



Bloomberg	LEMONTRE IN
Equity Shares (m)	792
M.Cap.(INRb)/(USDb)	118.7 / 1.3
52-Week Range (INR)	181 / 111
1, 6, 12 Rel. Per (%)	-9/2/-5
12M Avg Val (INR M)	527

Financials & Valuations (INR b)

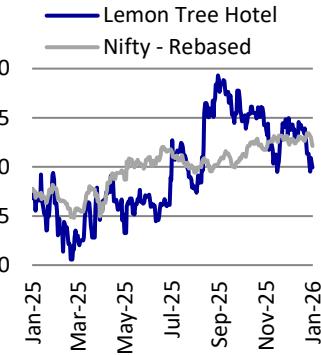
Y/E Mar	FY26E	FY27E	FY28E
Sales	14.4	16.3	17.5
EBITDA	7.0	8.4	9.1
PAT	2.62	3.37	3.98
EBITDA (%)	48.4	51.4	52.0
EPS (INR)	3.3	4.3	5.0
EPS Gr. (%)	33.3	28.7	18.0
BV/Sh. (INR)	18.0	22.3	27.3
Ratios			
Net D/E	0.9	0.4	0.1
ROE (%)	20.2	21.1	20.3
RoCE (%)	13.6	17.7	20.3
Valuations			
P/E (x)	45.2	35.2	29.8
EV/EBITDA (x)	19.7	16.0	14.3
FCF Yield (%)	5.1	6.1	5.6

Shareholding pattern (%)

As on	Sep-25	Jun-25	Sep-24
Promoter	22.3	22.3	22.8
DII	19.7	20.0	18.9
FII	21.5	21.4	21.8
Others	36.5	36.4	36.5

Note: FII includes depository receipts

Stock's performance (one-year)



CMP: INR150 TP: INR200 (+33%)

Buy

Unlocking value through business restructuring

- Lemon Tree (LEMONTRE) currently operates an asset-light hotel management business alongside hotel ownership and development, operating a mix of owned, managed, and franchised properties. The standalone business owns 17 hotels (1,765 keys) and has two under development, manages/franchises 89 hotels (6,011 keys) with 127 more in the pipeline, and holds a 58.91% stake in Fleur Hotels, which operates 24 hotels (3,993 keys).
- Warburg Pincus will acquire APG's stake in Fleur Hotels ahead of LEMONTRE's corporate reorganization, along with a primary equity infusion of up to INR9.6b to fund growth. This arrangement will create two focused platforms—LEMONTRE as a pure-play, asset-light hotel management business and Fleur Hotels as a hotel ownership and leasing entity. This will be achieved through the transfer of hotel assets and development capabilities in exchange for equity. Post-reorganization, LEMONTRE's shareholding will remain unchanged, while Fleur's ownership will be re-aligned.
- LEMONTRE's asset-light management business has grown rapidly with high margins and low capital intensity, supported by steady growth in its owned hospitality assets. Together, they deliver a balanced and resilient earnings profile.
- We expect LEMONTRE to report a CAGR of 11%/13%/26% in revenue/EBITDA/PAT over FY25-28. We value the stock with our SOTP-based TP of INR200. Reiterate BUY.

Current structure housing asset-heavy and asset-light businesses

- At present, LEMONTRE's shareholding comprises public shareholders (62.73%), promoters (22.28%), and APG (14.99%). The standalone business operates 17 hotels with 1,765 keys and has two wholly-owned hotels with 256 rooms under development.
- In addition, under its wholly-owned subsidiary Carnation, it manages/franchises 89 operational hotels comprising 6,011 keys, with 127 hotels (9,414 keys) in the pipeline, all owned by third-party owners.
- Further, LEMONTRE holds a 58.91% stake in Fleur Hotels, with the remaining 41.09% owned by APG. Through Fleur Hotels, the company owns, operates, and leases 24 hotels comprising 3,993 keys.
- Overall, the existing corporate structure combines the hotel ownership and development platform with the asset-light business under a single entity. To unlock value across both segments, LEMONTRE is undertaking a corporate reorganization aimed at creating a more flexible structure, establishing separate management teams and governance frameworks, and enabling value realization for each business independently.

