Tech Mahindra TEML.NS TECHMIN

SOFTWARE & SERVICES



Sharp drop in margins and weak outlook at BT

Fear of sharp cuts in BT revenues plays out earlier than anticipated

November 15, 2011	
Rating Remains	Reduce
Target price Reduced from 620	INR 580
Closing price November 15, 2011	INR 618
Potential downside	-6.1%

Action: 5% q-q decline in BT & more likely to come; maintain Reduce

- Revenue from BT declined by 5% q-q in 2QFY12 on account of project closures. There appears to be severe pricing pressure in the BT business, as management has indicated that both revenue and margin would be impacted in the near-term despite Tech Mahindra having retained large portions of its business and gaining market share in the re-tendering process. We were earlier anticipating a ~10% decline in BT revenues in FY13F which we now expect will occur in FY12F.
- 2Q results were disappointing operationally as the margin decline of 340bps q-q was sharper than our expectation. We maintain our Reduce on Tech Mahindra on account of 1) a weak near-term revenue and margin outlook; 2) the absence of a pickup in discretionary spending in Telecom; and 3) increasing skew in TechM's business mix towards the low-margin BPO/emerging markets business.

Valuation: Cutting multiple to10x; TP reduced to INR580

We cut our TechM standalone EPS estimates by 21%/5% in FY12F/13F on account of an earlier-than-anticipated drop in BT revenues. Our FY13F EPS estimates are marginally higher on increased Satyam contribution stemming from the 2Q outperformance and a better margin outlook. We reduce our valuation multiple to 10x FY13F (from 11x) on 1) balance sheet deterioration; and 2) the likelihood of sustained margin pressure due to skew in the business mix. Our TP declines to INR580 (from INR620).

Catalyst: Sharper declines in BT business and no pickup in discretionary demand

31 Mar	FY11		FY12F		FY13F		FY14F
Currency (INR)	Actual	Old	New	Old	New	Old	New
Revenue (mn)	51,402	53,594	54,888	53,955	59,102	59,022	65,094
Reported net profit (mn)	4,741	8,195	7,851	7,384	7,610	7,590	8,572
Normalised net profit (mn)	4,741	8,195	7,851	7,384	7,610	7,590	8,572
Normalised EPS	38.21	66.06	62.03	59.51	60.08	61.17	67.68
Norm. EPS growth (%)	-13.9	72.9	62.3	-9.9	-3.1	2.8	12.6
Norm. P/E (x)	17.0	N/A	10.4	N/A	10.7	N/A	9.5
EV/EBITDA (x)	8.7	10.3	9.7	11.0	9.4	11.0	9.0
Price/book (x)	2.3	N/A	1.9	N/A	1.6	N/A	1.3
Dividend yield (%)	0.8	N/A	1.1	N/A	1.1	N/A	1.2
ROE (%)	15.2	21.6	20.9	15.9	16.7	13.9	15.8
Net debt/equity (%)	28.5	17.4	27.2	10.4	12.8	7.4	9.1

Source: Nomura estimates

Key company data: See page 2 for company data and detailed price/index chart.

Anchor themes

Participate in sector through companies focussed on market share gains, having low client concentration and better operating scope to tide over current uncertain economic environment.

Nomura vs consensus

Our FY13F earnings estimates are 16% lower than Bloomberg consensus; we believe consensus estimates will be downgraded post the 2Q result.

Research analysts

India Technology/Services & Software

Ashwin Mehta - NFASL ashwin.mehta@nomura.com +91 22 4037 4465

Pinku Pappan - NSFSPL pinku.pappan@nomura.com +91 22 4037 4360

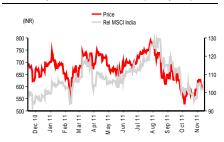
See Appendix A-1 for analyst certification, important disclosures and the status of non-US analysts.

Key data on Tech Mahindra

Income statement (INRmn)

