Honasa Consumer BUY

Portfolio & channel level initiatives underway; execution to sharpen

Honasa is undertaking several initiatives in terms of identifying focus categories (Eg: facewash, sunscreen, shampoos, babycare) & whitespaces within the same, ensuring disproportionate investments in these categories starting Q3FY25 and leverage its house of brands to create wider portfolio offerings in focus categories & its sub-segments (eg: In facecleansers provide offerings in active ingredients naturals etc). This apart, Honasa is undertaking phase-wise restructuring of offline channel (enhancing direct reach & right size the inventory levels) which should improve the effectiveness of the channel and help fortify its position in core categories. We expect inventory right sizing to impact sales (especially Mamaearth) & profitability in Q2, post which recovery to normalised levels should follow from Q3FY25E. We believe, the initiatives around portfolio & distribution channel are step in right direction which should enable high single digit sales CAGR for Mamaearth over next 3 years. Moreover, execution on newer brands (led by The Derma Co (TDC)) has been better than expectation with enough headroom to scale up sales & profitability. We believe near term challenges are more transient in nature, corrective initiatives undertaken will sharpen overall execution. Sharp dips should be used as opportunity to add.

- Offline channel restructuring on track: As a part of its Project NEEV, Honasa is currently undertaking several initiatives (transitioning to direct distribution (from super-stockists) in top 50 cities, DMS implementation, opening regional warehouses) to enhance effectiveness of its offline distribution channel. Overall execution on putting right distributors/inventory correction is expected to be largely completed in Q2 with some operational spill over to Q3. This should help reduce offline channel inventory to 30-45 days (vs 80-90 days at overall system level). Transition will have a bearing on primary sales (INR 450-500mn) in near term, due to stock returns/write-offs (c.60-70% of stock can be billed again), final settlements with super-stockists & some associated substockists. However, with brand strength intact, portfolio level initiatives and benefit of enhanced direct distribution, the primary sales growth is expected to revert to 18-20% from Q3FY25E onwards.
- Portfolio and distribution channel interventions to drive growth for Mamaearth: We believe Mamaearth as a brand can see high single digit sales CAGR over 3 years. Offline channel is expected to see higher growth (mid to high teens) led by distribution expansion (targeting to reach 400-500k outlets over next 3 years vs 200k currently) and uptick in throughput/store due to increased direct distribution (c.70k outlets part of DMS/100K likely by FY25 end). This apart, disproportionate investment on focus categories (face-cleansers, sunscreen, shampoos), filling whitespaces and rejuvenating baby care portfolio where Mamaearth has strong brand recall/proposition will help drive overall sales growth for the brand.
- Execution on newer brands remains healthy; levers in place for further scale up: Execution on newer brands has been healthy led by TDC which is well on track to achieve INR 5 bn sales for FY25E. Faster scale up (increasing presence in offline channel) & better gross margins should also help TDC achieve margins similar to Mamaearth in next 2 years (vs low single digit currently). Also, successful launch of Skin Renew range, showcases the premiumisation potential within TDC. This apart, Honasa is also fortifying its position in actives space (through Dr Sheth) and increase its play in serums/moisturisation (through Aqualogica).

Financial Summary					(INR mn)
Y/E March	FY22A	FY23A	FY24A	FY25E	FY26E
Net Sales	9,435	14,927	19,199	22,868	28,173
Sales growth (%)	105.1%	58.2%	28.6%	19.1%	23.2%
EBITDA	115	228	1,371	1,643	2,939
EBITDA (%)	1.2%	1.5%	7.1%	7.2%	10.4%
Adjusted net profit	157	119	1,118	1,306	2,144
EPS (INR)	0.5	-4.7	3.4	4.0	6.6
EPS growth (%)	NM	-1060.6%	NM	16.9%	64.1%
ROIC (%)	1.4%	-0.6%	21.9%	23.3%	39.6%
ROE (%)	3.5%	1.8%	13.1%	11.2%	16.4%
PE (x)	NA	NA	NA	NA	72.3
Price/Book Value (x)	22.0	25.6	14.2	12.6	11.2
EV/EBITDA (x)	NA	NA	NA	89.2	49.5
Dividend Yield (%)	0.0%	0.0%	0.0%	0.0%	0.4%

Source: Company data, JM Financial. Note: Valuations as of 20/Sep/2024



Mehul Desai mehul.desai@jmfl.com | Tel: (91 22) 66303065

Gaurav Jogani gaurav.jogani@jmfl.com | Tel: (91 22) 66303085

Sumanyu Saraf sumanyu.saraf@jmfl.com | Tel: (91 22) 66303077

Pooja Kubadia pooja.kubadia@jmfl.com | Tel: (91 22) 66303074

Recommendation and Price Target	
Current Reco.	BUY
Previous Reco.	BUY
Current Price Target (12M)	530
Upside/(Downside)	10.9%
Previous Price Target	505
Change	5.0%