Transitioning from an integrated structure to a dual platform

- Prima facie, Warburg Pincus will acquire APG's 41.09% stake in Fleur Hotels prior to the completion of the composite scheme of arrangement, following which LEMONTRE will undertake a reorganization of its corporate structure.

- Pursuant to this, Fleur Hotels will receive a primary equity infusion of up to INR9.6b, to be invested in tranches as required, providing growth capital to accelerate its expansion plans.
- The proposed reorganization will result in the creation of two clearly differentiated yet complementary platforms: LEMONTRE as an asset-light hotel management and franchise business, and Fleur Hotels as a hotel ownership and leasing platform.
- Under part A of the transaction, LEMONTRE will transfer 359 operational keys across four hotels in exchange for 5.8m shares of Fleur. Under Part B, the company will transfer 1,204 operational keys across 11 hotels, along with the under-construction Aurika, Shillong (165 keys) and Aurika, Shimla (91 keys). The transfer will also include exclusivity over all future hotel development, ownership, and leasing assets, as well as the associated development capability and team. In consideration, LEMONTRE's shareholders will receive 50.9m shares of Fleur Hotels.
- Following the completion of the corporate reorganization, LEMONTRE's shareholding structure will remain unchanged. In contrast, Fleur Hotels will see a significant shift in ownership, with shareholding held by LEMONTRE (41.03%), APG (4.94%), promoters (7.34%), Warburg Pincus (26.01%), and public shareholders (20.68%).
- Overall, the transaction represents a strategic realignment to sharpen business focus and accelerate growth. Warburg Pincus' entry and the equity infusion will strengthen Fleur Hotels' ownership and leasing platform, while LEMONTRE transitions into a pure-play, asset-light hotel management and franchise business with clear operational separation and strategic accountability.

Resilient earnings driven by asset-light expansion and asset ownership

- LEMONTRE's asset-light business inventory has scaled meaningfully over FY23-FY25, delivering an 11% CAGR, which drove management contract revenue from INR1.1b in FY23 to INR1.7b in FY25 (CAGR of 24% over the period).
- The expansion in management contracts has further strengthened the company's balance sheet, supported by EBITDA margins exceeding 70% and minimal capital requirements.
- In addition, LEMONTRE is backed by a strong base of owned hospitality assets, with Fleur ranking among the largest asset owners in India with 5,556 operational rooms and another 256 rooms under construction.
- Fleur's owned asset business grew from INR810m in FY23 to INR1.2b in FY25, translating into a CAGR of 21%, while maintaining healthy margins of ~43–44% over the same period.
- Overall, the strong growth in LEMONTRE's high-margin, asset-light management business, coupled with stable and profitable owned hospitality assets, provides a balanced and resilient earnings profile.

