Inox Wind | BUY

1QFY26: In-line; Inflows and outflows, both muted

Inox Wind (IWL) reported revenue of INR 8.3bn (29% YoY, -5% JMFe, -10% Cons) in 1QFY26 driven by an increase in blended realisation to INR 57mn/MW in 1QFY26 up from INR 46mn/MW in 1QFY25. Execution during 1QFY26 stood at 146MW vs. 140MW in 1QFY25. EBITDA margin improved to 22% vs. 21% in 1QFY25. Adj PAT came in at INR 973mn in 1QFY26 (2.5x YoY, -4% JMFe, 2% Cons). Company bagged a modest order of 51 MW. We expect IWL's execution to accelerate from 705 MW in FY25 to 1,150 MW in FY26. However, due to muted order inflows and increasingly challenging execution, we have revised our execution numbers downwards from 1,750 MW/ 2,000 MW to 1,400MW/ 1,500 MW in FY27/FY28. As per our estimates, Revenue/ EBITDA/ Adj. PAT will grow with CAGR of 32%/ 31%/ 36% during FY25-28. We maintain BUY rating on the stock with SOTP-based TP of INR 154 (earlier INR 216) on FY27E.

- Order book: IWL has reported order book of 3.1GW as of Jun'25 vs. 2.9GW in Mar'24. The Company has received 51MW of new order during the quarter. Of the total 3.1GW order book, 1.4GW comprises equipment supply orders and 1.7GW comprises EPC orders. Major customers include CESC (1.5GW) and Inox Neo Energies (750MW).
- Execution: In 1QFY26, execution stood at 146MW vs. 140MW/ 246MW in 1QFY25/ 4QFY25. In FY25, management had guided for annual execution of 800MW whereas the actual execution was 705MW. Going ahead, management had guided for execution of 1200MW/ 2000MW in FY26/ FY27. We expect execution of wind projects by IWL to accelerate from 705MW in FY25 to 1,150MW/ 1,400MW/ 1,500 MW in FY26/FY27/FY28.
- Amalgamation of IWEL and IWL: Inox Wind Energy Ltd (IWEL) is amalgamated into Inox Wind Ltd. to streamline the group's organisational structure and enhance operational efficiencies with a swap ratio of 632 IWL/ 10 IWEL. Prior to the merger, the shareholding structure of IWL consisted of a 48% promoter stake and a 52% non-promoter stake. Following the merger, the total number of shares will increase to 1,624.1 mn (+24.5%), resulting in a dilution of the promoter stake to 44% and an increase in the non-promoter stake to 56%. Due to this merger liability on IWL's balance sheet reduces by INR 20.5bn. (Amalgamation of Inox Wind Energy into Inox Wind)

Other highlights:

- New nacelle plant near Ahmedabad, Gujarat has been operationalized.
- Subsidiary Inox Green's renewables O&M portfolio surges to c. 5.1 GW (3.5GW wind/ 1.6GW Solar).
- Inox Green's revenue/ EBITDA in 1QFY26 stood at INR 900mn/ INR 400mn vs. INR 550mn/ INR 300mn in 1QFY25.
- Inox Green targets portfolio of 10GW in next 2 years through mix of organic and inorganic growth.
- Management has conference call on 1 Sept'25.

Financial Summary					(INR mn)
Y/E March	FY24A	FY25A	FY26E	FY27E	FY28E
Net Sales	17,463	35,572	63,813	75,891	81,595
Sales Growth (%)	137.0	103.7	79.4	18.9	7.5
EBITDA	2,619	7,572	13,320	15,973	17,148
EBITDA Margin (%)	15.0	21.3	20.9	21.0	21.0
Adjusted Net Profit	-198	4,860	8,981	10,330	11,191
Diluted EPS (INR)	-0.1	3.0	5.5	6.4	6.9
Diluted EPS Growth (%)	0.0	0.0	84.8	15.0	8.3
ROIC (%)	3.3	7.7	13.1	14.0	14.5
ROE (%)	-0.9	12.4	16.3	16.0	14.8
P/E (x)	-1,129.1	46.1	25.0	21.7	20.0
P/B (x)	8.0	4.4	3.8	3.2	2.8
EV/EBITDA (x)	95.1	32.0	18.0	14.7	13.2
Dividend Yield (%)	0.0	0.0	0.0	0.0	0.0