Year-end 31 Mar	FY10	FY11	FY12F	FY13F	FY14F
Revenue	46,254	51,402	54,888	59,102	65,094
Cost of goods sold	-29,915	-35,320	-38,495	-42,741	-47,983
Gross profit	16,339	16,082	16,393	16,361	17,111
SG&A	-6,352	-7,485	-8,789	-9,025	-9,614
Employee share expense					
Operating profit	9,987	8,598	7,604	7,336	7,496
EBITDA	11,325	10,033	9,218	8,931	9,254
Depreciation	-1,338	-1,436	-1,614	-1,596	-1,758
Amortisation					
EBIT	9,987	8,598	7,604	7,336	7,496
Net interest expense	-2,184	-999	-1,436	-911	-809
Associates & JCEs					
Other income	754	1,175	1,040	761	851
Earnings before tax	8,557	8,773	7,208	7,185	7,539
Income tax	-1,440	-1,315	-1,615	-1,653	-1,658
Net profit after tax	7,118	7,458	5,593	5,533	5,880
Minority interests	-28	-21	-22	-20	-20
Other items	-1,663	-2,696	2,280	2,097	2,712
Preferred dividends	- 400	4-44	7.054	7.040	0.570
Normalised NPAT	5,426	4,741	7,851	7,610	8,572
Extraordinary items	-85 5 241	0	7 951	7 610	9.573
Reported NPAT	5,341	4,741	7,851	7,610	8,572
Dividends Transfer to reserves	-501 4,840	-581 4,161	-880 6,971	-856 6,754	-925 7,647
Transfer to reserves	4,040	4,101	0,971	0,734	7,047
Valuation and ratio analysis					
FD normalised P/E (x)	14.9	17.0	10.4	10.7	9.5
FD normalised P/E at price target (x)	14.9	17.1	10.4	10.7	9.5
Reported P/E (x)	14.1	16.2	10.0	10.3	9.1
Dividend yield (%)	0.7	0.8	1.1	1.1	1.2
Price/cashflow (x)	6.7	27.7	29.1	18.3	18.7
Price/book (x)	2.6	2.3	1.9	1.6	1.3
EV/EBITDA (x)	7.9	8.7	9.7	9.4	9.0
EV/EBIT (x)	8.9	10.2	11.7	11.5	11.1
Gross margin (%)	35.3	31.3	29.9	27.7	26.3
EBITDA margin (%)	24.5	19.5	16.8	15.1	14.2
EBIT margin (%)	21.6	16.7	13.9	12.4	11.5
Net margin (%)	11.5	9.2	14.3	12.9	13.2
Effective tax rate (%)	16.8	15.0	22.4	23.0	22.0
Dividend payout (%)	9.4	12.2	11.2	11.3	10.8
Capex to sales (%)	8.8	-1.1	4.9	4.2	3.8
Capex to depreciation (x)	3.0	-0.4	1.7	1.6	1.4
ROE (%)	22.1	15.2	20.9	16.7	15.8
ROA (pretax %)	25.0	15.0	12.2	10.8	10.3
Growth (%)					
Revenue	3.6	11.1	6.8	7.7	10.1
EBITDA	-4.8	-11.4	-8.1	-3.1	3.6
EBIT Normalised EBS	-7.6	-13.9	-11.6	-3.5	2.2
Normalised EPS	-41.5	-13.9	62.3	-3.1	12.6
Normalised FDEPS	-41.2	-12.6	64.0	-3.1	12.6
Per share					
Reported EPS (INR)	43.67	38.21	62.03	60.08	67.68
Norm EPS (INR)	44.36	38.21	62.03	60.08	67.68
Fully diluted norm EPS (INR)	41.52	36.28	59.50	57.68	64.97
Book value per share (INR)	235.98	270.12	327.97	393.23	463.95
			327.97 6.95	393.23 6.76	463.95 7.30

Relative performance chart (one year)



Source: mornsonReuters	s, Nomura research							
(%)	1M 3M 12M							
Absolute (INR)	3.9 -16.3 -14.6							
Absolute (USD)	0.5 -25.1 -23.8							
Relative to index	3.5 -18.5 3.1							
Market cap (USDmn)	1,535.9							
Estimated free float (%)	16.0							
52-week range (INR)	798/476.85							
3-mth avg daily turnover (USDmn)	3.30							
Major shareholders (%)								
Mahindra & Mahindra	47.8							
British Telecommunications	23.3							
Source: Thomson Reuters, Nomura research								

Notes

Revenue growth expected to falter in FY12F on decline in BT volumes and pricing.

Other items include 1) share of profit from associate company Mahindra Satyam (proportionate to Tech M's 42.7% stake); and 2) adjustment of post-tax impact of one-time restructuring fee paid by BT which is amortized in the revenue (INR2bn per annum).

Cashflow (INRmn)

Year-end 31 Mar	FY10	FY11	FY12F	FY13F	FY14F
EBITDA	11,325	10,033	9,218	8,931	9,254
Change in working capital	2,283	-5,424	-4,708	-2,798	-3,205
Other operating cashflow	-1,633	-1,698	-1,712	-1,673	-1,678
Cashflow from operations	11,976	2,911	2,799	4,461	4,371
Capital expenditure	-4,069	541	-2,693	-2,500	-2,500
Free cashflow	7,907	3,451	105	1,961	1,871
Reduction in investments	-25,799	1,065	-3,901	363	-4,022
Net acquisitions	0	0	0	0	
Reduction in other LT assets	0	0	0	0	0
Addition in other LT liabilities	0	0	0	0	0
Adjustments	0	-995	3,832	3,637	4,022
Cashflow after investing acts	-17,892	3,521	36	5,961	1,871
Cash dividends	-501	-581	-880	-856	-925
Equity issue	2,956	-1,191	-510	5	5
Debt issue	13,672	-1,445	1,314	-1,425	-1,527
Convertible debt issue	0	0	0	0	0
Others	-1,430	176	-396	-150	42
Cashflow from financial acts	14,697	-3,041	-472	-2,427	-2,405
Net cashflow	-3,195	479	-435	3,534	-534
Beginning cash	5,382	2,187	2,666	2,231	5,765
			0 001		= 000
Ending cash	2,187	2,666	2,231	5,765	5,230
Ending cash Ending net debt	2,187 11,485	2,666 9,561	2,231 11,310	5,765 6,351	5,230
		· · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·	

Notes

We expect only marginal improvement in cash flow from operations in FY13F on revenue growth and margin moderation.

Balance sheet (INRmn)

