Buy



# **Varun Beverages**

**BSE SENSEX S&P CNX** 71,437 21,453

V3 Corp

Bloomberg	VBL IN
Equity Shares (m)	1299
M.Cap.(INRb)/(USDb)	1522.2 / 18.3
52-Week Range (INR)	1178 / 550
1, 6, 12 Rel. Per (%)	4/32/49
12M Avg Val (INR M)	2029
Free float (%)	36.9

## Financials Snapshot (INR b)

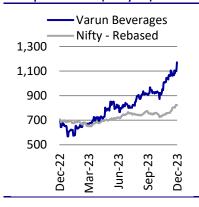
rilialiciais Silapsilot (livik b)							
Y/E MARCH	2023E	2024E	2025E				
Sales	159.7	185.1	212.3				
Adj EBITDA	35.8	41.5	48.0				
Adj. PAT	20.4	24.7	30.2				
EBITDA Margin (%)	22.4	22.4	22.6				
Cons. Adj. EPS (INR)	15.7	19.0	23.2				
EPS Gr. (%)	36.4	21.0	22.2				
BV/Sh. (INR)	53.2	70.3	91.5				
Ratios							
Net D:E	0.5	0.3	-0.0				
RoE (%)	34.0	30.8	28.7				
RoCE (%)	23.5	24.0	25.7				
Payout (%)	11.1	10.5	8.6				
Valuations							
P/E (x)	74.6	61.6	50.4				
P/BV (x)	43.5	37.3	31.8				
EV/EBITDA(x)	0.1	0.2	0.2				
Div. Yield (%)	0.3	1.0	1.7				

## Shareholding pattern (%)

As On	Sep-23	Jun-23	Sep-22
Promoter	63.1	63.6	63.9
DII	3.4	3.2	4.5
FII	27.6	26.7	25.0
Others	6.0	6.5	6.6

FII Includes depository receipts

## Stock performance (one-year)



CMP: INR1,172 TP: INR1,285 (+10%)

## **Expanding global presence with acquisition in South Africa**

Varun Beverage Ltd. (VBL) has acquired 100% equity stake in a South African beverage company, 'The Beverage Company (Proprietary) Ltd.' (BevCo), for a cash consideration of ~INR13.2b. Key highlights are as follows:

- BevCo revenue for FY23 stood at ~INR16b with estimated EBITDA of INR1.9b (which accounts for ~10%/5% of the incremental revenue/EBITDA).
- The acquisition is priced at an attractive valuation of EV/sales of ~0.8x/0.7x on FY23/FY24E and EV/EBITDA of 6x on FY24E (as per the acquisition guidelines of VBL).
- BevCo clocked sales volume of ~117m unit cases in FY23, with ~85% of sales coming from the company's own brands (including ~15% from energy drink) and the rest from PepsiCo products.

## Acquisition of BevCo marks major advancement in African market

- VBL has expanded its presence in the African market through the acquisition of **100% equity stake in BevCo** and its wholly owned subsidiary, Little Green Beverages Proprietary Ltd., for a **cash consideration of ~INR13.2b** (~ZAR3b). The acquisition is expected to complete by Jul'24.
- BevCo is engaged in the business of manufacturing and distribution of nonalcoholic beverages in South Africa (which includes products licensed from PepsiCo and well as own branded products).
- BevCo revenue stood at ~INR15.9b in FY23, up 13.5% YoY (~12.5% CAGR over FY21-23). Accordingly, the deal is valued at ~0.8x/0.7x of FY23/FY24E sales of BevCo, while VBL is trading at ~9.8 times of its CY23E sales.
- As per the acquisition guidelines of VBL, the acquisition of any territory/subterritory shall be at an EV of under 6x EBITDA vs. EV/EBITDA of ~43.5x for VBL.
- Accordingly, at an EV of ~INR13.2b, BevCo is estimated to generate minimum EBITDA of ~INR2.2b in FY24 (~5% of VBL CY24 EBITDA). Assuming the historical revenue growth rate (~13%) to continue, BevCo is estimated to clock revenue of ~INR18b in FY24 (~10% of VBL CY24 Revenues), which translates to EBITDA margins of ~12%. (Refer exhibit 3)

## BevCo – a key player in African market with diversified portfolio

- BevCo has an agreement with PepsiCo to bottle and distribute its products in Southern Africa. It is a sole licensed bottler in South Africa, Swaziland and Lesotho, while it has distribution rights in Botswana and Namibia.
- Apart from PepsiCo franchisee brands, BevCo manufacture and sells products under its own brands such as Refreshhh (high caffeine content drinks), Reboost (energy drinks), Coo-ee (carbonated drinks with unique flavors such as Mango and Cranberry) and JiVE (Lemonade and Soda).
- The company clocked sales volume of ~117m cases in FY23 (PepsiCo products contributed to ~17.4m cases (~15 % of total volumes), energy drinks contributed to ~17.1m cases (~15%), while the rest ~82.5m cases (~70%) of sales volume came from other owned brands.