Assessing risk-reward across valuation scenarios

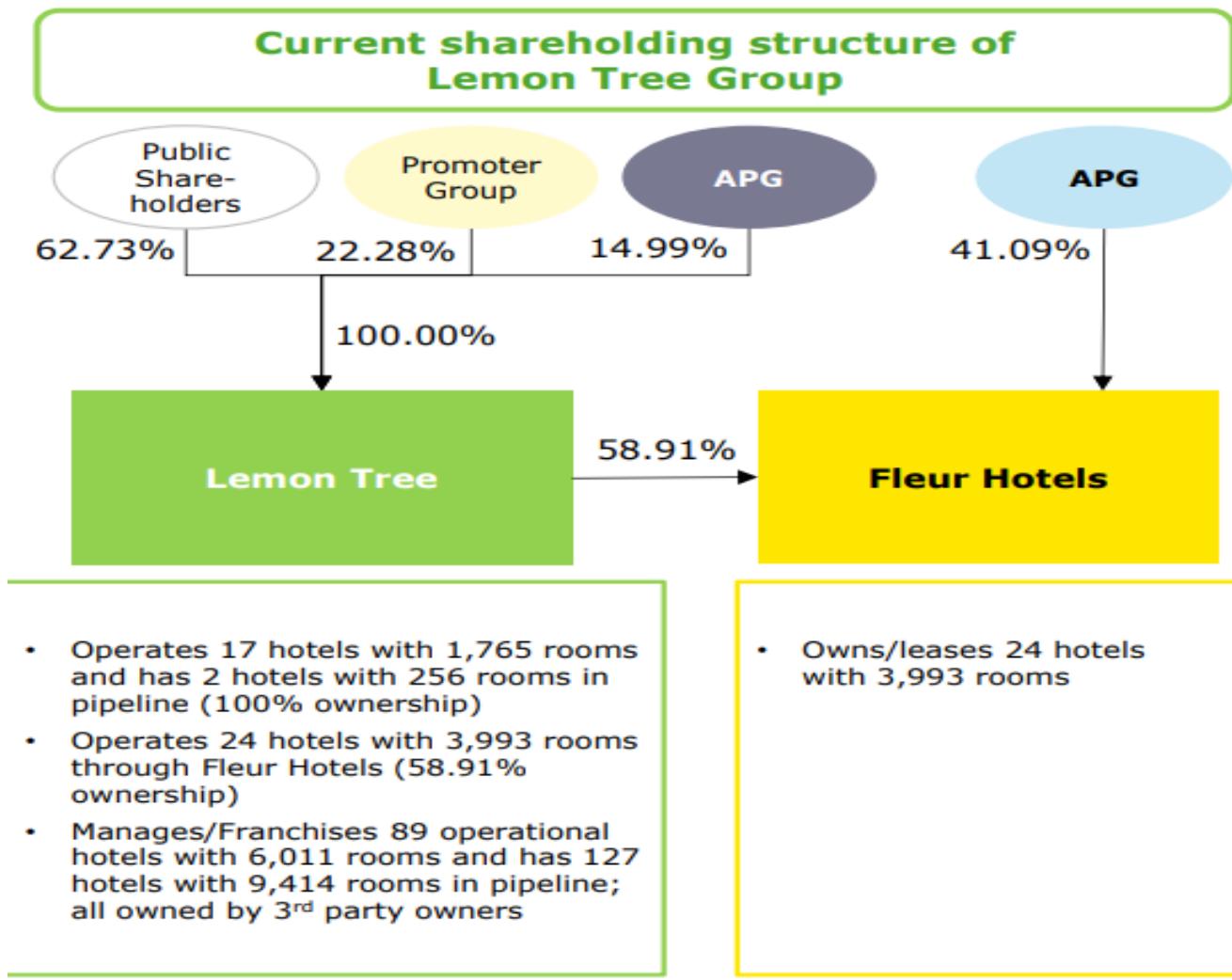
- In the absence of disclosed valuations at which the arrangements have been executed, we have evaluated the potential upside to our TP across multiple scenarios (refer to Exhibit 8).
- Under Scenario 1, we value the hotel management contracts business/Fleur Hotels at 40x/17x EBITDA for FY28, resulting in an estimated upside of 40% from our current market price.

- **Under Scenario 2**, we value the hotel management contracts business/Fleur Hotels at 40x/15x EBITDA for FY28, resulting in an estimated upside of 32% from our current market price.
- **Under Scenario 3**, we value the hotel management contracts business/Fleur Hotels at 40x/13x EBITDA for FY28, resulting in an estimated upside of 24% from our current market price.

