

# Q3FY24 Result Update

## Royal Orchid Hotels

**In line profit on strong margin; inventory pipeline strong**

Revenue for Royal Orchid Hotels (ROHL) grew 13% YoY to INR82cr in Q3FY24 on sharp room additions and higher F&B income. ARR fell 4% YoY to INR5,656, while occupancy was strong at 76% (JLO rooms). EBITDA grew 4% YoY to INR25cr. However, margin contracted by 251bp YoY to 30.2% on lower ARR and higher fixed cost due to rapid room additions. PAT grew 6% YoY to INR15cr on higher other income and steady depreciation. Revenue/EBITDA/PAT grew 23%/60%/125% QoQ on a seasonal improvement in RevPAR. To capitalise on favourable industry dynamics, it added 990 rooms (JLO/managed: 114/876) in the last one year, taking the total inventory to 5,795 (JLO/managed: 1,279/4,516). It crossed the 100-hotel mark in Q3FY24. By FY25-end, it aims to add ~2,300 rooms across 38–40 hotels, of which it has already signed 1,600 rooms. Given the traction from domestic demand, revival in MICE activity, and constrained supply additions in the industry, we expect ARR to trend upwards, with occupancy at near-optimal levels. We see ROHL as one of the key beneficiaries of the sectoral tailwinds. We expect a revenue /EBITDA/PAT CAGR of 21%/16%/20% over FY23–26. We roll over our valuation to FY26E and revise our TP to INR535 (earlier INR498, 11x FY26E EV/EBITDA). Maintain 'BUY'.

### Revenue missed our estimate on lower ARR, EBITDA and PAT in line

Revenue grew 13% YoY to INR82cr on strong room additions and higher income from F&B and other services. Revenue from room rent/F&B/other services grew 6%/16%/52% YoY to INR41cr/ INR30cr/INR13cr. ARR for JLO rooms fell 4% YoY to INR5,656 (against a 10% growth estimate) due to change in the product mix and higher revenue from immature properties. Occupancy was robust at 76% (Q3FY23/Q2FY24: 76%/73%). Despite lower revenue, EBITDA was in line at INR25cr, up 4% YoY, on margin outperformance (30.2% versus our estimate of 25.8%) led by cost rationalisation. PAT grew 6% YoY to INR15cr (est. INR16cr) on higher other income and steady depreciation. Revenue/EBITDA/PAT grew 23%/60%/125% QoQ on seasonal improvement in ARR (up 11%) and cost rationalisation.

### Strong room addition pipeline one of the key growth drivers

As of December 2023, ROHL operated 5,795 rooms (own/JV/leased/managed: 398/193/688/ 4,516 rooms) across more than 100 hotels. It added 990/162 rooms in the last one-year/Q3FY24. By FY25-end, it plans to add 2,300 rooms across 38–40 hotels (1,600 are already signed), which will take its total room inventory to ~8,100. We conservatively estimate a total of 6,841 rooms by FY25-end. Nearly 80%/20% of expected additions will be under management contracts/ revenue sharing leases. The strong front-ended room addition pipeline will place ROHL ahead of the curve and will act as a key driver of growth ahead.

### Expect revenue/EBITDA/PAT to clock 21%/16%/21% CAGR over FY23–26

We expect 21% revenue CAGR over FY23–26 on: i) 9% ARR CAGR, with strong occupancy (led by favourable demand-supply dynamics and robust demand from local tourists); ii) addition of over 2,300 rooms over FY23–26; iii) strong growth in F&B income, with a revival in large-scale weddings, expansion in its restaurant and banquet portfolio, and improving MICE activity; and iv) boost in-resort spends by offering value-add services. We expect EBITDA margin to settle at a sustainable 27% in FY26 given: i) the rise in fixed cost on strong room additions which will impact unit profitability as new properties take three-to-four quarters to ramp up, and ii) the higher revenue share from leased hotels, which earn a lower margin. We expect 21% PAT CAGR over FY23–26, aided by lower interest cost.