Balance sheet (INRmn)					
As at 31 Mar	FY10	FY11	FY12F	FY13F	FY14F
Cash & equivalents	2,187	2,666	2,231	5,765	5,230
Marketable securities	0	0	0	0	0
Accounts receivable	10,420	12,468	15,790	17,002	18,726
Inventories	0	0	0	0	0
Other current assets	6,739	8,321	9,025	9,717	10,702
Total current assets	19,346	23,455	27,045	32,484	34,658
LT investments	30,145	29,080	32,981	32,618	36,641
Fixed assets	9,251	7,275	8,354	9,259	10,001
Goodwill	0	0	0	0	0
Other intangible assets	0	0	0	0	0
Other LT assets	276	638	712	712	712
Total assets	59,018	60,448	69,093	75,074	82,012
Short-term debt	0	0	0	0	0
Accounts payable	13,572	11,488	10,240	9,096	8,230
Other current liabilities	2,770	3,060	3,626	3,876	4,247
Total current liabilities	16,342	14,548	13,866	12,973	12,477
Long-term debt	13,672	12,227	13,541	12,116	10,588
Convertible debt	0	0	0	0	0
Other LT liabilities	0	0	0	0	0
Total liabilities	30,014	26,775	27,406	25,088	23,065
Minority interest	139	159	174	179	184
Preferred stock	0	0	0	0	0
Common stock	1,223	1,260	1,272	1,272	1,272
Retained earnings	27,642	32,254	40,240	48,534	57,491
Proposed dividends	0	0	0	0	0
Other equity and reserves	0	0	0	0	0
Total shareholders' equity	28,865	33,514	41,512	49,806	58,763
Total equity & liabilities	59,018	60,448	69,093	75,074	82,012
11. 18. ()					
Liquidity (x)	4.40	4.04	4.05	0.50	0.70
Current ratio	1.18	1.61	1.95	2.50	2.78
Interest cover	4.6	8.6	5.3	8.1	9.3
Leverage					
Net debt/EBITDA (x)	1.01	0.95	1.23	0.71	0.58
Net debt/equity (%)	39.8	28.5	27.2	12.8	9.1
Activity (days)					
Days receivable	76.7	81.3	94.2	101.3	100.2
Days inventory	0.0	0.0	0.0	0.0	0.0
Days payable	123.9	129.5	103.3	82.6	65.9
Cash cycle	-47.2	-48.2	-9.1	18.7	34.3
Source: Nomura estimates	-71.2	-40.2	-5.1	10.7	J - .J
Source. Nothura estimates					

Notes

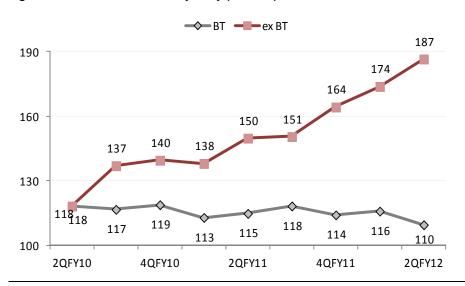
We expect long-term debt to decline over FY11-13F.

BT business drops sharply; more pain likely in near term

Revenue from TechM's BT business declined by 5% q-q in 2Q on account of project closures. Management outlook on BT revenues in the near term continues to be dim even after a sharp drop in revenues in 2Q. There appears to be severe pricing pressure in the BT business as management has indicated that both revenue and margin would be impacted in the near-term despite Tech Mahindra having retained large portions of its business and gaining market share in the re-tendering process. We were earlier anticipating ~10% decline in BT revenues in FY13F – which we now expect will occur in FY12F itself.

Non-BT revenues grew sharply by 7% q-q led by the rest of the world and the US geographies. Management outlook on non-BT business continues to be positive as they expect growth momentum to sustain. However most of the incremental revenues in non-BT have come from low-margin businesses like BPO/emerging markets. Revenue from emerging markets grew by 17% q-q in 2Q and has grown by a 16% CQGR over the past three quarters. Similarly BPO revenues have also increased by a 16% CQGR over the past three quarters compared with a 2% CQGR for the higher margin IT business.

Fig. 1: BT and ex-BT revenue trajectory (USD mn)



Non-BT business shows impressive trajectory, but skew of growth is towards lower-margin BPO/emerging market business

Note: ex-BT revenues for 2QFY11 exclude hardware revenues of USD63.5 $\,$

Source: Company, Nomura research

BPO share of total professionals has increased from 17% in 1QFY10 to 37% currently.

Fig. 2: IT and BPO employee growth trend and BPO employee proportion (%)

	1QFY10	2QFY10	3QFY10	4QFY10	1QFY11	2QFY11	3QFY11	4QFY11	1QFY12	2QFY12
IT Professionals	20,227	20,038	22,199	24,405	25,711	24,449	24,673	26,282	27,920	26,665
q-q growth in headcount (%)	1	-1	11	10	5	-5	1	7	6	-4
BPO Professionals	4,189	5,450	7,199	8,067	8,426	8,489	8,489	11,011	13,804	15,875
q-q growth in headcount (%)	11	30	32	12	4	1	0	30	25	15
BPO share of total professionals	17	21	24	25	25	26	26	30	33	37

Source: Company data, Nomura research

Expect 440bp decline in EBITDA margins over FY11-13F

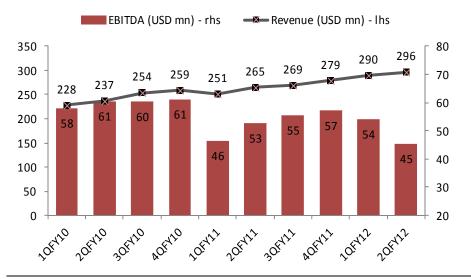
Management expects margins to be impacted over the next quarters due to the BT business re-tendering, the impact of which it expects would be mitigated by 1) rupee depreciation against the USD; and 2) through productivity and optimization initiatives.

We do not expect EBITDA margins to benefit much from the significant rupee depreciation against the USD (9% quarter-to-date), as the BT business is likely to see ~5% pricing pressure over the next two quarters. From a medium-term perspective, we see further moderation in margins and expect a decline of 440bps to 15.1%, over FY11-13F. The key contributors according to us would be:

- Adverse skew of business towards lower-margin BPO/emerging markets
- Anticipated pricing cuts in the BT business over 3Q-4QFY12F, by which time management expects the process of re-tendering would come to conclusion.

