

Pantaloons Fashion & Retail

spotlight

The Idea Junction



Aditya Birla Fashion & Retail (as Pantaloon Fashion & Retail will come to be known post the merger with Madura Garments) is India's largest pure-play fashion lifestyle company and consists of brands and retail businesses of Madura and Pantaloons, respectively. AB Fashion (ABFRL) is the number one branded women's wear and men's wear player in India by market positioning, with a retail network of 1869 stores (4.8m sq ft)-the largest in fashion space in India. Madura has four leading brands under its fold (Louis Philippe, Van Heusen, Allen Solly and Peter England) with a network of 1735 stores across India; Pantaloons is one of India's largest big-box affordable fashion retailers, with presence in 49 cities and 134 stores and a strong portfolio of exclusive private brands (which form ~52% of its revenues).

Brands play: Set to ride discretionary spend boom

Set for multi-year secular growth along with robust capital efficiency

- ABFRL's Madura sells four iconic brands (Louis Philippe, Van Heusen, Allen Solley and Peter England) and has successfully scaled up each-Louis Philippe and Van Heusen, the top 2 largest selling brands in India, individually clocked revenues of ~INR10b in FY15. A unique differentiator for ABFRL is that unlike peers who have licenses for global brands, it has the ownership / perpetual license of its brands.
- The combination of Madura and Pantaloons is highly synergetic in the sense that it merges the expertise of Madura in the menswear market with the expertise of Pantaloons in the womenswear market; we believe combination of the two formats gives ABFRL the bargaining power in retail space and inventory sourcing.
- We believe a rise in per capita income in India over the next decade-from USD2,113 in FY15 to USD4,194 by FY24-can lead to 10x discretionary demand, thus providing strong growth tailwind. We expect demand for luxury and bridgeto-luxury products to witness exponential growth over next 10 years, and market leaders like ABFRL will be the frontrunners to benefit from this growth.
- ABFRL has a capital efficient distribution model, with 70%-80% of incremental store additions in Madura likely to come from Buy and Sell stores, COFO or FOFO storeswhere the responsibility of capex lies with the franchisee. The unique model has resulted in strong 70% RoCE for ABFRL (ex Pantaloons).
- We believe ABFRL is a pure play on India's fast-growing and high-potential brands and retail business, and enjoys best-in-class profitability and management pedigree. The company will be amongst the biggest beneficiaries of the J-Curve in luxury and bridgeto-luxury spends. The stock trades at 33x FY18E EPS.

Our coverage universe is a wide representation of investment opportunities in India. However, there are many emerging midcap names that are not under our coverage. Spotlight is our attempt to feature such stocks based on fundamental analysis and site visits, without initiating formal coverage on them. Spotlight adopts a descriptive rating system, which uses terms like Interesting, Cautious and In Transition (see definitions alongside). We do not assign Buy, Sell or Neutral recommendations to the stocks under Spotlight. Investors should carefully read Motilal Oswal Research in its entirety, and not draw inferences from the ratings alone. Ratings should not be used or relied upon as investment advice.

Stock Info

PFRL IN
215
769.5
165.4/2.5
245/100
4/26/94

Financials & Valuation (INR b)

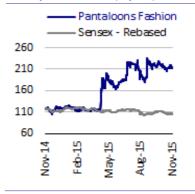
Y/E March	2016E	2017E	2018E
Sales	59.5	69.6	82.4
EBITDA	5.2	7.0	9.5
NP	1.4	2.6	5.0
EPS (INR)	1.9	3.4	6.5
EPS Gr. (%)	-107.5	81.7	92.5
BV/Sh. (INR)	15.1	18.5	25.0
RoE (%)	18.9	20.0	29.8
RoCE (%)	13.3	14.6	21.1
P/E (x)	115.9	63.8	33.1
P/BV (x)	14.2	11.6	8.6
EV/EBITDA (k) 35.0	26.0	18.5
EV/Sales (x)	3.1	2.6	2.1

Shareholding pattern (%)

As on	Sep-15	Jun-15	Sep-14
Promote	72.6	72.6	68.0
DII	10.3	0.7	0.8
FII	1.5	0.2	0.6
Others	15.6	26.5	30.6

Notes: FII includes depository receipts

Stock performance (1 year)



Interesting: Currently, the analyst believes that this is an interesting stock based on its fundamental strength

Cautious: Currently, the analyst does not have adequate conviction based on fundamental assessment of the stock

In Transition: Currently, the analyst thinks that the stock is in transition from "Cautious" to "Interesting"

Niket Shah (Niket.Shah@MotilalOswal.com); +91 22 3982 5426

Unique model of brand ownership the key differentiator

With the acquisition of Madura Garments (established as Madura Coats Limited in 1988) from the erstwhile Coats Viyella Plc—Europe's largest clothing supplier in December 1999, Aditya Birla Nuvo became the owner of three brands: Louis Philippe (LP), Allen Solly (AS)and Peter England (PE). It also got perpetual license for Van Heusen (VH) for India, Middle East and SAARC countries. Unlike peers - Arvind and Page Industries, who hold licenses for popular brands for the India region, Madura owns all four brands with the management focused on pursuing a similar model of brand ownership going forward as well. We believe this model of brand ownership lends freedom to Madura to expand the brand the way it desires, along with flexibility in merchandise. Additionally, brand ownership results in savings of royalty (unlike in Arvind and Page who have to pay the brand royalties to brand owners).

Presence across affordability pyramid through multi-brand strategy

Madura primarily caters to men's formal wear and has presence across various price points: Louis Philippe is a premium formal brand focused on classy designs serving middle-aged consu mers; Van Heusen is also a premium brand and targets young consumers; Allen Solly with its differentiated concept of Friday dressing gives a casual feel while Peter England being a subpremium brand, targets the affordable segment of consumers. We believe this multi-brand strategy and brand pyramid adequately covers the lifecycle of an average consumer—while a fresher corporate employee might pick an unbranded product to start with, he switches to Peter England and later to the more premium brands like Louis Philippe/Van Heusen as he moves up the ladder in his career. After a certain point of time, the consumer sticks to premium wear; hence, the demand is relatively price inelastic, thus rendering loyal consumers.

Pantaloons completes portfolio with presence in women's/kid's wear

Madura's merger with Pantaloons adequately completes ABFRL's brands and retail business portfolio.

While Madura has strong presence in the menswear segment with its large bouquet of brands across the super-premium, premium and sub-premium range, Pantaloons fills the product gap on the women's wear front through its large bouquet of private labels and its niche in women's ethnic wear market and kids market. The combination of Madura and Pantaloons is synergetic in the sense that its merges the expertise of Madura in the menswear market with the expertise of Pantaloons in the women's wear market; we believe combination of the two formats gives ABFRL strong bargaining power in sourcing retail space and inventory management.