### Higher EBITDA to drive cash flows and deleveraging

With a stable working capital cycle (~23 days), we expect the lion's share of EBITDA to flow to OCF (12% CAGR over FY23–26). We expect a cumulative OCF of INR286cr in FY24, FY25, and FY26, of which ~INR180cr will be used for room additions and maintenance capex. The balance will aid deleveraging. We expect the net D/E ratio to improve to -0.29x in FY26 from 0.02x in FY23. With a large part of room additions under the asset light model, we expect RoCE to improve to 28.8% in FY26 from 25.6% in FY23.

### Maintain 'BUY' with a TP of INR535

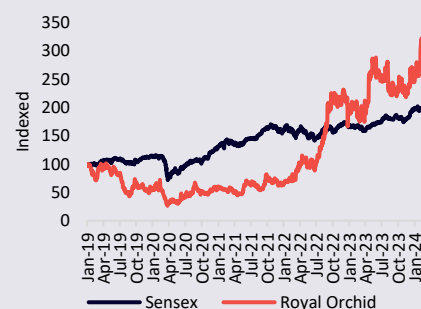
We are positive on the sector due to the favourable industry dynamics in the near-to-medium term. A lower base, an extensive room addition pipeline, and better brand recognition will help narrow the valuation gap with its peers. We roll over our valuation to FY26 and assign an 11x EV/EBITDA multiple. We upgrade our TP to INR535 from INR498 earlier. Maintain 'BUY'.

### Key financials

Year to March	FY22	FY23	FY24E	FY25E	FY26E
Revenue (INR cr)	139	264	305	420	466
Revenue growth (%)	71	90	16	38	11
EBITDA (INR cr)	23	82	84	117	127
Net profit (INR cr)	7	49	48	78	85
P/E ratio (x)	11.4	13.6	21.7	13.4	12.2
EV/EBITDA ratio (x)	16.1	8.2	12.5	8.7	7.4
RoACE (%)	1.5	28	24.8	33.4	31.7
RoAE (%)	5.2	33	25.1	32.5	27.8

**CMP: INR378**  
**Rating: BUY**  
**Target price: INR535**  
**Upside: 42%**  
**Date: February 14, 2024**

Bloomberg:	ROHL.IN
52-week range (INR):	219/444
Shares in issue (mn):	27
M-cap (INR cr):	1,037
Promoter holding (%)	63.6



**Amit Agarwal**  
 agarwal.amit@nuvama.com

**Rishith Shah**  
 rishith.shah@nuvama.com

In line profit on strong margin; inventory pipeline strong

### Quarterly Income Statement

Particulars	Q3FY24	Q3FY23	YoY	Q2FY24	QoQ
Net sales	82	72	13%	67	23%
Operating expenses	57	49	17%	51	12%
EBITDA	25	24	4%	15	60%
Depreciation	5	5	3%	5	2%
EBIT	20	19	5%	11	87%
Interest	5	4	27%	5	3%
Other income	5	4	16%	3	35%
PBT	20	19	3%	10	108%
Tax	5	5	1%	2	156%
PAT	15	14	4%	7	94%
Minority interest after net profit	0	1	(48%)	1	(56%)
P&L from an associate company	1	1	-	0	503%
PAT after minority interest and the share of associates	15	14	6%	7	125%
Exceptional items	-	-	-	-	-
RPAT	15	14	6%	7	125%
EPS	5.6	5.3	6%	2.5	125%
EBITDA margin	30.2%	32.7%		23.2%	
PAT margin	18.7%	20%		10.2%	
Tax rate	26.6%	27.2%		21.6%	

### Operating parameters

	Q3FY24	Q3FY23	YoY	Q2FY24	QoQ
<b>JLO rooms</b>					
– Occupancy	76%	76%		73%	
– ARR	5,656	5,914	(4%)	5,087	11%
– RevPAR	4,299	4,495	(4%)	3,714	16%
– Room count	1,238	1,238	0	1,238	0
<b>Managed rooms</b>					
– Occupancy	63%	67%		54%	
– ARR	4,184	4,106	2%	3,747	12%
– RevPAR	2,636	2,751	(4%)	2,023	30%
– Room count	4,516	3,640	24%	4,395	3%