Valuation and view

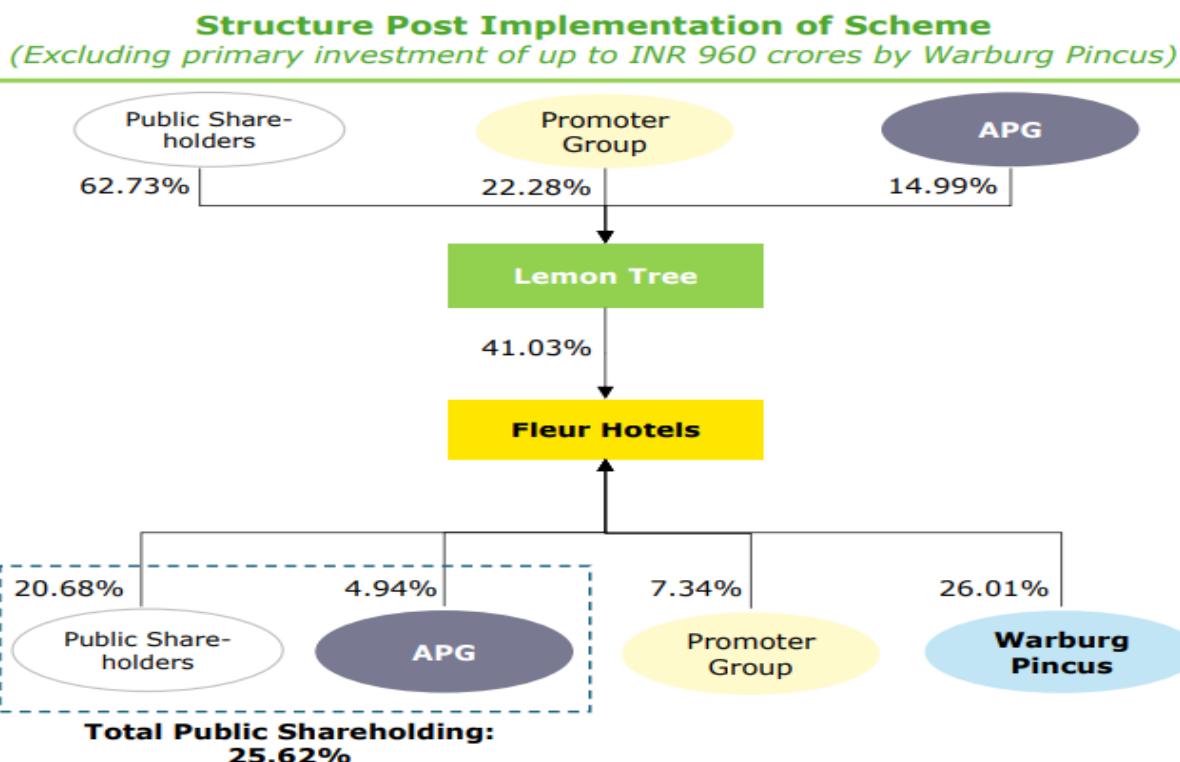
- We expect LEMONTRE to sustain strong growth, driven by the expansion of its managed and franchise portfolio, strategic reorganization, focused operations, and financial flexibility across its asset-light and hotel development businesses.
- **We expect LEMONTRE to report a CAGR of 11%/13%/26% in revenue/EBITDA/PAT over FY25-28. We value the stock with our SOTP-based TP of INR200. Reiterate BUY.**

Exhibit 1: Current shareholding structure of the company



Source: Company, MOFSL

Exhibit 2: Shareholding structure post the re-organization



Source: Company, MOFSL

Exhibit 3: Transfer of properties by LEMONTRE to Fleur

As part of scheme, the following 4 hotels which are housed in 100% subsidiaries of Lemon Tree are getting directly merged with Fleur Hotels (PART A)

Hotels	No.of operating rooms	No.of operating hotels
Lemon Tree Hotels	82	2
Red Fox by Lemon Tree Hotels	277	2
Total	359	4

For PART A, 0.58 Cr shares of Fleur Hotels are issued to Lemon Tree

As part of scheme, the following are getting demerged from Lemon Tree and then getting merged with Fleur Hotels (PART B)

Hotels	No.of operating rooms	No.of operating hotels
Lemon Tree Premier	330	3
Lemon Tree Hotels	753	7
Red Fox by Lemon Tree Hotels	121	1
Total	1,204	11

(+) One under-construction hotel Aurika, Shimla (91 rooms)

(+) Investment in one under construction hotel in Aurika, Shillong (165 rooms)

(+) Exclusivity on all future Development / Ownership / Leasing of hotel assets and transfer of Development Capability / Team

For PART B, 5.09 Cr shares of Fleur Hotels are issued to Lemon Tree's shareholders

Source: Company, MOFSL

Exhibit 4: Growth pipeline in fee income



Source: Industry, MOFSL

Exhibit 5: Share entitlement ratio

1

Fleur Hotels will issue shares to Lemon Tree in respect of transfer of 4 wholly owned subsidiaries (Oriole Dr. Fresh, Sukhsagar Complexes, Manakin Resorts and Carnary Hotels)

Company name	For every	Will get
Oriole Dr. Fresh	49,872 shares of Oriole Dr. Fresh	10,000 shares in Fleur Hotels
Sukhsagar Complexes	53,118 shares of Sukhsagar Complexes	10,000 shares in Fleur Hotels
Manakin Resorts	1,01,077 shares of Manakin Resorts	10,000 shares in Fleur Hotels
Canary Hotels	29,87,754 shares of Canary Hotels	10,000 shares in Fleur Hotels