Source: Company data, JM Financial. Note: Valuations as of 13/Aug/2025



Sudhanshu Bansal

 $sudhanshu.bansal@jmfl.com \mid Tel: (91\ 22)\ 66303128$

Krishnakant Phafat

krishnakant.phafat@jmfl.com | Tel: (91 22) 66303563

Recommendation and Price Target	
Current Reco.	BUY
Previous Reco.	BUY
Current Price Target (12M)	154
Upside/(Downside)	11.8%
Previous Price Target	216
Change	-28.6%

Key Data – INXW IN	
Current Market Price	INR138
Market cap (bn)	INR225.9/US\$2.6
Free Float	68%
Shares in issue (mn)	1,624.1
Diluted share (mn)	1,624.1
3-mon avg daily val (mn)	INR1,410.3/US\$16.1
52-week range	258/128
Sensex/Nifty	80,598/24,631
INR/US\$	87.6

Price Performa	nce		
%	1M	6M	12M
Absolute	-20.6	-20.6	-35.1
Relative*	-18.9	-25.1	-36.3

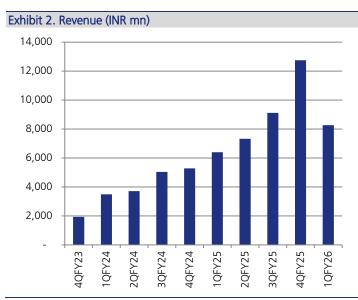
* To the BSE Sensex

JM Financial Research is also available on: Bloomberg - JMFR <GO>, Thomson Publisher & Reuters, S&P Capital IQ, FactSet and Visible Alpha

Please see Appendix I at the end of this report for Important Disclosures and Disclaimers and Research Analyst Certification.

Exhibit 1. 1QFY26 F	Result update						
INR mn	1QFY26	1QFY25	YoY	4QFY25	QoQ	JMFe	Var%
Execution (MW)	146	140	4%	236	-38%	145	1%
Revenue	8,263	6,396	29%	12,748	-35%	8,700	-5%
Material Cost	4,725	3,991		7,111		5,220	
Personnel Cost	444	312		514		400	
Other Overheads	697	415		1,968		949	
EPC Cost	560	333		612		418	
EBITDA	1,837	1,346	37%	2,543	-28%	1,714	7%
Margin%	22%	21%		20%		20%	
Other Income	363	151	2.41	358		322	
Depri.	487	423		477		557	
Interest Cost	338	558		348		413	
PBT	1,376	516	167%	2,076	-34%	1,065	29%
Exception Item	-	-		-		-	
Tax	402	132		173		53	
PAT	973	384	154%	1,903	-49%	1,012	-4%
Min Int.	85	(313)		15		41	
EO Gain/ Loss	-	32		-		-	
Reported PAT	1,059	103		1,918		1,053	
Adjusted PAT	973	384	154%	1,903	-49%	1,012	-4%