In line profit on strong margin; inventory pipeline strong

### Key takeaways from the management interaction

- Several branded players announced capacity expansion after FY22 which will start coming on stream after FY25. Demand remains strong on robust domestic leisure travel, gradual growth in MICE demand, resumption of larger-scale weddings after the lifting of COVID-related restrictions, and recovery in foreign tourist arrivals. With demand gathering pace, we feel that ROHL is ahead of the curve given its front-ended room addition pipeline and see it benefiting immensely from the up cycle. We see a healthy expansion in ARR, with robust occupancy ahead.
- ROHL's room addition pipeline is one of the strongest in the industry (990 rooms added in the last one-year). It crossed the 100-hotel milestone in Q3FY24. To ensure a quick turnaround and capital efficiency, ~88% of room additions are under management contracts. While this strategy ensures a quicker expansion, the potential for revenue growth is limited as only 5–6% of topline comes to its books. However, it is margin accretive, as ~50% of the revenue flows through as EBITDA.
- ROHL has signed 28 hotels with 1,600 rooms. It plans to sign another 700 rooms, which will come on stream in FY25. Of the signed 28 hotels, three are under a revenue sharing lease.
- From FY25, ROHL plans to foray into large-scale hotels under the leased model. It aims to boost its presence in upmarket hotels and plans to introduce a new brand for the same in the near future.
- The management has revised its FY24 revenue guidance to INR340cr from INR375cr earlier. The guidance includes revenue from one of its associates, Ksheer Sagar Developers, which runs the Jaipur hotel. Excluding this associate, it expects to clock a revenue of INR300–310cr in FY24. It is targeting a revenue of INR350cr in FY25 (excluding the associate company), with an EBITDA of INR110cr.
- In FY25, it expects an ARR growth of 8%/6% for its JLO/managed rooms.
- It is not looking to invest in any greenfield projects at spiritual destinations.

### Revenue mix

Year to March	Q1FY24	Q1FY23	YoY	Q4FY23	QoQ
<b>Segmental revenue mix*</b>					
– Room rent	46.2	43.1	7%	38.7	19%
– F&B	32.8	28.9	14%	25.5	29%
– Management fees	8.1	6	35%	6.4	28%
– Other services	3.6	2.9	34%	2.3	(76%)
<b>Asset-wise revenue mix*</b>					
- Owned	30.1	24	25%	18.9	59%
- Fixed and revenue share lease	34.1	27.7	23%	27.4	24%
- JV/associates	18.5	23.1	(20%)	20.2	(8%)
- Management contracts	8.1	6	35%	6.4	28%

\*includes revenue from associate companies

In line profit on strong margin; inventory pipeline strong

### Valuation

We roll over our valuation to FY26E and assign 11x FY26E EV/EBITDA to arrive at the TP of INR535 (earlier INR498). Since FY16, its one-year forward EV/EBITDA ratio has been in the 4–20x range. The stock trades at 7.4x FY26E EV/EBITDA. During FY16–20 (i.e., in years with healthy industry performance), the stock traded at 12–17x one-year forward EV/EBITDA. We expect the re-rating to continue and value the stock at 11x FY26E EV/EBITDA (at the lower end of its historical trading range in an upcycle). Our optimism on the stock is driven by: i) favourable demand-supply dynamics, ii) healthy EBITDA growth, iii) strong cash flow, iv) strategic expansion of its product portfolio, and v) a sizeable valuation gap against its peers.

Particulars	Amount (INR cr)
EV based on 11x FY26E EV/EBITDA	1,394
Less: Net debt as of FY26E	(97)
Less: Minority interest as of FY26E	24
<b>Total</b>	<b>1,467</b>
Number of outstanding shares (cr)	3
<b>Target price (INR)</b>	<b>535</b>
<b>CMP (INR)</b>	<b>378</b>
<b>Upside</b>	<b>42%</b>

### Revision in estimates

Particulars	Earlier estimates		Revised estimates	
	FY24	FY25	FY24	FY25
Revenue	319	437	305	420
EBITDA	81	113	84	117
EBITDA margin	25.4%	25.9%	27.7%	27.8%
PAT	54	78	45	75
EPS	20	28	17	28