Store expansion plans geared toward low-capex model

In line with historic trend, Madura plans to open ~300 stores annually over FY16-FY17—of which 100 will be under the buy and sell model and 200 under the consignment model. Since capex is the responsibility of franchisee under COFO/FOFO/ Buy & Sell, we expect capex intensity to be limited going forward—considering the fact that 80% of planned stores are either Buy and Sell, COFO or FOFO. On Pantaloon's front, ABFRL plans to add ~30-35 stores annually in FY16 and FY17, which will extend Pantaloons leadership as a retailer.

With doubling of GDP per capita, discretionary demand can grow 10x

We believe a rise in per capita income in India over the next decade—from USD2,113 in FY15 to USD4,194 by FY24—can lead to 10x discretionary demand, thus providing strong growth tailwind. We believe demand for luxury and bridge-to-luxury products will witness exponential growth over the next 10 years, a key beneficiary of which will be leading brand owners like ABFRL.

Valuation and view

We believe ABFRL is a pure play on India's fast-growing and high-potential brands and retail business, and enjoys best-in-class profitability and management pedigree. ABFRL will be amongst the biggest beneficiaries of the J-Curve in luxury and bridge-to-luxury spends. The stock trades at 33x FY18E EPS.



Company overview

Aditya Birla Fashions: A brands play

Aditya Birla Fashions (earlier a segment of Aditya Birla Nuvo) post demerger will consist of brands and retail businesses of Madura and Pantaloons respectively. By market positioning, AB Fashions will be the number one branded women's wear and men's wear player in India with a retail network of 1869 stores (4.8m sq ft) — the largest in fashion space in India.

Exhibit 1: Winning combination of brands and retail



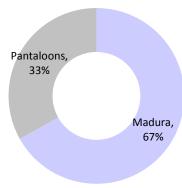
- Powerhouse of India's leading fashion brands: Louis Philippe, Van Heusen, Allen Solly, Peter England
- Extensive reach through multi-channel distribution network: 1735 Retail stores & 6000+ additional points of sale
- State of Art global supply chain
- Strong in-house design & product development capabilities
- Track record of robust financial performance
- A large 6.3 Million loyalty members base



- One of India's largest big-box affordable fashion retailer
- Unique business model: Design to Retail
- Strong portfolio of exclusive private brands:
 Contributing to 52% of Revenue
- Widest reach: 49 cities & 104 stores
- Rich portfolio spanning all genders & consumer segments
- One of the largest loyalty programs: ~4.5
 Million members contributing to 60% of sales

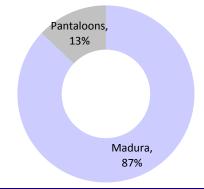
Source: Company, MOSL

Exhibit 2: Revenues mix (FY15)



Source: Company, MOSL

Exhibit 3: EBITDA mix (FY15)



Source: Company, MOSL

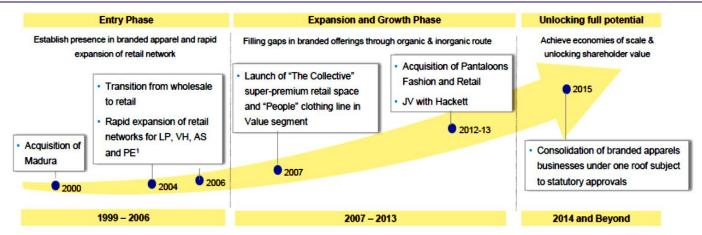
Madura Fashion & Lifestyle Limited

Established in 1988 by Madura Coats Limited, Madura Garments has its origins in the erstwhile Coats Viyella Plc—Europe's largest clothing supplier. Aditya Birla Nuvo acquired Madura Garments in December 1999. Madura owns /holds perpetual license for four iconic brands (Louis Philippe, Van Heusen, Allen Solley and Peter England) and currently it has 1759 stores across India.

Pantaloons Fashion & Retail Limited

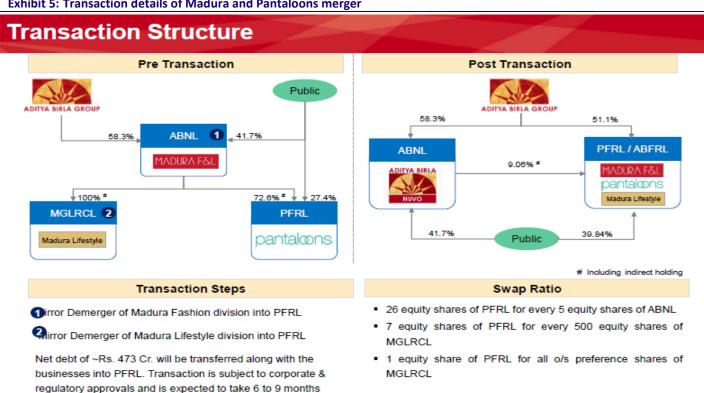
Pantaloons Fashion & Retail Limited operates a national chain of 'Pantaloons' stores of apparels and fashion accessories. Pantaloons retails over 200 brands, which comprise a mix of exclusive brands, licensed brands, international brands and more in apparel as well as accessories.

Exhibit 4: Journey of fashion & lifestyle business



Source: Company, MOSL

Exhibit 5: Transaction details of Madura and Pantaloons merger



Shareholder holding 100 shares in ABNL will continue to hold 100 shares in ABNL & in addition will get 520 shares of PFRL

Source: Company, MOSL

26 November 2015



Strong portfolio of leading brands; at an inflection point

Unique model of brand ownership the key differentiator

- Unlike Arvind and Page Industries, who hold licenses for popular brands, ABFRL's Madura owns / holds perpetual license for its four iconic brands (LP, VH, AS and PE); this ensures freedom and flexibility in expansion and merchandising, apart from savings in substantial royalty costs.
- Brands offered cater to various price points, thereby expanding customer base and affordability across the pyramid.
- ABFRL employs a strategy of product extensions, leveraging on brand equity of its existing brands. Some of the brand extensions include LP shoes on the back of its hugely popular mother brand Louis Philippe.
- Merger of Madura and Pantaloons extends the fast fashion segment of merchandise with Pantaloons unique model of 'design to retail'.

Unique model of brand ownership the key differentiator

With the acquisition of Madura Fashion & Lifestyle (established as Madura Coats Limited in 1988) from the erstwhile Coats Viyella Plc—Europe's largest clothing supplier—in December 1999, Aditya Birla Nuvo became the owner of four brands: Louis Philippe (LP), Allen Solly (AS), Peter England (PE) and Van Heusen (VH). While for LP, AS and PE, Madura has right to use the brands on a global basis, in case of Van Heusen the rights are restricted to India, Middle East and SAARC.

