



Prime Securities Limited

Corporate Presentation

Private & Confidential

October 2018



Business / Product Overview

Business Overview

- Across the board **industry expertise**
- Decades-long strong **association** with
 - FIs/Other Lenders
 - Industry Leaderspositions Prime to offer **comprehensive** advisory services to corporations in **domestic and international** Markets

- ❑ SEBI-registered **Category I Merchant Banker**
 - ❖ Listed since 1994 on Bombay & National Exchanges
 - ❖ Current Market Cap ~ Rs 105crs
- ❑ Boutique Investment Banking / Corporate Finance firm engaged in:
 - ❖ **Debt & Capital Advisory**
 - ❖ Stressed Situations (**Restructuring** & Funding – Debt & Equity)
 - ❖ **Equity** Fund-Raising for listed and unlisted companies (IPO/ Pre-IPO/ Secondary/Private Equity)
 - ❖ **Corporate Advisory** (Business, Strategic, Value Enhancement)
 - ❖ **M&A** (Strategic Alliances/JVs, Acquisitions, Buyouts and Exits)
- ❑ **Restructuring** transactions (incl NCLT-related), across industries
- ❑ Specialized **advisory** in early-stage small-cap, **mid-cap investing**
- ❑ Sole Advisor on a large volume of local **Structured Debt Funding**
- ❑ **Lead Managed** over 25 Public Issues / Rights Issues / Open Offers / Delisting Offers /QIPs / Buybacks
- ❑ Strategic advisory including M&A, Stake Sales, Value Enhancement

Service Offerings

Prime's product offerings cover the gamut of **investment banking and corporate finance advisory** and **arranging** services to its clients

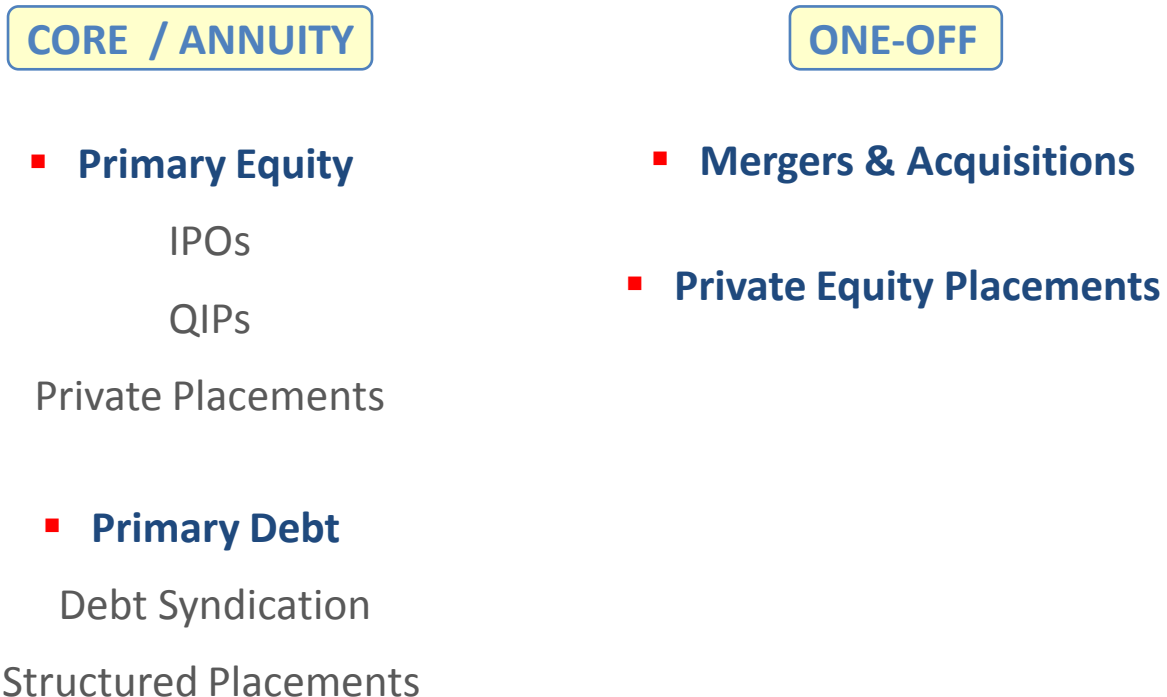
From advisory and restructuring to fund raisings, Prime covers the **entire range of Corporate Finance & Investment Banking** service offerings for its clients