In line profit on strong margin; inventory pipeline strong

### Financials

Income Statement				(INR cr)
Year to March	FY23	FY24E	FY25E	FY26E
Income from operations	264	305	420	466
F&B consumed	27	29	41	45
Employee cost	56	70	101	114
Other expenses	99	121	161	180
Total operating expenses	182	221	303	339
<b>EBITDA</b>	<b>82</b>	<b>84</b>	<b>117</b>	<b>127</b>
Depreciation and amortisation	18	20	22	23
EBIT	64	65	95	104
Interest expense	16	20	10	10
Other income	16	16	16	16
Exceptional item	-	-	-	-
Profit before tax	64	61	101	110
Provision for tax	17	15	25	28
Profit after tax	47	45	75	83
Share of minority shareholders in profit	-	-	-	-
<b>Adjusted profit after tax</b>	<b>49</b>	<b>48</b>	<b>78</b>	<b>85</b>
Shares outstanding	3	3	3	3
Adjusted EPS	18	17	28	31

#### Common size metrics as a percentage of net revenue

Year to March	FY23	FY24E	FY25E	FY26E
Operating expenses	69	72	72	73
Depreciation	7	6	5	5
Interest expenditure	6	7	2	2
EBITDA margin	31	28	28	27
Net profit margin	19	16	18	18

#### Growth metrics (%)

Year to March	FY23	FY24E	FY25E	FY26E
Revenue	90	16	38	11
EBITDA	257	3	38	9
PBT	1,220	(5)	66	10
Net profit	613	(3)	63	10
EPS	613	(3)	63	10

# Q3FY24 Result Update

## Royal Orchid Hotels

In line profit on strong margin; inventory pipeline strong

Balance Sheet				(INR cr)
As of March 31	FY23	FY24E	FY25E	FY26E
Equity share capital	27	27	27	27
Reserves and surplus	146	180	243	312
Shareholders' funds	173	207	271	339
Total debt	75	66	24	22
Other long-term liabilities	81	113	113	111
Deferred tax liabilities	(7)	(7)	(7)	(7)
Minority interest	24	24	24	24
<b>Sources of funds</b>	<b>347</b>	<b>403</b>	<b>425</b>	<b>490</b>
Gross block	421	535	586	600
Depreciation	215	235	257	279
Net block	206	300	329	321
Capital work in progress	1	1	1	1
Total fixed assets	207	301	330	322
Investments	27	27	27	27
Inventories	2	3	5	5
Sundry debtors	32	41	55	57
Cash and equivalents	71	46	41	119
Loans and advances	11	11	11	11
Total current assets	143	127	138	219
Sundry creditors and others	68	89	106	114
Provisions	2	3	4	5
Total current liabilities and provisions	70	92	110	118
Net current assets	73	35	28	100
Other assets	67	67	67	67
<b>Uses of funds</b>	<b>347</b>	<b>403</b>	<b>425</b>	<b>490</b>

Ratios				
Year to March	FY23	FY24E	FY25E	FY26E
RoAE (%)	33	25.1	32.5	27.8
RoACE (%)	28	24.8	33.4	31.7
Inventory days	3	4	4	4
Receivable days	44	49	48	45
Payable days	51	70	65	65
Cash conversion cycle (days)	(4)	(17)	(13)	(16)
Debt/equity ratio	0.4	0.3	0.1	0.1
Debt/EBITDA ratio	0.9	0.8	0.2	0.2
Adjusted debt/equity ratio	0	0.1	(0.1)	(0.3)

Valuation parameters				
Year to March	FY23	FY24E	FY25E	FY26E
Diluted EPS (INR)	13.6	21.7	13.4	12.2
Diluted P/E ratio (x)	6	5	3.8	3.1
Price/BV ratio (x)	2.6	3.5	2.4	2
EV/EBITDA ratio (x)	8.2	12.5	8.7	7.4

# Q3FY24 Result Update Royal Orchid Hotels



In line profit on strong margin; inventory pipeline strong

**Nuvama Wealth and Investment Limited**, Eight Floor 801 to 804, Inspire BKC G Block, BKC Main Road, Bandra Kurla Complex,  
Bandra East, Mumbai-400051

