

Management meeting | Consumer | 12th Sep 2011

# **Jubilant Foodworks**

# Growth with a corresponding price tag

We met Jubilant's management, whose bullish tone we attribute to a) robust same store sales (SSS) growth, b) new stores roll-out and c) extension into the Dunkin' Donuts brand. Management's target is 700 Domino's and 500 Dunkin' Donuts sites, venturing into all-day meals with the latter brand. With money to fund future growth, this is a rare scalable, dual brand roll-out. Key risks are macroeconomic environment, store roll-out execution risk, high attrition rates and high valuation.

# The road to 700 stores

We recently met Ravi Shanker Gupta, Jubilant FoodWorks CFO in Delhi, keen to hear from India's best performing stock this year, now trading at 45.5x 12-month consensus EPS estimates. Management certainly appeared to us to strike a confident tone. While robust SSS growth (average 20% in last 6 years; 37% in FY11) continues, the company is on track to roll out 80 new stores of Domino's Pizza in FY12, implying 458 at year end. There is no debt on the balance sheet and the company has sufficient internal accruals to fund capex. Jubilant also owns the franchise for Sri Lanka. Nepal and Bangladesh. It is opening a couple of sites in Sri Lanka, with a target of ~20-25 stores in the next 5 years. It aims to enter Bangladesh in FY13 through partnership. It is assuming the store potential for India is 700 stores - our experience of covering Domino's in the UK suggests this number will drift up, as fewer households are required per delivery area (currently 20,000). Low penetration (only 3,000 outlets of organized quick service restaurants, QSRs), frequency (~50% of Domino's consumers order pizza once a year, average consumption only 4 times a year) and per capita consumption (average monthly spend on outside food is just INR 671 in Tier I towns) offer room for further growth.

# More than donuts & coffee; all day meals planned

With ~15 years of experience in the QSR (quick service restaurant) business, management is confident of extending its experience to other meal formats. The intention is to extend *Dunkin' Donuts* beyond the coffee and donuts to an all day menu and vary store size from 100-2,000 sq ft. The plan is for ~80-100 stores in first 5 years, with a commitment to take it to 500 stores within 15 years. Synergies should come from Domino's Administration team, Information Technology and supply chain for the new business of *Dunkin' Donuts*. The real estate cost of a successful restaurant site will be very different to the delivery model.

# First mover advantage; highly scalable model

While other QSRs (Nirula's, Haldiram's, Subway, KFC and Pizza Hut) are still struggling to get the model right, low penetration of QSRs in India and absence of a strong national competitor should ensure uninterrupted expansion. 10 years of media investment has ensured strong brand recognition of *Domino's Pizza*, which, in turn, is resulting in strong pricing power and mass acceptance. With another strong brand, *Dunkin' Donuts* in the portfolio, Jubilant represents a compelling roll-out story.

# **Key risks**

~45% of Jubilant's sales are from Delhi, Mumbai and Bengaluru. Concerns on the macroeconomic environment could result in a drop in SSS growth and downward revision of expansion plans. 6% growth was the worst performance in the last downturn (full year FYO9). ~14,000+ employees are on company payroll and attrition rate (~7-8% per month) is high, a risk to margins and brand equity. The ESOP policy covers only 80-90 employees in the company. Jubilant is doing the new store roll-out itself (vs. sub-franchise model in US); hence is taking all the marketing, execution and competitive risk, to focus on quality control.

# Valuation

In our recent report "India – a port in a global storm", we highlighted that overall domestic demand remains strong, driven by robust services growth, rising incomes and higher middle class aspirations. India remains overwhelmingly exposed to the domestic economy and Jubilant's expansion into Tier II and Tier III should hedge it from any global slowdown. Negative working capital and balance sheet prudence makes any comparison to Retailers of 2008 unwarranted. <u>But</u> all this good news comes at a price: Jubilant Foodworks is currently trading at P/E of 45.5x on 12-month consensus EPS estimates. *We do not cover or have a rating on Jubilant Foodworks*.



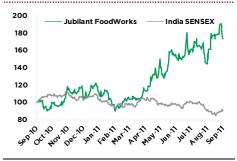


# Incorporating Execution Noble

# Not Rated

e ,	Fair Value (Rs)	NR
5		
e	Bloomberg Code	JUBI IN
s	Share Price (Rs)	914
	Market Cap (Rs bn /US\$ bn)	59/1.27
	Free Float / FII holding	45%/33.4%
	ADV (Rs bn/ \$mn)	1.49/\$32m

#### Fig 1: Historical share price performance



Source: Factset, Espirito Santo Securities

Espirito Santo Securities does not provide research coverage for Jubilant Foodworks and assigns no research recommendation to the company. This management meeting note is provided solely for information purposes.

