue, with significant potential for branch growth in the eastern, northern, and western parts of India.

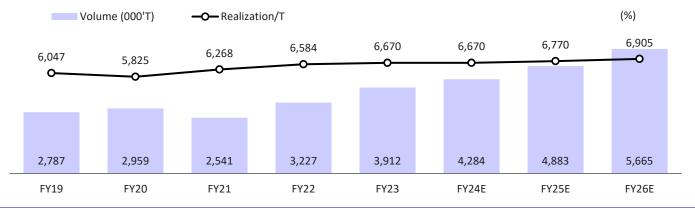
(INR m)	FY24E			FY25E			FY26E		
	Rev	Old	Chg(%)	Rev	Old	Chg(%)	Rev	Old	Chg(%)
Net Sales	29,001	29,663	-2.2	33,496	35,003	-4.3	39,526	40,953	-3.5
EBITDA	3,930	4,217	-6.8	4,847	5,288	-8.3	6,029	6,374	-5.4
EBITDA Margin (%)	13.5	14.2	-66.6	14.5	15.1	-64	15.3	15.6	-31
PAT	903	1,293	-30.2	1,770	2,164	-18.2	2,575	2,901	-11.2
EPS (INR)	10.2	14.6	-30.2	20.0	24.5	-18.2	29.2	32.8	-11.2