Unlike peers Arvind and Page Industries, who hold licenses to popular brands for India region, Madura owns / holds perpetual license for all four brands and the management is focused on pursuing a similar model of brand ownership going forward as well. We believe this model of brand ownership lends strong freedom to ABFRL to expand the brand in the way it desires, along with flexibility in merchandise. Brand ownership also results in savings of royalty expenses, unlike in the case of Arvind and Page who have to pay the brand royalties to brand owners.

Exhibit 6: Key brands owned by AB Fashions







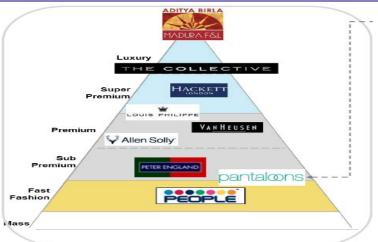


Source: Company, MOSL

Presence across the affordability pyramid through multi-brand strategy

ABFRL's Madura primarily caters to men's formal wear and has presence across the affordability pyramid: Louis Philippe, being a premium formal brand is focused on classy designs serving middle-aged consumers; Van Heusen, also a premium brand, targets young consumers; Allen Solly with its differentiated concept of Friday dressing gives a more semi-formal feel while Peter England being a mass-premium brand, targets the affordable segment of consumers. ABFRL's brand pyramid adequately covers the lifecycle of an average consumer—while a fresher corporate employee might pick an unbranded product to start with, he switches to Peter England and later to the more premium brands like Louis Philippe/Van Heusen as he moves up the ladder in his career. After a certain point of time, the consumer sticks to premium wear; hence, the demand is relatively price inelastic.

Exhibit 7: Presence across the affordability pyramid through multi-brand strategy



Source: Company, MOSL

Product extensions driving higher growth for power brands

With a view to leverage existing brands, ABFRL's Madura has significantly oriented its attention on product extensions over the last couple of years; for e.g. Madura launched 'LP Young', a colorful, classy version of Louis Philippe to cater to the youth. To expand presence in newer product categories, a new brand 'LP Shoes' was also launched—it is now ~INRO.7b brand, with three Exclusive Brand Outlets (EBO) for LP Shoes operational in Bangalore. We believe the strategy of entering newer categories on the back of strength of existing brands provides a strong lever for growth, especially considering the brand equity and acceptability of existing brands.

Exhibit 8: AB Fashions's Madura has rapidly grown its power brands through product extensions



Successfully broadened product offerings of each brand yet reinforcing core positioning

Source: Company, MOSL



Successfully scaled individual brands

ABFRL has successfully scaled up its four large brands, with Louis Philippe and Van Heusen, the top 2 largest selling brands in India, clocking revenues of ~INR10b in FY15. We believe with the right focus on store expansion as well as brand extensions, ABFRL is on track for continued growth for its four iconic brands.

Exhibit 9: Revenue profile of key brands of Madura

Brand	Value (INR m)
Louis Philippe	10,000
Van Heusen	9,600
Peter England	8,500
Allen Solly	5,600

Source: Company, MOSL

Exhibit 10: Shirts contribute 43% of Madura's sales

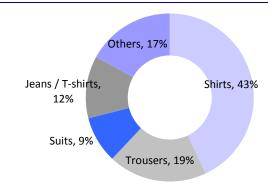


Exhibit 11: Madura brands primarily cater to men' wear category

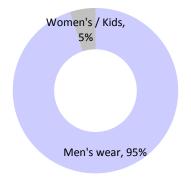
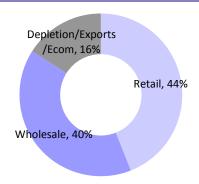


Exhibit 12: Madura brands distributed through a mix of retail and wholesale channels



Pantaloons completes portfolio with presence in women's/kid's wear

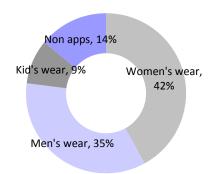
Madura's merger with Pantaloons adequately completes ABFRL brands portfolio. While Madura has strong presence in the menswear segment with its large bouquet of brands across the affordability pyramid, Pantaloons fills the product gaps on the womenswear front through its large bouquet of private labels and its niche in women's ethnic wear market and kids market. The combination of Madura and Pantaloons is highly synergetic in the sense that its merges the expertise of Madura in the menswear market with the expertise of Pantaloons in the womens wear market; we believe combination of the two formats gives AB Fashions bargaining power in sourcing retail space and inventory management.

Exhibit 13: Pantaloons completes portfolio with presence in womenswear and kidswear



Source: Company, MOSL

Exhibit 14: More than 50% of Pantaloons revenues come from women's / kids wear





Pantaloons extends range in fast fashion and mass segment

With Pantaloons, which is India's largest big-box affordable fashion retailer, we believe ABFRL has expanded its footprints in the fast fashion segment. Pantaloons has a rich portfolio, which spans across genders and consumer segments. Pantaloons' unique business model of 'design to retail', with private labels contributing ~52% of its revenues, augurs well from a gross margin perspective.

Reduced share from non-core brands/non-apps to drive margin expansion

The management highlights that steps have been taken to reduce the share of noncore brands and loss-making segments like non-apparels in Pantaloons. The contribution of non-apparels like perfumes and watches towards revenue mix has reduced to ~14% vs ~17% earlier. Going forward, the target mix for these products is expected to be ~10% and the focus remains on faster-moving branded womenswear segments. We believe the discontinuance of non-core brands and lower share of non-apparels would lead to margin expansion over FY15-18 in Pantaloons' business.

Operational efficiencies, synergies to drive margin expansion

Pantaloons and Madura together have the largest fashion space in India—a strong retail network across of 1,869 EBOs with an area of 4.8m sqft. The merger will pave way for operational synergies through common purchases and bargaining power on retail space. We believe the merger of Pantaloons and Madura will drive margin improvement and efficiencies in working capital and, consequently, improve RoCEs.

Madura being a strong brands business commands higher margins and better terms of trade with franchisees, led by its strong brand pull; we believe this will rub off on Pantaloons. Given that ABFRL might look at franchising Pantaloons stores going forward, Madura's brands can act as a catalyst to secure favorable terms for Pantaloons with increased operational efficiencies.

Exhibit 15: Retail space for Madura

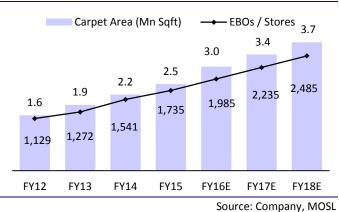
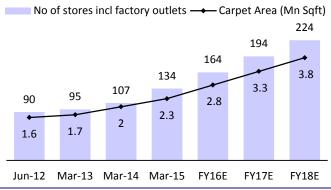
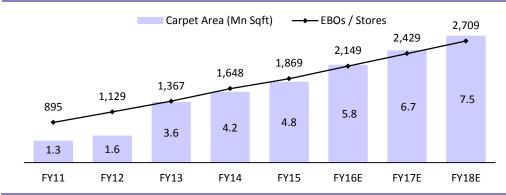


Exhibit 16: Retail space for Pantaloons



Source: Company, MOSL

Exhibit 17: Combined retail network of 1,869 stores—the largest fashion space in India



Tax advantages from Pantaloon to result in lower effective tax rate

Being a profitable entity, Madura was subject to taxes under the normal provisions of income taxes (~33% tax rate). The brought forward losses of Pantaloons will result in lower tax rate for the merged entity ABFRL. As per our estimates, the brought forward losses will be set off by FY18, and expect FY19 to be a normally taxed year.