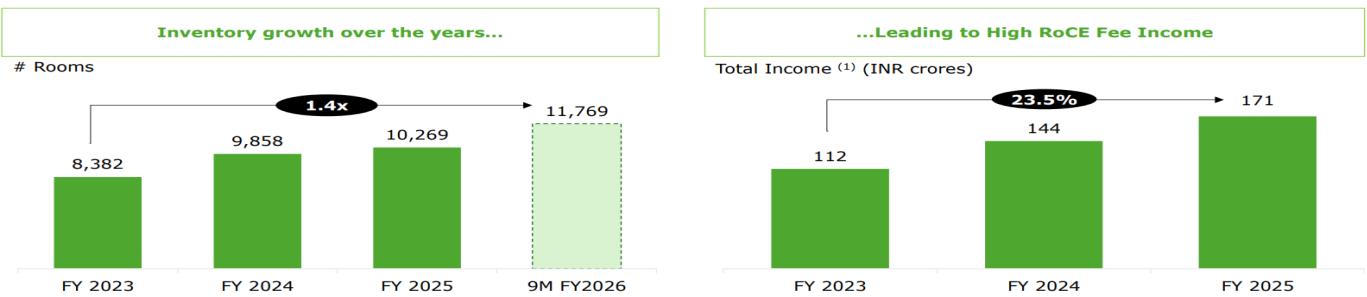
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Further, **Lemon Tree shareholders will be allotted shares in Fleur Hotels**, corresponding to the transfer of existing Hotel Assets including the Hotel Development Capabilities (collectively the "Demerged Undertaking")

Company name	For every	Will get
Lemon Tree ("Demerged Undertaking")	311 shares of Lemon Tree ("Demerged Undertaking")	20 shares in Fleur Hotels

Source: Company, MOFSL

Exhibit 6: High inventory growth leading to high management contract income



Source: Company, MOFSL

Exhibit 7: Fleur has the highest number of operational rooms among listed asset owners



Source: Company, MOFSL

Exhibit 8: Valuation Scenarios post restructuring (INRm)