Fig. 3: Tech Mahindra revenue and EBTIDA trend

EBTIDA margins have declined by ~10pp over the last 2 years partly on account of increasing BPO contributions



Note: Revenue and EBITDA adjusted for one-off revenue of USD63.5mn in 2QFY11 Source: Company data, Nomura research

Balance sheet health deteriorates in past 2-3 quarters

TechM's balance sheet has deteriorated over the past three quarters, as net debt position and working capital days have increased.

- Net debt has increased by INR3bn over the past three quarters despite cumulative profits of INR5.3bn over the same period.
- Receivable days have increased by 23 days to 111 days over the past two quarters. Management attributed this to higher credit periods in some contracts.

The current cash & equivalents position of the company is INR2.8bn and it carries debt of INR14.2bn.

Fig. 4: TechM net debt position

Net debt increased by INR3.1bn over the past 3 quarters

,	' '			
in INR mn	3QFY11	4QFY11	1QFY12	2QFY12
cash	5,190	3,047	1,944	2,780
debt	13,480	12,227	12,822	14,220
net debt	8,290	9,180	10,878	11,440

Source: Company data, Nomura research

Change of estimates

Mahindra Satyam estimates

Tech Mahindra holds a 42.7% stake in Mahindra Satyam (SCS IN, INR70.10, not rated). Our USD revenue growth assumptions are largely unchanged and we look for 19% and 15% USD revenue growth in FY12F and FY13F, respectively. Our margin assumptions of 15.3%/15.5% have gone up (from 13.7%/14.5%) on account of 1) better-than-expected margin performance in 2Q; 2) an increase in the USD/INR rate assumption for FY12/13F; and 3) expectation of lower impact from wage inflation due to rupee depreciation tailwind. Our EPS assumptions are higher at INR7.6/7.2 over FY12/13F (vs INR6.3/6.5) on 1) outperformance in 2Q, and 2) higher margin assumptions. We have not factored any additional cash payouts for the two pending cases yet to be settled (the Central Board of Tax claim and the Aberdeen complaint).

Fig. 5: Mahindra Satyam expectations

	FY12F	FY13F
Revenue (USD mn)	1,339	1,540
Revenue (INR bn)	63.3	70.8
EBITDA margin (%)	15.3	15.5
Tax rate (%)	18.9	24.0
EPS (INR)	7.6	7.2

Source: Nomura estimates

Tech Mahindra estimates

We have reduced our FY12F revenue estimate for Tech Mahindra by 2% on account of an earlier-than-anticipated drop in BT revenues. Our FY13F revenue estimate goes up by 5% as we shift the BT pricing-related revenue decline to FY12F. We now look for USD revenue growth of 4.7%/8.9% in FY12/13F. We have revised our margin estimates lower on 1) a sharper-than-expected margin drop in 2Q; 2) earlier-than-anticipated decline in BT revenues; and 3) increasing skew towards lower-margin businesses (BPO/emerging markets). Over FY11-13F, we model for a 440bp decline in EBITDA margin. Our standalone estimates for Tech Mahindra are down by 21%/5% in FY12/13F based on expectation of sharper margin drop in FY12F. Overall, our consolidated EPS estimates are up by slightly up by 2% in FY13F as the Satyam contribution more than offsets the decline in our TechM standalone business expectations.

Fig. 6: Tech Mahindra expectations

	New		Old	t	Change (%)		
	FY12F	FY13F	FY12F	FY13F	FY12F	FY13F	
Revenue (US\$ mn)	1,179	1,285	1,204	1,226	-2.0	4.8	
Revenue (Rs mn)	54,888	59,102	53,594	53,955	2.4	9.5	
EBITDA margin (%)	16.8	15.1	18.1	16.5	-130 bps	-140 bps	
Standalone diluted EPS (Rs)	30.5	30.1	38.4	31.6	-20.7	-4.6	
Consolidated diluted EPS (Rs)	59.5	57.7	62.7	56.5	-5.1	2.1	

Source: Nomura estimates

Maintain Reduce with TP of INR580

We maintain our Reduce on TechM on account of 1) a weak near-term revenue and margin outlook; 2) the absence of a pickup in discretionary spending in Telecom; and 3) an increasing skew in TechM's business mix towards the low-margin BPO/emerging markets business. We reduce valuation multiple to 10x FY13F (from 11x) on 1) deterioration in the balance sheet; and 2) likelihood of sustained margin pressure due to the skew in the business mix. Our TP decreases to INR580 (from INR620).

Our target multiple of 10x is 30% lower than Tech M's average one-year forward multiple of 14.5x on greater revenue and margin uncertainty. We believe a lower multiple is justified as the outlook on business from BT continues to worsen and the skew of growth continues towards lower-margin segments, leading to a likely decline in profitability over FY12-13F, in our view.

Risks to our Tech Mahindra target price

Upside risks include higher-than-anticipated revenue and margin ramp-up in Mahindra Satyam and better-than-anticipated performance in TechM's non-BT segment.

2QFY12: Operationally below expectations

- Tech Mahindra reported USD revenue growth of 2.2% q-q which was in line with our expectations.
- The EBITDA margin declined by 340bps to 15.3% and was below our estimate of a 110bp decline. The drop in the margin was on account of the 5% q-q drop in BT revenues and 140bp q-q increase in SGA spend (as a percentage of revenue).
- PAT excl. Satyam was INR1.4bn, lower than our estimate of 1.5bn largely on account of lower-than-expected margins.
- Employee addition of 807 employees during 2Q (2% q-q), of which 2,071 employees were added in BPO (25% q-q), while IT headcount declined by 1,255 employees q-q.
- Utilization improved to 72% in 1Q (from 71% in 1Q).
- Depreciation increased sharply in 2Q on account of one-time charge of rental facility.
- Interest income surged in 2Q on account of translation loss of INR0.5bn.