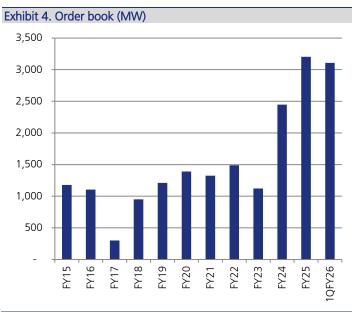
Source: Company, JM Financial





Source: Company, JM Financial

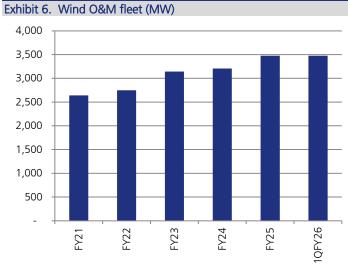
Source: Company, JM Financial

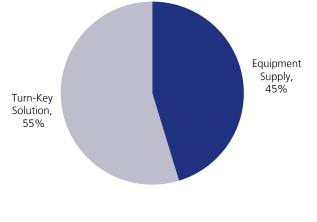




Source: Company, JM Financial







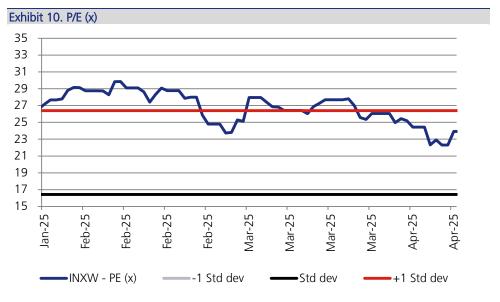
Source: Company, JM Financial Source: Company, JM Financial

Exhibit 8. Valuation	Exhibit 8. Valuation					
Segments	FY27 EPS	Multiple	Price per share			
WTG	6.12	25	153			
O&M	0.12	11	1			
TP			154			
CMP			138			
Upside			12%			

Source: Company, JM Financial

Exhibit 9. Change in estimates			
Year end Mar31 (INR mn)	FY26E	FY27E	FY28E
Revenues			
Old	64,307	94,759	108,390
New	63,813	75,891	81,595
Chg	-1%	-20%	-25%
EBITDA			
Old	13,813	20,730	23,792
New	13,320	15,973	17,148
Chg	-4%	-23%	-28%
EBITDA Margins			
Old	21.48%	21.88%	21.95%
New	20.87%	21.05%	21.02%
bps	-61bps	-83bps	-93bps
PAT			
Old	9,393	14,341	16,791
New	8,981	10,330	11,191
Chg	-4%	-28%	-33%
FD EPS			_
Old	5.8	8.8	10.3
New	5.5	6.4	6.9
Chg	-4%	-28%	-33%

Source: Company, JM Financial



Source: Bloomberg, JM Financial

Balance Sheet

Shareholders' Fund

Reserves & Surplus

Preference Share Capital

Def. Tax Liab. / Assets (-)

Total - Equity & Liab.

Gross Fixed Assets

Intangible Assets

Less: Depn. & Amort.

Net Fixed Assets

Capital WIP

Current Assets

Inventories

Sundry Debtors

Cash & Bank Balances

Source: Company, JM Financial

Loans & Advances

Investments

Share Capital

Minority Interest

Total Loans

Y/E March

Financial Tables (Consolidated)

Income Statement				(INR mn)
Y/E March	FY24A	FY25A	FY26E	FY27E	FY28E
Net Sales	17,463	35,572	63,813	75,891	81,595
Sales Growth	137.0%	103.7%	79.4%	18.9%	7.5%
Other Operating Income	0	0	0	0	0
Total Revenue	17,463	35,572	63,813	75,891	81,595
Cost of Goods Sold/Op. Exp	12,109	22,454	41,538	49,445	53,096
Personnel Cost	1,094	1,698	1,821	1,998	2,226
Other Expenses	1,641	3,848	7,134	8,475	9,125
EBITDA	2,619	7,572	13,320	15,973	17,148
EBITDA Margin	15.0%	21.3%	20.9%	21.0%	21.0%
EBITDA Growth	0.0%	189.1%	75.9%	19.9%	7.4%
Depn. & Amort.	1,127	1,823	2,229	2,269	2,309
EBIT	1,492	5,749	11,091	13,704	14,839
Other Income	617	1,444	1,276	1,138	1,224
Finance Cost	2,399	1,690	1,652	1,734	1,820
PBT before Excep. & Forex	-290	5,503	10,715	13,109	14,243
Excep. & Forex Inc./Loss(-)	-137	-135	0	0	0
PBT	-427	5,637	10,715	13,109	14,243
Taxes	33	1,018	1,607	2,622	2,849
Extraordinary Inc./Loss(-)	0	0	0	0	0
Assoc. Profit/Min. Int.(-)	-125	-106	127	157	203
Reported Net Profit	-335	4,726	8,981	10,330	11,191
Adjusted Net Profit	-198	4,860	8,981	10,330	11,191
Net Margin	-1.1%	13.7%	14.1%	13.6%	13.7%
Diluted Share Cap. (mn)	1,624.1	1,624.1	1,624.1	1,624.1	1,624.1
Diluted EPS (INR)	-0.1	3.0	5.5	6.4	6.9
Diluted EPS Growth	0.0%	0.0%	84.8%	15.0%	8.3%
Total Dividend + Tax	0	0	0	0	0
Dividend Per Share (INR)	0.0	0.0	0.0	0.0	0.0

