Equity | India | Engineering & Construction 30 October 2006

Merrill Lynch

Bharat Parekh >> +91 22 6632 8656

Research Analyst DSP Merrill Lynch (India) bharat_parekh@ml.com

Amish Shah >> +91 22 6632 8672

Research Analyst DSP Merrill Lynch (India)

Stock Data

Price	Rs289.45
Price Objective	Rs300.00
Date Established	2-Aug-2006
Investment Opinion	C-1-7
Volatility Risk	HIGH
ML Symbol / Exchange	IIFRF / BSE
Bloomberg / Reuters	IVRC IN / IVRC.BO



Value Creation On Track

2QFY07 Results: Sales +48.2%; PAT +45%; Backlog +63%YoY IVRCL's 2QFY07 results were strong – sales at Rs3.6bn, +48.2%YoY (MLe Rs3.8bn); EBITDA margin expansion of 28bps YoY and recurring PAT (ex-FCCB prov.) at Rs163mn, +45.4%YoY (MLe 174mn). Order book registered 63%YoY growth at ~Rs72bn (~3x FY07E revenues), improving visibility. Further, a key trigger, in our view, would be its real estate venture, which is reaching critical mass to create value through an equity offering during 4QFY07E. **Reiterate Buy**.

Backlog Improves Visibility; Consolidated Financials Adds Material Upside

With ~Rs72bn of order backlog (+63%YoY; ~3x FY07E revenues), IVRCL provides good revenue visibility. The management expects Rs85bn order backlog by FY07E v/s MLe Rs71bn. The company reported its consolidated financials for the first time for 2QFY07, with consolidated revenues of Rs4.5bn and PAT at Rs280mn (72% higher v/s parent).

SPV Execution/Value Creation On Track

IVRCL's 80% subsidiary, IVR Prime Urban Developer (PUDL), has started the construction of a Mall & IT Park at Hyderabad along with an Integrated township of 1.5mn sq ft. It has a land bank of ~2000 acres & is in the process of developing ~50mn sq. ft. over FY06-10E. PUDL registered sales of Rs570mn & PAT of Rs144mn (~41% of consolidated PAT) during 2QFY07. We understand that PUDL is getting ready for fund raising in 4QFY07E.

IVRCL's SPVs have commenced the execution of Jalandhar-Amritsar toll road project in Punjab and Salem-Kumarapalayam-Chengapplly in Tamil Nadu. Besides, the company has already secured all the clearances for its Chennai desalination project, the work for which is expected to start shortly in technical partnership with BEFESA, Spain.

Hindustan Dorr Oliver's (HDO) turnaround is on track, with 2QFY07 sales at Rs440mn (+43% YoY) and PAT Rs39.3mn (>10x v/s 2QFY06) led by improved capacity utilization in manufacturing operations and better operation & financial management in project operations. IVRCL expects Rs2.5bn (Rs1.4bn in FY06) sales in FY07E. HDO is setting up a KPO with 25 people (expandable to 100) in Chennai & bidding for Japanese projects with TCS.

Remain Buyers With Price Target Of Rs300

We reiterate Buy with PO of Rs300 based on sum-of-the-parts approach. We have valued IVRCL's core construction business at PER 14x FY08E – a 30% discount to E&C majors despite its faster growth. **Risks:** Government capex, raw material costs, competition, denial of tax benefits (u/s 80IA), traffic/interest rate risk in toll/annuity projects, and project execution risk.

Merrill Lynch does and seeks to do business with companies covered in its research reports. As a result, investors should be aware that the firm may have a conflict of interest that could affect the objectivity of this report. Investors should consider this report as only a single factor in making their investment decision.

>> Employed by a non-US affiliate of MLPF&S and is not registered/qualified as a research analyst under the NYSE/NASD rules.