Lemon Tree		Scenario 1				Scenario 2				Scenario 3					
(management contracts)		FY23	FY24	FY25	FY26	FY27	FY28	FY25	FY26	FY27	FY28	FY25	FY26	FY27	FY28
Revenue	1120	1440	1710	2,053	2,980	3,258	1710	2,053	2,980	3,258	1710	2,053	2,980	3,258	
Growth	29%	19%	20%	45%	9%	19%	20%	45%	9%	19%	20%	45%	9%		
EBITDA	784	1008	1251.23	1,437	2,086	2,281	1251.23	1,437	2,086	2,281	1251.23	1,437	2,086	2,281	
Growth	29%	24%	15%	45%	9%	24%	15%	45%	9%	24%	15%	45%	9%		
EBITDA margin	70%	70%	73%	70%	70%	70%	73%	70%	70%	73%	70%	70%	70%		
EV/EBITDA (x)			50	50	40	40	50	50	40	40	50	50	40	40	
EV	62,561	71,860	83,437	91,231	62,561	71,860	83,437	91,231	62,561	71,860	83,437	91,231			
Net debt	7,996	6,817	4,713	180	7,996	6,817	4,713	180	7,996	6,817	4,713	180			
Target Value	54,566	65,043	78,724	91,052	54,566	65,043	78,724	91,052	54,566	65,043	78,724	91,052			
PAT	938	1,078	1,564	1,711	938	1,078	1,564	1,711	938	1,078	1,564	1,711			
% of EBITDA			75%	75%	75%	75%	75%	75%	75%	75%	75%	75%	75%		
P/E (x)			58	60	50	53	58	60	50	53	58	60	50	53	
Fleur															
Revenue	8100	9910	11890	13,257	14,702	15,773	11890	13,257	14,702	15,773	11890	13,257	14,702	15,773	
Growth	22%	20%	12%	11%	7%	20%	12%	11%	7%	20%	12%	11%	7%		
EBITDA	3590	4230	5090	5,546	6,277	6,827	5090	5,546	6,277	6,827	5090	5,546	6,277	6,827	
Growth	18%	20%	9%	13%	9%	20%	9%	13%	9%	20%	9%	13%	9%		
EBITDA margin	44%	43%	43%	42%	43%	43%	42%	43%	43%	43%	42%	43%	43%		
EV/EBITDA (x)			23	21	19	17	21	19	17	15	19	17	15	13	
EV	1,17,070	1,16,460	1,19,257	1,16,057	1,06,890	1,05,368	1,06,703	1,02,403	96,710	94,277	94,150	88,749			
Net debt	7,798	5,467	2,590	2,559	7,798	5,467	2,590	2,559	7,798	5,467	2,590	2,559			
Target Value	1,09,272	1,10,992	1,16,667	1,13,497	99,092	99,901	1,04,114	99,843	88,912	88,810	91,560	86,190			
Stake of LemonTree	41%	41%	41%	41%	41%	41%	41%	41%	41%	41%	41%	41%	41%		
Value for LT	44,802	45,507	47,833	46,534	40,628	40,959	42,687	40,936	36,454	36,412	37,540	35,338			
Hold co disc	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8	0.8		
Value for LT post Hold. Co. discount	35,841	36,405	38,267	37,227	32,502	32,768	34,149	32,749	29,163	29,130	30,032	28,270			
Value for stake to Remaining shareholders	36,060	36,627	38,500	37,454	32,700	32,967	34,358	32,948	29,341	29,307	30,215	28,443			
Stake of remaining shareholders	33%	33%	33%	33%	33%	33%	33%	33%	33%	33%	33%	33%	33%		
Total value	71,901	73,033	76,767	74,681	65,203	65,735	68,507	65,697	58,504	58,437	60,247	56,713			
Total Market cap	1,26,467	1,38,076	1,55,491	1,65,733	1,19,768	1,30,778	1,47,231	1,56,749	1,13,070	1,23,480	1,38,971	1,47,765			
Number of shares (m)	792	792	792	792	792	792	792	792	792	792	792	792	792		
TP	160	174	196	209	151	165	186	198	143	156	176	187			
CMP	150	150	150	150	150	150	150	150	150	150	150	150	150		
Upside from current market price	6%	16%	31%	40%	1%	10%	24%	32%	-5%	4%	17%	24%			

Financials and valuations

Consolidated - Income Statement									
Y/E March	FY20	FY21	FY22	FY23	FY24	FY25	FY26E	FY27E	(INRm) FY28E
Total Income from Operations	6,694	2,517	4,022	8,750	10,655	12,861	14,437	16,285	17,499
Change (%)	21.8	-62.4	59.8	117.5	21.8	20.7	12.3	12.8	7.5
F&B Consumed	570	178	279	499	628	762	872	945	1,015
Employees Cost	1,553	704	973	1,497	1,878	2,185	2,465	2,557	2,747
Other Expenses	2,137	1,022	1,432	2,230	2,973	3,573	4,118	4,421	4,629
Total Expenditure	4,260	1,905	2,683	4,226	5,479	6,520	7,455	7,923	8,391
% of Sales	63.6	75.7	66.7	48.3	51.4	50.7	51.6	48.6	48.0
EBITDA	2,434	613	1,339	4,524	5,176	6,341	6,983	8,363	9,108
Margin (%)	36.4	24.3	33.3	51.7	48.6	49.3	48.4	51.4	52.0
Depreciation	922	1,076	1,043	966	1,121	1,393	1,400	1,426	1,455
EBIT	1,512	-463	296	3,557	4,054	4,948	5,583	6,937	7,653
Int. and Finance Charges	1,565	1,817	1,740	1,772	2,016	2,007	1,632	1,257	879
Other Income	58	133	140	36	113	23	58	65	122
PBT bef. EO Exp.	5	-2,147	-1,304	1,822	2,151	2,965	4,009	5,744	6,896
EO Items	0	0	153	-48	0	0	0	0	0
PBT after EO Exp.	5	-2,147	-1,456	1,774	2,151	2,965	4,009	5,744	6,896
Total Tax	109	-322	-72	377	341	531	764	1,264	1,586
Tax Rate (%)	2220.8	15.0	5.0	21.3	15.9	17.9	19.1	22.0	23.0
MI/ share of profit from associates	-9	-555	-510	251	325	468	625	1,109	1,333
Reported PAT	-95	-1,271	-874	1,146	1,485	1,966	2,620	3,371	3,977
Adjusted PAT	-95	-1,271	-760	1,182	1,485	1,966	2,620	3,371	3,977
Change (%)	-118.0	1,232.4	-40.2	-255.5	25.7	32.4	33.3	28.7	18.0
Margin (%)	-1.4	-50.5	-18.9	13.5	13.9	15.3	18.1	20.7	22.7