Other Current Assets 17,738 16,032 16,032 Current Liab. & Prov. 13,879 17,228 27,193 **Current Liabilities** 7,028 11,781 21,746 Provisions & Others 6,851 5,446 Net Current Assets 28,265 41,745 55,702 Total - Assets 48,966 66,951 79,179

FY24A

28,084

3,910

24,174

4,943

20,668

-4,425

49,271

17,982

20,926

2,719

5,984

3,041

42,144

12.448

11,373

541

44

0

0

FY25A

50,468

16,241

34,226

5,592

14,664

-3,772

66,951

22,765

27,612

2,441

7,808

2,961

58,973

13.518

26,878

2,129

417

0

0

FY26E

59,448

16,241

43,207

5,720

15,377

-1,366

79,179

21,036

28,112

2,441

10,036

2,961

82,894

26,224

34.966

5,256

417

5,446

0

0

Source: Company, JM Financial

Cash Flow Statement				(INR mn)
Y/E March	FY24A	FY25A	FY26E	FY27E	FY28E
Profit before Tax	-1,077	3,359	10,715	13,109	14,243
Depn. & Amort.	1,127	1,823	2,229	2,269	2,309
Net Interest Exp. / Inc. (-)	2,216	1,479	376	595	596
Inc (-) / Dec in WCap.	-6,172	-8,228	-10,829	-7,401	-3,755
Others	1,940	738	2,406	0	0
Taxes Paid	428	1,018	-1,607	-2,622	-2,849
Operating Cash Flow	-1,539	188	3,290	5,950	10,544
Capex	-5,390	-6,205	-500	-500	-500
Free Cash Flow	-6,929	-6,017	2,790	5,450	10,044
Inc (-) / Dec in Investments	0	0	0	0	0
Others	5,432	-14	1,276	1,138	1,224
Investing Cash Flow	42	-6,219	776	638	724
Inc / Dec (-) in Capital	700	786	0	0	0
Dividend + Tax thereon	0	0	0	0	0
Inc / Dec (-) in Loans	1,686	-3,937	713	769	807
Others	-3,510	-2,640	-1,652	-1,734	-1,820
Financing Cash Flow	-1,124	-5,790	-939	-965	-1,013
Inc / Dec (-) in Cash	-2,626	-11,821	3,127	5,624	10,255
Opening Cash Balance	2,702	541	2,128	5,256	10,879
Closing Cash Balance	76	-11,281	5,256	10,879	21,134

Source: Company, JM Financial

Dupont Analysis					
Y/E March	FY24A	FY25A	FY26E	FY27E	FY28E
Net Margin	-1.1%	13.7%	14.1%	13.6%	13.7%
Asset Turnover (x)	0.3	0.5	0.7	0.7	0.6
Leverage Factor (x)	2.8	2.0	1.8	1.8	1.7
RoE	-0.9%	12.4%	16.3%	16.0%	14.8%