#### Analyst

Nitin Mathur +91 22 4315 6821 nitin.mathur@execution-noble.com

#### Sales

Ashish Goenka +44 20 3429 2012 ashish.goenka@execution-noble.com

Arijay Prasad +91 22 4315 6841 arijay.prasad@execution-noble.com

Poorva Upadhyaya +1 212 351 6056 pupadhyaya@esinvestment.com

Sunny Shah +91 22 4315 6842 sunny.shah@execution-noble.com

# Margins expansion feasible; though growth is a priority

Our takeaway from the overseas operations is that it becomes increasing difficult for just one franchisee to be able to tap into local trends across geographies and so execution errors increase with scale (this happened with Domino's US). Hence the master franchisee typically finds it better to sub franchise with strong local players (done very successfully in the UK). This implies a royalty share, but may lower the risk profile. Management's judgement so far has been that maintaining consistent quality in India is very challenging, and hence they have chosen to not sub-franchise out, instead wanting to control quality and therefore protect the brand.

Inflation in rents (~7.5% of sales), Cheese (~8% of sales) and wages (~17.5% of sales) are risks to current margins in the high teens. Though the brand Domino's has the pricing power to offset input cost inflation, this only goes so far, and the company has to address the issue of high attrition and training costs to ensure sustainably high margins.

# Don't be too quick to dismiss the high valuation

QSR is a complex business in India as expertise in real estate and supply chain is an imperative, in addition to knowledge of the Indian palate, which varies from region to region. Jubilant Foodworks has been in existence for the last 15 years and it took some time to get the model right (it made mistakes in 2000-2001 and ended up scaling back). The combination of global expertise (for a 3% franchise fee Domino's International brings immense value in logistics, brand, menu, technology etc), and 15 years of local market knowledge is a powerful one. India QSR penetration is at a nascent stage with most of the competitors (Nirula's, Haldiram's, Subway, KFC and Pizza Hut) still struggling to get the model right.

Jubilant Foodworks is currently trading at P/E of 45.5x on 12-month consensus EPS estimates. This probably means happy existing shareholders, and wary potential ones. We don't cover it, so won't take a position on valuation, but would highlight that;

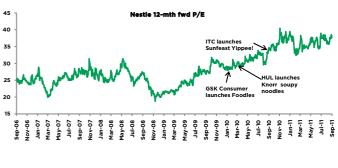
- It is not unusual for companies with a dual brand rollout opportunity, strong a) brand equity, clean balance sheet, negative working capital and good corporate governance to trade at high multiples. Market scepticism often fails to derail the high growth trajectory story, as seen by continued high multiples of most consumer companies in India.
- b) In categories with low penetration, de-rating risks are less given low risk of disruptive competition. Nestle did not de-rate despite the entry of GSK Consumer and ITC in noodles, which is Nestle's core category. We further note that noise created by new entrants helped increase the market size.
- c) As the company grows in size, bargaining power with business partners will increase (cost of cheese, packaging & chicken for example represents 16-17% of sales) and company will have more negative working capital.
- d) Due to low visibility, consensus is still not factoring in numbers from the rollout of Dunkin' Donuts, which leaves room for earnings surprises.

For what it's worth, our experience of covering Domino's in the UK is that it has been on a perennial upgrade cycle, sustaining a "high" valuation for several years; though admittedly this was not 45.5x earnings.



Figure 2: High multiples not unusual for companies in high growth period





Source: Factset, Espirito Santo Securities

Espirito Santo Securities does not provide research coverage for Jubilant Foodworks and assigns no research recommendation to the company. This management meeting note is provided solely for information purposes.

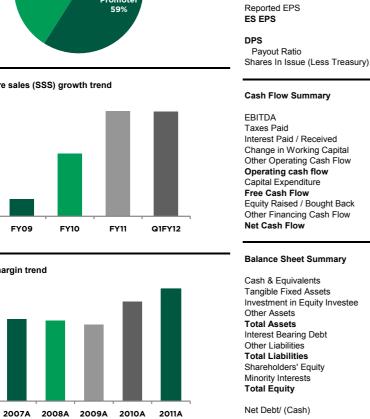
General and Administrative expenses are ~13% of net sales, while A&P is ~3.6% of sales. Management believes that there is potential for margin progression as more stores are opened and operating leverage kicks in. The key will be executing on expansion plans.

