

# S-CAP

SME Capital Market Watch

August - 2018

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## *Indian Equity Market*

*Diagnosis and way forward*

**Revival of  
Struck-off Companies**

**Indian Cement Sector**

**MARKETS:  
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SARTHI

**CASE STUDY:**  
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on Indian companies



# PREFACE



SME Exchanges now have an existence of over five years. Over 350 companies got listed on the SME exchanges (both NSE & BSE), over this period. The concept of going public, getting listed is fairly well understood by SME entrepreneurs especially in major cities. On the other side, investors too got attracted towards these stocks over this period. Year 2017 has been an historical year for SME exchanges as of now, witnessing large number of SME IPOs as well overwhelming response in these IPOs. The investor participation by so called retail investors, HNIs, PMSs, QIBs and even by some reputed Mutual Funds has been very encouraging. Finally, we can say, year 2017 was the year for SME IPOs from both perspectives, issuers and investors. The fancy for SME stocks went so high among investors that in 2017, any stock, normally, on the listing touched the upper freeze.

Then the year 2018 starts; LTCG, Budget, global uncertainties, possible political uncertainty, state elections, speculation on 2019 Lok Sabha election etc. took the shine out of the markets. FIIs withdrew, large investors chose "Flight of Safety" (realigned their portfolios towards large cap from Mid and Small) and retail investors (much informed now, thanks to technology Twitter/Whatsapp) also followed the learned large investors. The cascading obviously percolated down to the micro caps or SME Stocks.

The quick money opportunities disappeared from the SME exchanges. The SME stock prices came under stress and all investors including the long term and learned ones, too got worried on the valuation of their investments.

The investments in SME stocks is a serious business and as serious as a venture capital investing in a growing company. The business model takes time to re-align and readjust their existing way of doing businesses. Investments in SME stocks must be a well thought decision keeping in mind not only the past performance of the company but also to estimate the probable future growth of the business. What is important in these investments is to monitor the regular growth of the company rather than the stock price. Investments in SME stocks need to be considered with a longer horizon than to make quick gains. Growth of the company as per the investor expectation is more important than the change in stock prices. The consistent business growth and scale attracts more serious investors and over a period the right value for the business gets discovered. Valuation always follows consistent growing businesses; it is just a matter of time.

I am happy to share that Mr Kunj Bansal, a seasoned Fund Manager has joined Sarthi Group as CIO of our Asset Management Business.....Acepro Advisors. Also, Sarthi Group has taken substantial stake in a software based management of compliance and legal matters named, Proind.

We thank for your patronage and look forward to serve you better and better.

Regards,  
Deepak Sharma  
Group Managing Director





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- ☞ SME Mentoring

**How do I get started?**

- ☞ Develop an understanding of the capital markets
- ☞ Weigh the IPO option vis-à-vis other options of raising funds
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- ☞ Strengthen your internal processes and systems required for a publicly listed company.
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# Indian Equity Market - Diagnosis and Way Forward



**Kunj Bansal**  
CIO & Partner, Sarthi Group

**A**fter the stellar run of Indian equity market in 2017, year 2018 started on a wobbly note. Feb and March witnessed sharp correction in market. Post that, though the large cap Indices have shown good recovery, the same has not been the case with mid and small caps which have seen a reasonable correction in their prices and valuations. In fact, even the large cap recovery, though visible in indices, has not been broad-based. The large cap indices have recovered more because of sector rotation. In the immediate past, it was the rise in prices of Pharma sector stocks which led to rise in indices. Before that, it was the IT sector which moved up and prior to that, it was rise in select financials that took the indices up. Thus, the portfolios of investors have not seen recovery to the levels at which they were there in December/Jan; naturally, resulting in an underperformance.

So, the obvious question that comes to one's mind is – “what should one do in such a scenario?” Possibly, the best action in such a scenario is not to tinker with the portfolio unnecessarily as long as one has exposure to good quality companies and is confident of their improving financials. It is a matter of time before the valuation of such companies catches up again with their fundamentals and portfolios start to outperform. In case, there are few lower quality companies, this is also the time to realign the portfolio by exiting those and by moving into better financial companies - some of which might be available at lower valuation due to market volatility. This will make one's portfolio ready to do well in the coming time.

The Indian macro economy has been affected adversely in last few months. One of the main reasons for that been a sharp rise in crude price. This led to a pressure on India's imports, in turn, also putting a pressure on Indian currency. The expectation of increase in inflation as a result of this and due to some other factors resulted in rise in interest rates. The recently released data on Indian export has shown a good recovery with export rising by 20% in May 2018. At the same time, 14% rise in import has led to rise in trade deficit to \$ 14.6 bn. Import of oil was up almost 50% in this period.

In view of the recent developments of worsening macro (though with improving corporate earnings), the market is likely to remain range-bound. Next few months will also be politically heavy on the market with a spate of assembly elections. In view of such a scenario, it will be advisable to invest in good quality companies where the valuations have corrected. Some such companies are available from sectors like Home Products, Pharma, Textiles, Consumers and mid-cap BFSI.

*Acepro Advisors Pvt Ltd is the Asset Management Company of the Sarthi Group. Currently Acepro Advisors offer Portfolio Management Services (PMS)*





# RULES & REGULATIONS

## SEBI (ISSUE OF CAPITAL & DISCLOSURE REQUIREMENTS) REGULATIONS, 2018

### BACKGROUND

SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“ICDR Regulations”) were notified in the year 2009 vide notification dated August 26, 2009. Between 2009-till date, numerous amendments have been made to the ICDR Regulations. Different types of offerings to raise funds in the primary market have been introduced. SEBI has also issued various informal guidance/ interpretative letters regarding interpretation of various provisions of the ICDR Regulations. Further, there have been changes in market practices and regulatory environment over a period of time. A need was thus felt to review and realign the ICDR Regulations with these developments and to ensure that they reflect the best practices adopted globally.

### APPROACH ADOPTED IN THE PROCESS

The ICDR Committee while reviewing the regulations and the schedules, decided the following approach:

- Simplify language and structure of the regulations to enhance its readability;
- Separate the chapters on the basis of the type of offering so that all relevant information pertaining to the regulations relating to a particular type of offering are available at one place;
- Align the regulations in line with the various informal guidance/ interpretative letters/ frequently asked questions regarding interpretation of various

provisions of the regulations, issued by SEBI from time to time;

- Update the regulations with the changes that have taken place in the last few years, including in the Companies Act, 2013, adoption of Indian Accounting Standards, various ICDR related circulars, SEBI (Share Based Employee Benefit) Regulations, 2014, SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, ASBA, abolition of MRTP, etc.
- To identify policy changes in line with the present market practices and the prevailing regulatory environment.

The ICDR Committee suggested certain policy changes. These suggestions were also taken to the Primary Market Advisory Committee (PMAC) of SEBI which comprises of eminent representatives from the Ministry of Finance, Industry, Market Participants, academicians, the Institute of Chartered Accountants of India and the Institute of Company Secretaries of India.

The Securities and Exchange Board of India is set to revamp initial public offering (IPO) norms to make them less onerous for legitimate sellers while clamping down on possible misuse. Regulations have also been rewritten to make them consistent and easier to follow.

### KEY HIGHLIGHTS OF THE SEBI BOARD MEETING PRESS RELEASE

1. The Board approved the proposed SEBI (Issue of Capital and Disclosure Requirements) Regulations, (“ICDR Regulations”) 2018.
2. The Board, while approving the ICDR Regulations, 2018, considered the recommendations of the Primary

Market Advisory Committee (PMAC) and the public comments on the Consultation Paper.

3. Some of the key proposals approved by the Board are as follows:

- The requirement of announcing price band five working days before opening of the issue would be reduced to two working days before opening of the issue.

Volatility in the global markets has a direct impact on market sentiments and market prices of the listed peer group companies. Announcement of the price band five working days prior to the issue opening date many a times means that issuers have to decide the price band at least 8 calendar days prior to issue opening, which is a too long period of market exposure. Moreover, price disclosure five working days prior to issue opening date was decided to give retail investors enough time to evaluate their investment decision.

### Financial Disclosures in case of public issues/ rights issues:

- The time line for financial disclosures in public issues/rights issues to be made for 3 years as against the present duration of 5 years. Moreover, restated and audited financial disclosures in the IPO offer document has to be made only on a consolidated basis. Audited standalone financials of the issuer and subsidiaries have to now be disclosed on the website of the issuer company. The requirement to provide standalone financial statements on the website is aligned to the requirements of company law and do not create any additional burden on companies.
- Incorporation of the principles governing disclosures of Indian Accounting Standards (IndAS) on Indian GAAP (IGAAP) Financials.
- Threshold for submission of draft letter of offer to SEBI in case of rights issues to be increased to Rs. 10 Crores as against the earlier prescribed Rs. 50 Lakhs
- Shortfall of up to 10% in minimum promoters' contribution may be met by institutional investors such as by foreign venture capital investors, scheduled commercial banks, public financial institutions and insurance companies registered with Insurance Regulatory and Development Authority of

India, in addition to Alternative Investment Funds, without being identified as "Promoters".

There are cases of good companies where the promoter capital is not adequate for lock-in in an IPO sometimes, alternative investment funds are willing to subscribe to the shortfall in the capital and prepared for a lock-in. Hence, it's important to recognise a wider set of institutional investors to contribute towards promoters' contribution. The Promoters' contribution made easy as such flexibility is likely to open up more avenues for participation by private equity funds while easing up the burden of promoters. However, it is yet to be seen whether the 10% contribution made by SEBI AIFs will also be subject to similar lock-in requirements and whether they will also be regarded as promoters for all other purposes of the offer documents.

- For a company to be eligible to make a fast track rights issue, it should not have any audit qualifications or adverse opinion.
- Chapter on Institutional Placement Programme to be deleted
- Provisions pertaining to Safety net and IPO grading has been done away. IPOs (Equity) are inherently a risk product and giving a safety net is a contradiction. The provisions with regard to IPO safety net were first introduced in 2013 to ensure investment bankers act fairly while fixing IPO prices as it was observed then that over two-thirds of the issues listed in three years prior to 2013 were trading below their issue prices.
- The minimum Anchor investor size to be reduced to Rs. 2 Crore from the existing Rs. 10 Crore for SME IPO.
- Addition to Anchor Investor Category- Insurance Companies and Foreign Portfolio Investors except for Category III, promoted by entities related to the lead manager permitted to participate in the Anchor Investor category, in addition to mutual funds promoted by lead managers.
- The definition of immediate relative to be aligned with that of the Companies Act, 2013. However the concept of immediate relative has been retained as against the proposed concept of relative.



- The shareholding threshold for identifying promoter group has been revised from 10 percent to 20 percent. Now in case the promoter is a body corporate, any body corporate in which the promoter holds twenty percent or more or which holds twenty percent or more of the promoter would be classified as being part of the same promoter group. Given the challenges faced by the issuers, nature of confirmations that are provided for promoter group and materiality of this information, the threshold has been increased to 20 percent across the definition.
- If the promoter is a body corporate, any body corporate in which a group of individuals or companies or combinations thereof, which holds twenty per cent or more of the equity share capital in that body corporate, also holds 20 percent or more of the issuer, can be classified as promoter group only if they are acting in concert.
- Disclosure of Group Companies: The shareholding threshold for identifying the promoter group has been revised to 20 per cent from 10 per cent. On group company disclosure, definition of group companies has been made more specific by clarifying that group company/ies shall include such companies (other than promoter(s) and subsidiary(ies)) with which there were related-party transactions, during the period for which financial information is disclosed (three years), as covered under the applicable accounting standards and also other companies as considered material by the board of the issuer.
- Main Board – IPO - Underwriting provisions to be aligned to requirements of minimum subscription- If 90 per cent of the fresh issue is subscribed in a main board IPO, underwriting will be restricted to that portion only and accordingly the requirement to underwrite 100% of the issue without regard to the minimum subscription requirements has been deleted.

4. The contents of the new Regulations have been streamlined as follows:

- a) All the chapters have been categorized on the basis of the type of offering so that all relevant information pertaining to regulations relating to a particular type of offering are available at one place.

- b) The procedural requirements have been specified through Schedules to the draft regulations.
- c) The provisions have been rearranged based on their sequence in the public issue process and relevance.
- d) The provisions of Companies Act, 1956 (wherever applicable), Companies Act, 2013, SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Share Based Employee Benefits) Regulations, 2014 have been suitably incorporated.
- e) Various informal guidance / interpretative letters / frequently asked questions / Circulars regarding interpretation of various provisions of the regulations issued by SEBI from time to time have been suitably incorporated.