Source: Company, MOFSL

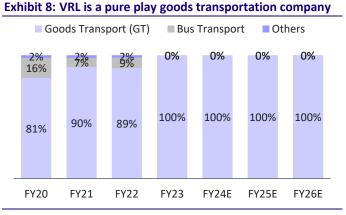
## **Financial story in charts**

**Exhibit 6: Our revised forecasts** 

## Exhibit 7: Expect volumes to clock 13% CAGR over FY23-26

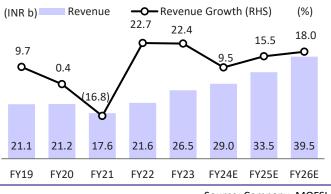


## MOTILAL OSWAL



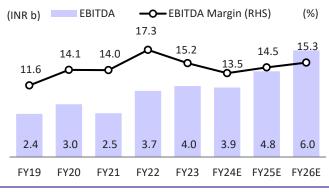
Source: Company, MOFSL





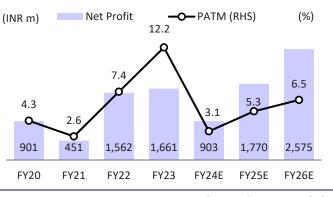
Source: Company, MOFSL

### Exhibit 10: Margin to improve with higher volumes

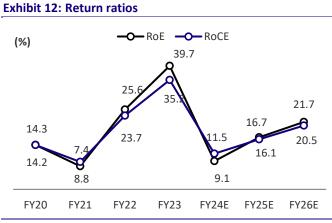


## Source: Company, MOFSL

## Exhibit 11: Strong operating performance to drive PAT

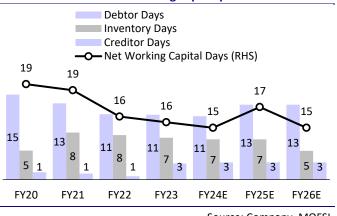


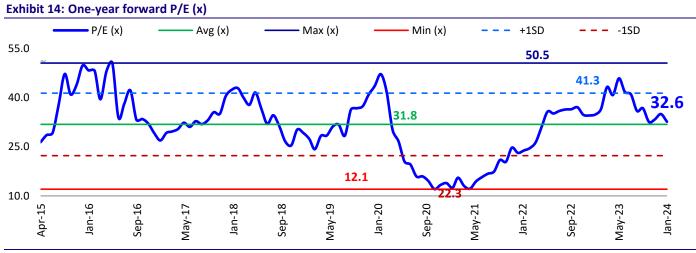
Source: Company, MOFSL



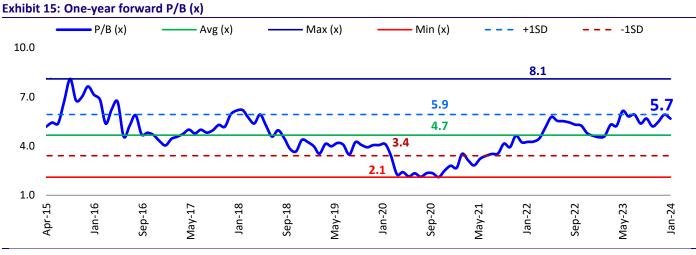
Source: Company, MOFSL

#### Exhibit 13: Comfortable working capital position





Source: Company, MOFSL



## **Financials and valuations**

Income Statement							
Y/E March (INR m)	FY20	FY21	FY22	FY23	FY24E	FY25E	FY26E
Net Sales	21,185	17,629	21,636	26,485	29,001	33,496	39,526
Change (%)	0.4	-16.8	22.7	22.4	9.5	15.5	18.0
Gross Margin (%)	33.4	33.0	34.5	32.1	31.5	32.0	32.0
EBITDA	2,983	2,475	3,745	4,017	3,930	4,847	6,029
Margin (%)	14.1	14.0	17.3	15.2	13.5	14.5	15.3
Depreciation	1,675	1,598	1,445	1,591	2,148	2,174	2,296
EBIT	1,307	877	2,300	2,425	1,781	2,673	3,733
Int. and Finance Charges	367	368	422	543	771	565	600
Other Income	103	129	168	143	215	258	310
PBT	1,043	637	2,047	2,025	1,225	2,366	3,443
Tax	142	187	485	364	322	596	868
Effective Tax Rate (%)	13.6	29.3	23.7	18.0	26.3	25.2	25.2
Extraordinary Items	142	187	-40	-1,571	-5	0	0
Reported PAT	901	451	1,601	3,232	908	1,770	2,575
Adj. PAT	901	451	1,562	1,661	903	1,770	2,575
Change (%)	-2.0	-50.0	246.6	6.4	-45.6	96.0	45.5
Margin (%)	4.3	2.6	7.2	6.3	3.1	5.3	6.5
		-					
Balance Sheet							
Y/E March (INR m)	FY20	FY21	FY22	FY23	FY24E	FY25E	FY26E
Equity Share Capital	903	883	883	883	883	883	883
Total Reserves	5,265	5,088	5,633	8,875	9,258	10,153	11,854
Net Worth	6,169	5,971	6,516	9,758	10,141	11,037	12,737
Deferred Tax Liabilities	440	440	386	461	461	461	461
Total Loans	1,893	1,196	1,593	2,071	2,771	2,421	2,371
Capital Employed	8,502	7,607	8,496	12,291	13,374	13,919	15,569
Gross Block	15,105	15,850	18,422	21,600	25,100	27,600	29,800
Less: Accum. Deprn.	5,202	6,307	7,442	6,778	8,926	11,100	13,396
Net Fixed Assets	9,903	9,544	10,980	14,822	16,174	16,500	16,404
Capital WIP	44	61	350	384	384	384	384
Total Investments	1	1	4	0	0	0	0
Curr. Assets, Loans, and Adv.	2,304	2,381	2,482	3,711	4,163	5,292	6,094
Inventory	293	395	459	528	556	642	541
Account Receivables	856	639	673	817	874	1,193	1,408
Cash and Bank Balances	134	185	140	116	246	585	756
Cash	129	183	82	112	246	585	756
Bank Balance	5	1	5	5	0	0	0
Others	1,021	1,162	1,211	2,251	2,487	2,872	3,389
Current Liab. and Prov.	3,750	4,379	5,307	6,626	7,346	8,257	7,312
Account Payables	35	136	203	143	238	275	325
Other Current Liabilities	3,368	3,911	4,671	6,051	6,634	7,433	6,341
		-,	, - · -	- ,	.,	,	.,
	347	332	433	433	474	548	646
Provisions Net Current Assets		332 <b>-1,998</b>	433 - <b>2,825</b>	433 - <b>2,915</b>	474 - <b>3,183</b>	548 - <b>2,964</b>	646 - <b>1,218</b>

## **Financials and valuations**

Ratios							
Y/E March	FY20	FY21	FY22	FY23	FY24E	FY25E	FY26E
Basic (INR)							
EPS	10.0	5.1	17.7	18.8	10.2	20.0	29.2
EPS growth (%)	-2.0	-48.9	246.6	6.4	-45.6	96.0	45.5
Cash EPS	28.5	23.2	34.0	36.8	34.5	44.6	55.1
BV/Share	68.3	67.6	73.8	110.5	114.8	124.9	144.2
DPS	7.0	4.0	8.0	5.0	6.0	10.0	10.0
Payout (Incl. Div. Tax, %)	84.6	78.4	43.7	13.5	58.1	49.4	34.0
Valuation (x)							
P/E	69.0	134.9	38.9	36.6	67.3	34.3	23.6
Cash P/E	24.1	29.7	20.2	18.7	19.9	15.4	12.5
EV/EBITDA	20.8	24.7	16.5	15.5	16.0	12.8	10.2
EV/Sales	2.9	3.5	2.9	2.3	2.2	1.9	1.6
P/BV	10.1	10.2	9.3	6.2	6.0	5.5	4.8
Dividend Yield (%)	1.0	0.6	1.2	0.7	0.9	1.5	1.5
Return Ratios (%)							
RoE	14.3	7.4	25.6	39.7	9.1	16.7	21.7
RoCE	14.2	8.8	23.9	35.2	11.5	16.1	20.5
RoIC	13.8	7.9	22.8	20.0	10.7	15.6	20.4
Working Capital Ratios							
Fixed Asset Turnover (x)	1.6	1.1	1.3	1.3	1.2	1.3	1.4
Asset Turnover (x)	2.5	2.3	2.5	2.2	2.2	2.4	2.5
Inventory (Days)	5	8	8	7	7	7	5
Debtors (Days)	15	13	13	11	11	13	13
Creditors (Days)	1	3	3	3	3	3	3
Leverage Ratio (x)							
Net Debt/Equity	0.3	0.2	0.2	0.2	0.2	0.2	0.1