Strong play on J-curve in discretionary demand

When per capita GDP doubles, discretionary spend grows 10x

- Expansion in per capita income may lead to a 10x increase in discretionary demand, thereby providing a platform for exponential growth over the next decade.
- The organized retail market is expected to post 18% CAGR over the next five years, reaching USD93b in size.
- ABFRL's brands have strong appeal, acceptability and aspirational demand. Market is a function of supply of brands, with enough demand for absorption of products.

Doubling of per capita GDP may drive 10x growth in discretionary demand

We believe a rise in per capita income in India over the next decade—from USD2,113 in FY15 to USD4,194 by FY24—can lead to 10x discretionary demand, thus providing strong growth tailwind. We believe demand for luxury and bridge-to-luxury products will witness exponential growth over the next 10 years, a key beneficiary of which will be leading brand owners like ABFRL.

The Next Trillion Dollar opportunity
India GDP trend (US\$ terms)

FY51-08: 7.3% CAGR

FY08-15: 7.9% CAGR

1st US\$ tn
5898's

1st US\$ tn
5988's

1st US\$ tn

.Y11

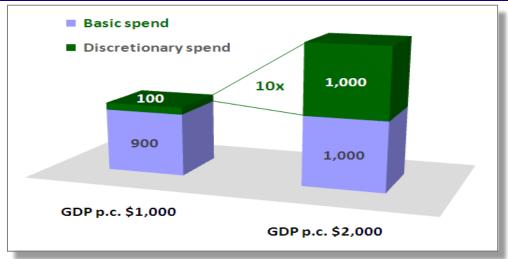
FY08 FY09

FY06 FY07

Exhibit 18: Linear growth, exponential opportunity

Source: Company, MOSL





Source: Company, MOSL

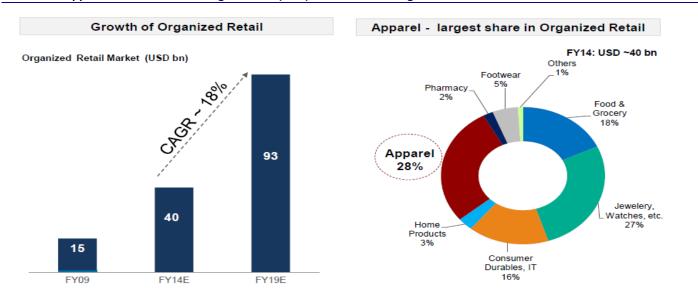


Supply-led market: Increasing affordability levels to drive strong growth in the bridge-to-luxury segment

The Indian organized retail market currently stands at USD40b, of which apparel segment accounts for the highest portion (28%). The organized retail market is expected to post strong 18% CAGR over next 5 years, reaching USD93b in size. We expect exponential growth in the luxury and bridge-to-luxury market in the long-term, given the underpenetrated nature of the market, rising per capita income and highly discretionary nature of the market.

We believe, growth in the market is more of a function of supply of brands, with enough demand for absorption of products; given that only a handful of large brands currently cater to the luxury and bridge-to-luxury segment, we believe ABFRL is poised for a strong growth in the segment owing to strong appeal, acceptability and aspirational demand of its brands.

Exhibit 20: Apparel accounts for the largest share (28%) of the USD40b organized retail market in India



Source: Company, MOSL



Robust and capital efficient distribution model

80% of incremental distribution Madura additions will not require capex

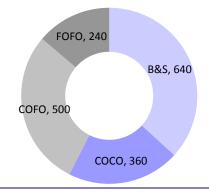
- Madura's distribution model comprises COCO, COFO or FOFO stores, depending on the place of function. Its flexible model helps in tapping regional markets efficiently.
- Out of the 300 store openings planned over next three years, 100 would be through B&S model; out of the balance 200, ~30% each will be through COFO and COCO, and ~40% through FOFO. Capex intensity is seen to be lower, considering that ~80% of stores will be Buy and Sell, COFO or FOFO.
- ABFRL sells directly to third party e-commerce channels and has agreements in place with its traditional channel ensuring discipline in sales through the ecommerce model. The company also operates independently through its website TRENDIN.com. The rapid growth of ecommerce provides sufficient scope to ramp up in this channel.

Distribution expansion through franchising—enhances capital efficiency

Madura's distribution strategy has evolved over the last decade. During the initial years (2000-2006), Madura largely concentrated on a wholesale model— where it sold through multi-brand outlets (MBOs) like Shoppers Stop and Westside. However, realizing that the wholesale-based strategy will not be conducive for long-term growth/ visibility of its brands and to de-risk its overdependence on a single channel, Madura changed its strategy post 2006 and started opening exclusive stores for its brands.

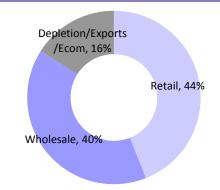
Accordingly, beginning 2006, Madura started expanding its exclusive brand outlets (EBOs). Madura opened EBOs through three formats: 1) Company Owned Company Operated (COCO) 2) Company Owned Franchisee Operated (COFO), 3) Franchisee Owned Franchisee Operated (FOFO). All these three stores formats are consignment stores and hence inventory is in books of the company. Besides, Madura also sells its brands through Buy and Sell (B&S) stores, which are EBOs, however, inventory is in books of store owner. Out of the 1735 stores of Madura as on Mar'15, ~640 are B&S, ~360 COCO, ~500 COFO and ~240 FOFO.