## CONCLUSION

It is commendable that SEBI has proposed the aforementioned reforms considering the weak sentiments of the Indian capital markets with a view to strengthen investor confidence and provide boost to the economy. As they say that recognition of an issue is half the problem solved and hence acknowledgment by the regulator of the need to jump start the primary market will surely be welcomed by the market constituents. While the introduction of the reforms is a proactive step by capital market regulator to address the lack luster market, however, it is only upon release of the fine print of the regulatory framework that one would be able to determine the extent to which the new set of reforms will change the grim state of affairs.

The amendments to SEBI ICDR Regulations are steps taken by SEBI in the right directions. These changes gets rid of a lot of archaic disclosure requirements and helps make disclosures in an offer document more meaningful for an investor to take an informed decision.

The regulatory changes are progressive and good both for issuers and investors. Issuers will benefit from the rationalised disclosure requirements.

- Sneh Velani

# Revival of Struck Off Companies



## Introduction

Strike off means removing the names of the Companies from the register, maintained by Registrar of Companies (RoC). The removal will lead to losing of companies legal identity. All Registrar of Companies (RoC) has issued show cause notices to the Companies fallen u/s 248(1) (c). In notice RoC has mentioned that it can strike off the Company if appropriate reply is not filed within 30 days from the date of receipt of notice and RoC will take appropriate action against the Directors. The main grounds of notices were failure of commencement of business and failure to file annual returns and financial statements in last three years.

By the end of the November 2017 ROC has struck off nearly 3.09 lac (Three Lakh Nine Thousand) Companies from its record as per Press Information Bureau of Ministry of Corporate Affairs (MCA). Our Hon'ble Prime Minister

Mr. Narendra Modi in his speech at ICAI on CA day has confirmed that scrutiny of 300,000 (Three Lakh) Companies are going on, which can be struck off u/s 248(1).

## What are the ways to restore the Company ?

A company dissolved under Section 248 of the Companies Act, 2013 can be restored by the Register of Companies (RoC) if an order is passed by the National Company Law Tribunal (NCLT) for restoration of Companies.

## Who can file an Application ?

- The Company, Member or Creditor or even a Workman can make an application to revive the Company.
- Such an application must be made before the expiry of 20 years from the publication in the Official Gazette of the notice of the striking-off.

## STEPS – REVIVAL OF STRUCK OFF COMPANY

### FIRST STEP– Preparation of Petition: (Rule 87A (1))

The petition under Section 252(3) for the restoration of name of struck off Company shall be filed with the Tribunal (NCLT). The petition shall be filed in Form No. NCLT-9.

### SECOND STEP– Submission of Petition with ROC: (Rule 87A(2))

A copy of the application shall be served on the Registrar of Companies and on such other persons as the Tribunal may direct, not less than 14 days before the date fixed for hearing of the application.

### THIRD STEP – List of Documents to be Attached with application in NCLT-9:-

Annexure B of NCLT Rules, 2016 provide the list of documents required to be filed with NCLT while filing application under section 248 and 252 of the Companies Act,2013. The said Annexure does not provide any separate list of documents for filing of application with NCLT u/s 252. However as per Point No. 13 of Annexure B prescribe that "Wherever no document is prescribed to be attached with the application or petition, documents as mentioned below may be attached, as applicable."

- a) Document and/or other evidence in support of the statement made in the application or appeal or petition, as are reasonably open to the petitioner(s);
- b) Affidavit verifying the petition;
- c) Evidence regarding payment of fee of INR 2,500/- (Rupees Twenty Five Hundred Only)
- d) Memorandum of appearance with copy of the Board Resolution or the vakalatnama, as the case may be;



- e) Three copies of the petition; and
- f) Any other documents in support of the case.

**FOURTH STEP: Hearing by Tribunal: (Rule 87A(3))**  
Tribunal shall hear the Petitioner (Struck off Company) and Respondent (ROC). It will also take note of the observations/ objections, if any, received.

After hearing Both the Parties, if the Tribunal is satisfied, it can order the restoration of the company in the record of the ROC.

**FIFTH STEP: Directions By Tribunal (Rule 87A(4))**  
Where the Tribunal makes an order restoring the name of a company in the register of companies, the order shall direct that- filling the same with RoC publish the same in official gazette.

**SIXTH STEP:** The appellant or applicant shall deliver a certified copy to the Registrar of Companies within thirty days from the date of the order;

**SEVENTH STEP:** On such delivery, the Registrar of Companies do, in his official name and seal, publish the order in the Official Gazette;

**EIGHTH STEP :** The appellant or applicant do pay to the Registrar of Companies his costs of, and occasioned by, the appeal or application, unless the Tribunal directs otherwise; and

**NINETH STEP :** The company shall file pending financial statements and annual returns with the Registrar and comply with the requirements of the Companies Act, 2013 and rules made there under within such time as may be directed by the Tribunal.

Currently the director of the company who has defaulted on certain requirements is not eligible to be re-appointed as a director of that company or appointed in another company for a period of five years from the date of failure; one of the reason due to which the director defaults is as follows;

- Not filed Financials or annual returns for 3 continuous financial year

The amendment Act, 2017 has clarified that a director would not incur disqualification (if the company has defaulted on the above ground) for a period of six months from the date of his / her appointment. This means that newly appoint director have 6 months time from the date of his appointment to make all non-compliance good and comply with the required provisions of company act, 2017

## Section 167

Section 167 of Companies act, 2013 specifically provides that the office of director shall be vacated when he/she incurs disqualifications specified in section 164 of the 2013 act. However the Companies (amendment) Act, 2017 clarifies that in case a director gets disqualified on ground of section 164(2) of act 2013 (i.e Non filling of financial statement or failure to repay dues) then the office of the director shall became vacant in all the companies other than the company in which the default is made under section 164(2).

As per the provisions of section 167(1), the office of director shall not be vacated for 30 days from the date of conviction or order of disqualification in case he becomes disqualified by an order of a court or the Tribunal; he is convicted by a court of any offence, whether involving moral turpitude or otherwise and sentenced in respect thereof to imprisonment for not less than six months; In case where an appeal or petition is preferred within thirty days as aforesaid against the conviction resulting in sentence or order, then until expiry of seven days from the date on which such appeal or petition is disposed of ; and

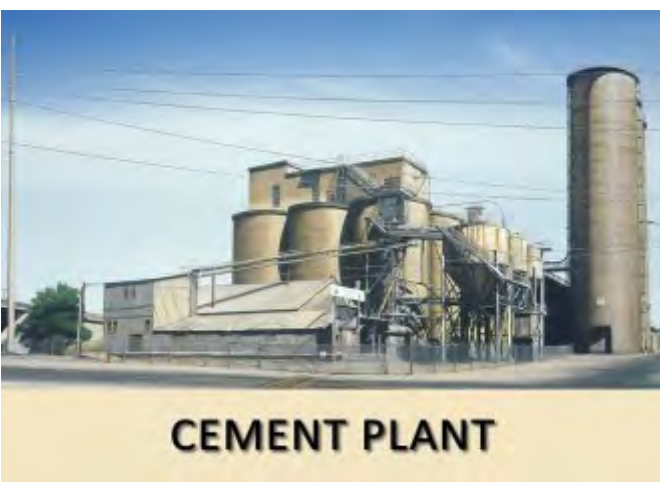
In case where any further appeal or petition is preferred against order or sentence within seven days, until such further appeal or petition is disposed of.

## CONCLUSION:

From the above discussion it has been clear that Ministry has given provisions under companies (Amendment) Act, 2017 to the genuine companies to come out of striking off. The Ministry has also made short term provisions by issuing General Circular No. OS/2018 to make good the disqualification of directors.

-Siddhesh Teredesai

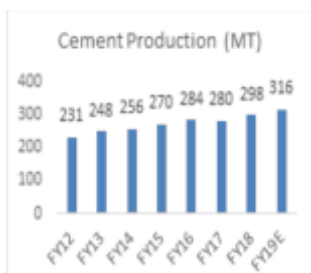
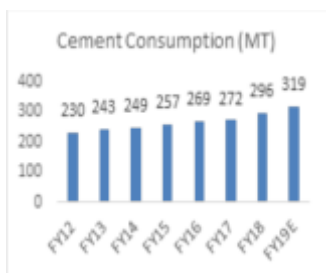
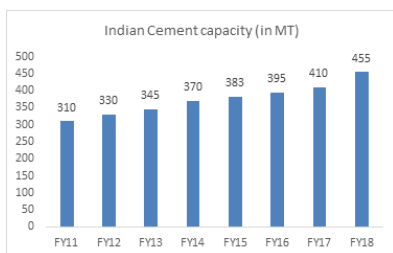
# Indian Cement Sector



India is the second largest producer of cement after China with current production capacity of 455 MT as on mar'18 and is expected to reach 550 MT by 2025. Of the total capacity, 98% lies with the private sector and rest with public sector with top 20 companies accounts for 70 percent of total production. Although the Indian cement industry has some multinational cement giants, like Holcim and Lafarge, it is broadly home-grown with the presence of small & mid-size cement players across regions.

## Production and Consumption:

Capacity increased at a CAGR of 4.7% from 330 MT in FY12 to 455 MT in FY18. For the same period, production increased at a CAGR of 3.7% from 231 MT in FY11 to 298 MT in FY18. Slower than envisaged economic and infrastructural activity, weakness in rural demand due to subdued monsoon and slowdown in real estate activity in large cities had impacted the growth rates of the industry in past few years. This along with surplus supply situation in the Industry had impacted the capacity utilization rate adversely.



## Growth Drivers

### Housing

- Forms the major portion of cement demand at around 67 %
- Real estate market to increase at 11.6% CAGR in 2011-20.
- Government initiatives like Housing for all to push demand in the sector.

### Infrastructure

- Strong focus of government
- 100 smart cities planned
- Projects like Dedicated Freight Corridors and ports under development.
- Metro rail projects already underway in most major cities.

### Urbanisation

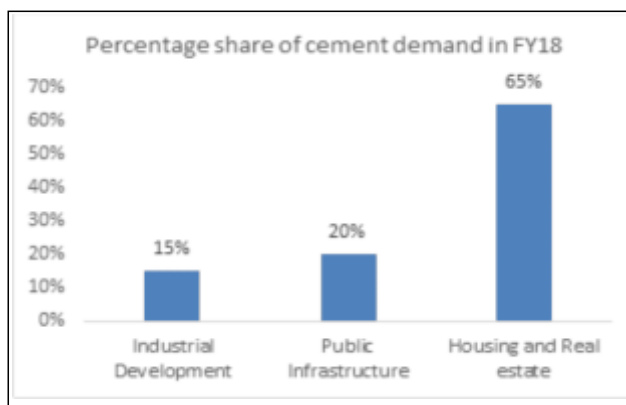
- Development of 500 cities with population of more than 100,000 under new Urban Development Mission

## Opportunities:

India offers a unique opportunity for cement players in the form of robust demand, long term potential,



attractive opportunities and increasing investments. Also India's per capita consumption much less than other countries.



- Government initiatives: Government push for PMAY and housing for all initiatives; upcoming smart cities; Bharatmala and Sagar mala project
- Infrastructure: Increased allocation to infrastructure project in union budget 2018-19 to drive demand; huge opportunity as lack of infrastructure in India; new airports and ports coming up, setting up of SEZs; railway and metro facilities
- Urbanization: As income rises individuals will want to have their own home mainly from smaller cities
- North eastern states offers attractive opportunity which is still lagging behind other states
- Govt. decision to use cement over bitumen for road construction likely to boost cement demand

## Valuing Cement Business

- One of the methods for valuing companies in the cement sector is by using comparable company multiples method i.e. EV/Net sales, EV/EBITDA & P/E. However, there is an additional parameter which needs to be analysed while valuing a company engaged in cement manufacturing
- EV / tonne - It's a common practice to perform valuation of cement companies by dividing their enterprise value by their annual production capacity in million tons

Following factors have to be kept in mind when evaluating cement business:

## Raw material sourcing

- Raw material sourcing involves the availability of high grade limestone. Companies with lower grade of limestone or limestone mining away from plant location get adversely impacted on this parameter.
- Fly-ash, slag and gypsum sourcing has become a

major concern for the industry in recent times. Better control on these elements helps the company score against its competitors.

## Power

- Higher share of captive power plant enables companies to save on the Power cost as well gives better control on the output.
- Plant and power plant should be designed for multi fuel usages

## Market Structure

- Players present in high utilisation regions are favoured compared to players operating in low utilisation region
- Players present in highly consolidated market are favoured compared to players operating in a fragmented market

## Capacity

- Players with capacity share spread across different regions are preferred compared to a regional player, diversified players have better ability to absorb demand and pricing shock compared to pure regional players
- Regional capacities are valued depending on the regional outlook: regional utilisation, pricing, market fragmentation etc.