Key Ratios					
Y/E March	FY24A	FY25A	FY26E	FY27E	FY28E
BV/Share (INR)	17.3	31.1	36.6	43.0	49.9
ROIC	3.3%	7.7%	13.1%	14.0%	14.5%
ROE	-0.9%	12.4%	16.3%	16.0%	14.8%
Net Debt/Equity (x)	0.7	0.2	0.2	0.1	-0.1
P/E (x)	-1,129.1	46.1	25.0	21.7	20.0
P/B (x)	8.0	4.4	3.8	3.2	2.8
EV/EBITDA (x)	95.1	32.0	18.0	14.7	13.2
EV/Sales (x)	14.3	6.8	3.8	3.1	2.8
Debtor days	238	276	200	200	200
Inventory days	260	139	150	144	147
Creditor days	149	139	149	144	147

Source: Company, JM Financial

(INR mn)

FY28E

80,969

16,241

64,728

6.080

16,953

-1,366

1,02,636

17,458

29,112

2,441

14,614

2,961

1,15,193

32,901

44.710

21,134

16,032

32,457

27,010

5,446

82,737

1,02,636

417

0

FY27E

69,778

16,241

53,537

5,877

16,146

-1,366

90,435

19,267

28,612

2,441

12,305

2,961

98,926

30,014

41,584

10,879

16,032

30,199

24,753

5,446

68,726

90,434

417

0

0

History of Recommendation and Target Price					
Date	Recommendation	Target Price	% Chg.		
15-Feb-25	Buy	212			
25-May-25	Buy	212	0.0		
1-Jun-25	Buy	216	1.9		

Recommendation History



APPENDIX I

JM Financial Institutional Securities Limited

Corporate Identity Number: U67100MH2017PLC296081

Member of BSE Ltd. and National Stock Exchange of India Ltd.

SEBI Registration Nos.: Stock Broker - INZ000163434, Research Analyst - INH000000610

Registered Office: 7th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400 025, India.

Board: +91 22 6630 3030 | Fax: +91 22 6630 3488 | Email: jmfinancial.research@jmfl.com | www.jmfl.com

Compliance Officer: Mr. Sahil Salastekar | Tel: +91 22 6224 1743 | Email: sahil.salastekar@jmfl.com Grievance officer: Mr. Sahil Salastekar | Tel: +91 22 6224 1743 | Email: instcompliance@jmfl.com

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

Definition of ratings	
Rating	Meaning
Buy	Total expected returns of more than 10% for stocks with market capitalisation in excess of INR 200 billion and REITs* and more than 15% for all other stocks, over the next twelve months. Total expected return includes dividend yields.
Hold	Price expected to move in the range of 10% downside to 10% upside from the current market price for stocks with market capitalisation in excess of INR 200 billion and REITs* and in the range of 10% downside to 15% upside from the current market price for all other stocks, over the next twelve months.
Sell	Price expected to move downwards by more than 10% from the current market price over the next twelve months.

^{*} REITs refers to Real Estate Investment Trusts.

Research Analyst(s) Certification

The Research Analyst(s), with respect to each issuer and its securities covered by them in this research report, certify that:

All of the views expressed in this research report accurately reflect his or her or their personal views about all of the issuers and their securities; and

No part of his or her or their compensation was, is, or will be directly or indirectly related to the specific recommendations or views expressed in this research
report.

Important Disclosures

This research report has been prepared by JM Financial Institutional Securities Limited (JM Financial Institutional Securities) to provide information about the company(ies) and sector(s), if any, covered in the report and may be distributed by it and/or its associates solely for the purpose of information of the select recipient of this report. This report and/or any part thereof, may not be duplicated in any form and/or reproduced or redistributed without the prior written consent of JM Financial Institutional Securities. This report has been prepared independent of the companies covered herein.

JM Financial Institutional Securities is registered with the Securities and Exchange Board of India (SEBI) as a Research Analyst and a Stock Broker having trading memberships of the BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE). No material disciplinary action has been taken by SEBI against JM Financial Institutional Securities in the past two financial years which may impact the investment decision making of the investor. Registration granted by SEBI and certification from the National Institute of Securities Market (NISM) in no way guarantee performance of JM Financial Institutional Securities or provide any assurance of returns to investors.