Consolidated - Balance Sheet									
Y/E March	FY20	FY21	FY22	FY23	FY24	FY25	FY26E	FY27E	(INR M) FY28E
Equity Share Capital	7,903	7,904	7,908	7,916	7,918	7,918	7,918	7,918	7,918
Eq. Share Warrants & App. Money	0	0	0	0	0	0	0	0	0
Preference Capital	0	0	0	0	0	0	0	0	0
Total Reserves	1,986	1,272	404	621	1,750	3,716	6,336	9,707	13,684
Net Worth	9,889	9,176	8,312	8,537	9,669	11,635	14,254	17,626	21,603
Minority Interest	5,559	6,174	5,676	5,597	5,795	6,261	6,882	7,988	9,318
Total Loans	15,775	16,850	16,986	17,457	18,891	16,986	12,786	8,286	3,786
Lease Liability	4,619	4,671	4,247	4,253	4,423	4,431	4,431	4,431	4,431
Deferred Tax Liabilities	0	0	0	0	0	0	0	0	0
Capital Employed	35,841	36,870	35,223	35,844	38,779	39,313	38,353	38,331	39,138
Gross Block	35,073	35,016	34,637	34,666	42,627	43,170	43,713	44,122	46,824
Less: Accum. Deprn.	2,977	4,052	5,096	6,062	7,183	8,576	9,976	11,402	12,857
Net Fixed Assets	32,097	30,964	29,542	28,605	35,444	34,594	33,737	32,720	33,967
Goodwill on Consolidation	951	951	951	951	951	951	951	951	951
Capital WIP	1,896	2,418	2,968	4,822	254	454	511	702	0
Total Investments	164	79	114	73	151	446	446	446	446
Current Investment	44	91	59	10	81	386	0	0	0
Curr. Assets, Loans&Adv.	2,521	3,737	2,776	2,873	3,531	4,373	4,496	5,477	5,873
Inventory	82	72	81	105	138	138	163	174	184
Account Receivables	503	308	291	560	715	786	870	982	1,055
Cash and Bank Balance	408	1,411	543	275	537	807	502	984	1,047
Loans and Advances	1,528	1,945	1,861	1,933	2,140	2,642	2,960	3,339	3,587
Curr. Liability & Prov.	1,786	1,278	1,128	1,479	1,552	1,505	1,787	1,965	2,099
Account Payables	842	788	585	668	859	616	776	825	874
Other Current Liabilities	877	412	319	730	601	790	866	977	1,050
Provisions	67	78	224	81	92	99	144	163	175
Net Current Assets	734	2,459	1,648	1,394	1,979	2,868	2,709	3,512	3,775
Misc Expenditure	0	0	0	0	0	0	0	0	0
Appl. of Funds	35,841	36,870	35,223	35,844	38,779	39,313	38,354	38,331	39,138