## Proximity to markets

- Proximity to markets has a significant impact on margins, as freight costs account for approximately 16-20% of total costs. Certain cement manufacturers who have access to coastlines and ports effectively use water transport as a cheaper alternative, thus enhancing margins
- Manufacturers tend to sell cement at the nearest market first and sell in distant markets only if additional realisation is greater than freight costs incurred. This results in significant regional price variations
- Regional price variations have a direct impact on sales realisation. Regions where cement manufacturers are clustered may have an adverse demand supply scenario which drives down prices. Regional prices are also dependent on the effective working of the 'cartel' formed by major cement manufacturers

## Merger and Acquisition

The Indian cement industry saw a phase of de-consolidation during FY08-14, where several regional



players added capacity to tap cement demand. However since FY 14 the industry has been going through consolidation phase with large Indian cement players preying on smaller ones and foreign cement major acquiring controlling stake in Indian majors.

The compelling reasons why domestic and foreign cement majors appear to be sobullishon Indiaare:

- Excess capacity of the existing players which can be used to fulfil the global demand at lower cost of production
- Entry of foreign players who wanted a pie of untapped Indian market.
- Rising cost of greenfield projects which also tends to have longer gestation period.
- The gestation period of setting up a Green field cement plant has been on rise, at present the gestation period has increased to 5-7 Years from the time of conceptualisation to implementation. The rise in gestation period is mainly because of increased time duration for land acquisition and gaining environment clearances.
- The time period for a Brown field expansion is 18-24 months.
- Additionally, stressed assets such as Binani, Kalyanpur and Murli Industries are being acquired by larger players

Acquirer	Target	Capacity (mm tonnes)	Deal Value (Rs/t)	Period
Orient	Jay Pee Group	4.2	4875	16-Oct
Nirma	Lafarge	11	8454	16-Jul
Ultratech	Jay Pee group	21.2	7863	16-feb
Birla Corporation	Reliance Cement	5.5	8727	16-Feb

## Valuation Matrix:

(in Rs. million)	Net Sales		EBITDA		PAT	
	FY19E	FY20E	FY19E	FY20E	FY19E	FY20E
ACC	123480	150084	20104	22186	10364	12155
Ambuja Cements	251496	272105	41925	45825	22301	25295
Dalmia Bharat	98054	105762	24596	26530	8513	9560
Heidelberg Cement India	20089	21270	3760	4278	1372	1672
The India Cements	58125	64778	8146	9213	1712	2256
JK Cement	49428	53508	9296	9874	4437	5257
JK Lakshmi Cement	37881	42724	4575	5432	1430	2298
Sagar Cements	12889	15140	2215	2691	740	1180
Shree Cement	118572	137888	30831	34666	17141	19870
Ramco Cements	51005	56878	12769	14901	7973	9855
Ultra Tech Cement	355191	398504	70387	79511	27934	35931

	EPS		P/E (x)		EV/EBITDA (x)	
	FY19E	FY20E	FY19E	FY20E	FY19E	FY20E
ACC	55.1	64.7	28.3	24.2	13	11.5
Ambuja Cements	8.7	9.7	26.6	23.7	9.4	8.4
Dalmia Bharat	79.7	90.4	35.7	31.4	12.1	11.2
Heidelberg Cement India	6.1	7.4	24.9	20.5	10.8	9.4
The India Cements	5.6	7.3	25.4	19.3	8.5	7.8
JK Cement	63.5	75.2	15.9	13.4	9.2	8.6
JK Lakshmi Cement	12.1	19.5	35.4	22	14.4	12.1
Sagar Cements	36.3	57.9	24.3	15.2	10.4	7.2
Shree Cement	492	570	33.2	28.6	17.9	15.9
Ramco Cements	33.8	41.8	26.2	21.2	17.2	14.8
Ultra Tech Cement	101.8	130.9	39.5	30.7	17.7	15.4

## Future Prospects

- Cement demand is closely linked to the overall economic growth, particularly the housing and infrastructure sector. If the rate of growth of consumption remains low at 5-6%, the existing capacity would be sufficient to meet the cement demand for the next few years.
- Higher government spending on infrastructure and housing, and rising per capita incomes will be key growth drivers for the cement industry. There have also been positive moves on the policy front, in areas related to ease of doing business, promoting start-ups, rationalising the tax structure and administration, and opening up more areas for foreign investment through the automatic route. The government is substantially stepping up infrastructure spending.
- Over a five-year period, cement demand is expected to increase at 6-7% CAGR, led by revival in government spending in housing (especially affordable housing), marginal uptick in private housing, and fast growth in infrastructure spends (especially urban infrastructure, road, and irrigation). At regional level, eastern states followed by central and north regions would see healthier growth in demand over a low base as the state governments sharpen focus on development

-Bharat Agarwal

# Proind Compliance Controller



**Mr. Harinder Singh**  
Director, Proind

## Compliance Issues faced by Corporates

**As per SEBI, there were a total of 2,498 cases of non-compliance in the year-ended 31 March 2016, according to BSE data.**

As per Apprentices Act 1961, Section 19(2), (3) the employer has to furnish information and returns to concerned authorities and if not done, there can be imprisonment upto 6 Months.

As per Insecticides Rules, 1971, Rule 15(2) non submission of monthly return of sales can lead to imprisonment upto 2 years.

The Contract Labour (Regulation and Abolition) Central Rules, 1971 - any employer who does not send FORM XXV is liable for a jail term upto 3 months.

Companies Act, 2013 - Section 134 5(f): "directors responsibility statement shall also include the statement that the directors has devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively."

Compliance in the past few years has taken the center-stage in any corporate, be it big or small. The onus of Non-Compliance falls mostly on the Senior Management and with organizations expanding and diversifying, the need of adhering to the compliances has become even more. If we take a medium sized company with one manufacturing location, they also have to comply with more than 200 + Acts/Rules.

Most of the organizations use old methods and manual processes like Excel Monitoring, making a note somewhere for the next date of compliances.

The issues with Manual tracking is:

1. Compliance tracking is mostly a fragmented effort with lots of spreadsheets, database and documents
2. No knowledge of the upcoming events
3. If we miss the activity, there might be a penalty and the organizations need to bear it.
4. If the concerned person leaves, the compliances go haywire

Other than these there are major challenges being faced by corporates:

1. Limited awareness among employees about the compliances

2. Responsibility is not clearly defined
3. No system in place to control declining monitoring
4. Information related to compliance and non-compliance are not readily available
5. Compliance Assurance system is not in place
6. Existing compliance management system is more people oriented instead of system oriented

And at the end corporates spend around 60% of their time in these tasks which we have identified as 3R's-Reminder, Review and Rechecking.

## Proind: It's beginning

Corporates were facing these issues day in day out and there were no solution to address these problems. We at Proind identified it as a huge area where we could add value and give a solution to these problem/ pain areas.

The solution which we intended to provide had two major aspects:

1. Technology to be used: Being from the technology field we at Proind always believed that the technology used for developing the platform shall be user friendly, robust and economical to users
2. Legal Team: providing only technology and a platform would not have sufficed the requirement of the corporates as the laws are very dynamic in nature and India being divided into 3 levels- Central/State/Local it was even tougher for the organization to map and manage changes every now and then.

After discussing and brainstorming with both the teams, Proind came up with a robust and state of art solution for Compliance Tracking:

1. Process and tool designed by Legal and Compliance Experts
2. Statutory/Regulatory compliance risk assessment and identification by experienced team
3. Central Repository of all the compliances
4. Real time input of activity by users
5. Maker and Checker concept
6. Automated alerts for due dates and escalating and flagging of non-compliances
7. State of art multi-layer reporting through our Compliance Controller Software
8. Option of Providing the services on SaaS
9. Auditors Room: Where only a specific part of the solution can be accessible to auditors

Major benefits of the Compliance Controller Solution:

1. Cost Effective and Enhanced Productivity
  - More streamlined compliance monitoring process
  - Reduction in re-work & follow-up costs
  - Elimination of penalties due to real time monitoring
2. Zero Tolerance
  - Responsibilities are clearly defined, monitored and tracked
  - Escalation with no exceptions
3. Change Management
  - Role assignment and reassignment on click of the button
  - Ability to seamlessly integrate leave planning for users
4. Controlled - Legal Exposure
  - Document access can be controlled
  - Risk Assessment and Treatment Plan

Some of Proind key USP's:

1. Comprehensive service and solutions provider, In-hous
  - Legal / Compliance team
  - IT development & delivery team
2. Experienced Legal Team
3. Robust quality process
  - Legal review services
  - IT product development and release
  - ISO 9001 and 27001 Certified

- Customized compliance list based on nature of business, type of organization, and size of establishment

4. Unique delivery process including review meeting with client functional teams

In the journey started about 6 years ago we have added around 100+ customers in various segments and are providing compliance tracking for all 29 Indian states and 7 union territories and are the only solution provider associated with ICSI (Institute of Company Secretaries of India) for providing the tool for secretarial audit Pan India.

## Case Study: Bajaj Auto

Background:

- Amongst the top 10 business houses in India
- US\$ 2 Billions company; world's fourth largest two- and three- wheeler manufacturer
- Corporate Office and 4 Plants (3 different states); and 16 Sales Offices

Issues:

- Tracking Labour compliances (Internal and of Sub-Contractors) was major challenge
- Corporate compliance and HR teams were spending considerable amount of time for tracking compliances at plants and sales offices
- Sr. Management wanted to institutionalize compliance processes

Solution:

- Solution based on Proind Compliance Controller platform
- In Phase I, compliances for laws relating to labor, environment and shop and establishment were delivered
- Compliance Calendar for users created
- In Phase II, compliances for finance, taxation and corporate laws were delivered
- Support process was established

Benefits:

- Consolidated view of all compliances on single platform and tracking of documents and information helped in increasing productivity by 50%
- Uniform interpretation of all compliance requirements
- Changes in legal requirement and compliance responsibilities are easily managed
- Elimination of penalties and fines because of proper monitoring of compliance requirements



# Market Updates

## JSW Steel plans bid for Arcelor Mittal's Romanian plant

India's biggest steelmaker JSW Steel is expected to make a bid for ArcelorMittal's Galati plant in Romania, three sources told Reuters, potentially competing against Ukraine's Metinvest and Italy's Marcegaglia.



ArcelorMittal, the world's biggest steelmaker, has had to put six European assets up for sale to get approval from European competition authorities for its purchase of Italy's giant Ilva plant. Analysts at investment bank Jefferies estimate the combined value of the assets up for sale is \$752-940 million and Galati, the country's biggest steel plant employing about 5,600 people, is the largest of those assets. Bank of America-Merrill Lynch is handling the sale, which it aims to complete by the end of 2018. According to the European Commission, ArcelorMittal has agreed to provide an undisclosed amount of financing to the buyer of Galati to ensure that its steel output grows and the plant remains viable and competitive.

## Paytm snaps up Flipkart- and Tiger Global-backed Cube26

One97 Communications Ltd, the parent of digital payments firm Paytm, has acquired Delhi-based mobile technology startup Cube26 Software Pvt. Ltd to improve consumer engagement experience. The Cube26 team will help add more social engagement features to Paytm's products and services, Paytm Chief Financial Officer Madhur Deora said in a statement. The financial terms of the deal were not disclosed.



The acquisition marks Paytm's second buyout within two months. In May it bought Chennai-based Orbgen Technologies Pvt. Ltd, which runs online ticketing platform TicketNew and was backed by common Chinese investor Alibaba Group.

## Bajaj Electricals to buy non-stick cookware firm Nirlep Appliances

Consumer durables firm Bajaj Electricals has said that it will acquire non-stick cookware company Nirlep Appliances Pvt. Ltd for Rs 42.5 crore (\$6.28 million) in a cash deal. Bajaj Electricals will initially acquire 80% of the target company's shares within 60 days, it said. Subsequently, Bajaj Electricals will have the right to exercise a call option to acquire the remaining stake at any time, the company added.

The acquisition is expected to provide Bajaj Electricals a strong foothold in the non-electric kitchen appliances category and access to a quality manufacturing setup in western India, said Gaurav Agarwal, Director at Investment Bank Singhi Advisors, which was the sole financial advisor for the transaction.

## Cleartrip spreads its wings overseas with deal to buy Saudi Arabia's Flyin

Mumbai-based online travel agency Cleartrip Pvt. Ltd has bought the Saudi Arabia-based Flyin in its first cross-border acquisition. The acquisition is likely to strengthen the company's operations in the Middle East, Cleartrip said in a statement. It didn't disclose financial details of the deal.

The deals comes six years after Cleartrip entered the Gulf Cooperation Council region in 2012. The combined entity is likely to account for 60% market share in the Middle East online travel agency market, Cleartrip said.

## DoT may give conditional nod to Vodafone, Idea merger

The Department of Telecommunications (DoT) is set to give conditional approval to the merger of Vodafone India and Idea Cellular in the next couple of days, which will close the largest M&A deal in the sector and bring together India's second and third largest telcos to create the country's largest carrier.