Y/E Mar		FY1	1		FY12					
(Rs mn)	1Q	2Q	3Q	4Q	1Q	2Q	3QF	4QF	FY11	FY12F
Revenues (US\$ mn)	251	328	269	279	290	296	295	299	1,127	1,179
q-q change (%)	-2.9	30.7	-18.1	3.6	4.1	2.2	-0.6	1.5	15.4	4.7
Revenues	11,337	15,339	12,111	12,615	12,925	13,333	14,432	14,198	51,402	54,888
q-q change (%)	-4.2	35.3	-21.0	4.2	2.5	3.2	8.2	-1.6	11.1	6.8
Direct Cost	7,458	10,701	7,882	7,987	8,540	9,069	9,689	9,744	34,028	37,042
Other Operating Exps	1,752	1,820	1,731	2,038	1,967	2,222	2,309	2,130	7,341	8,628
EBITDA	2,127	2,818	2,498	2,590	2,418	2,042	2,434	2,324	10,033	9,218
EBITDA margin (%)	18.8	18.4	20.6	20.5	18.7	15.3	16.9	16.4	19.5	16.8
Other Income	253	83	522	317	460	972	-60	-331	1,175	1,040
Interest	264	270	252	213	223	721	249	243	999	1,436
Depreciation	354	347	348	387	334	507	390	383	1,436	1,614
PBT	1,762	2,284	2,420	2,307	2,321	1,786	1,735	1,366	8,773	7,208
Provision for Tax	312	418	359	226	509	393	399	314	1,315	1,615
tax rate (%)	17.7	18.3	14.8	9.8	21.9	22.0	23.0	23.0	15.0	22.4
Minority Interest	6	-7	6	16	7	5	5	5	21	22
Standalone PAT	1,444	1,873	2,055	2,065	1,805	1,388	1,331	1,047	7,437	5,571
q-q change (%)	-36.4	29.7	9.7	0.5	-12.6	-23.1	-4.1	-21.3	4.9	-25.1
Share of profit from Satyam	416	99	251	-1,144	960	1,016	899	957	-995	3,832
Effect of restructuring fees	411	408	426	451	390	390	385	385	1,700	1,552
Adjusted Net Income	1,448	1,564	1,880	470	2,375	2,014	1,844	1,619	4,741	7,851
q-q change (%)	-22.3	8.0	20.2	-75.0	405.4	-15.2	-8.4	-12.2	-11.1	65.6

Source: Company data, Nomura estimates

Appendix A-1

Analyst Certification

We, Ashwin Mehta and Pinku Pappan, hereby certify (1) that the views expressed in this Research report accurately reflect our personal views about any or all of the subject securities or issuers referred to in this Research report, (2) no part of our compensation was, is or will be directly or indirectly related to the specific recommendations or views expressed in this Research report and (3) no part of our compensation is tied to any specific investment banking transactions performed by Nomura Securities International, Inc., Nomura International plc or any other Nomura Group company.

Issuer Specific Regulatory Disclosures Mentioned companies

Issuer name	Ticker	Price	Price date	Stock rating	Sector rating	Disclosures
	TECHM					
Tech Mahindra	IN	INR 618	15-Nov-2011	Reduce	Not rated	

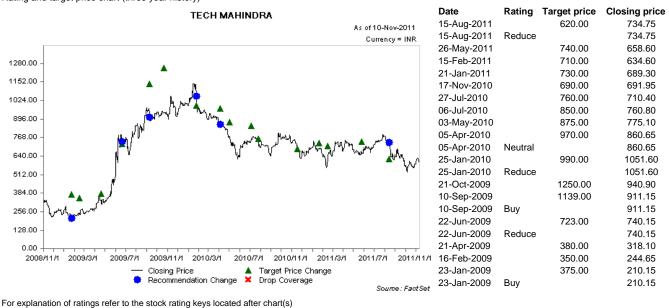
Previous Rating

Issuer name	Previous Rating	Date of change	
Tech Mahindra	Neutral	15-Aug-2011	

Tech Mahindra (TECHM IN)

Rating and target price chart (three year history)

INR 618 (15-Nov-2011) Reduce (Sector rating: Not rated)



Valuation Methodology Our target price of INR580 is based on 10x FY13F consolidated EPS (INR57.7). The 10x multiple is 30% lower than Tech Mahindra's average one-year forward P/E multiple, on account of greater revenue and margin uncertainty. **Risks that may impede the achievement of the target price** Upside risks include higher-than-anticipated revenue ramp-up in Mahindra Satyam and early announcement of a merger with Satyam.

Important Disclosures

Online availability of research and conflict-of-interest disclosures

Nomura research is available on www.nomuranow.com, Bloomberg, Capital IQ, Factset, MarkitHub, Reuters and ThomsonOne. Important disclosures may be read at http://go.nomuranow.com/research/globalresearchportal/pages/disclosures/disclosures/aspx/ or requested from Nomura Securities International, Inc., on 1-877-865-5752. If you have any difficulties with the website, please email grpsupport-eu@nomura.com for help.

The analysts responsible for preparing this report have received compensation based upon various factors including the firm's total revenues, a portion of which is generated by Investment Banking activities. Unless otherwise noted, the non-US analysts listed at the front of this report are not registered/qualified as research analysts under FINRA/NYSE rules, may not be associated persons of NSI, and may not be subject to FINRA Rule 2711 and NYSE Rule 472 restrictions on communications with covered companies, public appearances, and trading securities held by a research analyst account.