---

**Sandeep Raina**

Head of Research – Professional Client Group  
sandeep.raina@nuvama.com

---

Nuvama Wealth and Investment Limited (Formerly known as Edelweiss Broking Limited) ("NWIL") or ("Research Entity") a company duly incorporated under the Companies Act, 1956 (CIN No U65100GJ2008PLC077462) having its Registered office situated at 201 to 203, Zodiac Plaza, Xavier College Road, Off C G Road, Ahmedabad, Gujarat - 380009. It is regulated by the Securities and Exchange Board of India ("SEBI") and is licensed to carry on the business of broking, depository services and related activities. The business of NWIL and its Associates (list available on [www.nuvamawealth.com](http://www.nuvamawealth.com)) are organized around five broad business groups: Credit including Housing and SME Finance, Commodities, Financial Markets, Asset Management and Life Insurance

Broking services offered by Nuvama Wealth and Investment Limited under SEBI Registration No. INZ 000005231. Name of the Compliance Officer: Mr Srijith Menon, Email address: [complianceofficer.nwil@nuvama.com](mailto:complianceofficer.nwil@nuvama.com). Corporate Office Eight Floor 801 to 804, Inspire BKC G Block, BKC Main Road, Bandra Kurla Complex, Bandra East, Mumbai-400051

This Report has been prepared by Nuvama Wealth and Investment Limited (Formerly Edelweiss Broking Limited) [NWIL] in the capacity of a Research Analyst having SEBI Registration No. INH000011103 and distributed as per SEBI (Research Analysts) Regulations 2014. This report does not constitute an offer or solicitation for the purchase or sale of any financial instrument or as an official confirmation of any transaction. The information contained herein is from publicly available data or other sources believed to be reliable. This report is provided for assistance only and is not intended to be and must not alone be taken as the basis for an investment decision. The user assumes the entire risk of any use made of this information. Each recipient of this report should make such investigation 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 his own advisors to determine the merits and risks of such investment. The investment discussed or views expressed may not be suitable for all investors.

This information is strictly confidential and is being furnished to you solely for your information. This information should not be reproduced or redistributed or passed on directly or indirectly in any form 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 NWIL and associates / group companies to any registration or licensing requirements within such jurisdiction. The distribution of this report in certain jurisdictions may be restricted by law, and persons in whose possession this report comes, should observe, any such restrictions. The information given in this report is as of the date of this report and there can be no assurance that future results or events will be consistent with this information. This information is subject to change without any prior notice. NWIL reserves the right to make modifications and alterations to this statement as may be required from time to time. NWIL or any of its associates / group companies shall 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. NWIL is committed to providing independent and transparent recommendation to its clients. Neither NWIL nor any of its associates, group companies, directors, employees, agents or representatives shall be liable for any damages whether direct, indirect, special or consequential including loss of revenue or lost profits that may arise from or in connection with the use of the information. Our proprietary trading and investment businesses may make investment decisions that are inconsistent with the recommendations expressed herein. Past performance is not necessarily a guide to future performance. The disclosures of interest statements incorporated in this report are provided solely to enhance the transparency and should not be treated as endorsement of the views expressed in the report. The information provided in these reports remains, unless otherwise stated, the copyright of NWIL. All layout, design, original artwork, concepts and other Intellectual Properties, remains the property and copyright of NWIL and may not be used in any form or for any purpose whatsoever by any party without the express written permission of the copyright holders.

NWIL shall not be liable for any delay or any other interruption which may occur in presenting the data due to any reason including network (Internet) reasons or snags in the system, break down of the system or any other equipment, server breakdown, maintenance shutdown, breakdown of communication services or inability of the NWIL to present the data. In no event shall NWIL be liable for any damages, including without limitation direct or indirect, special, incidental, or consequential damages, losses or expenses arising in connection with the data presented by the NWIL through this report. We offer our research services to clients as well as our prospects. Though this report is disseminated to all the customers simultaneously, not all customers may receive this report at the same time. We will not treat recipients as customers by virtue of their receiving this report.