Telecom minister Manoj Sinha is believed to have signed off on the merger and a final letter is likely to be issued soon, said people in the know. The DoT is expected to lay down conditions that Idea Cellular would have to submit a bank guarantee of Rs 2,100 crore as one-time spectrum

charge (OTSC) — the market fee for administrative spectrum it holds — and seek an undertaking for paying dues from spectrum usage charge and license fee that both companies owe to the government, as per the merger and acquisition rules. All of these dues though are stayed in various courts, hence the KM Birla-owned company will have to pay them when the courts give their final ruling, whenever that may be.

## Emami picks up stake in US beauty products firm

Fast-moving consumer goods maker Emami Ltd said on Friday that it has picked up a 7.54% stake in US-based beauty care products firm Loli Beauty Inc. for \$565,000 (Rs 3.83 crore) in a cash deal.

In a stock-exchange filing, Emami said it had made in the investment in Loli Beauty through its wholly-owned subsidiary Emami International FZE, which is based in the United Arab Emirates. Separately, Emami also said that one of its promoters had invested \$100,000 (Rs 68 lakh) in Loli Beauty for a 1.33% stake. The identity of the promoter has not been disclosed. Incorporated in July 2014, Loli Beauty was founded by Tina Hedges, who had stints with L'Oréal, The Estée Lauder Companies and Halston Borghese before becoming an entrepreneur, according to her LinkedIn profile.

## Air cooler maker Symphony to acquire Australia's Climate Technologies

Ahmedabad-based air cooler manufacturer Symphony Ltd has agreed to acquire a 95% stake in Australia's Climate Technologies Pty Ltd, the Indian company said. The acquisition will add to Symphony's international footprint and provides an opportunity to reduce business risks as a result of opposite winter and summer seasons in India and Australia, Symphony said in a stock-exchange filing. The deal valuation will be 40-44 million Australian dollar (Rs 201-221 crore or \$29.7-32.7 million) depending on earnings before interest, tax, depreciation and amortisation for the year through June. The valuation is subject to change based on customary closing conditions, it added.

## Capital First, others invest in digital lender SMECorner

DigiKredit Finance Pvt. Ltd, which operates digital lending platform SMECorner, has raised \$7 million (Rs 47.5 crore) in an investment round led by non-banking financial company Capital First Ltd.

SMECorner's chief executive Samir Bhatia told VCCircle that existing investors Accion Ventures and Dutch Good Growth Fund had also contributed.

The investment is a combination of equity and debt, he added. Capital First said in a stock-exchange filing that it had agreed to acquire a 14.24% stake in SMECorner for Rs 12 crore (\$1.7 million) as it seeks to tie up with the firm for loan origination. The transaction is expected to be completed within the next 15 days, it added.

Bhatia said the other investors provided an additional Rs 10 crore in equity investment, while Capital First contributed a further Rs 25 crore in debt. He also said the firm plans to raise another equity round of \$10-20 million by the end of this fiscal and separately another \$15 million in debt. The company is looking to disburse loans worth Rs 300-400 crore in this financial year, he added.

Digikredit, through its digital lending platform SMECorner, offers access to business loans for micro, small and medium enterprises.

## Abu Dhabi oil giant to pick up stake in Ratnagiri refinery project

Abu Dhabi National Oil Company (ADNOC) will shortly sign an initial agreement to pick up to 25 per cent stake in the planned USD 44-billion refinery-cum-petrochemical project in Ratnagiri, Maharashtra.

ADNOC joins Saudi Aramco, the world's largest oil producer, in the project which is planned to come on stream by 2025. Saudi Aramco had in April signed an agreement to take up 50 per cent stake in the Ratnagiri refinery project. Aramco had, at the agreement signing event, stated that it will at a later date dilute some of its 50 per cent equity stake in the 60 million tonne-a-year refinery project in favour of another strategic investor.

Now, the Saudi national oil company is diluting some of that stake to ADNOC, they said, adding the Abu Dhabi company may take up to 25 per cent stake in the project. As per the April agreement, Aramco is to supply half of the crude oil required for processing at the refinery that will be commissioned by 2025.

ADNOC will now supply some of the crude to be processed at the unit. State-owned refiners Indian Oil Corp (IOC), Hindustan Petroleum Corp Ltd (HPCL) and Bharat Petroleum Corp Ltd (BPCL) will own the remaining 50 per cent stake.

# Graded Surveillance Measure

Securities and Exchange Board of India (SEBI) and the Exchanges have been introducing various enhanced surveillance measures with a view to enhance market integrity and safeguard interest of investors. Various surveillance measures such as reduction in price band, periodic call auction and transfer of securities to Trade for Trade segment from time to time have been introduced from time to time.

## What is Graded Surveillance Measure?

SEBI introduced the Graded Surveillance measure to keep a tab on securities that witness an abnormal price rise that is not commensurate with financial health and fundamentals of the company such as earnings, book value, price to earnings ratio among others.

The underlying principle behind the graded surveillance framework is to alert and protect investors trading in a security, which is seeing abnormal price movements. SEBI may put shares of companies under the measure for suspected price rigging or under the ambit of 'shell companies'. The measure would provide a heads up to market participants that they need to be extra cautious and diligent while dealing in such securities put under surveillance.

## How does it work?

Once a firm is identified for surveillance it goes through

six stages with corresponding surveillance actions and the restrictions on trading in those securities gets higher progressively.

Stage	Surveillance Actions
I	Transfer to Trade for Trade with price band of 5% or lower as applicable.
II	Trade for Trade with price band of 5% or lower as applicable and Additional Surveillance Deposit (ASD) of 100% of trade value to be collected from Buyer.
III	Trading permitted once a week (Every Monday) and ASD of 100% of trade value to be collected from Buyer.
IV	Trading permitted once a week (Every Monday) with ASD of 200% of trade value to be collected from Buyer.
V	Trading permitted once a month (First Monday of the month) with ASD of 200% of trade value to be collected from Buyer.
VI	Trading permitted once a month (First Monday of the month) with no upward movement in price of the security with ASD of 200% of trade value to be collected from Buyer.

At present, there are 6 stages defined under GSM framework viz. from Stage I to Stage VI. Surveillance action has been defined for each stage. Once the security goes into a particular stage, it shall attract the corresponding surveillance action. The security shall be

placed in a particular stage by the Exchange based on monitoring of price movement and predefined objective criteria.

Every quarter, reviews will be carried out for the securities concerned and depending on the progress made, they could be moved back from a higher to a lower stage in a sequential manner.

However, securities directly shortlisted under Stage I shall not be eligible for relaxation of surveillance action.





## Additional Surveillance Deposit (ASD)

Buyers of shares that are under an advanced stage of graded surveillance measures will be charged "additional surveillance deposit". The trading member has to collect the ASD for all applicable transactions.

The ASD is charged to the buyer of the transaction. It is not charged to the seller. The buyer shall be charged even if he enters into another sell transaction in the said security. The trading member has to collect the ASD for all applicable transactions, including on those done "on own account as well as transactions done in client account

- For example, ANG Industries Ltd is a GSM Grade I stock and can be seen on ANGIND page on both BSE & NSE website.

## Important points about the Graded Surveillance Measure

As and when a security is shifted to various levels of surveillance, it is publicly announced on a daily basis on BSE and NSE websites as well as through circulars to the stock brokers. Moreover, the exchanges can also appoint independent auditors to audit the books of accounts of these companies and do forensic audit, wherever needed.

This indirectly may also be an indication that the sudden rise in either the volumes traded or the price increase are not commensurate with the fundamentals of the said companies and hence small / retail investors are protected from getting stuck in such stocks inadvertently on some wrong advice.



including the institutional transactions". It has to be paid in cash only. ASD is applicable on all category of Client(s) and Exchange collects the amount from the 'buying' Trading Member.

In case of default in payment of ASD, appropriate penal actions may be initiated against the concerned trading member.

ASD does not get refunded or adjusted even if securities purchased are sold off at the later stage within a quarter. ASD is retained till review of the graded surveillance measures (GSM) stages i.e. quarterly review.

## Identifying if a company is in GSM

- The list of securities that are moved in or out of GSM or having a change in grade is published / revised almost every trading day and is put on BSE & NSE websites.
- If a company is GSM graded, on BSE website, it will be mentioned on the top right part of the page in red color and on NSE website, it is mentioned along with the stock details.

The only challenge for the small investors is that these announcements are often made at very short notice and implemented from the next day itself thus giving those who have already entered the stock less than adequate time to exit it. Of course, there is also potentially another risk. For example, even if time is given, the stock might crash next day on the news, triggering the lower price circuit and leaving no exit opportunity.

Further, while placing an order on a security which is under Graded Surveillance Measure (GSM) / Additional Surveillance Measure (ASM) / Insolvency Resolution Process (IRP) as per Insolvency and Bankruptcy Code (IBC) an alert message "Security is under Surveillance Measure / Insolvency Resolution Process, would you like to continue?" are displayed on NEAT/NEAT+.

■



# CASE STUDY

## Impact of Contingent Liability on Indian Companies

### What is contingent liability?

Depending on the outcome of an event, a contingent liability is the potential liability that may occur in the future and could have an impact on profitability and business of a company. These are event based risks that are not expected to materialise under steady circumstances but in case they do, they have the potential to wipe out substantial portions of companies balance sheets.

Corporate guarantee given for a subsidiary company, a pending lawsuit against the company whose liability is not ascertained, Letters of Undertaking, foreign exchange contract could be a few forms of contingent liability.

### Impact on Stock Price

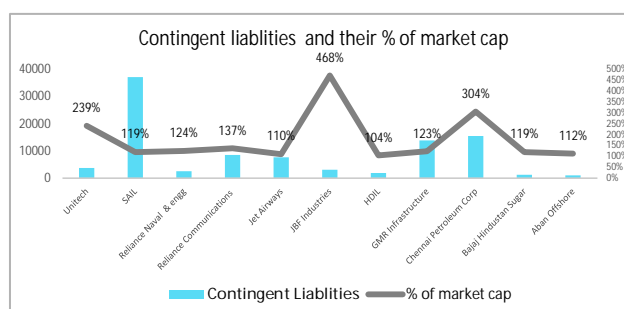
Factors such as market share, growth, profitability, product quality and sector fundamentals play a significant role in influencing stock prices, the impact of contingent liabilities cannot be disregarded. According to a study, companies with rising contingent liabilities severely underperformed the market while companies with falling contingent liabilities, outperformed the market.

Given the nature of contingent liabilities, establishing a direct relationship with stock prices becomes very difficult. Contingent liabilities, by their very nature, present a risk, which can be operational or financial. A realistic assessment of such risks alters the valuation of a company. The nature of contingent liability is of primary importance.

### Area of concern

One major area of concern for investors is that in many cases, contingent liabilities are far greater than their market capitalisation. This essentially means if any of these risks, sitting outside the balance sheet, materialize,

then it could negatively affect shareholders by impacting market capitalisation significantly.



### Key Sectoral Trend

These liabilities are due to long gestation projects, high financial leverage and stressed assets in many sectors, including power, construction and metals.

Banks turning risk-averse and asking for more and more corporate guarantees from leveraged firms, which leads to higher contingent liabilities, is another major contributor to this. For instance, in case of sectors like iron and steel, credit ratings have come down in the past and banks have been asking for more collateral or guarantees for the same amount of loan or exposure creating higher liabilities.

In the power sector, many projects are stuck due to lack of fuel, particularly in the case of gas-based power plants. To support credit risks, the parent company or the holding company of these assets have been providing more and more guarantees.

## Corporate Guarantee and Shriram Transport

### What is a Corporate Guaranty?

A guaranty to a lender that a loan will be repaid,

guaranteed by a company other than the one who took the loan. Typically, a larger company (often a parent company, or another related company) will make the guarantee on behalf of a smaller company who may not be well known or have developed a relationship with the lender

## About Shriram Transport Finance

Shriram Transport Finance Company Limited (STFC) is the flagship company of Shriram Group – a diversified group with interests in financial services viz. Commercial vehicle finance, Consumer Finance, life and general insurance, stock broking, chit funds and distribution of financial products such as life and general insurance products and units of mutual funds. Established in 1979, STFC is one of the largest asset financing Non-Banking Finance Company. Headquartered in Mumbai, STFC has played a credible role in financial inclusion of millions of First Time Buyers (FTBs) and driver-turned owner (DTO) by offering affordable finance on pre-owned commercial vehicles (CVs).

STFC, being a pioneer in pre-owned CV segment, has institutionalized its expertise in loan origination, valuation and collection. Over the years, STFC has created “an ecosystem of empowerment” by expanding its products and services to encompass similar asset classes: pre-owned and new commercial and passenger vehicles, tractors, 3 wheelers, multi-utility vehicles, etc. and ancillary services: finance for working capital, engine replacement, small business finance loans and tyre-loans as holistic financing support.