Exhibit 21: Store mix



Source: Company, MOSL

Exhibit 22: 44% of Madura's sales come through its retail channels

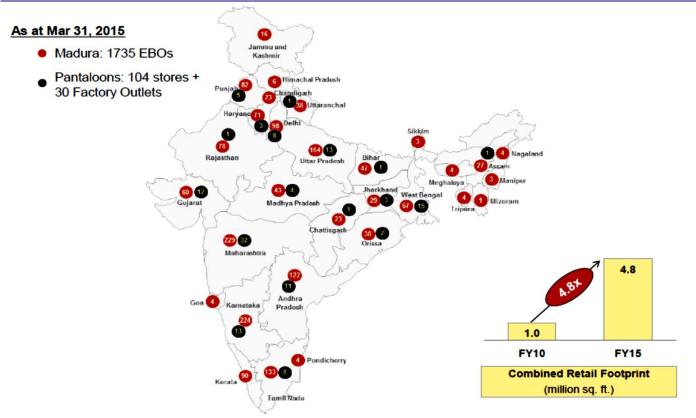


Source: Company, MOSL

Differentiated store formats provides the right flexibility

The company opens COCO stores in high-potential metros; it relies on COFO format in Tier 1 cities, where it sees large spending potential and where the market is largely untapped. However, since the company does not have expertise in smaller cities and is unaware of local micro market conditions, it relies on local entrepreneurs through COFO and FOFO formats. The key difference between COFO and FOFO formats is that lease is under the name of the company in COFO and under the name of the franchisee in FOFO; the capex and store operations are the responsibility of the franchisee under both the formats, thus Madura has no investment requirements. Over the last four years, Madura has opened on an average 250-300 new stores annually including B&S, of which consignment stores were ~150-200 stores per annum.

Exhibit 23: Largest retail network in the fashion space



Source: Company, MOSL



Store expansion plans geared toward low-capex model

Following the historic trend, the management plans to open 250-300 new stores over FY16-FY17—out of these, about 100 under buy and sell model, 200 under the consignment model. The average store size is ~1,000 sq ft for a buy and sell store, ~2000 sq ft for a COCO store, ~1500 sq ft each for COFO and FOFO stores. On an average, Madura stores require a capex of INR2700/ sq ft depending on the brand mix and format; capex per sq ft differs based on the brand. Since capex is the responsibility of franchisee under COFO/FOFO, we expect capex intensity to be limited going forward— considering 80% of the planned stores are either Buy and Sell, COFO or FOFO. On Pantaloons front, ABFRL plans to add ~30-35 stores each in FY16 and FY17 which will extend Pantaloons leadership as a retailer.

Carpet Area (Mn Sqft) - EBOs / Stores 2,485 2,235 1,985 1,735 1,541 1,272 1,129 3.7 3.4 3.0 2.5 2.2 1.9 1.6

FY15

FY16E

Exhibit 24: Madura store count has expanded by 150-200 stores (net) annually

FY14

FY12

FY13

Source: Company, MOSL

FY18E

FY17E

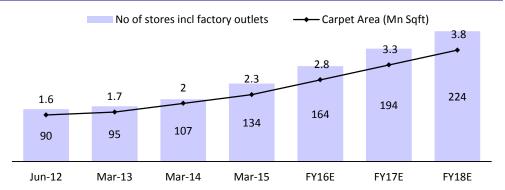


Exhibit 25: Pantaloon's has 134 outlets as at FY15 and plans to add 30-35 stores annually

Source: Company, MOSL

Scaling up e-commerce presence through TRENDIN, third-party platforms

ABFRL launched online sales portal TRENDIN.com to showcase its entire range of brands and products and capitalize on the growing importance of online as a sales channel. The management also plans to empower its current offline presence with an OMNI channel network, wherein consumers can pick a particular design/product even if it is not available in the store and ABFRL can deliver the product to the consumer's address either from a nearby store of the nearby warehouse. Currently, online channel contributes less than 2% to the total revenues. ABFRL has direct supply agreements in place with e-commerce players to limit discounts, thereby retaining the brand value and avoiding cannibalizing of brick and mortar sales.

Earnings seen at INR5b in FY18

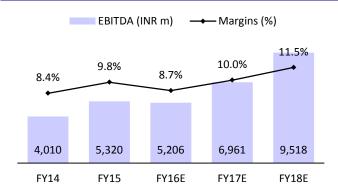
Earnings seen at INR5b, capital efficiency to remain robust

We expect PAT at INR5b, with RoCE and RoE at 21% and 30%.

Exhibit 26: Revenues to post 15% CAGR over FY15-18E

Revenues (INRm) — Growth (%) 25.2% 18.5% 16.9% 14.5% 9.2% 47,590 54,500 59,523 69,576 82,442 FY15 FY17E FY14 FY16E FY18E

Exhibit 27: EBITDA to post 18% CAGR over FY15-18E



Source: Company, MOSL Source: Company, MOSL

Note – Numbers listed above for FY14/FY15 for revenue and EBITDA are proforma numbers and include Madura's financials. Madura will be merged effective FY16 and hence we have built in the consolidation of Madura effective FY16 in our forward numbers. We have not adjusted FY14/FY15 numbers for Madura for below charts.

Exhibit 28: PAT seen at INR5b

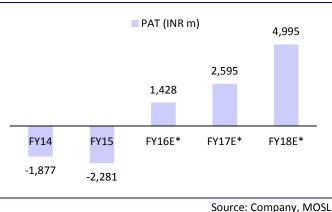
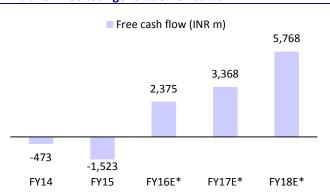


Exhibit 29: Free cash generation on cards



Source: Company, MOSL

Exhibit 30: RoCE to improve to 21% by FY18

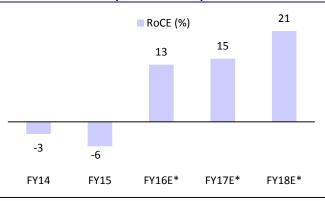


Exhibit 31: RoE to improve to 30% by FY18



Source: Company, MOSL Source: Company, MOSL



Valuation and view

- Strong beneficiary of higher discretionary demand: As per capita incomes expand in India from USD2,113 in FY15 to USD4,194 by FY24, discretionary demand can be 10x—thus providing strong growth tailwind. We believe the demand for luxury and bridge-to-luxury products will witness exponential growth over next 10 years and leaders like ABFRL will be front-runners to capture this growth.
- Pure play on branded apparel business: We believe AB Fashions is a pure play on India's fast-growing and high-potential brands and retail business, and enjoys best-inclass profitability and management pedigree. AB Fashions will be amongst the biggest beneficiaries of the J-Curve in luxury and bridge-to-luxury spends.
- The stock trades at 33x FY18E EPS.

Exhibit 32: Assumption sheet

Exhibit 32. Assumption shee	<u> </u>					
Y/E March	FY13	FY14	FY15	FY16E	FY17E	FY18E
Income from Operations						
Revenues	38,080	48,870	55,860	59,523	69,576	82,442
Madura	25,230	32,260	37,350	40,734	47,327	56,215
Pantaloons	12,850	16,610	18,510	20,353	24,047	28,296
Growth (%)		28%	14%	9%	17%	18%
Madura		28%	16%	9%	16%	19%
Pantaloons		29%	11%	10%	18%	18%
EBITDA	3,120	4,010	5,320	5,234	7,122	9,568
Madura	2,450	3,880	4,630	4,481	5,679	7,870
Pantaloons	670	130	690	753	1,443	1,698
EBITDA Margin (%)	8.2%	8.2%	9.5%	8.8%	10.2%	11.6%
Madura	9.7%	12.0%	12.4%	11.0%	12.0%	14.0%
Pantaloons	5.2%	0.8%	3.7%	3.7%	6.0%	6.0%

Source: Company, MOSL



Key risks

Slowdown in discretionary demand

ABFRL is the largest fashion house in the country. Demand is highly dependent on the macroeconomic environment in India and a slowdown can impact the discretionary demand, which in turn will affect growth.