Key Data – HONASA IN	
Current Market Price	INR478
Market cap (bn)	INR155.1/US\$1.9
Free Float	46%
Shares in issue (mn)	136.3
Diluted share (mn)	324.2
3-mon avg daily val (mn)	INR1,284.7/US\$15.4
52-week range	547/256
Sensex/Nifty	84,544/25,791
INR/US\$	83.6

Price Performance			
%	1M	6M	
Absolute	2.3	64.7	
Relative*	1.4	45.4	
Relative*	1.4	45.4	

' To the BSE Sensex

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

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

Exhibit 1. Our 12-month DO	CF based pr	ice targ	get wor	ks out 1	to INR !	530/sha	are						(INR r	nn)		
(INR mn)	FY20	FY21	FY22	FY23	FY24	FY25E	FY26E	FY27E	FY28E	FY29E	FY30E	FY31E	FY32E	FY33E	FY34E	FY351
Revenue	1,098	4,600	9,435	14,927	19,199	22,868	28,173	33,492	39,794	46,975	54,679	63,896	72,566	81,660	91,104	1,01,740
yoy growth		319.0%	105.1%	58.2%	28.6%	19.1%	23.2%	18.9%	18.8%	18.0%	16.4%	16.9%	13.6%	12.5%	11.6%	11.7%
EBITDA	-78	272	115	228	1,371	1,643	2,939	3,937	5,260	6,636	8,165	10,026	11,992	14,186	16,056	18, 184
EBITDA margin %	-7.1%	5.9%	1.2%	1.5%	7.1%	7.2%	10.4%	11.8%	13.2%	14.1%	14.9%	15.7%	16.5%	17.4%	17.6%	17.9%
EBIT	-85	255	46	-22	1,065	1,248	2,433	3,343	4,568	5,830	7,246	8,957	10,753	12,786	14,448	16,344
EBIT margin %	-7.7%	5.5%	0.5%	-0.1%	5.5%	5.5%	8.6%	10.0%	11.5%	12.4%	13.3%	14.0%	14.8%	15.7%	15.9%	16.1%
Tax Rate	0.0%	-0.6%	35.6%	-7.0%	24.9%	25.3%	25.3%	25.3%	25.3%	25.3%	25.3%	25.3%	25.3%	25.3%	25.3%	25.3%
NOPAT	-85	256	29	-24	800	932	1,817	2,497	3,412	4,355	5,413	6,691	8,033	9,551	10,793	12,209
Depreciation	6	17	69	250	306	395	506	594	692	806	919	1,068	1,239	1,399	1,608	1,841
Capex	-4	-10	-1,176	-285	-123	-457	-563	-670	-796	-939	-1,094	-1,278	-1,451	-1,633	-1,822	-2,035
Net working capital investment	-42	-1	2	-1,187	-331	-185	-486	-297	-442	-435	-368	-557	-608	-458	-531	-587
Free Cash Flow	-125	262	-1,075	-1,246	651	685	1,274	2,124	2,866	3,787	4,870	5,925	7,213	8,860	10,048	11,428
YoY Growth - %							86.1%	66.7%	34.9%	32.1%	28.6%	21.7%	21.7%	22.8%	13.4%	13.7%
Discounting Factor							1.00	0.90	0.81	0.73	0.66	0.59	0.53	0.48	0.43	0.39
Present Value of FCF							1,274	1,914	2,326	2,769	3,208	3,516	3,856	4,267	4,360	4,467
Fade period forecast	FY 37E	FY38E	FY39E	FY40E	FY41E	FY42E	FY43E	FY44E	FY45E F	Y36-45 CA	GR					
FCF	14,520	16,220	18,011	19,878	21,804	23,771	25,755	27,731	29,672	9.7%						
Discounting Factor	0.32	0.29	0.26	0.23	0.21	0.19	0.17	0.15	0.14							
Present Value of FCF	4,607	4,636	4,638	4,611	4,557	4,476	4,369	4,238	4,085							
12M Forward Equity Valuation																
• •		31,959														
• •		31,959 44,768														
PV of Cash Flow - Explicit Period PV of Cash Flow - Fade Period		-														
PV of Cash Flow - Explicit Period PV of Cash Flow - Fade Period PV of Terminal Value		44,768														
PV of Cash Flow - Explicit Period PV of Cash Flow - Fade Period PV of Terminal Value Enterprise Value Debt		44,768 86,605 1,63,332 0														
PV of Terminal Value Ent erprise Value		44,768 86,605 1,63,332														
PV of Cash Flow - Explicit Period PV of Cash Flow - Fade Period PV of Terminal Value Enterprise Value Debt		44,768 86,605 1,63,332 0														
PV of Cash Flow - Explicit Period PV of Cash Flow - Fade Period PV of Terminal Value Enterprise Value Debt Cash Net Debt Equit y value		44,768 86,605 1,63,332 0 8,499 -8,499 1,71,831														
PV of Cash Flow - Explicit Period PV of Cash Flow - Fade Period PV of Terminal Value Enterprise Value Debt Cash Net Debt		44,768 86,605 1,63,332 0 8,499 -8,499														