INR 13 bn at present to at least INR 30-35 bn by 2015 and therefore all the big FMCG players have their eyes set on it"

"Instant noodles market is set to grow from

Devendra Chawla, Business Head for private brands at the Future Group

Jubilant Foodworks	Not Rated
Share Price:	INR 914
3 Month ADV (\$m) Free Float 52 Week High / Low	32 45.0% INR 461 - 1,021
Bloomberg: Model Published On:	JUBI IN 12 September 2011
Shares In Issue (mm) Market Cap (mn) Net Debt (mn) Enterprise Value (mn)	65 <b>59,796</b> (90) <b>59,706</b>
Forthcoming Catalysts Q2FY12 results Q3FY12 results	October-11 January-12
Espirito Santo Securities Research Analyst Nitin Mathur (91) 22 4315 6821 nitin.mathur@execution-noble.com	
Dil 2% 6% Fil 33% Promoter 59%	
Same store sales (SSS) growth trend 40.0% 35.0% - 30.0% - 25.0%	
20.0% 15.0% 5.0% 0.0% FY09 FY10 FY11	Q1FY12
EBITDA margin trend	



Source: Company data

FIT FOR A NEW ERA

8.0% 6.0% 4.0% 2.0% 0.0%

Valuation Metrics	2007A	2008A	2009A	2010A	2011A
P/E	844.9	625.9	721.5	167.0	83.4
Reported P/E	952.7	685.3	729.7	169.2	83.4
EV / Sales	43.0	28.3	21.3	14.1	8.8
EV / EBITDA	331.7	222.0	176.6	89.6	49.8
EV / EBIT FCF Yield	597.1 -0.1%	403.4 -0.1%	353.3 -0.2%	141.1 0.6%	65.9 0.9%
Dividend yield	-0.1%	0.0%	-0.2%	0.0%	0.9%
	0.070	0.070	0.070	0.070	0.070
Key ratios	2007A	2008A	2009A	2010A	2011A
EBITDA margin	13.0%	12.7%	12.0%	15.7%	17.7%
EBIT margin	7.2%	7.0%	6.0%	10.0%	13.4%
Capex / Revenue	17.6% 3.05	20.5% 3.57	19.3% 3.20	12.3% 2.14	10.6% 2.45
Capex / Depreciation Net Debt / EBITDA	3.05 1.7	3.57 1.8	2.4	2.14	-0.1
EBITDA / Net Interest	5.3	4.6	3.8	7.3	350.5
ROE	67%	64%	37%	47%	46%
P&L Summary	2007A	2008A	2009A	2010A	2011A
Revenue	1,387	2,112	2,808	4,239	6,781
% change		52.3%	33.0%	51.0%	60.0%
EBITDA	180	269	338	666	1,199
% change		49.4%	25.7%	97.0%	80.0%
% margin	13.0%	12.7%	12.0%	15.7%	17.7%
Depreciation & Amortisation EBIT	-80 <b>100</b>	-121 <b>148</b>	-169 <b>169</b>	-243 <b>423</b>	-293 <b>906</b>
% change	100	48.0%	14.2%	150.3%	114.2%
% margin	7.2%	7.0%	6.0%	10.0%	13.4%
Associates	0	0	0	0	0
Operating Profit	100	148	169	423	906
Interest Expenses	-34	-58	-89	-91	-3
Other Income	1	2	2	4	19
Pre Tax Profit Income Tax Expense	67 -4	<b>92</b> -7	<b>82</b> -8	<b>331</b> -1	<b>922</b> -204
Minority Interests	-4	-/	-0	-1	-204
Reported Net Income	56	78	73	330	717
ES Net Income	63	85	74	334	717
Reported EPS ES EPS	1.0 1.1	1.3 1.5	1.3 1.3	5.4 5.5	11.0 11.0
DPS	0.00	0.00	0.00	0.00	0.00
Payout Ratio	0.0%	0.0%	0.0%	0.0%	0.0%
Shares In Issue (Less Treasury)	58	58	58	61	65
Cash Flow Summary	2007A	2008A	2009A	2010A	2011A
EBITDA	180	269	338	666	1,199
Taxes Paid	-4	-7	-8	-1	-204
Interest Paid / Received	-33	-56	-87	-88	16
Change in Working Capital	-20	-68	12	-137	-263
Other Operating Cash Flow Operating cash flow	57 <b>180</b>	176 <b>314</b>	64 <b>319</b>	329 <b>769</b>	540 <b>1,288</b>
Capital Expenditure	-244	-432	-541	-521	-718
Free Cash Flow	-65	-119	-222	249	569
Equity Raised / Bought Back	0	0	0	605	22
Other Financing Cash Flow Net Cash Flow	88 <b>23</b>	103 <b>-15</b>	231 <b>9</b>	-817 <b>37</b>	-570 <b>22</b>
Balance Sheet Summary	2007A	2008A	2009A	2010A	2011A
-	37	22	30	70	00
Cash & Equivalents Tangible Fixed Assets	451	723	1,155	1,429	90 1,845
Investment in Equity Investee	0	0	0	0	205
Other Assets	153	274	299	462	924
Total Assets	641	1,019	1,484	1,961	3,064
Interest Bearing Debt	342	513	824	86	0
Other Liabilities	215	345	431	702	1,150
Total Liabilities Shareholders' Equity	<b>558</b> 83	<b>858</b> 161	<b>1,255</b> 228	<b>787</b> 1,174	<b>1,150</b> 1,914
Minority Interests	83 0	0	220	1,174	1,914
Total Equity	83	161	228	1,174	1,914
Net Debt/ (Cash)	305	491	794	16	-90