Sharp increase in raw material prices

Any sharp increase in cotton or other raw material prices could impact margins in near term.

Rising e-commerce penetration

E-commerce is growing rapidly in India and is fast acquiring acceptability far and wide. Any slowdown in capitalization of this channel may affect revenues.



Management overview

Mr. Pranab Barua, Business Director, Apparel & Retail Business

Mr. Barua is a 40+ year veteran in the consumer and retail industry. Before joining Aditya Birla Group (ABG), he was the CEO of Trinethra Super Retail (acquired by ABG in 2007). He has also worked in senior positions with Brooke Bond India, as Foods Director on the Hindustan Unilever Board, as Chairman and Managing Director of Reckitt Benckiser and as Regional Director of Reckitt Benckiser for South Asia. He holds a graduate degree in B.A. (English Honours) from St. Stephens College, New Delhi.

Mr. Ashish Dikshit, Business Head, Madura

Mr. Dikshit has been with the Aditya Birla Group for over 15 years and joined Madura from Asian Paints in 1998. He has worked across several functions in the business and has headed its supply chain, marketing and sourcing functions. He has also worked as Principal Executive Assistant to the Chairman of ABG for more than three years. Mr. Dikshit is an Electronics and Electrical Engineer from IIT-Madras and holds a Postgraduate Diploma in Management from IIM-Bangalore

Mr. Shital Mehta, CEO, Pantaloons

Mr. Mehta has been with Aditya Birla Group for about 15 years. Previously, he served as the Chief Operating Officer of the International Brands and Retail, Madura Fashions and Lifestyle. Prior to that, he worked as a brand manager for Godrej Foods. He is an MBA in marketing from SP Jain Institute of Management and Research and has attended advanced management programs at Wharton Business School.

S Visvanathan, CFO, Apparel & Retail Business

Mr. Visvanathan joined the Aditya Birla Group in 2007 and has been with the Textile and Apparel business since then. He is also a member of the Management Committee of the Textile and Apparel business of the Aditya Birla Group. He has 26 years of experience across industries spanning white goods, capital equipment, electrical equipment and auto components. Mr. Visvanathan's has earlier worked with the Tata Group in various capacities in the Auto Components business, Voltas and Allwyn (CFO). He is a commerce graduate from Chennai University and a qualified Chartered Accountant and Cost Accountant.

Financials and valuations

Standalone - Income Statement					(IN	R Million)
Y/E March	FY13	FY14	FY15	FY16E*	FY17E*	FY18E*
Total Income from Operations	12,851	16,612	18,507	59,523	69,576	82,442
Change (%)	7,273.1	29.3	11.4	221.6	16.9	18.5
EBITDA	752	455	868	5,206	6,961	9,518
Margin (%)	5.9	2.7	4.7	8.7	10.0	11.5
Depreciation	544	1,090	1,835	2,187	2,639	3,119
EBIT	208	-635	-966	3,019	4,323	6,400
Int. and Finance Charges	1,529	1,293	1,343	1,624	1,768	1,453
Other Income	632	51	28	33	40	48
PBT	-689	-1,877	-2,281	1,428	2,595	4,995
Current Tax	0	0	0	0	0	0
Reported PAT	-689	-1,877	-2,281	1,428	2,595	4,995
Adjusted PAT	-689	-1,877	-2,281	1,428	2,595	4,995
Change (%)	-5,746.7	172.5	21.5	-162.6	81.7	92.5
Margin (%)	-5.4	-11.3	-12.3	2.4	3.7	6.1

Standalone - Balance Sheet					(IN	R Million)
Y/E March	FY13	FY14	FY15	FY16E*	FY17E*	FY18E*
Equity Share Capital	5	928	928	7,695	7,695	7,695
Equity Application Money	8,463	0	0	0	0	0
Preference Capital	5	5	5	5	5	5
Total Reserves	-778	4,862	2,523	3,950	6,545	11,540
Net Worth	7,695	5,795	3,456	11,650	14,245	19,240
Deferred Tax Liabilities	0	1,592	1,718	1,718	1,718	1,718
Total Loans	17,307	10,505	13,106	17,836	15,836	11,836
Capital Employed	25,002	17,891	18,280	31,204	31,799	32,794
Gross Block	7,132	8,161	9,305	14,992	17,992	20,992
Less: Accum. Deprn.	2,435	3,504	5,187	7,373	10,012	13,131
Net Fixed Assets	4,697	4,656	4,118	7,619	7,980	7,861
Goodwill on Consolidation	11,676	11,676	11,676	17,266	17,266	17,266
Capital WIP	136	249	38	0	0	0
Total Investments	8,000	60	0	0	0	0
Curr. Assets, Loans&Adv.	4,315	4,892	5,557	18,332	20,720	24,527
Inventory	3,249	3,584	4,273	12,649	14,581	16,982
Account Receivables	10	170	35	2,446	2,859	3,388
Cash and Bank Balance	253	108	72	856	496	859
Loans and Advances	804	1,031	1,177	2,381	2,783	3,298
Curr. Liability & Prov.	3,821	5,233	4,827	13,730	15,884	18,578
Account Payables	3,241	4,044	3,411	10,566	12,180	14,185
Other Current Liabilities	529	1,035	1,194	2,976	3,479	4,122
Provisions	51	154	222	188	225	270
Net Current Assets	494	-341	731	4,602	4,836	5,949
Deferred Tax assets	0	1,592	1,718	1,718	1,718	1,718
Appl. of Funds	25,002	17,891	18,280	31,204	31,799	32,794

E: MOSL Estimates

^{*} Financials till FY15 are standalone financials of Pantaloons Fashion and Retail Ltd. Financials from FY16 assume consolidation of Madura Fashion & Lifestyle Ltd into Pantaloons Fashion and Retail Ltd.