JM Financial Institutional Securities renders stock broking services primarily to institutional investors and provides the research services to its institutional clients/investors. JM Financial Institutional Securities and its associates are part of a multi-service, integrated investment banking, investment management, brokerage and financing group. JM Financial Institutional Securities and/or its associates might have provided or may provide services in respect of managing offerings of securities, corporate finance, investment banking, mergers & acquisitions, broking, financing or any other advisory services to the company(ies) covered herein. JM Financial Institutional Securities and/or its associates might have received during the past twelve months or may receive compensation from the company(ies) mentioned in this report for rendering any of the above services.

JM Financial Institutional Securities and/or its associates, their directors and employees may; (a) from time to time, have a long or short position in, and buy or sell the securities of the company(ies) mentioned herein or (b) be engaged in any other transaction involving such securities and earn brokerage or other compensation or act as a market maker in the financial instruments of the company(ies) covered under this report or (c) act as an advisor or lender/borrower to, or may have any financial interest in, such company(ies) or (d) considering the nature of business/activities that JM Financial Institutional Securities is engaged in, it may have potential conflict of interest at the time of publication of this report on the subject company(ies).

Neither JM Financial Institutional Securities nor its associates or the Research Analyst(s) named in this report or his/her relatives individually own one per cent or more securities of the company(ies) covered under this report, at the relevant date as specified in the SEBI (Research Analysts) Regulations, 2014.

The Research Analyst(s) principally responsible for the preparation of this research report and their immediate relatives are prohibited from buying or selling debt or equity securities, including but not limited to any option, right, warrant, future, long or short position issued by company(ies) covered under this report. The Research Analyst(s) principally responsible for the preparation of this research report or their immediate relatives (as defined under SEBI (Research Analysts) Regulations, 2014); (a) do not have any financial interest in the company(ies) covered under this report or (b) did not receive any compensation from the company(ies) covered under this report, or from any third party, in connection with this report or (c) do not have any other material conflict of interest at the time of publication of this report. Research Analyst(s) are not serving as an officer, director or employee of the company(ies) covered under this report.

While reasonable care has been taken in the preparation of this report, it does not purport to be a complete description of the securities, markets or developments referred to herein, and JM Financial Institutional Securities does not warrant its accuracy or completeness. JM Financial Institutional Securities may not be in any way responsible for any loss or damage that may arise to any person from any inadvertent error in the information contained in this report. This report is provided for information only and is not an investment advice and must not alone be taken as the basis for an investment decision.

This research report is based on the fundamental research/analysis conducted by the Research Analyst(s) named herein. Accordingly, this report has been prepared by studying/focusing on the fundamentals of the company(ies) covered in this report and other macro-economic factors. JM Financial Institutional Securities may have also issued or may issue, research reports and/or recommendations based on the technical/quantitative analysis of the company(ies) covered in this report by studying and using charts of the stock's price movement, trading volume and/or other volatility parameters. As a result, the views/recommendations expressed in such technical research reports could be inconsistent or even contrary to the views contained in this report.

The investment discussed or views expressed or recommendations/opinions given herein may not be suitable for all investors. The user assumes the entire risk of any use made of this information. The information contained herein may be changed without notice and JM Financial Institutional Securities reserves the right to make modifications and alterations to this statement as they may deem fit from time to time.

This report is neither an offer nor solicitation of an offer to buy and/or sell any securities mentioned herein and/or not an official confirmation of any transaction.

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 JM Financial Institutional Securities and/or its affiliated company(ies) 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 a certain category of investors. Persons in whose possession this report may come, are required to inform themselves of and to observe such restrictions.