# **Contact details**

Nick Paulson-Ellis, Country Head, India

t. +91 22 4315 6814 e: nick.paulson-ellis@execution-noble.com

# Sales

Ashish Goenka	t: +44 20 3429 2012;	e: <a href="mailto:ashish.goenka@execution-noble.com">ashish.goenka@execution-noble.com</a>
Poorva Upadhyaya	t: +1 212 351 6056;	e: <u>pupadhyaya@esinvestment.com</u>
Arijay Prasad	t: +91 22 4315 6841;	e: arijay.prasad@execution-noble.com
Sunny Shah	t: +91 22 4315 6842;	e: <a href="mailto:sunny.shah@execution-noble.com">sunny.shah@execution-noble.com</a>

# **Sector leads**

# Banks and financial institutions:

Santosh SIngh	t +91 22 4315 6822;	e santosh.singh@execution-noble.com				
Saikiran Pulavarthi	t +91 22 4315 6824;	e: <a href="mailto:saikiran.pulavarthi@execution-noble.com">saikiran.pulavarthi@execution-noble.com</a>				
Sri Karthik	t +91 22 4315 6826;	e: <a href="mailto:srikarthik@execution-noble.com">srikarthik@execution-noble.com</a>				
Nidhesh Jain	t +91 22 4315 6823;	e: nidhesh.jain @execution-noble.com				
Economy						
Deepali Bhargava	t +91 22 4315 6827;	e: deepali.bhargava@execution-noble.com				
Consumer						
Nitin Mathur	t +91 22 4315 6821;	e: <u>nitin.mathur@execution-noble.com</u>				
Healthcare						
Chirag Talati	t +91 22 4315 6828;	e: <u>chirag.talati@ execution-noble.com</u>				
Metals and Mining						
Ritesh Shah	t: +91 22 4315 6831;	e: <u>ritesh.shah@execution-noble.com</u>				
Power and Infrastructu	ire					
Krishnakant Thakur	t: +91 22 4315 6832;	e: <a href="mailto:krime">krishnakant.thakur@execution.noble.com</a>				
Pawan Parakh	t: +91 22 4315 6833;	e: <a href="mailto:pawan.parakh@execution-noble.com">pawan.parakh@execution-noble.com</a>				
Strategy						
Aditya Jhawar	t +91 22 4315 6819;	e: aditya.jhawar@execution-noble.com				
Nitesh Sharma	t +91 22 4315 6820;	e: <u>nitesh.sharma@execution-noble.com</u>				
Technology:						
Soumitra Chatterjee	t +9122 4315 6829	e: soumitra.chatterjee@execution-noble.com				

 1203 A, Tower 2A,
 10, Paternoster Square

 One Indiabulls Centre,
 London EC4M 7AL

 Elphinstone Road,
 U.K

 Mumbai - 400076
 t: + 44 20 7246 0180

 t: +91 22 4315 6800
 t: + 44 20 7246 0190

 e:research.india@execution-noble.com

340 Madison Avenue, 12<sup>th</sup> Floor New York NY-10173 U.S.A t: +1 212 351 6000 **t: +1 212 351 6099** 



# **IMPORTANT DISCLOSURES**

This report was prepared by Espírito Santo Investment Bank Research, a global brand name for the equity research teams of Banco Espírito Santo de Investimento, S.A., with headquarter in Lisbon, Portugal, of its Branches in Spain and Poland and of its affiliates BES Securities do Brasil, S.A – Corretora de Câmbio e Valores Mobiliários, in Brazil, and Execution Noble Limited, in the United Kingdom, all authorized to engage in securities according to each domestic legislation. All of these entities are included within the perimeter of the Financial Group controlled by Espírito Santo Financial Group S.A. ("Banco Espírito Santo Group").