VRCL	Results	

Year end Mar31 (Rs.mn)	2Q06	2QFY07	% YoY
ORDER BACKLOG	44131	72000	63.1%
Gross Work Bills	2497	3694	47.9%
Less indirect tax	(39)	(49)	28.2%
Total Income	2458	3644	48.2%
Construction & Material	(1007)	(1311)	30.2%
as % of income	41.0%	36.0%	
Subcontactors's Bills	(775)	(828)	6.9%
as % of income	31.5%	22.7%	
Masonry	(253)	(797)	214.6%
as % of income	10.3%	21.9%	
Staff Cost	(110)	(176)	59.6%
as % of income	4.5%	4.8%	
Others	(108)	(218)	102.2%
as % of income	4.4%	6.0%	
Total Expenditure	(2252)	(3329)	47.8%
EBITDA	206	315	53.2%
EBITDA Margin	8.4%	8.6%	
Depreciation	(24)	(49)	102.3%
EBIT	182	266	46.6%
EBIT Margin	7.4%	7.3%	
Interest	(72)	(103)	42.6%
Other Income	8	55	574.4%
PBT	118	218	85.4%
PBT Margin	4.8%	6.0%	
Total Tax	(6)	(56)	840.4%
Tax Rate	5%	26%	
Recurring PAT	112	163	45.4%
Recurring PAT Margin	4.5%	4.5%	
FCCB impact		(7)	
Reported PAT	112	156	39.2%
Source: Company			

Price Objective Basis & Risk

Our PO of Rs 300 based on sum-of-the-parts approach. We have valued IVRCL's core construction business at PER 14x FY08E – a 30% discount to E&C majors despite its faster growth. Based on the multiple above, the core business is valued at Rs263 per share, BOOT projects at Rs38, value of stake in HDO at Rs12 and value of IVR prime at Rs15.5 and net debt of Rs26 per share. **Risks:** Government capex, raw material costs, competition, denial of tax benefits (u/s 80IA), traffic/interest rate risk in toll/annuity projects, and project execution risk.

Analyst Certification

I, Bharat Parekh, hereby certify that the views expressed in this research report accurately reflect my personal views about the subject securities and issuers. I also certify that no part of my compensation was, is, or will be, directly or indirectly, related to the specific recommendations or view expressed in this research report.



30 October 2006

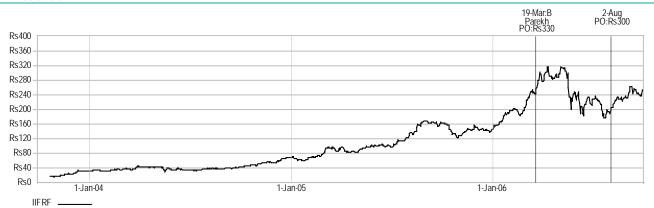
Special Disclosures

In accordance with the SEBI (Foreign Institutional Investors) Regulations and with guidelines issued by the Securities and Exchange Board of India (SEBI), foreign investors (individuals as well as institutional) that wish to transact the common stock of Indian companies must have applied to, and have been approved by SEBI and the Reserve Bank of India (RBI). Each investor who transacts common stock of Indian companies will be required to certify approval as a foreign institutional investor or as a sub-account of a foreign institutional investor by SEBI and RBI. Certain other entities are also entitled to transact common stock of Indian companies under the Indian laws relating to investment by foreigners. Merrill Lynch reserves the right to refuse copy of research on common stock of Indian companies to a person not resident in India. American Depositary Receipts (ADR) representing such common stock are not subject to these Indian law restrictions and may be transacted by investors in accordance with the applicable laws of the relevant jurisdiction. Global Depository Receipts (GDR) and the Global Depository Shares of Indian companies, Indian limited liability corporations, have not been registered under the U.S. Securities Act of 1933, as amended, and may only be transacted by persons in the United States who are Qualified Institutional Buyers (QIBs) within the meaning of Rule 144A under the Securities Act. Accordingly, no copy of any research report on Indian companies' GDRs will be made available to persons who are not QIBs.

30 October 2006

Important Disclosures

IIFRF Price Chart



 $B: Buy, \ N: Neutral, \ S: Sell, \ PO: Price \ objective, \ NA: No \ longer \ valid$

The Investment Opinion System is contained at the end of the report under the heading "Fundamental Equity Opinion Key". Dark Grey shading indicates the security is restricted with the opinion suspended. Light Grey shading indicates the security is under review with the opinion withdrawn. Chart current as of September 30, 2006 or such later date as indicated.