### Issue:

Company in its FY18 annual report, has disclosed an off-balance sheet exposure of INR 871 crore, as a corporate guarantee for group company Shriram Venture Ltd. The corporate guarantee is secured by the shares of Shriram Ventures (SVL). SVL Ltd, through its subsidiary Shriram EPC, was into renewable energy and various EPC, industrial contracts, consultancy businesses, etc. The financials had been deteriorating for SVL due to a slowdown in EPC, etc. and repayment issues hence SVL was dragged into NCLT. The cash flow of Shriram EPC may be disrupted, therefore repayment of NCDs by SVL could be impacted.

If the guarantee is invoked on default of NCD repayment, SHTF would have to make the provision for the same, which will impact the EPS and Net worth of the company.

## Financials

Income Statement	FY13	FY14	FY15	FY16	FY17	FY18	5 Yr CAGR
Net Income	7016	8480	9180	10362	10904	12340	12%
YoY %		21%	8%	13%	5%	13%	
Interest costs	3059	4202	4675	5058	5186	5370	12%
YoY %			11%	8%	3%	4%	
PAT	1464	1358	1028	1184	1266	1554	1%
YoY %		-7%	-24%	15%	7%	23%	
Balance Sheet							
Net worth	7338	8510	9266	10175	11332	12588	
Long term borrowings	20043	23962	32856	30269	33699	40376	
Total Assets	47274	52332	62154	68013	74446	88486	
Ratios							
PAT margin	20.9%	16.0%	11.2%	11.4%	11.6%	12.6%	
EPS	64.52	59.85	45.33	52.16	55.78	68.51	
ROA		2.73%	1.80%	1.82%	1.78%	1.91%	
ROCE	7%	6%	4%	4%	4%	4%	
RONW	20%	16%	11%	12%	11%	12%	

## ICRA's Outlook on SVL borrowings

ISIN No.	Name of the instrument	Date of issuance	Coupon rate	Maturity Date	Size of the Issue (Rs. Cr)	Current Rating and Outlook
INE227R08010	NCD*	June 30, 2015	-	June 28, 2019	650.00	[ICRA]AA (SO) (Stable)
INE227R07012	NCD	September 21, 2015	5% p.a.	September 20, 2020	112.50	[ICRA]D
-	Term Loans*	April 2015	Base rate + 2.25%	March 31, 2019	110.50	[ICRA]D
-	Unallocated Limits	-	-	-	50.50	[ICRA]D

\*Coupon payable as redemption premium at maturity; \*outstanding as on March 2016 after repayments.

## Impact on the following Line items

Net Revenue: This will have no material impact on the business.

PPOP: There will be no impact on PPOP, hence we continue with our previous PPOP target of ~ INR 63bn and 74bn respectively for FY19E & FY20E, registering 16% CAGR over FY18-20E.

PAT: PAT is likely to be impacted with provision on off-balance sheet exposure.

Net worth: To be likely negatively affected by provisioning.

## Impact on Share Price



stock fell sharply by 20% in early trade. However it recovered closing 11.8% down to Rs 1144.85 after the management assured that the group companies will honour commitments. It closed down to Rs 1110.55 by 14.47% in last four trading session.

Though the company posted strong FY18 results, but the investors were taken by surprise since this was the first time that the name was mentioned about Group Company. In earlier annual report this was shown in the balance sheet, under contingent liability.

## Letter of undertaking and Punjab National Bank

### What is letter of undertaking?

It is a widely accepted provision of bank guarantees known as a letter of undertaking (LOU) under which a bank can allow its customer to raise money from another Indian bank's foreign branch in the form of a short term credit. The LOU serves the purpose of a bank guarantee for a bank's customer for making payment to its offshore suppliers in the foreign currency.

### About Punjab National Bank

Punjab National Bank, India's first Swadeshi Bank, commenced its operations on April 12, 1895 from Lahore, with an authorised capital of Rs 2 lac and working capital of Rs 20,000. Far-sighted visionaries and patriots like Lala Lajpat Rai, Mr E C Jessawala, Babu Kali Prasono Roy, Lala Harkishan Lal and Sardar Dyal Singh Majithia displayed courage in giving expression to the spirit of nationalism by establishing the first bank purely managed by Indians with Indian Capital. During the long history of the Bank, 7 banks have merged with PNB

### Issue

On 14<sup>th</sup> Feb, 2018, PNB informed the Bombay Stock Exchange that it had detected "fraudulent and unauthorised transactions" amounting to Rs 11,400 crore at its Brady House branch in Mumbai. The "fraudulent transactions" involved PNB officials handing out Letters of Undertaking to companies associated with Nirav Modi, allowing him to access massive foreign exchange loans that were completely unsecured. These transaction of USD 1.77 billion were contingent liabilities. These liabilities are off balance sheet items like letter of credit, guarantees, derivative contracts etc. Some more fraud

was detected in days to follow which took the total fraud to Rs 14,000 crore.

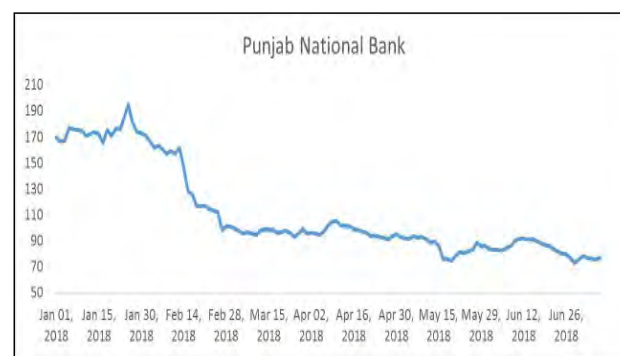
### Financials

Bank reported the biggest-ever quarterly loss in Q4 'FY18 in Indian banking history, partly a fallout of the Rs 14,000-crore fraud involving jewellers Nirav Modi, Mehul Choksi and their firms. The Reserve Bank of India's new stressed asset framework also added to the bank's pain.

The bank reported a net loss of Rs 13,417 crore in the fourth quarter ended March compared to a profit of Rs 262 crore in the year-ago period,

### Share price

PNB's share price immediately plunged 9.81% dragging down shares of other public banks as well. Over the following week, PNB's shares fell 28%. The bank lost Rs 10,781 crore market cap in just 4 days and since then it has not been able to recover.



### Conclusion

Contingent liabilities do have an impact on financial health of the company. It might not appear at the first look but investors and analysts have to dig into footnotes to see any signs of contingent liabilities. Companies have to make provisions for them which may not impact current performance but future performance. Share price of the companies fell and in some cases dragging down its peers too causing investors' fear of similar problems with them.

-Bharat Agarwal

# ACEPRO CONTRA SECTOR ROTATION STRATEGY

*-New PMS strategy by Acepro Advisors*

AcePro Advisors Pvt Ltd. is a subsidiary of Sarthi Capital Advisors Pvt Ltd., a part of Sarthi Group . Acepro Advisors provides Portfolio Management Services and has recently launched a new fund – Acepro Contra Sector Rotation Strategy.

The Indian equity market is likely to remain range-bound with a downward bias due to not so cheap valuation, subdued sentiment due to political overbearing, disparate growth, non-uniform institutional interest and not so encouraging macro numbers.

In view of flattish market movement expectation – we would invest in companies returning to higher growth trajectory, available at relatively lower valuation in current market, mainly from mid/small cap space

Our objective is to go contrarian where there is margin of safety.

## Portfolio Constituents

- Max no of stocks – 12
- Max sector exposure – 3
- Contra sector exposure to keep rotating across different sectors

## Capitalization Bias

- Market cap agnostic

## Stock Selection

- Companies having good historical financials or there should be expectation of improvement in financials in future

## Sector Allocation

- 80% exposure to 2 contra sectors
- 20% exposure to 1 non-contra sector

## Sector Rotation

- Exposure to contra sectors to keep rotating based on sectoral developments

## PMS Details

Minimum Investment	INR 25 Lakhs
Mode of payment	By fund transfer/cheque and/or stock transfer
Exit Load	1.5% for first 18 months
Investment Mgmt Fee	2.50% annualised payable monthly
Performance fee	20% Profit sharing with hurdle rate of 20%
Servicing	Web access to portfolio reports
Custodian	Orbis Financial Corporation Limited
Fund Manager	Mr. Kunj Bansal

An Investor Education and Awareness Initiative by Taurus Mutual Fund

**5 BIG REASONS TO START A SMALL SIP**

- Lighter on the wallet
- Makes market timing irrelevant
- Benefits from power of compounding
- Enables rupee-cost averaging
- Helps in goal planning

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Chennai: 044 - 42634538    Pune: 020 - 66215712/13

Mutual Fund investments are subject to market risks, read all scheme related documents carefully



## DEVELOPMENTS

# Market Developments

Incorporated in 2017, Priti International Limited is engaged in the manufacturing and exporting of Handicraft Products. It also deals in manufacturing of wooden, metal and textile-based furniture and handicrafts products, up cycling and recycling of various kinds of raw, unusable and waste metal and wooden articles. Priti has offered Equity of Rs.5.256 cr at a price of Rs.75 per share at NSE Emerge Platform. The issue was subscribed 4.96 times. Face value of share was Rs. 10.

Incorporated in 2008, Accuracy Shipping Limited is a third party logistics solutions provider. The company offers customized and end-to-end logistics solutions and services including transportation and distribution. Accuracy has offered Equity of Rs. 35.76 cr at a price of Rs.84 per share at NSE Emerge Platform. The issue was subscribed 1.3 times. Face value of share was Rs. 10

Incorporated in 2001, Sonam Clock Limited engaged in clock manufacturing. The company offers a wide range of table and wall clocks at various price points across the budget, mid-level and premium styles offered. Sonam has offered Equity of Rs. 10.11 cr at a price of Rs. 36 per

share at NSE Emerge Platform. The issue was subscribed 2.28 times. Face value of share was Rs. 10.

Incorporated in 2005, Palm Jewels Limited engaged in the wholesale business of gold jewellery. The company sells gold based chains, bracelets, and necklaces. Palm has offered Equity of Rs. 8.90 cr at a price of Rs.30 per share at BSE SME Exchange. The issue was subscribed 1.0458 times. Face value of share was Rs. 10.

Incorporated in 2009, Waa Solar Limited engaged in solar power generation by setting up Solar Power Project and by investing in Special Purpose Vehicle ("SPV") associate and subsidiaries companies which are engaged in solar power generation activities. Waa has offered equity of Rs. 28.18 cr at a price of Rs.161 per share. The issue was subscribed 1.456 times. Face value of share was Rs. 10.

Incorporated in 2013, Nakoda Group of Industries Limited is engaged in manufacturing of tutti fruity (Diced Chelory) also called as Papaya Preserve and canned fruit cubes which comes under the category of bakery products. Nakoda has offered Equity of Rs.6.487 cr. At a price of Rs.35 per share at BSE SME Exchange. The issue was subscribed 1.25 times. Face value of share was Rs. 10.

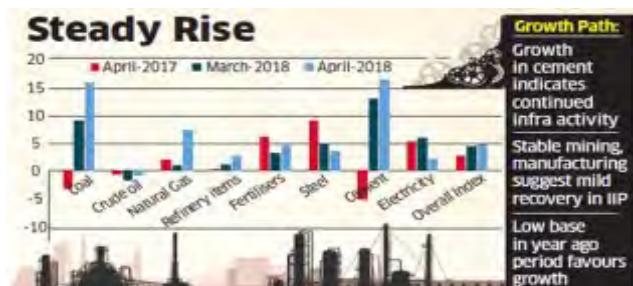
## Forthcoming IPOs

Name of the Company	Exchange	Issue Size (Rs. crore)	Issue Price (Rs. Per Share)
Ushanti Colour Chem Limited	NSE	11.56	60
Saini Alloys Limited	NSE	10.34	50
Deep Polymers Limited	BSE	15.24	40
Ganesh Films India Limited	BSE	8.42	80
Tejaswi Packaging Limited	NSE	13.61	59
Sungold Media and Entertainment Limited	BSE	1.35	10
Salebhai Internet Limited	BSE	23.73	105
Bajaj Superpack India Limited	NSE	16.45	61
Alumilite Architecturals Limited	NSE	15.69	41
Laxmi Goldorna House Limited	NSE	24.84	45
Kshitij Polyline Limited	NSE	8.75	35
Powerful Technologies Limited	NSE	13.55	51
Rajnandini Metal Limited	NSE	4.27	26
Astra Metal Systems Limited	BSE	18.77	45
Dolphin Rubbers Limited	BSE	5.2	26
Add-Shop Promotions Limited	BSE	6.23	26
Lagnam Spintex Limited	NSE	24.6	41

# Other Developments

## Core Sector growth picks up pace in April, rises 4.7%

India's infrastructure industries grew 4.7% in April led by increased output of coal, natural gas and cement. Core sector had grown 4.4% in March and 2.6% in April last year. There is a cumulative growth of 4.3% in the core sector in 2017-18 compared with 4.8% in FY17. The eight infrastructure sectors of coal, crude oil, natural gas, refinery products, fertilisers, steel, cement and electricity, constitute 40.27% of the total industrial production.