### Analyst Certification

Each research analyst primarily responsible for the content of this research report, in whole or in part, certifies that with respect to each security or issuer that the analyst covered in this report: (1) all of the views expressed accurately reflect his or her personal views about those securities or issuers; the issuers were not previously informed about the content of the recommendation included in this research report and the assumptions were not validated by the issuers; (2) no part of his or her compensation is directly or indirectly related to: (a) the specific recommendations or views expressed by that research analyst in the research report; and/or (b) any services provided or to be provided by Banco Espírito Santo de Investimento, S.A. and/or by any of its affiliates to the issuer of the securities under recommendation. Moreover, each of the analysts hereby certifies that he or she has no economic or financial interest whatsoever in the companies subject to his or her opinion and does not own or trade any securities issued by the latter.

### Explanation of Rating System

12-MONTH RATING	DEFINITION
BUY	Analyst expects at least 10% upside potential to fair value, which should be realized in the next 12 months
NEUTRAL	Analyst expects upside/downside potential of between +10% and -10% to fair value, which should be realized in the next 12 months.
SELL	Analyst expects at least 10% downside potential to fair value, which should be realized in the next 12 months
SHORT TERM RATING	DEFINITION
ST POSITIVE	Analyst expects the stock price to appreciate in value within 3 months of the rating assignation because of a specifically identified catalyst(s) or event(s)
ST NEGATIVE	Analyst expects the stock price to decline in value within 3 months of the rating assignation because of a specifically identified catalyst(s) or event(s)

For further information please see "Definitions and distribution of ratings" on: http://www.espiritosantoib-research.com.

## **Ratings Distribution**

Espirito Santo Investment Bank Research hereby provides the distribution of the equity research ratings in relation to the total Issuers covered and to the investment banking clients as of 30 June 2011.

As at end June 2011	Total ESIB Research		Total Investment Banking Clients (IBC)		
Recommendation	Count	% of Total	Count	% of IBC	% of Total
BUY	203	53,6%	29	72,5%	7,7%
NEUTRAL	109	28,8%	11	27,5%	2,9%
SELL	67	17,7%	0	0,0%	0,0%
TOTAL	379	100%	40	100%	
As at end June 2011	Total ESIB Research		Total Investment Banking Clients (IBC)		(IBC)
Recommendation	Count	% of Total	Count	% of IBC	% of Total
SHORT TERM POSITIVE	0	0%	0	0%	0%
SHORT TERM NEGATIVE	0	0%	0	0%	0%
TOTAL	0	0%	0	0%	

### Share Prices

Share prices are as at the close of business on the day preceding publication, unless otherwise specified.

#### **Coverage Policy**

Espírito Santo Investment Bank Research reserves the right to choose the securities it expresses opinions on. The main criteria to choose such securities are: 1) markets in which they trade 2) market capitalisation 3) liquidity, 4) sector suitability. Espírito Santo Investment Bank Research has no specific policy regarding the frequency in which opinions and investment recommendations are released.

### **Representation to Investors**

Espírito Santo Investment Bank Research has issued this report for information purposes only. This material constitutes "investment research" for the purposes of the Markets in Financial Instruments Directive and as such contains an objective or independent explanation of the matters contained in the material.

Any recommendations contained in this document must not be relied upon as investment advice based on the recipient's personal circumstances. This report is not, and should not be construed as an offer or a solicitation to buy or sell any securities or related financial instruments. The investment discussed or recommended in this report may be unsuitable for investors depending on their specific investment objectives and financial position. The material in this research report is general information intended for recipients who understand the risks associated with investment. It does not take account of whether an investment, course of action, or associated risks are suitable for the recipient. This research report does not purport to be comprehensive or to contain all the information on which a prospective investor may need in order to make an investment decision and the recipient of this report must make its own independent assessment and decisions regarding any securities or financial instruments mentioned herein. In the event that further clarification is required on the words or phrases used in this material, the recipient is strongly recommended to seek independent legal or financial advice. Where an investment is denominated in a currency other than the investor's currency, changes in rates of exchange may have an adverse effect on the value, price of, or income derived from the investment. Past performance is not necessarily a guide to future performance. Income from investments may fluctuate. The price or value of the investments to which this report relates, either directly or indirectly, may fall or rise against the interest of investors. Any recommendation and opinion contained in this report may become outdated as a consequence of changes in the environment in which the issuer of the securities under analysis operates, in addition to changes in the estimates and forecasts, assumptions and valuation methodology used herein. The securities mentioned in this publication may not be eligible for sale in some states or countries.