Financials and valuations

Ratios

Y/E March	FY20	FY21	FY22	FY23	FY24	FY25	FY26E	FY27E	FY28E
Basic (INR)									
EPS	-0.1	-1.6	-1.0	1.5	1.9	2.5	3.3	4.3	5.0
Cash EPS	1.0	-0.2	0.4	2.7	3.3	4.2	5.1	6.1	6.9
BV/Share	12.5	11.6	10.5	10.8	12.2	14.7	18.0	22.3	27.3
DPS	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Payout (%)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Valuation (x)									
P/E	-1,243	-93	-156	100	80	60	45	35	30
Cash P/E	143.3	-607.4	418.1	55.2	45.5	35.3	29.5	24.7	21.8
P/BV	12.0	12.9	14.3	13.9	12.3	10.2	8.3	6.7	5.5
EV/Sales	20.8	55.6	35.0	16.1	13.4	10.9	9.5	8.2	7.5
EV/EBITDA	57.3	228.6	105.0	31.2	27.6	22.2	19.7	16.0	14.3
EV/Room (INRm)	32.8	32.9	33.0	29.3	29.6	29.2	28.6	27.7	26.5
Dividend Yield (%)	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
FCF per share	-9.4	-1.5	0.9	2.8	1.6	5.7	7.7	9.2	8.4
Return Ratios (%)									
RoE	-1.0	-13.3	-8.7	14.0	16.3	18.5	20.2	21.1	20.3
RoCE	4.5	-0.9	1.1	9.4	10.2	11.7	13.6	17.7	20.3
RoIC	4.4	-1.0	0.7	8.6	10.0	10.8	12.1	14.8	16.0
Working Capital Ratios									
Fixed Asset Turnover (x)	0.2	0.1	0.1	0.3	0.2	0.3	0.3	0.4	0.4
Asset Turnover (x)	0.2	0.1	0.1	0.2	0.3	0.3	0.4	0.4	0.4
Inventory (Days)	4	10	7	4	5	4	4	4	4
Debtor (Days)	27	45	26	23	24	22	22	22	22
Creditor (Days)	46	114	53	28	29	17	20	18	18
Leverage Ratio (x)									
Current Ratio	1.4	2.9	2.5	1.9	2.3	2.9	2.5	2.8	2.8
Interest Cover Ratio	1.0	-0.3	0.2	2.0	2.0	2.5	3.4	5.5	8.7
Net Debt/Equity	1.5	1.7	2.0	2.0	1.9	1.4	0.8	0.4	0.1

Consolidated - Cash Flow Statement

(**INRm**)

Y/E March	FY20	FY21	FY22	FY23	FY24	FY25	FY26E	FY27E	FY28E
OP/(Loss) before Tax	5	-2,147	-1,446	1,782	2,151	2,962	4,009	5,744	6,896
Depreciation	922	1,076	1,043	966	1,121	1,393	1,400	1,426	1,455
Interest & Finance Charges	1,507	1,685	1,786	1,773	1,903	2,041	1,574	1,192	757
Direct Taxes Paid	-109	322	-17	-207	-341	-502	-764	-1,264	-1,586
(Inc)/Dec in WC	-754	-1,009	27	-403	-523	-416	-145	-322	-198
CF from Operations	1,572	-74	1,394	3,912	4,312	5,478	6,074	6,776	7,323
Others	-62	-635	-41	-63	339	-63	617	1,103	1,328
CF from Operating incl EO	1,510	-709	1,353	3,849	4,651	5,416	6,691	7,879	8,651
(Inc)/Dec in FA	-8,969	-465	-668	-1,618	-3,393	-932	-600	-600	-2,000
Free Cash Flow	-7,459	-1,174	685	2,231	1,258	4,484	6,091	7,279	6,651
(Pur)/Sale of Investments	210	85	132	8	-78	-357	0	0	0
Others	2,677	-276	-56	-1,222	-495	14	58	65	122
CF from Investments	-6,082	-656	-591	-2,832	-3,965	-1,274	-542	-535	-1,878
Issue of Shares	10	1,750	8	17	2	0	0	0	0
Inc/(Dec) in Debt	3,733	1,075	134	471	1,434	-1,927	-4,200	-4,500	-4,500
Interest Paid	-1,565	-1,817	-1,400	-1,432	-2,016	-1,593	-1,632	-1,257	-879
Dividend Paid	0	0	0	0	0	0	0	0	0
Others	2,488	1,361	-372	-379	157	-352	-621	-1,106	-1,330
CF from Fin. Activity	4,667	2,368	-1,630	-1,323	-423	-3,872	-6,453	-6,863	-6,709
Inc/Dec of Cash	94	1,003	-869	-306	263	269	-304	481	64
Opening Balance	314	408	1,411	543	275	537	807	502	984
Closing Balance	408	1,411	543	275	537	807	502	984	1,047

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Nainesh Rajani

Email: nainesh.rajani@motilaloswal.com

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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
Mr. Neeraj Agarwal	022 40548085	na@motilaloswal.com
Mr. Siddhartha Khemka	022 50362452	po.research@motilaloswal.com

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