Sumant Kumar - Research Analyst (Sumant.Kumar@motilaloswal.com)

Research Analyst: Meet Jain (Meet.Jain@motilaloswal.com) | Omkar Mangesh Shintre (omkar.shintre@motilaloswal.com)

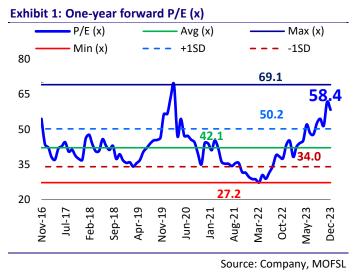
BevCo operates through five manufacturing facilities (two in Johannesburg and one each in Durban, East London and Cape Town), which consist of 15 manufacturing lines (13 for PET and 2 for CANs). Apart from this, the company has 1 BIB (Bag in Box) Line and 1 Pouch line. It has peak monthly capacity of ~22m cases.

## Healthy traction within South African market to aid growth

- South Africa is the largest soft drink market in Africa, with industry volume of ~1,186m cases in CY22.
- The market is expected to reach ~1,537m cases by CY27, registering a ~5.3% CAGR over CY22-27E.
- Growth in the market will be driven by favorable demographics, as ~65% of the 60m population is between the age group of ~15-64 years.
- Further, high urbanization (~60-80%) and rising affluence of South African households will support the healthy growth in the market.
- Currently, the South African beverage industry is dominated by Coco-Cola with a market share of ~50%, while PepsiCo has an insignificant low single-digit market share.

## Valuation and view

- The acquisition of BevCo is EPS-accretive for the company and represents an attractive valuation (~6x EV/EBITDA of FY24E as per acquisition guidelines of VBL vs. EV/EBITDA of ~43.5x for VBL; ~0.7x/0.8x of sales of FY23/FY24E vs. ~9.8x sales for VBL). Further, this acquisition will improve the company's presence in the African sub-continent.
- We did not factor in the numbers of BevCo in the financials of VBL and the same will be done after getting further details and clarification from VBL.
- For VBL, we expect a CAGR of 17%/20%/26% in revenue/EBITDA/PAT over CY22-25. We value the stock at 55x CY25E EPS to arrive at a TP of INR1,285. We reiterate our BUY rating on the stock.





 $Motilal\ Oswal$ 

**Exhibit 3: Incremental PAT working** 

	Existing	<b>Existing Business</b>			<b>Consolidated Business</b>	
Particulars	CY23	CY24	FY23*	FY24	CY23	CY24
Revenue	160	185	16	18	176	203
Incremental Revenue (%)					10.0	9.7
YoY Growth (%)	21.2	21.2	13.4	13.0		15.7
EBITDA	35.8	41.5	1.9	2.2	37.7	43.7
Incremental EBITDA (%)					5.4	5.3
EBITDA margin	22.4	22.4	12.2	12.2	21.5	21.5
Depreciation	6.9	8.0	0.7	0.7	7.6	8.7
Interest	2.5	2.3	-	-	2.5	2.3
Other Income	0.8	1.1	-	-	0.8	1.1
PBT	27.1	32.3	1.3	1.5	28.4	33.8
Tax	6.3	7.1	0.3	0.4	6.6	7.5
Tax rate (%)	23.2	22.0	27.0	27.0	23.3	22.2
Minority interest	0.4	0.5	-	-	0.4	0.5
Profit after tax	20.4	24.7	0.9	1.1	21.4	25.8
Incremental PAT (%)					4.6	4.6
EPS	15.7	19.0	0.7	0.9	16.4	19.9

<sup>\*</sup>FY23 for BevCo is Jul'22 to Jun'23

Note for acquired business: Historical revenue growth is assumed to be continued ( $\sim$ 13%) for FY24 Depreciation is assumed to be 5% of Purchase consideration

Tax rate is considered as 27% (standard corporate tax rate in South Africa); Source: Company, MOFSL