All the information contained herein is based upon information available to the public and has been obtained from sources believed to be reliable. However, Espírito Santo Investment Bank Research does not guarantee the accuracy or completeness of the information contained in this report. The opinions expressed herein are Espírito Santo Investment Bank Research present opinions only, and are subject to change without prior notice. Espírito Santo Investment Bank Research is not under any obligation to update or keep current the information and the opinions expressed herein nor to provide the recipient with access to any additional information.

Espírito Santo Investment Bank Research has not entered into any agreement with the issuer relating to production of this report. Espírito Santo Investment Bank Research does not accept any form of liability for losses or damages which may arise from the use of this report or its contents.

### **Ownership and Material Conflicts of Interest**

Banco Espírito Santo de Investimento, S.A. and/or its Affiliates (including all entities within Espírito Santo Investment Bank Research) and/or their directors, officers and employees, may have, or have had, interests or qualified holdings on issuers mentioned in this report. Banco Espírito Santo de Investimento, S.A. and/or its Affiliates may have, or have had, business relationships with the companies mentioned in this report. However, the research analysts may not purchase or sell securities or have any interest whatsoever in companies subject to their opinion.

Banco Espírito Santo Group has a qualified shareholding (1% or more) in EDP, Novabase, Portugal Telecom, ZON Multimédia and Semapa. Portugal Telecom has either a direct or indirect qualified shareholding (2% or more) in Banco Espírito Santo, S.A. and Lloyds Banking Group has a shareholding of 3.3% in Espírito Santo Investment Holdings Limited.

BES Securities do Brasil S.A. CCVM does not hold a direct or indirect stake in the capital of the company (companies) that are subject of analysis(es)/recommendation(s) in this report, but the Banco Espírito Santo Group within which it is inserted, holds, directly and in some cases indirectly, 1% or more of the equity securities of the following companies: Cia. Providência Indústria e Comércio, Bradesco and Vila Velha S/A and its associated company UNIPAR. Bradesco is a direct shareholder of BES Securities do Brasil S.A. CCVM' parent company. With the exception of the companies mentioned before, BES Securities do Brasil S.A. CCVM does not hold direct or indirect stakes in the capital of the other companies that are subject of analysis(es)/recommendations in this report, and it was not involved in the acquisition, alienation and intermediation of securities issued by these companies in the market.

Pursuant to Polish Ministry of Finance regulations we inform that Banco Espírito Santo Group companies and/or Banco Espírito Santo de Investimento, SA Branch in Poland do not have a qualified shareholding in the Polish Securities Issuers mentioned in this report higher than 5% of its total share capital.

The Chief Executive Officer of Banco Espírito Santo de Investimento, S.A., Mr. José Maria Ricciardi, is a member of EDP's General and Supervisory Board. Mr. Rafael Valverde, a member of the board of Banco Espírito Santo de Investimento, S.A., is a non-executive board member of EDP Renováveis. Mr. Ricardo Abecassis Espírito Santo Silva, a member of the board of Banco Espírito Santo de Investimento, S.A., is a board member of BHG.

Banco Espírito Santo de Investimento, S.A and/or its subsidiaries are liquidity providers for Novabase.

Banco Espírito Santo de Investimento, S.A. and/or its subsidiaries participate or have participated, as a syndicate member in share offerings of Sonae Sierra Brasil, S.A (a subsidiary of Sonae SGPS), EDP Brazil, and JBS, Autometal, Inpar, Lopes, PDG Realty, Tecnisa, BR Properties, Even, Sonae, Direcional, Brasil Brokers, Hypermarcas, Estácio, Banco do Brasil, Brasil Insurance, Ecorodovias, Julio Simões, Magnesita, Mils, Multiplus, OSX Brasil, Petrobras, HRT Petróleo, Queiroz Galvão, CAB, Fleury, Droga Raia, Arezzo, BR Malls, Kroton Unit, Gerdau, Metal Gerdau, Brasil Pharma, Unipar and HRTP and Burford Capital, IQE plc. and ACM Shipping Plc, and Kredyt Inkaso S.A., Giełda Papierów Wartościowych S.A. (the Warsaw Stock Exchange S.A.) and Bank Gospodarki Żywnościowej S.A., in the last 12 months.