Investment Rating Distribution: Engineering & Construction Group (as of 30 Sep 2006)

Coverage Universe	Count	Percent	Inv. Banking Relationships*	Count	Percent	
Buy	14	66.67%	Buy	4	28.57%	
Neutral	7	33.33%	Neutral	2	28.57%	
Sell	0	0.00%	Sell	0	0.00%	
Investment Rating Distribution: Global Group (as of 30 Sep 2006)						
Coverage Universe	Count	Percent	Inv. Banking Relationships*	Count	Percent	
Buy	1325	44.76%	Buy	434	32.75%	
Neutral	1420	47.97%	Neutral	412	29.01%	
Sell	215	7.26%	Sell	48	22.33%	

^{*} Companies in respect of which MLPF&S or an affiliate has received compensation for investment banking services within the past 12 months.

FUNDAMENTAL EQUITY OPINION KEY: Opinions include a Volatility Risk Rating, an Investment Rating and an Income Rating. VOLATILITY RISK RATINGS, indicators of potential price fluctuation, are: A - Low, B - Medium, and C - High. INVESTMENT RATINGS, indicators of expected total return (price appreciation plus yield) within the 12-month period from the date of the initial rating, are: 1 - Buy (10% or more for Low and Medium Volatility Risk Securities - 20% or more for High Volatility Risk securities); 2 - Neutral (0-10% for Low and Medium Volatility Risk securities - 0-20% for High Volatility Risk securities); 3 - Sell (negative return); and 6 - No Rating. INCOME RATINGS, indicators of potential cash dividends, are: 7 - same/higher (dividend considered to be secure); 8 - same/lower (dividend not considered to be secure); and 9 - pays no cash dividend.

In the US, retail sales and/or distribution of this report may be made only in states where these securities are exempt from registration or have been qualified for sale: IVRCL Infrastruc.

The country in which this company is organized has certain laws or regulations that limit or restrict ownership of the company's shares by nationals of other countries: IVRCL Infrastruc.

The analyst(s) responsible for covering the securities in this report receive compensation based upon, among other factors, the overall profitability of Merrill Lynch, including profits derived from investment banking revenues.



30 October 2006

Other Important Disclosures

UK readers: MLPF&S or an affiliate is a liquidity provider for the securities discussed in this report.

Information relating to Non-U.S. affiliates of Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S):

Information relating to Non-U.S. affiliates of Merrill Lynch, Pierce, Fenner & Smith Incorporated (MLPF&S):

MLPF&S distributes research reports of the following non-US affiliates in the US (short name: legal name): Merrill Lynch (France): Merrill Lynch Capital Markets
(France) SAS; Merrill Lynch (Frankfurt): Merrill Lynch International Bank Ltd, Frankfurt Branch; Merrill Lynch (South Africa): Merrill Lynch South Africa (Pty) Ltd;
Merrill Lynch (Milan): Merrill Lynch International Bank Limited; MLPF&S (UK): Merrill Lynch, Pierce, Fenner & Smith Limited; Merrill Lynch (Australia): Merrill Lynch (Guite): Merrill Lynch (Singapore): Merrill Lynch (Ganada): Merrill Lynch (Canada): Merrill Lynch (Merrill Lynch (Merrill Lynch Mexico): Merrill Lynch (Seoul): Merrill Lynch (International Incorporated (Seoul Branch); Merrill Lynch (Taiwan): Merrill Lynch Global (Taiwan): Limited; DSP Merrill Lynch (India): DSP Merrill Lynch Limited; Merrill Lynch (Russia): Merrill Lynch CIS Limited, Mescow. Moscow.

This research report has been prepared and issued by MLPF&S and/or one or more of its non-U.S. affiliates. MLPF&S is the distributor of this research report in the U.S. and accepts full responsibility for research reports of its non-U.S. affiliates distributed in the U.S. Any U.S. person receiving this research report and wishing to effect any transaction in any security discussed in the report should do so through MLPF&S and not such foreign affiliates.

to effect any transaction in any security discussed in the report should do so through MLPF&S and not such foreign affiliates.