Additional disclosure only for U.S. persons: JM Financial Institutional Securities has entered into an agreement with JM Financial Securities, Inc. ("JM Financial Securities"), a U.S. registered broker-dealer and member of the Financial Industry Regulatory Authority ("FINRA") in order to conduct certain business in the United States in reliance on the exemption from U.S. broker-dealer registration provided by Rule 15a-6, promulgated under the U.S. Securities Exchange Act of 1934 (the "Exchange Act"), as amended, and as interpreted by the staff of the U.S. Securities and Exchange Commission ("SEC") (together "Rule 15a-6").

This research report is distributed in the United States by JM Financial Securities in compliance with Rule 15a-6, and as a "third party research report" for purposes of FINRA Rule 2241. In compliance with Rule 15a-6(a)(3) this research report is distributed only to "major U.S. institutional investors" as defined in Rule 15a-6 and is not intended for use by any person or entity that is not a major U.S. institutional investor. If you have received a copy of this research report and are not a major U.S. institutional investor, you are instructed not to read, rely on, or reproduce the contents hereof, and to destroy this research or return it to JM Financial Institutional Securities or to JM Financial Securities.

This research report is a product of JM Financial Institutional Securities, which is the employer of the research analyst(s) solely responsible for its content. The research analyst(s) preparing this research report is/are resident outside the United States and are not associated persons or employees of any U.S. registered broker-dealer. Therefore, the analyst(s) are not subject to supervision by a U.S. broker-dealer, or otherwise required to satisfy the regulatory licensing requirements of FINRA and may not be subject to the Rule 2241 restrictions on communications with a subject company, public appearances and trading securities held by a research analyst account.

Any U.S. person who is recipient of this report that wishes further information regarding, or to effect any transaction in, any of the securities discussed in this report, must contact, and deal directly through a U.S. registered representative affiliated with a broker-dealer registered with the SEC and a member of FINRA. In the U.S., JM Financial Institutional Securities has an affiliate, JM Financial Securities, Inc. located at 1325 Avenue of the Americas, 27th Floor, Office No. 2715, New York, New York 10019. Telephone +1 (332) 900 4958 which is registered with the SEC and is a member of FINRA and SIPC.

Additional disclosure only for U.K. persons: Neither JM Financial Institutional Securities nor any of its affiliates is authorised in the United Kingdom (U.K.) by the Financial Conduct Authority. As a result, this report is for distribution only to persons who (i) have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (as amended, the "Financial Promotion Order"), (ii) are persons falling within Article 49(2)(a) to (d) ("high net worth companies, unincorporated associations etc.") of the Financial Promotion Order, (iii) are outside the United Kingdom, or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000) in connection with the matters to which this report relates may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). This report is directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this report relates is available only to relevant persons and will be engaged in only with relevant persons.

Additional disclosure only for Canadian persons: This report is not, and under no circumstances is to be construed as, an advertisement or a public offering of the securities described herein in Canada or any province or territory thereof. Under no circumstances is this report to be construed as an offer to sell securities or as a solicitation of an offer to buy securities in any jurisdiction of Canada. Any offer or sale of the securities described herein in Canada will be made only under an exemption from the requirements to file a prospectus with the relevant Canadian securities regulators and only by a dealer properly registered under applicable securities laws or, alternatively, pursuant to an exemption from the registration requirement in the relevant province or territory of Canada in which such offer or sale is made. This report is not, and under no circumstances is it to be construed as, a prospectus or an offering memorandum. No securities commission or similar regulatory authority in Canada has reviewed or in any way passed upon these materials, the information contained herein or the merits of the securities described herein and any representation to the contrary is an offence. If you are located in Canada, this report has been made available to you based on your representation that you are an "accredited investor" as such term is defined in National Instrument 45-106 Prospectus Exemptions and a "permitted client" as such term is defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Under no circumstances is the information contained herein to be construed as investment advice in any province or territory of Canada nor should it be construed as being tailored to the needs of the recipient. Canadian recipients are advised that JM Financial Securities, Inc., JM Financial Institutional Securities Limited, their affiliates and authorized agents are not responsible for, nor do they accept, any liability whatsoever for any direct or consequential lo