**Exhibit 4: Consolidated Business mix** 

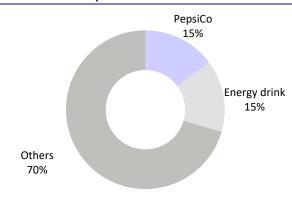
Particulars	VBL (existing business) CY23	BevCo (Acquired business) FY23	Consolidated business	Acquired business as a % of consolidated business
Sales Value (in INR b)	160	16	176	9%
Sales Volume (in m cases)	906	117	1,023	11%
International volumes (in m cases)	177	117	294	40%
EBITDA (in INR b)	35.8	1.9	38	5%
			Sc	ource: Company, MOFSL

**Exhibit 5: Change in mix of International business** 

	Pre-acquisition	Post-acquisition
International sales value (as a % of total sales)	25.2%	32.0%
International sales volume (as a % of total volume)	19.6%	28.7%

Source: Company, MOFSL

Exhibit 6: Sales volume breakup of BevCo for FY23



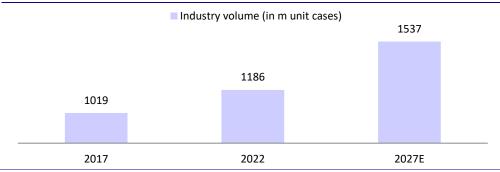
Source: Company, MOFSL

Exhibit 7: Brands of BevCo (owned + licensed from PepsiCo)



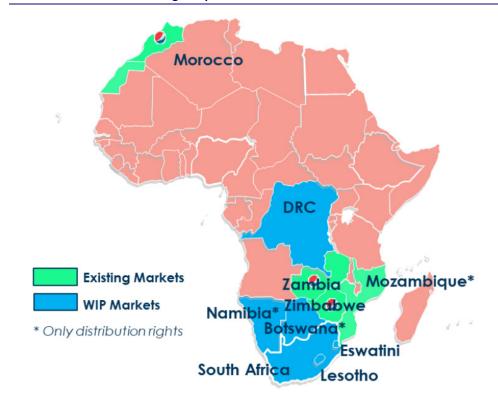
Source: Company, MOFSL

**Exhibit 8: South African soft drinks market trend** 



Source: Company, MOFSL

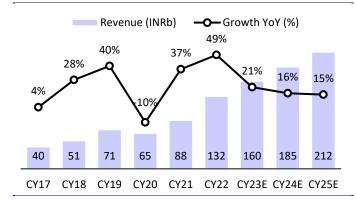
Exhibit 9: VBL's manufacturing footprint in South Arica



Source: Company, MOFSL

## **Story in Chart**

## **Exhibit 10: Revenue trend**



## **Exhibit 11: EBITDA trend**

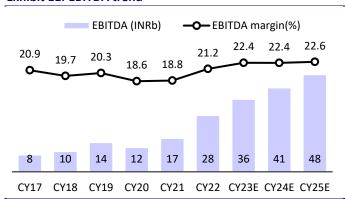
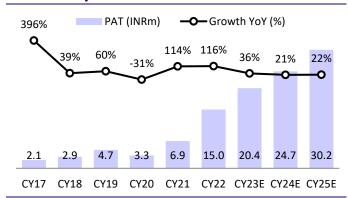
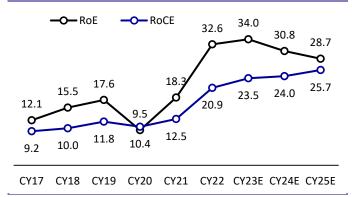


Exhibit 12: Adj. PAT trend



**Exhibit 13: Healthy return ratios** 



**Exhibit 14: Generating robust cash flows** 

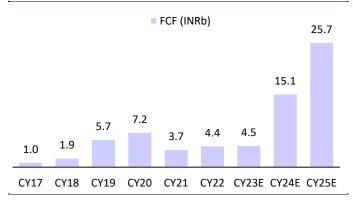
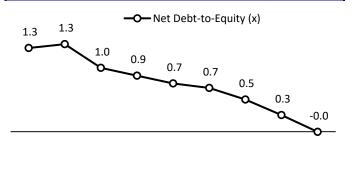
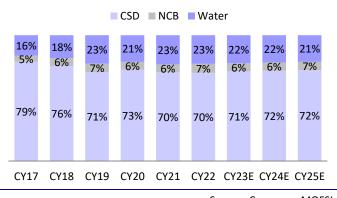