Industry Specialists identified in some Nomura International plc research reports are employees within the Firm who are responsible for the sales and trading effort in the sector for which they have coverage. Industry Specialists do not contribute in any manner to the content of research reports in which their names appear. Marketing Analysts identified in some Nomura research reports are research analysts employed by Nomura International plc who are primarily responsible for marketing Nomura's Equity Research product in the sector for which they have coverage. Marketing Analysts may also contribute to research reports in which their names appear and publish research on their sector.

Distribution of ratings (US)

The distribution of all ratings published by Nomura US Equity Research is as follows:

39% have been assigned a Buy rating which, for purposes of mandatory disclosures, are classified as a Buy rating; 8% of companies with this rating are investment banking clients of the Nomura Group*.

54% have been assigned a Neutral rating which, for purposes of mandatory disclosures, is classified as a Hold rating; 3% of companies with this rating are investment banking clients of the Nomura Group*.

7% have been assigned a Reduce rating which, for purposes of mandatory disclosures, are classified as a Sell rating; 0% of companies with this rating are investment banking clients of the Nomura Group*.

As at 30 September 2011. *The Nomura Group as defined in the Disclaimer section at the end of this report.

Distribution of ratings (Global)

The distribution of all ratings published by Nomura Global Equity Research is as follows:

49% have been assigned a Buy rating which, for purposes of mandatory disclosures, are classified as a Buy rating; 41% of companies with this rating are investment banking clients of the Nomura Group*.

41% have been assigned a Neutral rating which, for purposes of mandatory disclosures, is classified as a Hold rating; 50% of companies with this rating are investment banking clients of the Nomura Group*.

10% have been assigned a Reduce rating which, for purposes of mandatory disclosures, are classified as a Sell rating; 20% of companies with this rating are investment banking clients of the Nomura Group*.

As at 30 September 2011. *The Nomura Group as defined in the Disclaimer section at the end of this report.

Explanation of Nomura's equity research rating system in Europe, Middle East and Africa, US and Latin America
The rating system is a relative system indicating expected performance against a specific benchmark identified for each individual stock.
Analysts may also indicate absolute upside to target price defined as (fair value - current price)/current price, subject to limited management discretion. In most cases, the fair value will equal the analyst's assessment of the current intrinsic fair value of the stock using an appropriate valuation methodology such as discounted cash flow or multiple analysis, etc.

STOCKS

A rating of 'Buy', indicates that the analyst expects the stock to outperform the Benchmark over the next 12 months. A rating of 'Neutral', indicates that the analyst expects the stock to perform in line with the Benchmark over the next 12 months. A rating of 'Reduce', indicates that the analyst expects the stock to underperform the Benchmark over the next 12 months. A rating of 'Suspended', indicates that the rating, target price and estimates have been suspended temporarily to comply with applicable regulations and/or firm policies in certain circumstances including, but not limited to, when Nomura is acting in an advisory capacity in a merger or strategic transaction involving the company. Benchmarks are as follows: United States/Europe: Please see valuation methodologies for explanations of relevant benchmarks for stocks (accessible through the left hand side of the Nomura Disclosure web page: http://go.nomuranow.com/research/globalresearchportal); Global Emerging Markets (ex-Asia): MSCI Emerging Markets ex-Asia, unless otherwise stated in the valuation methodology.

SECTORS

A 'Bullish' stance, indicates that the analyst expects the sector to outperform the Benchmark during the next 12 months. A 'Bearish' stance, indicates that the analyst expects the sector to perform in line with the Benchmark during the next 12 months. A 'Bearish' stance, indicates that the analyst expects the sector to underperform the Benchmark during the next 12 months.

Benchmarks are as follows: **United States**: S&P 500; **Europe**: Dow Jones STOXX 600; **Global Emerging Markets (ex-Asia)**: MSCI Emerging Markets ex-Asia.

Explanation of Nomura's equity research rating system for Asian companies under coverage ex Japan published from 30 October 2008 and in Japan from 6 January 2009 STOCKS

Stock recommendations are based on absolute valuation upside (downside), which is defined as (Target Price - Current Price) / Current Price, subject to limited management discretion. In most cases, the Target Price will equal the analyst's 12-month intrinsic valuation of the stock, based on an appropriate valuation methodology such as discounted cash flow, multiple analysis, etc.

A 'Buy' recommendation indicates that potential upside is 15% or more. A 'Neutral' recommendation indicates that potential upside is less than 15% or downside is less than 5%. A 'Reduce' recommendation indicates that potential downside is 5% or more. A rating of 'Suspended' indicates that the rating and target price have been suspended temporarily to comply with applicable regulations and/or firm policies in certain circumstances including when Nomura is acting in an advisory capacity in a merger or strategic transaction involving the subject company.

Securities and/or companies that are labelled as 'Not rated' or shown as 'No rating' are not in regular research coverage of the Nomura entity identified in the top banner. Investors should not expect continuing or additional information from Nomura relating to such securities and/or companies.

SECTORS

A 'Bullish' rating means most stocks in the sector have (or the weighted average recommendation of the stocks under coverage is) a positive absolute recommendation. A 'Neutral' rating means most stocks in the sector have (or the weighted average recommendation of the stocks under coverage is) a neutral absolute recommendation. A 'Bearish' rating means most stocks in the sector have (or the weighted average recommendation of the stocks under coverage is) a negative absolute recommendation.