This research report has been approved for publication in the United Kingdom by Merrill Lynch, Pierce, Fenner & Smith Limited, which is authorized and regulated by the Financial Services Authority; has been considered and distributed in Japan by Merrill Lynch Japan Securities Co, Ltd, a registered securities dealer under the Securities and Exchange Law in Japan; is distributed in Hong Kong by Merrill Lynch (Asia Pacific) Limited, which is regulated by the Hong Kong SFC; is issued and distributed in Taiwan by Merrill Lynch Global (Taiwan) Ltd or Merrill Lynch, Pierce, Fenner & Smith Limited (Taiwan Branch); is issued and distributed in Malaysia by Merrill Lynch (KL) Sdn. Bhd., a licensed investment adviser regulated by the Malaysian Securities Commission; and is issued and distributed in Singapore by Merrill Lynch International Bank Limited (Merchant Bank) and Merrill Lynch (Singapore) Pte Ltd. (Company Registration No.'s F 06872E and 198602883D respectively). Merrill Lynch International Bank Limited (Merchant Bank) and Merrill Lynch (Singapore) Pte Ltd. are regulated by the Monetary Authority of Singapore. Merrill Lynch Equities (Australia) Limited, (ABN 65 006 276 795), AFS License 235132, provides this report in Australia. No approval is required for publication or distribution of this report in Brazil.

Merrill Lynch (Frankfurt) is regulated by BaFin.

Merrill Lynch (Frankfurt) is regulated by BaFin.

Copyright, User Agreement and other general information related to this report:
Copyright 2006 Merrill Lynch, Pierce, Fenner & Smith Incorporated. All rights reserved. This research report is prepared for the use of Merrill Lynch clients and may not be redistributed, retransmitted or disclosed, in whole or in part, or in any form or manner, without the express written consent of Merrill Lynch. Merrill Lynch research reports are distributed simultaneously to internal and client websites eligible to receive such research prior to any public dissemination by Merrill Lynch of the research report or information or opinion contained therein. Any unauthorized use or disclosure is prohibited. Receipt and review of this research report. constitutes your agreement not to redistribute, retransmit, or disclose to others the contents, opinions, conclusion, or information contained in this report (including any investment recommendations, estimates or price targets) prior to Merrill Lynch's public disclosure of such information. The information herein (other than disclosure information relating to Merrill Lynch and its affiliates) was obtained from various sources and we do not guarantee its accuracy. Merrill Lynch makes no representations or warranties whatsoever as to the data and information provided in any third party referenced website and shall have no liability or responsibility arising out of or in connection with any such referenced website.

This research report provides general information only. Neither the information nor any opinion expressed constitutes an offer or an invitation to make an offer, to buy or sell any securities or other investment or any options, futures or derivatives related to such securities or investments. It is not intended to provide personal investment advice and it does not take into account the specific investment objectives, financial situation and the particular needs of any specific person who may receive this report. Investors should seek financial advice regarding the appropriateness of investing in any securities, other investment or investment strategies discussed or recommended in this report and should understand that statements regarding future prospects may not be realized. Investors should note that income from such securities or other investments, if any, may fluctuate and that price or value of such securities and investments may rise or fall. Accordingly, investors may receive back less than originally invested. Past performance is not necessarily a guide to future performance. Any information relating to the tax status of financial instruments discussed herein is not intended to provide tax advice or to be used by anyone to provide tax advice. Investors are urged to seek tax advice based on their particular circumstances from an independent tax professional.

Foreign currency rates of exchange may adversely affect the value, price or income of any security or related investment mentioned in this report. In addition, investors in securities such as ADRs, whose values are influenced by the currency of the underlying security, effectively assume currency risk.

Officers of MLPF&S or one or more of its affiliates (other than research analysts) may have a financial interest in securities of the issuer(s) or in related

Merrill Lynch Research policies relating to conflicts of interest are described at http://www.ml.com/media/43347.pdf.

Fundamental equity reports are produced on a regular basis as necessary to keep the investment recommendation current.