While coal output rose 16%, cement production was up 16.6% after having slowed in March. Production of natural gas and fertiliser increased 7.4% and 4.6%, respectively. "A favourable base effect boosted the core sector growth to 4.7% in April. The underlying trends are favourable with a sequential dip in growth in only two of the eight constituents, and only one sector displaying a contraction, amid double digit expansion in cement and coal.". Crude oil output, which has been declining for the last five months, fell 0.8% in April. Refinery production increased 2.7% compared with 1.1% rises in March.

## Retail inflation hits 4-month high, industrial growth steady

Retail inflation inched up to a 4-month high in May on the back of strengthening fuel, housing and food prices, while industrial output growth remained steady in April, prompting economists to say that possibility of another rate hike persists for now. Data released by the Central Statistics Office (CSO) Showed inflation as measured by






the Consumer Price Index (CPI) rose an annual 4.9% in May compared to the previous month's 4.6%. Rural inflation stood at 4.9%, while urban inflation was at 4.7%. Fuel and light inflation rose 5.8% in May, while housing prices shot up 8.4% during the month. Fruit prices rose an annual 12.3%. Pulses and product prices contracted 11.6% in May. "For fiscal 2019, therefore, Crisil expects CPI inflation to perk up to 4.6% from 3.6% a year before. Separate data released by the CSO showed industrial output rose an annual 4.9% in April compared to 3.2% in the same period last year. Manufacturing, which accounts for over 75% of the index, rose a healthy 5.2% in April compared to a 3% expansion in the year earlier period. Capital goods, a key gauge of industrial activity, rose 13% in April compared with a decline of 4.8% during the same month last year. After four successive months of 7% growth, IIP has shown some moderation but economists say they expect the trend to reverse in the months ahead.

## Maharashtra's 2025 agenda: Why state's \$1 trillion GDP target could make it India's growth engine

Aiming at a GDP of \$1 trn, the state is likely to be India's growth engine for the next half a decade. If the CM's agenda goes as planned, Maharashtra will account for 20% of India's GDP in 2025. The state contributes about 15% of the GDP at present. The CM's vision is that Mumbai is the gateway to Maharashtra and therefore needs to be in good shape if state's economy has to do well. Thus, Mumbai is witnessing a sea change in public infrastructure from new bridges to metros and a new airport. This build is likely to take five years and probably result in a big shift in the city's quality of life. ■

## Maharashtra key stats

GDP (\$ bn)	<b>\$424 bn</b> 15% of India's GDP
<b>Sector contribution</b>	
Agriculture	<b>11%</b> 
Industry	<b>30%</b> 
Services	<b>59%</b> 
Per capita income (FY17)	<b>\$2,500</b>
State population	<b>112 mn</b> Equivalent to world's 12th most populous country
Fiscal deficit of GSDP	<b>1.8%</b>
No. of farm holdings	<b>13.6 mn</b>
Lok Sabha seats	<b>48</b> Second highest after UP

Source: Maharashtra Government Budget document, Presentation, Morgan Stanley Research

### Major agricultural reforms

By changing land and labour laws, the CM has sown the seeds for a major migration out of the farm sector to the industrial and services sectors. Maharashtra becomes one of those rare states in India where farm land can be purchased for non-agriculture purposes, setting the stage for land consolidation in the farm sector as well as exodus of marginal farmers into the industrial and services sectors. The state has also liberalised labour laws that now permit greater hiring and firing flexibility for micro and small enterprises as well as relief from onerous regulatory requirements under the old laws. Further, the state has incentivised skilling institutions by providing an outcome-based subsidy. This is probably the most crucial set of reforms by any state in the country.

### Infrastructure focus

In less than 12 months, the state has acquired 93% of the land needed to build the new Mumbai-Nagpur 700-km corridor with 24 nodes or interchanges that will be developed as smart cities along its path. According to the CM, this new highway will set the stage to transfer economic prosperity from the state's major industrial zone cities into Maharashtra's hinterland.

### India, UAE and Saudi Arabia likely to enter into trilateral oil cooperation United

Arab Emirates (UAE) Foreign Minister Sheikh Abdullah bin Zayed Al Nahyan will undertake first ever six-city India visit aiming at creating an energy bridge between Delhi-Abu Dhabi-Riyadh amid impending sanctions on Iran and

volatility in global oil prices that has impacted consumers in South Asia's biggest country. During Zayed Al Nahyan's visit — which is a follow up of Prime Minister Narendra Modi's February visit to the Gulf state — India and UAE would create tri-lateral cooperation with Saudi Arabia to secure Delhi's energy interests that could help to check rising oil prices. ET has learnt that a memorandum of understanding (MoU) will be signed between Saudi Aramco and the Abu Dhabi National. This is the first such trilateral venture for India involving two oil-rich Gulf countries. During Modi's trip to Abu Dhabi this February, Oil and Natural Gas Corporation (ONGC)-led consortium signed a 10% offshore concession agreement, giving Indian companies an opportunity to develop Abu Dhabi's lucrative offshore oilfields which produce about 1.4 million barrels of oil per day. The consortium, led by India's ONGCSE -0.09 % Videsh, contributed a participation fee of \$600 million to enter the Lower Zakum concession, which will be operated by the ADNOC Offshore, a subsidiary of ADNOC, on behalf of all concession partners. This is the first time that an Indian Company will be involved in the development of oilfields in Abu Dhabi. About 8% of India's oil needs are supplied by the UAE

### GST formalising economy, widening tax base, says Finance Ministry

The Finance Ministry said it would be increasingly difficult for businesses to remain outside the tax net as GST is leading to formalisation of the economy. "The (GST) tax base is expected to rise consistently as the incentives for formalisation increase," it said adding that it would make increasingly difficult for those liable to pay tax to remain outside the tax net. The ministry further said steps were also being taken for further simplification of GST structure in order to facilitate tax payers and to extend benefit to the customers. Under GST, there will be "now seamless flow" of availability of common set of data to the Centre and the states, making direct and indirect tax collections more effective.

## What's in Press

### With FinTech Policy And Registry, Maharashtra Govt Envisage To Have 500 FinTech Startups In The State

Maharashtra Cabinet approved the State Innovation and Startup Policy to facilitate 10K startups over the next five years through investments worth over \$782.2 Mn (INR 5,000 Cr). The policy has set a goal to create 500K direct and indirect jobs in the state and also identified a roadmap for setting up at least 15 incubation centres across the state. The booming startup ecosystem in the state is widely acknowledged as Inc42 Data Labs revealed that between January 2017 and September 2017, over \$868 Mn was invested across 135 Mumbai-based startups alone. Established under the Department of Skill Development, the State Innovation Society (MSInS) has also been directed to shortlist 24 business ideas and issue work orders worth \$22,485 (INR 15 Lakh) to each of them as part of Maharashtra Startup Week 2018.

### Startups will be listed on India's stock market very soon! BSE to launch new platform next month

This platform will facilitate the listing of companies in sectors like IT, ITES, bio-technology and life sciences, 3D printing, space technology and e-commerce. Besides, the platform will aid in listing of companies from hi-tech defence, drones, nano technologies, artificial intelligence, big data, virtual reality, e-gaming, robotics, genetic engineering, among other sectors. To provide further incentive to startups, the exchange has announced BSE startup platform at its SME (small and medium enterprise) segment. Criteria for the listing on the platform, company needs to have a pre-issue paid up equity share capital of a minimum of Rs 1cr. The company should be in existence for a minimum period of three years on the date of filing the draft prospectus with BSE. Besides, it should have a positive net-worth. "The companies should preferably have investment by qualified institutional buyer (QIB investors)/angel investors for a minimum period of two years at the time of filing of draft prospectus with BSE and such aggregate investment should be at least Rs 1cr," the exchange said.

### Credit Exposure to MSMEs Improving; impact of Demonetisation, GST Waning: Report

The overall credit exposure has shown the highest growth in last five quarters at Rs 54.20 lakh crore as on March 31, 2018, with micro, small and medium enterprises (MSMEs) segment constituting Rs 12.6 lakh crore (23 per cent) of the commercial credit outstanding, the 'MSME Pulse Quarterly Report' by Trans Union CIBIL-SIDBI showed. After the lows of September 2017, even large credit exposure of over Rs 100 crore has shown two consecutive quarters of recovery in credit growth. Micro credit of less than Rs 1crore and SME of Rs 1-25 crore grew by 22 per cent and 13 per cent, respectively, as of March-end this year, said the report. Large corporates contributing to nearly 67 per cent of commercial credit outstanding exhibit a delinquency of 18 per cent, higher than 16 per cent as on March 31, 2017. The report said the quarterly additions to non-performing assets (NPAs) by the sector showed steepest rise during the second and third quarter of 2017-18.

The rise in bad loans has moderated in the sector but it is too early to conclude that the problem is close to bottoming out, as also the future NPAs of these MSMEs may be drive by Rs 11,000 crore standard credit exposure but belongs to those companies who have atleast one or more credit exposures as NPA by other bank or credit institution, it added. Apart from this there is a system-wide exposure of Rs 1.20 lakh crore of those entities with CIBIL MSME Rank (CMR) of 7 to 10 -- associated with high risk. "These high-risk exposures are expected to add Rs 16,000 crore in NPAs by March 2019. However, strong credit demand in this segment among other things driven by formalisation of MSME segment is likely to keep the overall NPA rate in this segment in check," the report said. New private banks were most successful in tapping the MSME opportunity with banks increasing their lending from 27.5 per cent in March 2018 to 30.3 per cent as on March 2018. NBFCs increased their share to 10.9 per cent from 9.1 per cent earlier. On the other hand, the share of lending by public sector banks has fallen from 57 per cent to 50.4 per cent in the same period.