Financials and valuations

Ratios Y/E March	FY13	FY14	FY15	FY16E*	FY17E*	FY18E*
Basic (INR)				11102		
EPS	-7.4	-20.2	-24.6	1.9	3.4	6.5
Cash EPS	-1.6	-8.5	-4.8	4.7	6.8	10.5
BV/Share	82.9	62.4	37.2	15.1	18.5	25.0
DPS	0.0	0.0	0.0	0.0	0.0	0.0
Payout (%)	0.0	0.0	0.0	0.0	0.0	0.0
Valuation (x)						
P/E		-10.6	-8.7	115.9	63.8	33.1
Cash P/E		-25.3	-44.6	45.8	31.6	20.4
P/BV		3.4	5.8	14.2	11.6	8.6
EV/Sales		1.8	1.8	3.1	2.6	2.1
EV/EBITDA		66.7	38.0	35.0	26.0	18.5
Dividend Yield (%)	0.0	0.0	0.0	0.0	0.0	0.0
FCF per share	-2.9	-5.1	-16.4	3.1	4.4	7.5
Return Ratios (%)						
RoE	-17.9	-27.8	-49.3	18.9	20.0	29.8
RoCE	6.7	-2.8	-5.7	13.3	14.6	21.1
Working Capital Ratios						
Inventory (Days)	92	79	84	78	76	75
Debtor (Days)	0	4	1	15	15	15
Creditor (Days)	92	89	67	65	64	63
Working Cap. Turnover (Days)	7	-10	13	23	23	23
Leverage Ratio (x)						
Debt/Equity	2.2	1.8	3.8	1.5	1.1	0.6
Chandalana Cash Flau Chahamant					/INI	D Million
Standalone - Cash Flow Statement	F) (4.0	m.a.a	F) (4 F	FV4.CF*		R Million
Y/E March OP/(Loss) before Tax	FY13 -689	FY14 -1,877	FY15 -2,281	FY16E* 1,428	FY17E* 2,595	FY18E* 4,995

Standalone - Cash Flow Statement					(IN	R Million)
Y/E March	FY13	FY14	FY15	FY16E*	FY17E*	FY18E*
OP/(Loss) before Tax	-689	-1,877	-2,281	1,428	2,595	4,995
Depreciation	544	1,090	1,835	2,187	2,639	3,119
Interest & Finance Charges	816	1,153	1,201	1,591	1,728	1,405
Direct Taxes Paid	-89	-29	-15	0	0	0
(Inc)/Dec in WC	-516	408	-1,096	19	-593	-750
CF from Operations	67	744	-357	5,225	6,368	8,768
Others	-40	-43	-3	0	0	0
CF from Operating incl EO	27	701	-360	5,225	6,368	8,768
(Inc)/Dec in FA	-300	-1,175	-1,163	-2,850	-3,000	-3,000
Free Cash Flow	-273	-473	-1,523	2,375	3,368	5,768
(Pur)/Sale of Investments	-7,997	7,968	75	0	0	0
Others	94	20	0	33	40	48
CF from Investments	-8,202	6,813	-1,088	-2,817	-2,960	-2,952
Issue of Shares	8,000	0	0	0	0	0
Inc/(Dec) in Debt	1,670	-6,802	2,602	0	-2,000	-4,000
Interest Paid	-1,242	-857	-1,191	-1,624	-1,768	-1,453
CF from Fin. Activity	8,427	-7,659	1,411	-1,624	-3,768	-5,453
Inc/Dec of Cash	252	-144	-36	784	-360	363
Opening Balance	1	253	108	72	856	496
Closing Balance	252	108	72	856	496	859

E: MOSL Estimates

^{*} Financials till FY15 are standalone financials of Pantaloons Fashion and Retail Ltd. Financials from FY16 assume consolidation of Madura Fashion & Lifestyle Ltd into Pantaloons Fashion and Retail Ltd.

Disclosures

This document has been prepared by Motilal Oswal Securities Limited (hereinafter referred to as Most) to provide information about the company(ies) and/sector(s), if any, covered in the report and may be distributed by it and/or its affiliated company(ies). This report is for personal information of the selected recipient/s and does not construe to be any investment, legal or taxation advice to you. This research report does not constitute an offer, invitation or inducement to invest in securities or other investments and Motilal Oswal Securities Limited (hereinafter referred as MOSt) is not soliciting any action based upon it. This report is not for public distribution and has been furnished to you solely for your general information and should not be reproduced or redistributed to any other person in any form. This report does not constitute a personal recommendation or take into account the particular investment objectives, financial situations, or needs of individual clients. Before acting on any advice or recommendation in this material, investors should consider whether it is suitable for their particular circumstances and, if necessary, seek professional advice. The price and value of the investments referred to in this material and the income from them may go down as well as up, and investors may realize losses on any investments. Past performance is not a guide for future performance, future returns are not guaranteed and a loss of original capital may occur.

MOSt and its affiliates are a full-service, integrated investment banking, investment management, brokerage and financing group. We and our affiliates have investment banking and other business relationships with a some companies covered by our Research Department. Our research professionals may provide input into our investment banking and other business selection processes. Investors should assume that MOSt and/or its affiliates are seeking or will seek investment banking or other business from the company or companies that are the subject of this material and that the research professionals who were involved in preparing this material may educate investors on investments in such business. The research professionals responsible for the preparation of this document may interact with trading desk personnel, sales personnel and other parties for the purpose of gathering, applying and interpreting information. Our research professionals are paid on the profitability of MOSt which may include earnings from investment banking and other business.

MOSt generally prohibits its analysts, persons reporting to analysts, and members of their households from maintaining a financial interest in the securities or derivatives of any companies that the analysts cover. Additionally, MOSt generally prohibits its analysts and persons reporting to analysts from serving as an officer, director, or advisory board member of any companies that the analysts cover. Our salespeople, traders, and other professionals or affiliates may provide oral or written market commentary or trading strategies to our clients that reflect opinions that are inconsistent with the recommendations expressed herein. In reviewing these materials, you should be aware that any or all of the foregoing among other things, may give rise to real or potential conflicts of interest. MOSt and its affiliated company(ies), their directors and employees and their relatives may; (a) from time to time, have a long or short position in, act as principal in, and buy or sell the securities or derivatives thereof of companies mentioned herein. (b) be engaged in any other transaction involving such securities and earn brokerage or other compensation or act as a market maker in the financial instruments of the company(ies) discussed herein or act as an advisor or lender/borrower to such company(ies) may have any other potential conflict of interests with respect to any recommendation and other related information and opinions; however the same shall have no bearing whatsoever on the specific recommendations made by the analyst(s), as the recommendations made by the analyst(s) are completely independent of the views of the affiliates of MOSt even though there might exist an inherent conflict of interest in some of the stocks mentioned in the research report

Reports based on technical and derivative analysis center on studying charts company's price movement, outstanding positions and trading volume, as opposed to focusing on a company's fundamentals and, as such, may not match with a report on a company's fundamental analysis. In addition MOST has different business segments / Divisions with independent research separated by Chinese walls catering to different set of customers having various objectives, risk profiles, investment horizon, etc, and therefore may at times have different contrary views on stocks sectors and markets.