Banco Espírito Santo de Investimento, S.A. and/or its subsidiaries participate or have participated, as a syndicate member in the bond issues of the following companies: Abengoa, EDP and Portugal Telecom, JHSF, Cemig, Eletrobrás, ABC Brasil, Bradesco, Panamericano, Pine e Julio Simões, and as an entity organizing the issuance of bond issues of Kredyt Inkaso S.A in the last 12 months.

Banco Espírito Santo de Investimento, S.A. and/or its subsidiaries provided investment banking services to the following companies: Abertis, Acciona ACS, Altri, BBVA, Brisa, Dinamia, EDP, EDP Brazil, EDP Renováveis, Endesa, Ferrovial, Ibersol, Jerónimo Martins, Martifer, Mota-Engil, Portugal Telecom, REN, Sacyr Vallehermoso, Semapa, Sonaecom, Sonae SGPS, Teixeira Duarte and ZON Multimédia, and Budimex SA, Grupa Lotos S.A. and Kredyt Inkaso S.A and Ambev, JBS, Embraer, Autometal, PDG Realty, Tecnisa, BR Properties, Even, Sonae, Brasil Brokers, Hypermarcas, Cemig, Eletrobras, ABC Brasil, Bradesco, Banco do Brasil, Panamericano, Pine, Ecorodovias, OHL, Gerdau, Braskem, Petrobras, Unipar, HRT Petróleo, Fleury, Tim, Droga Raia, Arezzo BR Malls, Kroton Unit, Gerdau, Metal Gerdau, Brasil Pharma and ACM Shipping, AGA Rangemaster Group, Burford Capital, Caledonian Trust, Forum Energy, GlobeOp Financial Services, Impax Asset Management Group, ImmuPharma, India Hospitality Corp., IPSA, IQE, Palmaris Capital, Shaftesbury Plc., SVG Capital, Ted Baker Workspace Group Plc and Flybe Group Plc, in the last 12 months.

Banco Espírito Santo Group has been a partner to Mota-Engil in the infrastructure business in Portugal and other countries. Mota-Engil and Banco Espírito Santo Group, through ES Concessões, S.G.P.S., S.A., have created a joint holding company – Ascendi – for all stakes in transportation infrastructure concessions, in Portugal and abroad. Banco Espírito Santo de Investimento, S.A. provided, or continues to provide, investment banking services to Ascendi.

Banco Espírito Santo de Investimento, S.A. and/or its subsidiaries do and seek to provide investment banking or other services to the companies referred to in this research report. As a result, investors should be aware that a conflict of interest may exist.

#### Market Making UK

Execution Noble Limited is a Market Maker in companies covered and may sell to or buy from customers as principal in certain financial instruments listed or admitted to listing on the London Stock Exchange. For information on Companies to which Execution Noble Limited is a Market Maker please see "UK Market Making" on <a href="http://www.espiritosantoib-research.com">http://www.espiritosantoib-research.com</a>.

# **Confidentiality**

This report cannot be reproduced, in whole or in part, in any form or by any means, without Espírito Santo Investment Bank Research's specific written authorization. This report is confidential and is intended solely for the designated addressee. Therefore any disclosure, replication, distribution or any action taken in reliance on it, is prohibited and unlawful. Receipt and/or 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 without first obtaining express permission from an authorized officer of Banco Espírito Santo de Investimento, S.A.

#### **Regulatory Authorities**

For information on the identity of the Regulatory Authorities that supervise the entities included within Espírito Santo Investment Bank Research please see <a href="http://www.espiritosantoib-research.com">http://www.espiritosantoib-research.com</a>.

## IMPORTANT DISCLOSURES FOR U.S. PERSONS

This report was prepared by Espírito Santo Investment Bank Research, a global brand name for the equity research teams of Banco Espírito Santo de Investimento, S.A., with headquarter in Lisbon, Portugal, of its Branches in Spain and Poland and of its affiliates BES Securities do Brasil, S.A – Corretora de Câmbio e Valores Mobiliários, in Brazil, and Execution Noble Limited, in the United Kingdom, all authorized to engage in securities activities according to each domestic legislation. Neither Banco Espírito Santo de Investimento, S.A. nor these affiliates are registered as a broker-dealer in the United States and therefore, is not subject to U.S. rules regarding the preparation of research reports and the independence of research analysts. This report is provided for distribution to U.S. institutional investors in reliance upon the exemption from registration provided by Rule 15a-6 of the U.S. Securities Exchange Act of 1934, as amended. This report is confidential and not intended for distribution to, or use by, persons other than the addressee and its employees, agents and advisors.