## **Cash Flow Statement**

cash now statement							
Y/E March (INR m)	FY20	FY21	FY22	FY23	FY24E	FY25E	FY26E
OP/(Loss) before Tax	1,043	637	2,099	4,234	1,225	2,366	3,443
Depreciation	1,675	1,598	1,680	1,724	2,148	2,174	2,296
Direct Taxes Paid	-431	-148	-581	-856	-322	-596	-868
(Inc.)/Dec. in WC	-94	294	-157	581	23	-92	145
Other Items	380	330	667	-2,499	556	307	291
CF from Operations	2,573	2,711	3,708	3,183	3,631	4,159	5,307
(Inc.)/Dec. in FA	-1,200	-330	-1,933	-4,124	-3,500	-2,500	-2,200
Free Cash Flow	1,373	2,381	1,775	-941	131	1,659	3,107
Change in Investments	14	15	4	4	0	0	0
Others	0	1	128	2,675	105	98	95
CF from Investments	-1,185	-313	-1,801	-1,445	-3,395	-2,402	-2,105
Inc./Dec.in net worth	0	-632	0	-629	0	0	0
Inc./(Dec.) in Debt	485	-697	-1,661	-1,019	700	-350	-50
Dividends Paid	-980	0	-1,060	0	-525	-875	-875
Others	-889	-1,014	714	-61	-281	-194	-2,106
CF from Fin. Activity	-1,384	-2,344	-2,008	-1,709	-106	-1,418	-3,031
Inc./(Dec.) in Cash	3	54	-101	30	130	339	171
Opening Balance	126	129	183	82	117	246	585
Closing Balance	129	183	82	112	246	585	756

Investment in securities market are subject to market risks. Read all the related documents carefully before investing

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 be 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, Depository participant services & distribution of various financial products. MOFSL is a listed public company, the details in respect of which are available on www.molialoswal.com. MOFSL (enstwhile Motial Oswal Securities Limited - MOSL) is registered with the Securities & Exchange Board of India (SEB) 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 (IRDA) as Corporate Agent for insurance products. Details of Mutual Funds of India (IRDA) as Corporate Agent for insurance products. 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 or where 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 ky.motilaloswal.com/ResearchAnalyst/PublishViewLitigation.aspx

A graph of daily closing prices of securities is available at <u>www.nseindia.com</u>, <u>www.bseindia.com</u>. 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 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 broker-dealer, 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. 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 of Singapore .Accordingly, if a Singapore person is not, or ceases to be, such an investor, they 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 2
- MOFSL, Research Analyst and/or his relatives have not received compensation/other benefits from the subject company in the past 12 months 3
- 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
- 5
- 6
- Research Analyst has not served as director/officer/employee in the subject company MOFSL has not acted as a manager or co-manager of public offering of securities of the subject company in past 12 months MOFSL has not received compensation for investment banking/ merchant banking/brokerage services from the subject company in the past 12 months
- 8 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 10

#### The associates of MOFSL may have:

- financial interest in the subject company
- actual/beneficial ownership of 1% or more securities in the subject company at the end of the month immediately preceding the date of publication of the Research Report or date of the public appearance
- received compensation/other benefits from the subject company in the past 12 months
- 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.
- 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.
- Served subject company as its clients during twelve months preceding the date of distribution of the research report.

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. This report is meant for the clients of Motilal Oswal only

Investment in securities market are subject to market risks. Read all the related documents carefully before investing.

Registration granted by SEBI and certification from NISM in no way guarantee performance of the intermediary or provide any assurance of returns to investors. Registered Office Address: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai-400025; Tel No.: 022 - 71934200 / 71934263; www.motilaloswal.com. Correspondence Address: Palm Spring Centre, 2nd Floor, Palm Court Complex, New Link Road, Malad (West), Mumbai- 400 064. Tel No: 022 71881000. Details of Compliance Officer: Neeraj Agarwal, Email Id: na@motilaloswal.com, Contact No.:022-40548085.

Grievance Redressal Cell

Contact Person	Contact No.	Email ID	
Ms. Hemangi Date	022 40548000 / 022 67490600	query@motilaloswal.com	
Ms. Kumud Upadhyay	022 40548082	servicehead@motilaloswal.com	
Mr. Ajay Menon	022 40548083	am@motilaloswal.com	

Registration details of group entities.: Motilal Oswal Financial Services Ltd. (MOFSL): INZ000158836 (BSE/NSE/MCX/NCDEX); ODSL and NSDL: IN-DP-16-2015; Research Analyst: INH000000412 . AMFI: ARN .: 146822. IRDA Corporate Agent - CA0579. Motilal Oswal Financial Services Ltd. is a distributor of Mutual Funds, PMS, Fixed Deposit, Insurance, Bond, NCDs and IPO products

Customer having any query/feedback/ clarification may write to query@motilaloswal.com. In case of grievances for any of the services rendered by Motilal Oswal Financial Services Limited (MOFSL) write to grievances@motilaloswal.com, for DP to dpgrievances@motilaloswal.com