Target price (INR per share)

530

Source: Company, JM Financial

Financial Tables (Consolidated)

Profit & Loss Statement					(INR mn)
Y/E March	FY22A	FY23A	FY24A	FY25E	FY26E
Sales	9,435	14,927	19,199	22,868	28,173
Sales Growth	105.1%	58.2%	28.6%	19.1%	23.2%
Other Operating Income	0	0	0	0	0
Total Revenue	9,435	14,927	19,199	22,868	28,173
Cost of Goods Sold/Op. Exp.	2,834	4,467	5,807	6,888	8,401
Personnel cost	788	1,649	1,706	1,990	2,367
Other expenses	5,697	8,584	10,315	12,347	14,467
EBITDA	115	228	1,371	1,643	2,939
EBITDA (%)	1.2%	1.5%	7.1%	7.2%	10.4%
EBITDA Growth (%)	-57.9%	98.7%	502.2%	19.8%	78.9%
Depn & Amort	69	250	306	395	506
EBIT	46	-22	1,065	1,248	2,433
Other Income	209	225	497	626	607
Finance Cost	30	67	90	125	170
PBT before Excep & Forex	224	137	1,471	1,749	2,869
Excep & forex Inc/Loss(-)	0	-1,547	0	0	0
PBT	224	-1,410	1,471	1,749	2,869
Taxes	80	99	366	442	726
Extraordinary Inc/Loss(-)	0	0	0	0	0
Assoc. Profit/Min. Int.(-)	13	82	12	0	0
Reported Net profit	157	-1,428	1,118	1,306	2,144
Adjusted Net Profit	157	119	1,118	1,306	2,144
Net Margin (%)	1.7%	0.8%	5.8%	5.7%	7.6%
Diluted share capital (mn)	324	324	324	324	324
Diluted EPS (Rs)	0.5	(4.7)	3.4	4.0	6.6
Diluted EPS Growth	NM	NM	NM	16.9%	64.1%
Total Dividend + Tax	0	0	0	0	643
Dividend Per Share (Rs)	0.0	0.0	0.0	0.0	2.0

Balance Sheet					(INR mn)
Y/E March	FY22A	FY23A	FY24A	FY25E	FY26E
Shareholders' Fund	7,056	6,059	10,953	12,309	13,839
Share capital	0	1,363	3,242	3,242	3,242
Reserves & Surplus	-10,873	-13,234	7,710	9,066	10,597
Preference Share Capital	17,929	17,929	0	0	C
Minority Interest	0	0	0	0	C
Total Loans	36	36	0	0	C
Def. Tax Liab / Assets (-)	86	14	13	53	119
Total - Equity & Liab	7,178	6,109	10,966	12,362	13,958
Net Fixed Assets	2,874	1,639	1,682	2,174	2,338
Gross Fixed Assets	2,904	2,002	2,121	2,578	3,142
Intangible Assets					
Less: Depn. & Amort.	20	304	376	771	1,277
Capital WIP & Net lease asset:	-9	-60	-62	366	474
Investments	3,385	2,600	2,918	2,918	2,918
Current Assets	3,530	4,539	10,393	12,057	14,418
Inventories	659	1,139	1,228	1,432	1,725
Sundry Debtors	728	1,277	1,594	1,880	2,316
Cash & Bank Balances	877	681	4,857	5,582	6,563
Loans & Advances	941	1,096	2,410	2,814	3,396
Other Current Assets	326	347	304	351	418
Current Liab. & Prov.	2,612	2,669	4,027	4,786	5,716
Current Liabilities	2,553	2,529	3,841	4,573	5,437
Provisions & Others	59	140	186	213	279
Net Current Assets	918	1,870	6,366	7,271	8,702
Application of Funds	7,178	6,109	10,966	12,362	13,958