E.S. Financial Services, Inc. is the U.S. distributor of this report. E.S. Financial Services, Inc. accepts responsibility for the contents of this report, subject to the terms set out below, to the extent that it is delivered to a U.S. person other than a major U.S. institutional investor. Any U.S. person receiving this report and wishing to effect securities transactions in any security discussed in the report should do so only through E.S. Financial Services, Inc.

#### **Contact Information:**

Garreth Hodgson	Senior Managing Director /Head of Sales	(212) 351-6054	ghodgson@esinvestment.com
Eva Gendell	Vice President	(212) 351-6058	egendell@esinvestment.com
Joseph Mcglone	Vice President	(212) 351-6061	jmcglone@esinvestment.com
Joy Bejasa	Vice President	(212) 351-6055	jbejasa@esinvestment.com
Lisa Gottardo	Executive Director	(212) 351-6060	lgottardo@esinvestment.com
Mike Maione	Executive Director	(212) 351-6067	mmaione@esinvestment.com
MikeWilliams	Vice President	(212) 351-6052	mwilliams@esinvestment.com
Pedro Marques	Vice President	(212) 351-6051	pmarques@esinvestment.com
Poorva Upadhyaya	Assistant Vice President	(212) 351-6056	pupadhyaya@esinvestment.com

E.S. Financial Services, Inc. New York Branch 340 Madison Avenue, 12th Floor New York, N.Y. 10173

Each analyst whose name appears in this report certifies the following, with respect to each security or issuer that the analyst covers in this report: (1) that all of the views expressed in this report accurately reflect the personal views of the analyst about those securities and issuers; and (2) that no part of the compensation of the analyst was, is, or will be, directly or indirectly, related to the specific recommendations or views expressed by the analyst in this report. The analysts whose names appear in this report are not registered or qualified as research analysts with the Financial Industry Regulatory Authority ("FINRA") and may not be associated persons of E.S. Financial Services, Inc. and therefore may not be subject to the applicable restrictions under FINRA Rules on communications with a subject company, public appearances and trading securities held by a research analyst account.

#### **Ownership and Material Conflicts of Interest**

Banco Espírito Santo de Investimento, S.A. and/or its Affiliates and/or their directors, officers and employees, may have, or have had, interests or qualified holdings on issuers mentioned in this report. Banco Espírito Santo de Investimento, S.A. and/or its Affiliates may have, or have had, business relationships with the companies mentioned in this report. For a complete list of the covered Issuers in which Banco Espírito Santo de Investimento, S.A. or its Affiliates hold stakes in excess of 1% and for information on possible material conflicts of interest arising from investment banking activities please see "Important disclosures for US persons" on http://www.espiritosantoib-research.com.

#### **Receipt of Compensation**

For information on Receipt of Compensation from subject Issuers please see "Important disclosures for US persons" on http://www.espiritosantoib-research.com

#### **Representation to Investors**

Espírito Santo Investment Bank Research has issued this report for information purposes only. All the information contained therein is based upon information available to the public and has been obtained from sources believed to be reliable. However, Espírito Santo Investment Bank Research does not guarantee the accuracy or completeness of the information contained in this report. The opinions expressed herein are our present opinions only, and are subject to change without prior notice. Espírito Santo Investment Bank Research is not under any obligation to update or keep current the information and the opinions expressed herein. This report is not. and should not be construed as an offer or a solicitation to buy or sell any securities or related financial instruments. The investment discussed or recommended in this report may be unsuitable for investors depending on their specific investment objectives and financial position. Where an investment is denominated in a currency other than the investor's currency, changes in rates of exchange may have an adverse effect on the value, price of, or income derived from the investment. Past performance is not necessarily a guide to future performance. Income from investments may fluctuate. The price or value of the investments to which this report relates, either directly or indirectly, may fall or rise against the interest of investors. Any recommendation and opinion contained in this report may become outdated as a consequence of changes in the environment in which the issuer of the securities under analysis operates, in addition to changes in the estimates and forecasts, assumptions and valuation methodology used herein. The securities mentioned in this publication may not be eligible for sale in some states or countries. Espírito Santo Investment Bank Research does not accept any form of liability for losses or damages which may arise from the use of this report. Please note that investing in any non-U.S. securities or related financial instruments discussed in this research report may present certain risks. The securities of non-U.S. issuers may not be registered with the U.S. Securities and Exchange Commission or subject to regulation in the United States. Information on such non-U.S. securities or related financial instruments may be limited. Foreign companies may not be subject to audit and reporting standards and regulatory requirements comparable to those in the United States.