## SME MARKET STATISTICS

S.No	Name of Company	Issue Price (In Rupees)	Turnover (Rs. In cr)	PAT (Rs. In cr)	Net Worth (Rs. In cr)	RoNW	P/E as per FY18 PAT	Close price as on 25.06.2018	Simple annualised growth rate
1	Pyxis Finvest Ltd	25	5.73	2.27	26.89	8.43%	0.06	32	4.45%
2	Max Alert	20	13.86	0.07	14.54	0.47%	0.02	4.62	-12.92%
3	Jointeca Edu.	16	0.88	(1.08)	12.16	-8.90%	-0.10	11.15	-5.22%
4	Thejo Engg.	402	221.72	13.10	65.75	19.92%	0.07	581.8	7.75%
5	Eco Friendly	16	2.59	0.95	37.42	2.54%	0.00	16.65	0.75%
6	Esteem Bio Org.	16	3.46	1.43	42.37	3.38%	0.00	15.8	-0.23%
7	Bothra Metals	25	22.31	(0.91)	23.58	-3.87%	-0.07	6.97	-13.72%
8	GCM Securit.	16	6.13	0.08	25.93	0.31%	0.00	14.65	-1.61%
9	Money Masters	16	2.34	0.45	11.61	3.85%	0.17	4.55	-14.69%
10	Alacrity Sec.	10	76.32	0.69	26.49	2.62%	0.04	7.4	-5.34%
11	GCM Commodity	16	1.24	(0.07)	15.43	-0.45%	-0.02	5.48	-13.51%
12	R J Bio-Tech	20	15.74	(15.02)	(9.81)	-153.02%	-0.65	24.5	4.74%
13	Subh Tex	15	0.00	0.00	0.00	0.00%	0.00	15.7	1.00%
14	S R G Securities	20	3.19	49.40	11.71	421.94%	1.97	46.75	28.72%
15	Amrapali Capital	16	(25.25)	0.46	81.92	0.57%	0.01	43.75	37.28%
16	Milton Consult.	61	62.36	2.82	88.54	3.19%	0.04	58.5	-0.88%
17	Stellar Capital	20	5.89	0.24	45.52	0.53%	0.02	4.39	-16.79%
18	Agrimony Comm.	10	10.64	(0.04)	12.97	-0.32%	-0.01	3	-16.09%
19	Polymac Thermof.	16	4.19	0.17	10.44	1.63%	0.01	32.8	24.26%
20	LPNWAAL	25	2.26	0.05	9.77	0.49%	0.00	73.8	45.32%
21	Anisha Impex	14	55.38	0.16	17.11	0.95%	0.00	27	21.73%
22	Karimata Cold	20	5.16	0.33	7.14	4.62%	0.07	9	-12.87%
23	R & B Denims	10	220.51	5.84	35.90	16.28%	0.09	46	86.16%
24	GCM Capital	16	3.33	0.09	34.23	0.26%	0.03	2.02	-21.32%
25	SPS Finquest	16	0.43	(0.07)	34.53	-0.21%	0.00	171.5	239.20%
26	Dhanuka Commer.	10	1.28	(24.35)	18.80	-129.56%	-3.42	4.26	-14.20%
27	Tarini Internat.	16	3.14	(0.15)	29.03	-0.53%	-0.01	19	4.69%
28	Bansal Roofing	30	32.73	1.08	10.56	10.22%	0.09	36	5.06%
29	Bhandari Infra.	16	15.36	0.81	22.67	3.57%	0.03	128.7	181.44%
30	Waksons Automob.	16	32.52	0.06	13.05	0.45%	0.00	20	6.77%
31	Anjman Capital	16	28.20	0.49	20.26	2.42%	0.02	25.5	16.12%
32	Powerhouse Gym	16	4.89	-0.50	10.76	-4.66%	-0.07	6.54	-16.07%
33	Jet Infrastructure	16	3.24	0.12	6.23	1.87%	0.01	147.1	228.65%
34	Captain Pipes	40	43.76	1.50	8.15	18.42%	0.11	32.75	-5.12%
35	Raghunavsh Agro.	16	29.19	5.32	35.46	15.00%	0.08	75	108.19%
36	Filtrat	42	53.59	2.19	11.37	19.28%	0.13	22.5	-14.52%
37	Yogya Enterprise	15	4.36	0.22	4.86	4.57%	0.03	20	10.43%
38	Athena Construc.	16	0.71	0.02	7.66	0.22%	0.00	12.7	-6.46%
39	O P Chains	11	24.26	0.04	30.65	0.14%	0.00	13	5.72%
40	Shanti Educat.	90	24.81	1.58	47.52	3.32%	0.01	159	25.32%
41	Ambition Mica	40	89.45	1.89	28.34	6.68%	0.03	36.65	-2.84%
42	WVW Holidays	16	2.33	0.17	5.70	2.90%	0.03	12.4	-7.20%
43	Gala Global	24	83.59	2.58	33.28	7.76%	0.01	37.4	18.96%
44	Rudra Global	27	388.40	11.09	62.17	17.83%	0.03	167.5	176.68%
45	Amrapali Fincap	16	42.68	2.76	145.74	1.89%	0.06	32	34.60%
46	MANGALAM SEEDS	50	30.39	3.32	26.81	12.40%	0.03	95	31.35%
47	Emkay Taps & Cut	330	60.09	19.89	103.93	19.14%	0.12	944.55	64.92%
48	Universal Auto.	15	99.42	4.59	18.60	24.65%	0.08	73.5	138.88%
49	H K Trade Inter.	16	6.85	2.63	4.01	65.60%	0.53	19	6.74%
50	P. B. Films	16	0.00	-6.87	10.64	-64.54%	-2.24	2.31	-31.01%
51	Shaival Realty	100	44.53	-1.92	15.58	-12.32%	-0.05	34	-24.14%
52	Sri Krishna Con.	45.01	15.53	3.70	27.09	13.64%	0.07	48.85	3.13%
53	Ahimsa Indust.	14	96.02	0.83	13.45	6.14%	0.08	20	15.90%
54	Vishal Bearings	25	56.50	3.42	12.00	28.53%	0.12	48.05	34.20%
55	Junction Fabrics	16	78.98	0.83	5.89	14.02%	0.11	28.55	29.12%
56	Patriam Jeweller	38	53.01	0.98	33.41	2.95%	0.03	84	44.95%
57	Tejasksh Health.	80	9.05	2.46	10.40	23.69%	0.03	89.65	4.53%
58	Perfect Infraang	23	11.01	0.51	18.42	2.79%	0.04	18.95	-6.78%
59	Suncare Traders	64	5.74	0.21	39.27	0.55%	0.01	53	-6.90%
60	OFS Technologies	25	9.93	1.20	13.67	8.77%	0.11	17.2	-12.75%
61	Fourth Dimension	30	530.65	38.68	109.78	35.23%	0.13	138.05	148.54%
62	Blueblood Ventu	50.00	59.82	30.18	15.56	193.92%	3.95	25.5	-20.60%
63	Vidli Restaurant	10.00	5.50	0.15	4.99	2.97%	0.01	52	178.05%
64	Ganga Pharma.	15.01	3.20	0.09	4.97	1.89%	0.04	6.55	-24.08%
65	Hi-Tech Pipes	50	1041.56	21.00	105.36	19.93%	0.06	328.35	238.77%
66	K.P. Energy	70.00	60.24	1.88	34.74	5.41%	0.01	215.05	88.88%
67	Relicab Cable	20.00	21.23	0.52	9.69	5.33%	0.02	40	44.24%
68	Wealth First Por	50	224.45	8.75	27.80	31.38%	0.09	153	92.03%
69	HEC Infra Proj.	100	83.41	3.34	26.29	12.71%	0.11	150.1	22.38%
70	CHD Chemicals	11.00	35.82	0.52	10.78	4.78%	0.06	9	-8.14%
71	Umija Tubes	10.00	45.93	1.89	13.25	14.26%	0.02	84.9	35.44%
72	Franklin Leasing	15.00	2.95	0.19	36.58	0.53%	0.01	24	27.27%
73	Lancer Containe.	12.00	110.52	6.85	18.87	36.28%	0.10	70	219.70%
74	Raghav Product.	39.00	47.73	5.87	24.39	24.07%	0.05	112	85.08%
75	NIWitec Systems	10	4.23	0.52	7.86	6.60%	0.04	17.3	33.39%

S.No	Name of Company	Issue Price (In Rupees)	Turnover (Rs. In cr)	PAT (Rs. In cr)	Net Worth (Rs. In cr)	RoNW	P/E as per FY18 PAT	Close price as on 25.06.2018	Simple annualised growth rate
76	Bajaj Healthcare	170	327.11	15.19	113.61	13.37%	0.05	430	71.94%
77	Sagardeep Alloys	20.00	62.65	47.15	24.40	193.25%	1.65	25.1	12.10%
78	Darshan Orna	60	39.71	0.38	12.18	3.15%	0.01	74	11.10%
79	United Polyfab	45	104.70	1.34	30.82	4.34%	0.08	29.45	-16.86%
80	Yash Chemex	13	89.99	1.56	15.28	10.23%	0.02	83.55	269.50%
81	Zeal Aqua	130	179.50	4.19	40.94	10.23%	0.02	507.15	147.48%
82	Advance Syntex	12	71.51	1.79	12.64	14.14%	0.04	28.5	70.39%
83	Commerl Syntbags	24	161.57	6.16	47.88	12.65%	0.12	43	40.64%
84	Titanium Ten	15	99.83	0.47	10.65	4.45%	0.14	5.18	-33.61%
85	KKV Agro Powers	320	7.54	1.53	15.00	10.23%	0.08	523.45	32.68%
86	Kwality Pharma	35	137.93	4.68	31.12	15.03%	0.09	48.5	19.91%
87	Prabhat Telecoms	51	281.50	-17.21	33.83	-50.88%	-0.04	190.5	144.48%
88	Shiva Grantro	12	21.69	0.34	14.19	2.37%	0.02	11	-4.63%
89	Mitsu Chem.	95	112.57	3.47	22.32	15.56%	0.05	176	47.59%
90	M B Agro Prod.	24	89.94	5.11	106.75	4.84%	0.05	44	46.72%
91	Narayani Steels	32	777.50	2.05	40.90	5.00%	0.04	51	33.39%
92	Riddhi Steel	38	270.17	3.14	37.23	8.43%	0.12	32	-8.88%
93	Sprayingk Agri.	21	23.89	0.12	7.97	1.46%	0.02	23	5.36%
94	Crown Lifters	121	15.70	-6.12	22.63	-27.03%	-0.35	84	-17.55%
95	Husys Consulting	69	22.87	1.10	7.03	15.65%	0.12	40	-24.12%
96	Radhika Jewel.	75	242.73	11.75	118.22	9.94%	0.21	23.35	-39.52%
97	AVSL Industries	36	103.27	2.25	14.25	15.80%	0.15	28.5	-12.13%
98	Jet Knitwears	39	43.05	1.20	14.93	8.04%	0.04	71.2	48.14%
99	Nandani Creation	28	34.25	0.87	7.45	11.73%	0.05	59.85	66.64%
100	DRA Consultants	10	18.95	2.88	16.98	16.93%	0.13	20.05	59.17%
101	Gretex Indust.	20	8.25	0.07	4.01	1.68%	0.01	15.95	-11.94%
102	Sakar Healthcare	40	53.61	3.81	51.49	7.41%	0.06	62	32.43%
103	Valiant Organics	220	122.13	16.34	59.18	27.61%	0.04	790	152.78%
104	Aditya Consumer	15	75.32	29.88	22.21	134.52%	0.14	150	533.28%
105	Aurangabad Dist.	35	50.68	3.01	26.71	11.25%	0.15	24.2	-18.28%
106	Bindal Exports L	16	35.31	14.48	8.19	176.81%	2.04	15.3	-2.59%
107	Shashijit Infra.	15	45.96	1.11	11.96	9.26%	0.04	31.4	64.78%
108	Dhanuka Realty	40	24.41	0.37	11.29	3.28%	0.06	9.1	-45.85%
109	Diksat Transpor.	40	11.98	0.80	21.32	3.73%	0.00	100	89.02%
110	India Green Rea.	30	5.16	1.40	27.95	5.01%	0.12	8.88	-41.78%
111	Art Nirman Ltd.	25	34.98	1.12	15.00	7.47%	0.06	24	-2.38%
112	Globe Intl. Car.	20	59.81	0.93	21.94	4.29%	0.04	18.2	-5.35%
113	Agro Phos	22	60.53	0.90	38.13	2.36%	0.01	36.95	42.33%
114	Jet Freight	28	252.82	5.25	21.38	24.55%	0.15	63.1	80.84%
115	Aditya Vision	15	536.96	2.78	20.50	13.58%	0.03	74.55	260.15%
116	Veeram Ornaments	45	28.06	0.73	9.99	7.31%	0.04	45	0.00%
117	Zodiac Energy	52	38.44	2.08	10.04	19.84%	0.08	32.3	-25.80%
118	Proflie Indust.	38	27.59	1.50	10.09	14.92%	0.11	34	-7.22%
119	Libas Designs	68	44.82	2.91	22.82	12.75%	0.04	91.2	23.41%
120	Maheshwari Logi.	68	872.78	11.65	102.88	11.32%	0.04	191.6	126.37%
121	Super Fine Knit.	12	90.51	0.64	23.91	2.67%	0.02	13.05	6.29%
122	Madhav Copper	81	169.08	2.37	7.65	30.93%	0.03	377	264.65%
123	Steel City Sec.	55	63.62	11.08	68.44	16.19%	0.09	78	30.96%
124	Krishna Phosch.	30	96.63	3.54	96.14	3.68%	0.04	36.25	15.74%
125	Global Education	150	33.55	6.96	25.16	27.67%	0.18	158	4.06%
126	Tamil Foods	60	66.60	1.23	20.44	6.01%	0.05	59.75	-0.32%
127	Sanjintia Chemi.	22	194.73	3.45	31.30	11.03%	0.02	115	