irce: Company, JM Financial

Source: Company, JM Financial

Cash Flow statement					(INR mn)
Y/E March	FY22A	FY23A	FY24A	FY25E	FY26E
Profit before Tax	224	-1,410	1,471	1,749	2,869
Depn. & Amort.	69	250	306	395	506
Net Interest Exp. / Inc. (-)	-179	-159	-407	-501	-437
Inc (-) / Dec in WCap.	213	-1,048	1,025	-185	-486
Others	212	1,977	282	40	66
Taxes Paid	-95	-125	-324	-438	-690
Operating Cash Flow	446	-516	2,353	1,060	1,829
Capex	-26	-117	-118	-782	-663
Free Cash Flow	420	-633	2,235	278	1,166
-Inc/dec in investments	-2,804	929	-4,482	0	0
Other current assets	-2,168	-383	-99	626	607
Investing Cash Flow	-4,998	429	-4,698	-156	-56
Inc/(dec) in capital	4,865	49	3,633	50	30
Dividend+Tax Thereon	0	0	0	0	-643
Inc/dec in loans	0	-25	0	0	0
Other assets	-57	-165	-265	-229	-178
Financing Cash Flow	4,808	-141	3,369	-180	-791
Inc / Dec (-) in Cash	256	-227	1,024	725	982
Opening cash balance	621	908	3,833	4,857	5,582
Closing cash balance	877	681	4,857	5,582	6,563

Dupont Analysis					
Y/E March	FY22A	FY23A	FY24A	FY25E	FY268
Net Margin	1.7%	0.8%	5.8%	5.7%	7.6%
Asset Turnover (x)	2.1	2.2	2.2	2.0	2.1
Leverage Factor (x)	-0.9	1.0	1.0	1.0	1.0
RoE	-3.0%	1.8%	13.1%	11.2%	16.4%
Key Ratios					
Y/E March	FY22A	FY23A	FY24A	FY25E	FY268
BV/Share (Rs)	21.8	18.7	33.8	38.0	42.7
ROIC (%)	1.4%	-0.6%	21.9%	23.3%	39.6%
ROCE (%)	3.3%	3.0%	12.2%	10.6%	15.1%
ROE (%)	3.5%	1.8%	13.1%	11.2%	16.4%
Net Debt-equity ratio (x)	1.9	2.4	-0.7	-0.7	-0.7
PER	NA	NA	NA	NA	72.3
PBV	22.0	25.6	14.2	12.6	11.2
ev/ebitda	NA	NA	NA	89.2	49.5
EV/Net Sales	16.0	10.2	7.7	6.4	5.2
Debtor days	28	31	30	30	30
Inventory days	25	28	23	23	22
Creditor days	219	161	185	185	185

Source: Company, JM Financial

APPENDIX I

JM Financial Institutional Securities Limited

Corporate Identity Number: U67100MH2017PLC296081

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

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

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

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

Compliance Officer: Mr. Sahil Salastekar | Tel: +91 22 6224 1073 | Email: sahil.salastekar@jmfl.com

Grievance officer: Mr. Sahil Salastekar | Tel: +91 22 6224 1073 | Email: instcompliance@jmfl.com

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

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

* REITs refers to Real Estate Investment Trusts.

Research Analyst(s) Certification

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

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

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

Important Disclosures

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

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

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

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

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

The Research Analyst(s) principally responsible for the preparation of this research report and their immediate relatives are prohibited from buying or selling debt or equity securities, including but not limited to any option, right, warrant, future, long or short position issued by company(ies) covered under this report. The Research Analyst(s) principally responsible for the preparation of this research report or their immediate relatives (as defined under SEBI (Research Analysts) Regulations, 2014); (a) do not have any financial interest in the company(ies) covered under this report or (b) did not receive any compensation from the company(ies) covered under this report, or from any third party, in connection with this report or (c) do not have any other material conflict of interest at the time of publication of this report. Research Analyst(s) are not serving as an officer, director or employee of the company(ies) covered under this report. While reasonable care has been taken in the preparation of this report, it does not purport to be a complete description of the securities, markets or developments referred to herein, and JM Financial Institutional Securities does not warrant its accuracy or completeness. JM Financial Institutional Securities may not be in any way responsible for any loss or damage that may arise to any person from any inadvertent error in the information contained in this report. This report is provided for information only and is not an investment advice and must not alone be taken as the basis for an investment decision.

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

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

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

This report is not directed or intended for distribution to, or use by any person or entity who is a citizen or resident of or located in any locality, state, country or other jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject JM Financial Institutional Securities and/or its affiliated company(ies) to any registration or licensing requirement within such jurisdiction. The securities described herein may or may not be eligible for sale in all jurisdictions or to a certain category of investors. Persons in whose possession this report may come, are required to inform themselves of and to observe such restrictions.

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

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

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

Any U.S. person who is recipient of this report that wishes further information regarding, or to effect any transaction in, any of the securities discussed in this report, must contact, and deal directly through a U.S. registered representative affiliated with a broker-dealer registered with the SEC and a member of FINRA. In the U.S., <u>JM Financial Institutional Securities has an affiliate, JM Financial Securities, Inc. located at 1325 Avenue of the Americas, 28th Floor, Office No. 2821, New York, New York 10019. Telephone +1 (332) 900 4958 which is registered with the SEC and is a member of FINRA and SIPC.</u>

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

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