Exhibit 15: To achieve net debt free by CY25

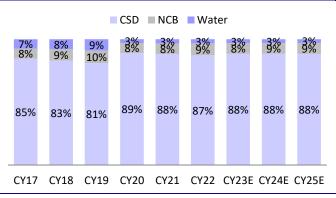
Exhibit 17: Revenue mix trend



**Exhibit 16: Volume mix trend** 



CY17 CY18 CY19 CY20 CY21 CY22 CY23E CY24E CY25E



Source: Company, MOFSL

Source: Company, MOFSL

## **Financials and valuations**

Consolidated - Income Statement								(INRm)
Y/E December	CY18	CY19	CY20	CY21	CY22	CY23E	CY24E	CY25E
Total Income from Operations	51,053	71,296	64,501	88,232	1,31,731	1,59,664	1,85,076	2,12,270
Change (%)	27.5	39.7	-9.5	36.8	49.3	21.2	15.9	14.7
RM Cost	22,441	32,194	27,639	40,347	62,612	73,753	86,431	99,130
Employees Cost	5,830	8,108	8,897	10,077	12,166	14,240	15,546	17,406
Other Expenses	12,716	16,517	15,946	21,262	29,072	35,886	41,642	47,761
Total Expenditure	40,987	56,819	52,483	71,686	1,03,850	1,23,880	1,43,619	1,64,297
% of Sales	80.3	79.7	81.4	81.2	78.8	77.6	77.6	77.4
EBITDA	10,066	14,477	12,019	16,546	27,881	35,784	41,457	47,973
Margin (%)	19.7	20.3	18.6	18.8	21.2	22.4	22.4	22.6
Depreciation	3,851	4,886	5,287	5,313	6,172	6,944	8,010	8,938
EBIT	6,215	9,590	6,732	11,234	21,709	28,840	33,447	39,035
Int. and Finance Charges	2,126	3,096	2,811	1,847	1,861	2,514	2,300	1,167
Other Income	218	425	370	679	388	809	1,110	1,486
PBT bef. EO Exp.	4,308	6,919	4,290	10,066	20,236	27,134	32,257	39,354
EO Items	0	0	-665	0	0	0	0	0
PBT after EO Exp.	4,308	6,919	3,625	10,066	20,236	27,134	32,257	39,354
Total Tax	1,339	2,241	52	2,606	4,735	6,288	7,097	8,658
Tax Rate (%)	31.1	32.4	1.4	25.9	23.4	23.2	22.0	22.0
Share of profit from associates	30	44	0	0	0	-7	0	0
Minority Interest	70	32	283	520	527	419	461	507
Prior period items	0	0	0	0	0	0	0	0
Reported PAT	2,928	4,690	3,290	6,941	14,974	20,420	24,700	30,189
Adjusted PAT	2,928	4,690	3,251	6,941	14,974	20,420	24,700	30,189
Change (%)	39.3	60.1	-30.7	113.5	115.8	36.4	21.0	22.2
Margin (%)	5.7	6.6	5.0	7.9	11.4	12.8	13.3	14.2
Consolidated - Balance Sheet Y/E December	CY18	CY19	CY20	CY21	CY22	CY23E	CY24E	(INRm) CY25E
	1,826	2,887	2,887	4,330	6,496	6,496	6,496	6,496
Equity Share Capital Total Reserves	18,158	30,397	32,353	36,469	44,528	62,675	84,777	1,12,368
Net Worth	19,985	33,284	35,240	40,799	51,024	69,171	91,272	1,12,308 1,18,863
Minority Interest	78	307	648	1,168	1,131	1,550	2,011	2,518
Total Loans	27,649	34,172	32,059	33,418	36,948	36,948	26,948	8,948
Deferred Tax Liabilities	1,588	2,697	2,149	3,087	3,368	3,368	3,368	3,368
Capital Employed	49,299	70,459	70,096	78,473	92,471	1,11,037	1,23,600	1,33,698
Gross Block	61,697	87,203	90,086	94,420	1,06,807	1,26,807	1,51,807	1,61,807
Less: Accum. Deprn.	17,847	22,655	26,242	31,555	, ,	44,671		
Net Fixed Assets	43,850	64,548	63,844	62,865	69,080	82,136	99,125	1,00,187
Goodwill on Consolidation	19	242	242	242	242	242	242	242
Capital WIP	3,524	638	668	4,966	6,066	11,066	3,066	3,066
Total Investments	112	0	0	0	0,000	0	0	0,000
Current Investments	0	0	0	0	0	0	0	0
Curr. Assets, Loans&Adv.	12,808	18,327	19,719	27,721	40,794	46,595	53,490	66,180
Inventory	5,784	8,815	9,288	14,481	19,939	23,758	27,543	31,509
Account Receivables	1,280	1,726	2,418	2,212	2,993	3,937	4,564	5,234
Cash and Bank Balance	935	1,711	1,901	3,366	2,853	2,934	3,801	9,272
Loans and Advances	4,809	6,076	6,113	7,661	15,009	15,966	17,582	20,166
Curr. Liability & Prov.	11,015	13,297	14,378	17,322	23,711	29,002	32,324	35,979
Account Payables	3,168	4,777	5,114	7,118	8,243	9,842	11,411	13,054
Other Current Liabilities	6,435	6,517	6,893	7,622	13,135	15,966	17,582	19,104
Provisions	1,412	2,003	2,371	2,583	2,333	3,193	3,331	3,821
	1,712							
Net Current Assets	1,793	5,031	5,342	10,399	17,083	17,593	21,166	30,202