Explanation of Nomura's equity research rating system in Japan published prior to 6 January 2009

A rating of '1' or '**Strong buy'**, indicates that the analyst expects the stock to outperform the Benchmark by 15% or more over the next six months. A rating of '2' or '**Buy'**, indicates that the analyst expects the stock to outperform the Benchmark by 5% or more but less than 15% over the next six months. A rating of '3' or '**Neutral'**, indicates that the analyst expects the stock to either outperform or underperform the Benchmark by less than 5% over the next six months. A rating of '4' or '**Reduce'**, indicates that the analyst expects the stock to underperform the Benchmark by 5% or more but less than 15% over the next six months. A rating of '5' or '**Sell'**, indicates that the analyst expects the stock to underperform the Benchmark by 15% or more over the next six months.

Stocks labeled 'Not rated' or shown as 'No rating' are not in Nomura's regular research coverage. Nomura might not publish additional research reports concerning this company, and it undertakes no obligation to update the analysis, estimates, projections, conclusions or other information contained herein.

SECTORS

A 'Bullish' stance, indicates that the analyst expects the sector to outperform the Benchmark during the next six months. A 'Neutral' stance, indicates that the analyst expects the sector to perform in line with the Benchmark during the next six months. A 'Bearish' stance, indicates that the analyst expects the sector to underperform the Benchmark during the next six months.

Benchmarks are as follows: **Japan**: TOPIX; **United States**: S&P 500, MSCI World Technology Hardware & Equipment; **Europe**, by sector - *Hardware/Semiconductors*: FTSE W Europe IT Hardware; *Telecoms*: FTSE W Europe Business Services; *Business Services*: FTSE W Europe; *Auto & Components*: FTSE W Europe Auto & Parts; *Communications equipment*: FTSE W Europe IT Hardware; **Ecology Focus**: Bloomberg World Energy Alternate Sources; **Global Emerging Markets**: MSCI Emerging Markets ex-Asia.

Target Price

A Target Price, if discussed, reflect in part the analyst's estimates for the company's earnings. The achievement of any target price may be impeded by general market and macroeconomic trends, and by other risks related to the company or the market, and may not occur if the company's earnings differ from estimates.

Disclaimers

This document contains material that has been prepared by the Nomura entity identified at the top or bottom of page 1 herein, if any, and/or, with the sole or joint contributions of one or more Nomura entities whose employees and their respective affiliations are specified on page 1 herein or identified elsewhere in the document. Affiliates and subsidiaries of Nomura Holdings, Inc. (collectively, the 'Nomura Group'), include: Nomura Securities Co., Ltd. ('NSC') Tokyo, Japan; Nomura International plc ('Nlplc'), UK; Nomura Securities International, Inc. ('NSI'), New York, US; Nomura International (Hong Kong) Ltd. ('NIHK'), Hong Kong; Nomura Financial Investment (Korea) Co., Ltd. ('NFIK'), Korea (Information on Nomura analysts registered with the Korea Financial Investment Association ('KOFIA') can be found on the KOFIA Intranet at http://dis.kofia.or.kr); Nomura Singapore Ltd. ('NSL'), Singapore (Registration number 197201440E, regulated by the Monetary Authority of Singapore); Capital Nomura Securities Public Company Limited ('CNS'), Thailand; Nomura Australia Ltd. ('NAL'), Australia (ABN 48 003 032 513), regulated by the Australian Securities and Investment Commission ('ASIC') and holder of an Australian financial services licence number 246412; P.T. Nomura Indonesia ('PTNI'), Indonesia; Nomura Securities Malaysia Sdn. Bhd. ('NSM'), Malaysia; Nomura International (Hong Kong) Ltd., Taipei Branch ('NITB'), Taiwan; Nomura Financial Advisory and Securities (India) Private Limited ('NFASL'), Mumbai, India (Registered Address: Ceejay House, Level 11, Plot F, Shivsagar Estate, Dr. Annie Besant Road, Worli, Mumbai- 400 018, India; Tel: +91 22 4037 4037, Fax: +91 22 4037 4111; SEBI Registration No: BSE INB011299030, NSE INB231299034, INF231299034, INE 231299034, INC 23

Nomura Group does not warrant or represent that the document is accurate, complete, reliable, fit for any particular purpose or merchantable and does not accept liability for any act (or decision not to act) resulting from use of this document and related data. To the maximum extent permissible all warranties and other assurances by Nomura group are hereby excluded and Nomura Group shall have no liability for the use, misuse, or distribution of this information. Opinions or estimates expressed are current opinions as of the original publication date appearing on this material and the information, including the opinions and estimates contained herein, are subject to change without notice. Nomura Group is under no duty to update this document. Any comments or statements made herein are those of the author(s) and may differ from views held by other parties within Nomura Group. Clients should consider whether any advice or recommendation in this report is suitable for their particular circumstances and, if appropriate, seek professional advice, including tax advice. Nomura Group does not provide tax advice.

Nomura Group, and/or its officers, directors and employees, may, to the extent permitted by applicable law and/or regulation, deal as principal, agent, or otherwise, or have long or short positions in, or buy or sell, the securities, commodities or instruments, or options or other derivative instruments based thereon, of issuers or securities mentioned herein. Nomura Group companies may also act as market maker or liquidity provider (as defined within Financial Services Authority ('FSA') rules in the UK) in the financial instruments of the issuer. Where the activity of market maker is carried out in accordance with the definition given to it by specific laws and regulations of the US or other jurisdictions, this will be separately disclosed within the specific issuer disclosures.