NWIL and its associates, officer, directors, and employees, research analyst (including relatives) worldwide may: (a) from time to time, have long or short positions in, and buy or sell the securities thereof, of 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 subject company/company(ies) discussed herein or act as advisor or lender/borrower to such company(ies) or have other potential/material conflict of interest with respect to any recommendation and related information and opinions at the time of publication of research report or at the time of public appearance. (c) NWIL may have proprietary long/short position in the above mentioned scrip(s) and therefore should be considered as interested. (d) The views provided herein are general in nature and do not consider risk appetite or investment objective of any particular investor; readers are requested to take independent professional advice before investing. This should not be construed as invitation or solicitation to do business with NWIL. (e) Registration granted by SEBI and certification from NISM in no way guarantee performance of NWIL or provide any assurance of returns to investors and clients.

NWIL or its associates may have received compensation from the subject company in the past 12 months. NWIL or its associates may have managed or co-managed public offering of securities for the subject company in the past 12 months. NWIL or its associates may have received compensation for investment banking or merchant banking or brokerage services from the subject company in the past 12 months. NWIL or its associates may have received any compensation for products or services other than investment banking or merchant banking or brokerage services from the subject company in the past 12 months. NWIL or its associates have not received any compensation or other benefits from the Subject Company or third party in connection with the research report. Research analyst or his/her relative or NWIL's associates may have financial interest in the subject company. NWIL, its associates, research analyst and his/her relative may have other potential/material conflict of interest with respect to any recommendation and related information and opinions at the time of publication of research report or at the time of public appearance.

Participants in foreign exchange transactions may incur risks arising from several factors, including the following: (i) exchange rates can be volatile and are subject to large fluctuations; (ii) the value of currencies may be affected by numerous market factors, including world and national economic, political and regulatory events, events in equity and debt markets and changes in interest rates; and (iii) currencies may be subject to devaluation or government imposed exchange controls which could affect the value of the currency. Investors in securities such as ADRs and Currency Derivatives, whose values are affected by the currency of an underlying security, effectively assume currency risk.

Research analyst has served as an officer, director or employee of subject Company: No

NWIL has financial interest in the subject companies: No

NWIL's Associates may have actual / beneficial ownership of 1% or more securities of the subject company at the end of the month immediately preceding the date of publication of research report.



Research analyst or his/her relative has actual/beneficial ownership of 1% or more securities of the subject company at the end of the month immediately preceding the date of publication of research report: No

NWIL has actual/beneficial ownership of 1% or more securities of the subject company at the end of the month immediately preceding the date of publication of research report: No

Subject company may have been client during twelve months preceding the date of distribution of the research report.

There were no instances of non-compliance by NWIL on any matter related to the capital markets, resulting in significant and material disciplinary action during the last three years. A graph of daily closing prices of the securities is also available at [www.nseindia.com](http://www.nseindia.com)

#### Analyst Certification

The analyst for this report certifies that all of the views expressed in this report accurately reflect his or her personal views about the subject company or companies and its or their securities, and no part of his or her compensation was, is or will be, directly or indirectly related to specific recommendations or views expressed in this report.

#### DISCLAIMERS FOR INTERNATIONAL JURISDICTION

##### Disclaimer for U.S. Persons

The content of the website does not constitute an offer or invitation to purchase or subscribe for any securities or solicitation of any investments or investment services and/or shall not be considered as an advertisement tool. "U.S. Persons" are generally defined as a natural person, residing in the United States or any entity organized or incorporated under the laws of the United States. US Citizens living abroad may also be deemed "US Persons" under certain rules. THIS DOCUMENT IS INTENDED SOLELY TO PROVIDE INFORMATION TO THE QUALIFIED INSTITUTIONAL INVESTORS ONLY AND IS NOT MEANT FOR RETAIL INVESTORS. If you are not the intended recipient you must not copy, distribute, or take any action or place reliance on it. If you have received this communication by error, please notify the sender immediately. This communication is intended solely for the person to whom it is addressed and may contain confidential or privileged information. The document is intended to be educational only and not for a marketing or prospecting purpose. The views and opinions expressed as part of this presentation do not necessarily state or reflect those of Nuvama, its holding company(ies), subsidiaries and associates including entities in overseas jurisdictions.