## **Financials and valuations**

Ratios								
Y/E December	CY18	CY19	CY20	CY21	CY22	CY23E	CY24E	CY25E
Basic (INR)								
EPS	2.3	3.6	2.5	5.3	11.5	15.7	19.0	23.2
Cash EPS	5.2	7.4	6.6	9.4	16.3	21.1	25.2	30.1
BV/Share	15.4	25.6	27.1	31.4	39.3	53.2	70.3	91.5
DPS	0.4	0.5	0.6	0.8	1.7	1.8	2.0	2.0
Payout (%)	17.5	16.7	21.9	15.6	15.2	11.1	10.5	8.6
Valuation (x)								
P/E	519.9	324.7	468.4	219.4	101.7	74.6	61.6	50.4
Cash P/E	224.6	159.0	178.3	124.3	72.0	55.6	46.5	38.9
P/BV	76.2	45.7	43.2	37.3	29.8	22.0	16.7	12.8
EV/Sales	30.3	21.8	24.1	17.6	11.8	9.8	8.4	7.2
EV/EBITDA	153.9	107.4	129.2	93.9	55.9	43.5	37.3	31.8
Dividend Yield (%)	0.0	0.0	0.0	0.1	0.1	0.1	0.2	0.2
FCF per share	1.5	4.4	5.5	2.8	3.4	3.5	11.6	19.8
Return Ratios (%)								
RoE	15.5	17.6	9.5	18.3	32.6	34.0	30.8	28.7
RoCE	10.0	11.8	10.4	12.5	20.9	23.5	24.0	25.7
RoIC	10.1	11.5	9.8	12.1	21.6	24.5	24.4	25.6
Working Capital Ratios								
Fixed Asset Turnover (x)	0.8	0.8	0.7	0.9	1.2	1.3	1.2	1.3
Asset Turnover (x)	1.0	1.0	0.9	1.1	1.4	1.4	1.5	1.6
Inventory (Days)	41	45	53	60	55	54	54	54
Debtor (Days)	9	9	14	9	8	9	9	9
Creditor (Days)	23	24	29	29	23	23	23	22
Leverage Ratio (x)								
Current Ratio	1.2	1.4	1.4	1.6	1.7	1.6	1.7	1.8
Interest Cover Ratio	2.9	3.1	2.4	6.1	11.7	11.5	14.5	33.5
Net Debt/Equity	1.3	1.0	0.9	0.7	0.7	0.5	0.3	0.0
Consolidated - Cash Flow Statement								(INR m)
Y/E December	CY18	CY19	CY20	CY21	CY22	CY23E	CY24E	CY25E
OP/(Loss) before Tax	4,308						32,257	
		6,919	3,625	10,066	20,236	27,134		39,354
Depreciation	3,851 1,986	4,826	5,287	5,313	6,172	6,944	8,010	8,938
Interest & Finance Charges Direct Taxes Paid	-733	2,948	2,441	1,168	1,473	1,706	1,190	-319
(Inc)/Dec in WC	-733	-1,201	-52	-2,606	-4,735 -5,246	-6,288	-7,097	-8,658
		-827	-1,181	-1,627		-429	-2,706	-3,565
CF from Operations	8,911	12,665	10,120	12,314	17,900	29,067	31,655	35,750
Others	1,087	411	10.120	12 214	17,000	419	461	0 25 750
CF from Operating incl EO	9,998	13,076	10,120	12,314	17,900	29,486	32,115	35,750
(Inc)/Dec in FA	-8,088	-7,331	-2,913	-8,632	-13,487	-25,000	-17,000	-10,000
Free Cash Flow (Pur)/Sale of Investments	1,910	5,745	7,207	3,682	4,414	4,486	15,115	25,750
	0	0	0	0	0	0	0	0
Others	-647	-15,862	-1,798	-1,474	-3,559	809	1,110	1,486
CF from Investments	-8,734	-23,192	-4,711	-10,106	-17,046	-24,191	-15,890	-8,514
Issue of Shares	7	9,002	0	0	0	0	0	0
Inc/(Dec) in Debt	4,566	6,487	-2,113	1,359	3,530	2 514	-10,000	-18,000
Interest Paid	-1,886	-3,011	-2,811	-1,847	-1,861	-2,514	-2,300	-1,167
Dividend Paid Others	-456	-690	-722	-1,083	-2,274	-2,273	-2,598	-2,598
Others	-3,505	-895	427	829	-763	-426 5.214	-461 45.250	21.765
CF from Fin. Activity	-1,273	10,893	-5,219	-742 1.466	-1,368	-5,214	-15,359	-21,765
Inc/Dec of Cash	-10	776	190	1,466	-514	2 952	<b>867</b>	5,471
Opening Balance	945	935	1,711	1,901	3,367	2,853	2,934	3,801
Closing Balance	935	1,711	1,901	3,367	2,853	2,934	3,801	9,272