Unauthorized disclosure, use, dissemination or copying (either whole or partial) of this information, is prohibited. The person accessing this information specifically agrees to exempt MOSt or any of its affiliates or employees from, any and all responsibility/liability arising from such misuse and agrees not to hold MOSt or any of its affiliates or employees responsible for any such misuse and further agrees to hold MOSt or any of its affiliates or employees free and harmless from all losses, costs, damages, expenses that may be suffered by the person accessing this information due to any errors and delays. The information contained herein is based on publicly available data or other sources believed to be reliable. Any statements contained in this report attributed to a third party represent MOSt's interpretation of the data, information and/or opinions provided by that third party either publicly or through a subscription service, and such use and interpretation have not been reviewed by the third party. This Report is not intended to be a complete statement or summary of the securities, markets or developments referred to in the document. While we would endeavor to update the information herein on reasonable basis, MOSt and/or its affiliates are under no obligation to update the information. Also there may be regulatory, compliance, or other reasons that may prevent MOSt and/or its affiliates from doing so. MOSt or any of its affiliates or employees shall not be in any way responsible and liable for any loss or damage that may arise to any person from any inadvertent error in the information contained in this report. MOSt or any of its affiliates and non-infringement. The recipients of this report should rely on their own investigations.

This report is intended for distribution to institutional investors. Recipients who are not institutional investors should seek advice of their independent financial advisor prior to taking any investment decision based on this report or for any necessary explanation of its contents.

Most and it's associates may have managed or co-managed public offering of securities, may have received compensation for investment banking or merchant banking or brokerage services, may have received any compensation for products or services other than investment banking or merchant banking or merchant

products or services other than investment banking or merchant banking or brokerage services from the subject company in the past 12 months. Most and it's associates have not received any compensation or other benefits from the subject company or third party in connection with the research report.

Subject Company may have been a client of Most or its associates during twelve months preceding the date of distribution of the research report

MOSt and/or its affiliates and/or employees may have interests/positions, financial or otherwise of over 1 % at the end of the month immediately preceding the date of publication of the research in the securities mentioned in this report. To enhance transparency, MOSt has incorporated a Disclosure of Interest Statement in this document. This should, however, not be treated as endorsement of the views expressed in the report.

Motilal Oswal Securities Limited is registered as a Research Analyst under SEBI (Research Analyst) Regulations, 2014. SEBI Reg. No. INH000000412

There are no material disciplinary action that been taken by any regulatory authority impacting equity research analysis activities

Analyst Certification

The views expressed in this research report accurately reflect the personal views of the analyst(s) about the subject securities or issues, and no part of the compensation of the research analyst(s) was, is, or will be directly or indirectly related to the specific recommendations and views expressed by research analyst(s) in this report. The research analysts, strategists, or research associates principally responsible for preparation of MOSt research receive compensation based upon various factors, including quality of research, investor client feedback, stock picking, competitive factors and firm revenues

Disclosure of Interest Statement

PANTALOONS FASHION & RETAIL

Analyst ownership of the stock

No No

Served as an officer, director or employee

A graph of daily closing prices of securities is available at www.nseindia.com and http://economictimes.indiatimes.com/markets/stocks/stock-quotes

Regional Disclosures (outside India)

This report is not directed or intended for distribution to or use by any person or entity resident in a state, country or any jurisdiction, where such distribution, publication, availability or use would be contrary to law, regulation or which would subject MOSt & its group companies to registration or licensing requirements within such jurisdictions.

For U.S

Motilal Oswal Securities Limited (MOSL) is not a registered broker - dealer under the U.S. Securities Exchange Act of 1934, as amended (the "1934 act") and under applicable state laws in the United States. In addition MOSL is not a registered investment adviser under the U.S. Investment Advisers Act of 1940, as amended (the "Advisers Act" and together with the 1934 Act, the "Acts), and under applicable state laws in the United States. Accordingly, in the absence of specific exemption under the Acts, any brokerage and investment services provided by MOSL, including the products and services described herein are not available to or intended for U.S. persons.

This report is intended for distribution only to "Major Institutional Investors" as defined by Rule 15a-6(b)(4) of the Exchange Act and interpretations thereof by SEC (henceforth referred to as "major institutional investors"). This document must not be acted on or relied on by persons who are not major institutional investors. Any investment or investment activity to which this document relates is only available to major institutional investors and will be engaged in only with major institutional investors. In reliance on the exemption from registration provided by Rule 15a-6 of the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act") and interpretations thereof by the U.S. Securities and Exchange Commission ("SEC") in order to conduct business with Institutional Investors based in the U.S., MOSL has entered into a chaperoning agreement with a U.S. registered broker-dealer, Motifal Oswal Securities International Private Limited. ("MOSIPL"). Any business interaction pursuant to this report will have to be executed within the provisions of this chaperoning agreement.

The Research Analysts contributing to the report may not be registered /qualified as research analyst with FINRA. Such research analyst may not be associated persons of the U.S. registered broker-dealer, MOSIPL, and therefore, may not be subject to NASD rule 2711 and NYSE Rule 472 restrictions on communication with a subject company, public appearances and trading securities held by a research analyst account.

For Hong Kong:

This report is distributed in Hong Kong by Motilal Oswal capital Markets (Hong Kong) Private Limited, a licensed corporation (CE AYY-301) licensed and regulated by the Hong Kong Securities and Futures Commission (SFC) pursuant to the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) "SFO". As per SEBI (Research Analyst Regulations) 2014 Motilal Oswal Securities (SEBI Reg No. INH000000412) has an agreement with Motilal Oswal capital Markets (Hong Kong) Private Limited for distribution of research report in Kong Kong. This report is intended for distribution only to "Professional Investors" as defined in Part I of Schedule 1 to SFO. Any investment or investment activity to which this document relates is only available to professional investors."

Nothing here is an offer or solicitation of these securities, products and services in any jurisdiction where their offer or sale is not qualified or exempt from registration. The Indian Analyst(s) who compile this report is/are not located in Hong Kong & are not conducting Research Analysis in Hong Kong.

For Singapore

Motilal Oswal Capital Markets Singapore Pte Limited is acting as an exempt financial advisor under section 23(1)(f) of the Financial Advisers Act(FAA) read with regulation 17(1)(d) of the Financial Advisors Regulations and is a subsidiary of Motilal Oswal Securities Limited in India. This research is distributed in Singapore by Motilal Oswal Capital Markets Singapore Pte Limited and it is only directed in Singapore to accredited investors, as defined in the Financial Advisers Regulations and the Securities and Futures Act (Chapter 289), as amended from time to time.

In respect of any matter arising from or in connection with the research you could contact the following representatives of Motilal Oswal Capital Markets Singapore Pte Limited:

Kadambari Balachandran

Email: kadambari.balachandran@motilaloswal.com

Contact : (+65) 68189233 / 65249115 Office Address : 21 (Suite 31),16 Collyer Quay,Singapore 04931