The content of the website or any information contained therein must not be distributed, published, reproduced, or disclosed (in whole or in part) by recipients to any other person. The content of the website must not be acted on or relied on by persons who are not qualified institutional investor. Any investment or investment activity to which this website relates, is available only to qualified institutional investor and will be engaged only with qualified institutional investor. Any person who is not a qualified institutional investor should not act or rely on this website or any of its contents

##### Disclaimer for U.K. Persons:

The content of the website has not been approved by an authorized person within the meaning of the Financial Services and Markets Act 2000 ("FSMA"). In the United Kingdom, this document is intended for (a) persons who have professional experience in matters relating to investments falling within Article 19(5) of the FSMA (Financial Promotion) Order 2005 (the "Order"); (b) persons falling within Article 49(2)(a) to (d) of the Order (including high net worth companies and unincorporated associations); and (c) any other persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons"). THIS DOCUMENT IS INTENDED SOLELY TO PROVIDE INFORMATION TO THE QUALIFIED INSTITUTIONAL INVESTORS ONLY AND IS NOT MEANT FOR RETAIL INVESTORS. If you are not the intended recipient you must not copy, distribute, or take any action or place reliance on it. If you have received this communication by error, please notify the sender immediately. This communication is intended solely for the person to whom it is addressed and may contain confidential or privileged information. The content of the document is intended to be educational only and not for a marketing or prospecting purpose. The views and opinions expressed as part of this document do not necessarily state or reflect those of Nuvama, its holding company (ies), subsidiaries and associates including entities in overseas jurisdictions.

##### Disclaimer for Canadian Persons

The content of the website is NOT MEANT FOR RETAIL INVESTORS. IT IS INTENDED SOLELY TO PROVIDE INFORMATION TO THE PERMITTED CLIENTS ONLY (as defined in National Instrument 31-103 ("NI 31-103")) who are resident in the Province of Ontario, Canada (an "Ontario Permitted Client"). Any products or services described in this document are made available only in accordance with applicable Canadian securities law and only where they may be lawfully offered for sale. If the person accessing this document is not an Ontario Permitted Client, as specified above, then the recipient should not access the same. Nuvama and its group companies is relying on an exemption from the adviser and/or dealer registration requirements under NI 31-103 available to certain international advisers and/or dealers. Please be advised that (i) Nuvama and its group companies is not registered in the Province of Ontario to trade in securities nor is it registered in the Province of Ontario to provide advice with respect to securities; (ii) Nuvama's head office or principal place of business is located in India; (iii) all or substantially all of Nuvama's assets may be situated outside of Canada; (iv) there may be difficulty enforcing legal rights against Nuvama because of the above; and (v) the name and address of Nuvama Group's agent for service of process in the Province of Ontario is: Bamac Services Inc., 181 Bay Street, Suite 2100, Toronto, Ontario M5J 2T3 Canada. The content of the website must not be distributed, published, reproduced or disclosed (in whole or in part) by recipients to any other person. This communication must not be acted on or relied on by persons who are not PERMITTED CLIENTS. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons. Any person who is not a PERMITTED CLIENTS should not act or rely on this communication or any of its contents.

##### Disclaimer for UAE Persons

The content of the website is INTENDED SOLELY TO PROVIDE INFORMATION TO THE INSTITUTIONAL QUALIFIED INVESTORS ONLY AND IS NOT MEANT FOR RETAIL INVESTORS. Further, the information in this document does not constitute a public offer of securities in the United Arab Emirates and is not intended to be a public offer. The website has not been approved by or filed with the Central Bank of the United Arab Emirates, the Securities and Commodities Authority of the United Arab Emirates or the Dubai Financial Services Authority. The content of the website must not be distributed, published, reproduced or disclosed (in whole or in part) by recipients to any other person. The website must not be acted on or relied on by persons who are not INSTITUTIONAL QUALIFIED INVESTORS. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons. Any person who is not a INSTITUTIONAL QUALIFIED INVESTORS should not act or rely on this communication or any of its contents. The content of the website must not be distributed, published, reproduced or disclosed (in whole or in part) by recipients to any other person. The website must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this communication relates is available only to relevant persons and will be engaged in only with relevant persons. Any person who is not a relevant person should not act or rely on this communication or any of its contents.