## 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.motilaloswal.com. MOFSL (erstwhile Motilal Oswal Securities Limited - MOSL) is registered with the Securities & Exchange Board of India (SEBI) and is a registered Trading Member with National Stock Exchange of India Ltd. (NSE) and Bombay Stock Exchange Limited (BSE), Multi Commodity Exchange of India Limited (MCX) and National Commodity & Derivatives Exchange Limited (NCDEX) for its stock brokling activities & is Depository participant with Central Depository Services Limited (CDSL) National Securities Depository Limited (NSDL), NERL, COMRIS and CCRL and is member of Association of Mutual Funds of India (AMFI) for distribution of financial products and Insurance Regulatory & Development Authority of India (IRDA) as Corporate Agent for insurance products. Details of associate entities of Motilal Oswal Financial Services Limited are available on the website at http://online

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

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

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

### Regional Disclosures (outside India)

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

For Hong Kong:

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

For Ú.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. As per the approved agreement under Paragraph 9 of Third Schedule of Securities and Futures Act (CAP 289) and Paragraph 11 of First Schedule of Financial Advisors Act (CAP 110) provided to MOCMSPL by Monetary Authority of Singapore. Persons in Singapore should contact MOCMSPL in respect of any matter arising from, or in connection with this report/publication/communication. This report is distributed solely to persons who qualify as "Institutional Investors", of which some of whom may consist of "accredited" institutional investors as defined in section 4A(1) of the Securities and Futures Act, Chapter 289 of Singapore ("the SFA"). Accordingly, if a Singapore person is not or ceases to be such an institutional investor, such Singapore Person must immediately discontinue any use of this Report and inform MOCMSPL.

### Specific Disclosures

- MOFSL, Research Analyst and/or his relatives does not have financial interest in the subject company, as they do not have equity holdings in the subject company.
- MOFSL, Research Analyst and/or his relatives do not have actual/beneficial ownership of 1% or more securities in the subject company
- MOFSL, Research Analyst and/or his relatives have not received compensation/other benefits from the subject company in the past 12 months
- MOFSL, Research Analyst and/or his relatives do not have material conflict of interest in the subject company at the time of publication of research report
- Research Analyst has not served as director/officer/employee in the subject company MOFSL has not acted as a manager or co-manager of public offering of securities of the subject company in past 12 months 6
- MOFSL has not received compensation for investment banking/ merchant banking/brokerage services from the subject company in the past 12 months
- MOFSL has not received compensation for other than investment banking/merchant banking/brokerage services from the subject company in the past 12 months 8
- MOFSL has not received any compensation or other benefits from third party in connection with the research report
- MOFSL has not engaged in market making activity for the subject company

## The associates of MOFSL may have:

- financial interest in the subject company
- actual/beneficial ownership of 1% or more securities in the subject company at the end of the month immediately preceding the date of publication of the Research Report or date of the public
- 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

20 December 2023 9

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); CDSL 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.