This document may contain information obtained from third parties, including ratings from credit ratings agencies such as Standard & Poor's. Reproduction and distribution of third party content in any form is prohibited except with the prior written permission of the related third party. Third party content providers do not guarantee the accuracy, completeness, timeliness or availability of any information, including ratings, and are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, or for the results obtained from the use of such content. Third party content providers give no express or implied warranties, including, but not limited to, any warranties of merchantability or fitness for a particular purpose or use. Third party content providers shall not be liable for any direct, indirect, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including lost income or profits and opportunity costs) in connection with any use of their content, including ratings. Credit ratings are statements of opinions and are not statements of fact or recommendations to purchase hold or sell securities. They do not address the suitability of securities or the suitability of securities for investment purposes, and should not be relied on as investment advice.

Any MSCI sourced information in this document is the exclusive property of Morgan Stanley Capital International Inc. ('MSCI'). Without prior written permission of MSCI, this information and any other MSCI intellectual property may not be reproduced, re-disseminated or used to create any financial products, including any indices. This information is provided on an "as is" basis. The user assumes the entire risk of any use made of this information. MSCI, its affiliates and any third party involved in, or related to, computing or compiling the information hereby expressly disclaim all warranties of originality, accuracy, completeness, merchantability or titness for a particular purpose with respect to any of this information. Without limiting any of the foregoing, in no event shall MSCI, any of its affiliates or any third party involved in, or related to, computing or compiling the information have any liability for any damages of any kind. MSCI, Morgan Stanley Capital International and the MSCI indexes are services marks of MSCI and its affiliates.

Investors should consider this document as only a single factor in making their investment decision and, as such, the report should not be viewed as identifying or suggesting all risks, direct or indirect, that may be associated with any investment decision. Nomura Group produces a number of different types of research product including, among others, fundamental analysis, quantitative analysis and short term trading ideas; recommendations contained in one type of research product may differ from recommendations contained in other types of research product, whether as a result of differing time horizons, methodologies or otherwise. Nomura Group publishes research product in a number of different ways including the posting of product on Nomura Group portals and/or distribution directly to clients. Different groups of clients may receive different products and services from the research department depending on their individual requirements.

Figures presented herein may refer to past performance or simulations based on past performance which are not reliable indicators of future performance. Where the information contains an indication of future performance, such forecasts may not be a reliable indicator of future performance. Moreover, simulations are based on models and simplifying assumptions which may oversimplify and not reflect the future distribution of returns.

Certain securities are subject to fluctuations in exchange rates that could have an adverse effect on the value or price of, or income derived from, the investment. The securities described herein may not have been registered under the US Securities Act of 1933 (the '1933 Act'), and, in such case, may not be offered or sold in the US or to US persons unless they have been registered under the 1933 Act, or except in compliance with an exemption from the registration requirements of the 1933 Act. Unless governing law permits otherwise, any transaction should be executed via a Nomura entity in your home jurisdiction.

This document has been approved for distribution in the UK and European Economic Area as investment research by NIplc, which is authorized and regulated by the FSA and is a member of the London Stock Exchange. It does not constitute a personal recommendation, as defined by the FSA, or take into account the particular investment objectives, financial situations, or needs of individual investors. It is intended only for investors who are 'eligible counterparties' or 'professional clients' as defined by the FSA, and may not, therefore, be redistributed to retail clients as defined by the FSA. This document has been approved by NIHK, which is regulated by the Hong Kong Securities and Futures Commission, for distribution in Hong Kong by NIHK. This document has been approved for distribution in Australia by NAL, which is authorized and regulated in Australia by the ASIC. This document has also been approved for distribution in Malaysia by NSM. In Singapore, this document has been distributed by NSL. NSL accepts legal responsibility for the content of this document, where it concerns securities, futures and foreign exchange, issued by their foreign affiliates in respect of recipients who are not accredited, expert or institutional investors as defined by the Securities and Futures Act (Chapter 289). Recipients of this document in Singapore should contact NSL in respect of matters arising from, or in connection with, this document. Unless prohibited by the provisions of Regulation S of the 1933 Act, this material is distributed in the US, by NSI, a US-registered broker-dealer, which accepts responsibility for its contents in accordance with the provisions of Rule 15a-6, under the US Securities Exchange Act of 1934.

This document has not been approved for distribution in the Kingdom of Saudi Arabia ('Saudi Arabia') or to clients other than 'professional clients' in the United Arab Emirates ('UAE') by Nomura Saudi Arabia, NIplc or any other member of Nomura Group, as the case may be. Neither this document nor any copy thereof may be taken or transmitted or distributed, directly or indirectly, by any person other than those authorised to do so into Saudi Arabia or in the UAE or to any person located in Saudi Arabia or to clients other than 'professional clients' in the UAE. By accepting to receive this document, you represent that you are not located in Saudi Arabia or that you are a 'professional client' in the UAE and agree to comply with these restrictions. Any failure to comply with these restrictions may constitute a violation of the laws of Saudi Arabia or the UAE.

No part of this material may be (i) copied, photocopied, or duplicated in any form, by any means; or (ii) redistributed without the prior written consent of a member of Nomura Group. Further information on any of the securities mentioned herein may be obtained upon request. If this document has been distributed by electronic transmission, such as e-mail, then such transmission cannot be guaranteed to be secure or error-free as information could be intercepted, corrupted, lost, destroyed, arrive late or incomplete, or contain viruses. The sender therefore does not accept liability for any errors or omissions in the contents of this document, which may arise as a result of electronic transmission. If verification is required, please request a hard-copy version.

Nomura Group manages conflicts with respect to the production of research through its compliance policies and procedures (including, but not limited to, Conflicts of Interest, Chinese Wall and Confidentiality policies) as well as through the maintenance of Chinese walls and employee training.

Additional information is available upon request. Disclosure information is available at the Nomura Disclosure web page: http://go.nomuranow.com/research/globalresearchportal/pages/disclosures/disclosures.aspx