## Disclaimer for Australia Persons

Any information set out on the website is only intended for persons who are “Professional Investors” as described in Section 761(G) of the Corporations Act 2001 (as amended). It is not intended to for any other class of persons and may not be relied upon by such persons and is therefore not intended for private individuals or those who would be classified as Retail Clients. All information on the website is general information only and is not to be considered any form of advice (whether investment or otherwise) or a recommendation, solicitation, or an offer to purchase or sell investments or related financial products or any financial services. The receiver of the website should make their own decisions based upon their own financial objectives and financial resources and, if in any doubt, should seek advice from an appropriate independent advisor. Nuvama and its group companies does not hold an Australian Financial Services License and is not licensed in Australia to provide financial product advice or services and is relying on “limited connection relief exemption” when dealing with “Professional Investors” (Wholesale client category) in Australia.

## Disclaimer for Singapore Persons

The content of the website IS INTENDED SOLELY TO PROVIDE INFORMATION ONLY TO THE INSTITUTIONAL OR ACCREDITED INVESTORS ONLY AND IS NOT MEANT FOR RETAIL INVESTORS AS DEFINED UNDER THE SECURITIES AND FUTURES ACT “SFA”. If you are not the intended recipient you must not copy, distribute, or take any action or place reliance on it. If you have received this communication by error, please notify the sender immediately. Any such information contained or discussed in the document is subject to change and Nuvama and its group companies shall not have any responsibility to maintain the information made available or to supply any correction therewith. In no event will Nuvama and its group companies be liable for any special direct or indirect or consequential damages which may be incurred from the use of the information made available, even if it has been advised of the possibility of such damages. The company and its employees mentioned in these communications cannot be held liable for any error’s inaccuracies and/or omission howsoever caused. Any opinion or advice if any herein is made on a general basis and is subject to change without notice. The information provided in this document may contain optimistic statements regarding future events or future financial performance of countries, markets, or companies. You must make your own financial assessment of the relevance, accuracy and adequacy of the information provided if any in this document. This document has not been reviewed by the Monetary Authority of Singapore “MAS”.

## Additional Marketing Disclaimer for all other International Jurisdiction:

The content of this website is restricted in certain jurisdictions and does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, by anyone in any jurisdiction in which such an offer or solicitation is not authorised or may not lawfully be made (without compliance with any registration or other legal requirements) or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer in any jurisdiction. The above information is for general guidance only, it is the responsibility of receivers to inform themselves as to any income or other tax consequences arising in the jurisdictions in which they are resident or domiciled or have any other presence for tax purposes, as well as any foreign exchange or other fiscal, or legal or regulatory restrictions which are relevant to their particular circumstances in connection with the acquisition, holding or disposal of any securities if any mentioned in this document. This document is strictly private and confidential and may not be reproduced or use for any other purpose and not be provided to any person other than the recipient thereof. If you are not the intended recipient you must not copy, distribute, or take any action or place reliance on it. If you have received this communication by error, please notify the sender immediately. Any such information contained or discussed on the website is subject to change and Nuvama Group or any of its Directors, Employees, agents or representatives shall not have any responsibility to maintain the information made available or to supply any correction therewith. In no event will Nuvama Group or any of its Directors, Employees, agents or representatives, be liable for any special direct or indirect or consequential damages which may be incurred from the use of the information made available, even if it has been advised of the possibility of such damages. The company and its employees mentioned in these communications cannot be held liable for any error’s inaccuracies and/or omission howsoever caused. Any opinion or advice herein is made on a general basis and is subject to change without notice. The information provided in this website may contain optimistic statements regarding future events or future financial performance of countries, markets, or companies. You must make your own financial assessment of the relevance, accuracy and adequacy of the information provided therein.

**INVESTMENT IN SECURITIES MARKET ARE SUBJECT TO MARKET RISKS. READ ALL THE RELATED DOCUMENTS CAREFULLY BEFORE INVESTING.**