S.no	Name of Company	Issue Price (IN Rupees)	Turnover (RS. IN cr)	PAT (RS. IN cr)	Net Worth (RS. IN cr)	RoNW	P/E as per FY18 PAT	Close price as on 25.06.2018	Simple annualised growth rate
151	InfoBeans Tech.	58	97.48	16.73	106.41	15.72%	0.11	61	4.51%
152	Pure Gifficarat	13	24.15	0.12	23.60	0.52%	0.00	26	88.16%
153	CXP Products	50	197.38	2.57	14.45	17.80%	0.12	55.2	9.21%
154	Zota Health	125	77.85	7.27	69.78	10.42%	0.02	245.53	85.65%
155	Bhakti Gems	20	38.90	0.19	10.53	1.76%	0.01	20.5	2.33%
156	Jalan Transol.	46	138.16	6.01	42.26	14.23%	0.09	43.99	-4.17%
157	Yug Decor	26	16.21	0.33	6.65	5.00%	0.03	31.73	20.70%
158	Vadivarthi Spezi	42	25.94	1.77	27.43	6.44%	0.02	75.05	74.03%
159	Shri Ram Switch	19	55.53	2.22	18.46	12.05%	0.13	14.3	-22.57%
160	Riddhi Corporate	130	21.03	0.94	23.68	3.96%	0.02	143.85	10.57%
161	GLOBE TEX. (I)	51	242.72	3.30	34.90	9.47%	0.08	43.2	-15.21%
162	Accord Synergy	60	55.81	2.15	13.88	15.50%	0.14	45.6	-24.75%
163	Pushpani, Realms	55	29.68	4.87	32.63	14.94%	0.09	52.9	-3.98%
164	Bansal Multiflex	31	47.18	1.37	15.93	8.59%	0.01	134.4	349.84%
165	Transwind Infra.	27	14.37	0.83	14.91	5.56%	0.05	27.3	1.94%
166	Ace Integrated	40	26.14	1.63	15.41	10.57%	0.08	37	-7.89%
167	G G Engineering	20	22.43	1.02	7.66	13.30%	0.04	59.6	210.70%
168	7NR Retail Ltd	27	10.25	0.08	10.60	0.77%	0.00	27	0.00%
169	Shrenik	40	593.23	7.91	55.09	14.36%	0.00	962.8	2462.15%
170	Salsaru Techno	108	503.93	29.63	158.99	16.63%	0.07	320.15	214.03%
171	Univastu India	40	81.70	3.33	14.90	22.32%	0.07	82.75	117.15%
172	Jigar Cables	30	19.90	7.03	13.27	52.96%	0.30	33.1	11.36%
173	Captain Techno	40	19.42	1.21	10.34	11.68%	0.05	44	11.13%
174	Shanti Overseas	50	133.48	4.74	23.35	20.32%	0.18	36.1	-31.13%
175	GlobalSpace	66	29.33	2.32	32.45	7.15%	0.03	65	-1.70%
176	Total Transport	45	208.34	8.02	37.83	21.21%	0.17	33	-30.23%
177	Keerti Knowledge	52	2.11	0.42	6.67	6.28%	0.03	53.45	3.16%
178	Surewin BPO	40	17.96	1.06	9.55	11.13%	0.05	69.3	83.55%
179	Chotihani Foods	10	4.25	0.12	6.24	2.00%	0.03	7.1	-34.48%
180	Vaishali Pharma	72	69.42	0.80	20.60	3.87%	0.02	58	-26.42%
181	Lexus Granite	45	184.38	7.00	68.31	10.25%	0.06	65	53.01%
182	Servotech Power	31	113.62	3.95	33.16	11.91%	0.07	32	3.86%
183	Geekay Wires	33	126.40	0.82	23.20	3.53%	0.02	41	29.01%
184	Shish Industries	30	8.46	0.61	7.76	7.84%	0.64	31.5	6.23%
185	ANG Lifesciences	80	76.73	3.72	23.17	16.07%	0.09	80.9	1.42%
186	Pashupati Cotsp.	75	334.86	-0.62	52.09	-1.20%	-0.01	60	-25.17%
187	Dhruv Wellness	20	103.68	0.54	14.99	3.62%	0.01	52.15	205.15%
188	A & M Felcon	18	3.51	0.00	1301002	0.00%	0.00	10.14	-56.12%
189	Nourtrans Exim	30	9.95	0.11	11.12	0.97%	0.03	6.5	-101.03%
190	Manav Infra	30	21.14	1.27	12.62	10.05%	0.17	10.9	-82.99%
191	Sri Krishna Met.	55	216.87	4.09	21.16	19.33%	0.05	56.7	4.15%
192	Worth Peripheral	43	157.51	7.40	65.87	11.24%	0.06	73.4	95.22%
193	AKM Lace	25	13.42	(0.00)	7.83	-0.05%	0.00	24.3	-2.71%
194	Madhya Prad. Tod	66	23.43	3.07	21.67	14.18%	0.09	75.65	19.84%
195	Cadsys (India) L	70	43.19	7.52	48.80	15.42%	0.14	70	0.00%
196	R M Dip	57	42.90	1.57	16.18	9.69%	0.04	58	2.43%
197	Aarvi Encon	54	153.19	5.34	35.36	15.10%	0.05	70	41.12%
198	D P Wires	75	208.31	9.83	64.60	15.21%	0.10	74.1	-1.67%
199	Innovative Tyres	45	140.09	4.40	85.33	5.15%	0.07	37.05	-24.52%
200	Share India Sec.	41	133.30	15.35	73.07	21.00%	0.07	94	179.40%
201	Shree Tirupati	40	98.24	5.04	33.09	15.25%	0.10	49	31.23%
202	Trident Textfab	30	85.94	0.75	8.26	9.08%	0.02	110	370.09%
203	Airo Lam	38	93.37	3.25	35.19	9.24%	0.08	38.6	2.20%
204	Wanta Bioscienc.	50	4.04	0.03	16.59	0.16%	0.00	52.4	6.69%
205	Mehal Technology	40	5.69	0.10	12.52	0.82%	0.00	110.2	247.33%
206	RKEC Projects	45	240.00	20.35	74.73	27.23%	0.09	90	140.93%
207	Goldstar Power	25	44.35	0.29	18.25	1.58%	0.01	30.55	31.41%
208	IRIS Business	34	35.33	(4.89)	31.50	-15.53%	-0.04	58.5	102.34%
209	Jash Engineering	120	174.54	0.34	106.01	0.32%	0.00	110	-11.84%
210	Reliable Data	57	24.65	2.39	34.45	6.94%	0.04	62.8	14.45%
211	Beta Drugs Ltd	85	50.57	6.76	32.88	20.57%	0.08	99	23.48%
212	CMM Infracore	40	233.61	9.01	54.73	16.46%	0.15	38	-7.13%
213	Tirupati Forge	29	20.92	1.55	10.48	14.75%	0.06	44.6	76.70%
214	Omifum India	23	33.68	1.90	21.21	8.96%	0.13	19	-24.89%
215	Shree Ganesh Rem	36	29.25	4.69	28.67	16.35%	0.08	62.2	104.17%
216	Shreesji Translog	130	110.70	3.04	20.11	15.11%	0.06	145	16.52%
217	Milton Industri.	34	38.51	1.30	28.85	4.50%	0.04	21.7	-52.40%
218	D. P. Abhushan	28	659.13	8.15	41.08	19.83%	0.06	58	159.62%
219	Sheetal Cool	80	207.51	4.11	36.82	11.16%	0.03	129	93.93%
220	SecUR Credential	205	36.72	5.16	38.54	13.40%	0.07	152	-42.13%
221	Sanghvi Brands	69	26.48	-2.27	22.69	-9.98%	-0.03	69.4	0.98%
222	Pulz Electronics	54	18.03	1.62	9.15	17.74%	0.19	31.5	-71.40%
223	Vertoz Advertis.	108	37.47	5.74	28.36	20.23%	0.05	196.15	139.87%
224	Sharka Enterpr.	43	19.45	2.03	23.98	8.47%	0.04	42.4	-2.43%
225	Silver Touch	121	173.34	8.24	65.13	12.68%	0.05	121.05	0.07%
226	Felix Industries	35	5.43	0.24	8.94	2.86%	0.02	25	-51.63%

S.no	Name of Company	Issue Price (IN Rupees)	Turnover (RS. IN cr)	PAT (RS. IN cr)	Net Worth (RS. IN cr)	RoNW	P/E as per FY18 PAT	Close price as on 25.06.2018	Simple annualised growth rate
227	ICE Make Refrig	57	103.24	6.63	44.60	14.88%	0.05	84	86.88%
228	Ratnabhumi Dev.	63	1.05	0.20	13.70	1.50%	0.00	42	-62.07%
229	Shradha Infracor.	70	10.59	3.44	51.72	6.69%	0.09	38.05	-85.00%
230	Innovana Think.	60	31.30	75.73	18.25	414.93%	0.46	398.93	1057.41%
231	Dynamic Cables	40	360.34	7.43	71.15	10.44%	0.09	38.05	-9.22%
232	MRC Exim	15	24.41	-0.04	11.93	-0.36%	-0.01	5.3	-122.30%
233	Touchwood Enter.	40	18.16	1.51	8.82	17.11%	0.07	50	49.06%
234	One Point One	67	121.14	9.44	67.88	13.91%	0.09	59.45	-22.72%
235	SMVD Poly Pack	55	47.23	2.14	18.34	11.66%	0.19	23	-117.33%
236	Ajoooni Biotech	30	42.59	0.49	10.94	4.46%	0.03	25.45	-31.82%
237	Moksh Ornaments	37	310.02	3.92	25.82	15.17%	0.13	27.5	-54.17%
238	Brand Concepts	45	68.37	2.25	23.47	9.57%	0.05	39	-29.32%
239	Rithwik Facility	50	20.94	0.63	11.30	5.53%	0.05	38.2	-52.21%
240	Jhandewala Foods	55	177.84	3.17	32.54	9.73%	0.05	58.1	12.54%
241	Silly Monks	120	15.76	1.87	16.25	11.49%	0.04	96	-46.20%
242	SXS Textiles	150	163.57	1.98	37.91	5.17%	0.19	38.95	-172.12%
243	CRP Risk Mgt.	60	82.41	5.91	60.74	9.73%	0.07	49.9	-42.37%
244	Focus Sultes Sol	18	26.97	2.94	26.81	11.04%	0.09	25.3	108.84%
245	A and M Jumbo	65	6.17	0.35	5.94	5.86%	0.02	84.7	83.18%
246	Lorenzini Appar.	10	23.82	0.44	10.73	4.06%	0.07	5.8	-117.92%
247	Sintercom India	65	74.54	5.45	86.14	6.33%	0.03	68.35	14.47%
248	Kenvi Jewels	36	17.63	0.09	12.14	0.70%	0.01	15.25	-163.09%
249	Mohini Health	42	169.07	5.02	58.08	8.65%	0.06	44.35	15.83%
250	Bhatia Commun.	150	82.00	4.84	28.23	17.15%	0.04	183	64.76%
251	Tasty Dairy	45	16.70	3.58	62.56	5.72%	0.05	36	-58.87%
252	Anvee Laborat.	61	332.31	5.34	14.20	37.64%	0.19	51	-48.65%
253	Banka Biolo	115	46.38	1.09	17.84	6.10%	0.03	81.5	-90.11%
254	Angel Fibres	27	16.53	1.89	28.23	6.70%	0.02	32.1	62.11%
255	CXP Leisure	30	82.03	4.35	20.57	21.15%	0.21	21.4	-94.26%
256	Hindcon Chemical	28	10.05	1.12	27.25	4.13%	0.05	23	-60.35%
257	EAST INDIA SEC.	920	37.03	4.64	304.01	1.53%	0.01	954.4	13.12%
258	Sarveshwar Foods	85	61.98	42.90	136.38	31.46%	0.33	53.05	-134.51%
259	Inflame Applian.	54	484.18	16.53	10.11	163.38%	1.13	36.5	-117.12%
260	Shreeshey Engg.	15	9.00	0.30	19.94	1.52%	0.01	18	76.04%
261	Mapcore CNC	140	0.60	0.16	53.28	0.29%	0.00	229.4	245.35%
262	Ridings Consult.	18	106.45	7.04	17.15	41.05%	0.26	22	89.13%
263	Active Clothing	65	18.82	1.24	57.05	2.17%	0.02	37.75	-168.15%
264	Yasho Industries	100	127.45	237.14	33.87	700.13%	1.98	109.8	42.58%
265	Lex Nimble Solu.	57	254.17	7.97	5.04	157.59%	0.43	44.35	-98.79%
266	Orissa Bengal	30	1.97	0.17	34.91	0.48%	0.00	44.1	211.79%
267	Taylormade Renew	35	386.65	6.38	7.14	89.43%	0.19	35.1	1.30%
268	MMP Industries	188	241.85	15.37	101.53	15.14%	0.05	191.75	9.84%
269	S.S. Infrastructure	40.00	29.64	5.02	26.63	18.84%	0.13	28.1	-146.74%
270	AVG Logistics	107.00	224.77	7.55	29.60	25.50%	0.07	101	-27.29%
271	NARMADA	32.00	-	-	-	-	-	24.25	-131.94%
272	Power & Instrumentation	33.00	-	-	-	-	-	20.75	-215.07%
273	Penta Gold Limited Stock	37.00	-	-	-	-	-	37.9	14.55%
274	Garv Industries Limited	10.00	18.15	0.07	7.07	1.03%	0.01	7.5	-149.59%
275	Bombay Super Hybrid Seeds Limited	60.00	-	-	-	-	-	138.5	782.86%
276	Maichira Chemicals Limited	25.00	-	-	-	-	-	45.65	502.48%
277	Aakash Exploration Services Limited	56.00	-	-	-	-			

## MEDIA COVERAGE

### Listing Ceremony of Five Core Electronics Ltd held on May 21, 2018



Mr. Deepak Sharma MD, Sarthi Group addressing the gathering.



Mr. Amarjit Kalra, MD, Five Core Electronics Pvt. Ltd. giving his speech.



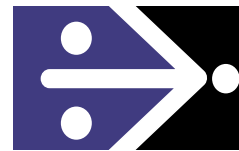
Ms Rachna Bhusari, Head SME, NSE, presenting memento to Five Core Team

### Mr. Kunj Bansal, CIO & Partner, Sarthi Group speaking on ET Now and CNBC



Time to be cautious on aviation stocks, says Kunj Bansal of Sarthi Group





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