- ❑ **Corporate Advisory**
 - ❖ Debt & Capital Structuring – **Financial** Advisory
 - ❖ **Strategic**, Business & Value Enhancement
 - ❖ **Mergers & Acquisitions**, Stake Sales
 - ❖ Structured **Debt Placement** / Loan Syndications
- ❑ **Restructurings/Loan Re-organizations (Stressed Situations)**
 - Debt / Equity / Capital
- ❑ **Listed Equity**
 - ❖ IPOs
 - ❖ **Rights Issues** / Buybacks / Open Offers / **Preferential Allotments** / etc
 - ❖ Qualified Institutions Placements (**QIPs**)
 - ❖ Local Advisors to Overseas Offerings/Foreign Entrants
- ❑ **Unlisted Equity**
 - ❖ **Pre-IPO** Placements / PIPEs
 - ❖ **Private Equity**
 - ❖ **Exits** / Strategic Alliances / JVs

Activity / Corporate Split

Prime Securities Limited* – Key Business Areas

- ❑ All **SEBI-regulated** Merchant Banking and Capital Markets related activities
- ❑ Categorized under “Core/**Annuity**” and “**One-Off**”



* Parent/Holding Company

Primesec Investments Ltd* – Key Business Areas

Restructuring

- ❑ Debt restructuring – NCLT/IBC (Insolvency & Bankruptcy Code) related resolution
- ❑ Other Debt/Capital restructuring advisory
 - ❖ Schemes of arrangement (capital/corporate restructuring)
 - Section 230/231 of Companies Act
 - Section 10 of the IBC
 - ❖ Non-NPA “regular” corporate restructuring assignments

Advisory Services

- ❑ Business/Strategic advisory – value enhancement advisory

Secondary Equity Distribution

Secondary Debt Placement

- ❑ Including debt buy-downs of restructured/distressed debt

**100% subsidiary – soon to be renamed Prime Restructuring Services Limited*

Prime Research and Advisory Limited *

Wealth Management & Investment Advisory

for Corporate Treasuries, Fund Management Companies, Family Offices, Banks, FI's, etc

- ❖ Equity/Commodity **Linked Debentures**
- ❖ Commercial/Residential **Property** Investment
- ❖ **Real Estate Funds**
- ❖ **Venture Capital Fund Offerings**
- ❖ **Capital Protection Funds**
- ❖ **Other Structured/Tailor made products**
- ❖ **Mutual Fund Distribution**

Debt Capital Market Placements

- ❖ Equity/Commodity **Linked Debentures**
- ❖ Commercial/Residential **Property** Investment
- ❖ **Real Estate Funds**

Fixed Income & PF Desk

- ❖ **SDLS**
- ❖ **Bonds**
- ❖ **Infrastructure Bonds**
- ❖ **Commercial Papers**
- ❖ **Mutual Funds**
- ❖ **Alternate Investment Products**
- ❖ **Secondary Market Bonds Trading**

**100% subsidiary – recently integrated as of April 2018*

Completed / Ongoing Transactions

Over the last 18-24 mths Prime successfully

- **advised** on and/or **arranged debt** and **equity** funding for its clients across sectors and deal sizes
- has been working on complex **restructuring** cases involving multiple stakeholders
- has been advising on a number of **strategic/M&A related** advisory assignments

Equity Fund Raising – Advisory & Placement Services

Branded Retail Fashion Co
Rs 380MM
 Secondary Placement

Steel Products Manufacturer
Rs 440MM
 Equity Buy-Back

Agri Products Co
Rs 1.35Bn
 QIP Placement

Building Materials Manufacturer
Rs ~220MM
 Preferential Allotment

Debt / Capital Restructuring

Petrochemicals Conglomerate
 ~Rs 66Bn

Cables Manufacturer
 ~Rs 18Bn

Debt Fund Raising – Advisory & Structuring Services

Leading Housing Finance Co
Rs 28.0Bn
 Refinancing & Fresh Capital Raise

Financial Services Major
Rs 15Bn
 Structured Debt

M&A, Corporate, Strategic Advisory

Technology Company
 Business Sale Advisory

Healthcare/FMCG Company
 Stake Sale Advisory

Our Strengths / Team

Our Key Strengths

Prime's key strengths help it to quickly identify client needs and opportunities and remain focused on transactions from origination to closure

- ❑ Small Extremely **Focused** Team
 - ❖ Key people always **involved in every** transaction
 - ❖ Baggage of large organizations absent

- ❑ **Agile**, Nimble, Market-Driven
 - ❖ Constantly **reacting** to market stimuli and **client needs**
 - ❖ Eyes and ears trained to capture mood and sentiment

- ❑ Long-standing **Relationships**
 - ❖ **Domestic** and **international** clients, including Corporations, Foreign Institutional Investors, Financial Institutions, Banks, Mutual Funds, Insurance Companies and HNIs

- ❑ **Focus** List
 - ❖ Small and **mid caps**
 - ❖ Turnaround situations
 - ❖ **Winners of tomorrow**

- ❑ **Not** League-Table Driven

Board of Directors – Prime Securities Limited



- ❑ **Mr. Pradip Dubhashi - Chairman & Independent Director**
Management Consultancy, / Finance
BE in Electrical Engineering, MBA (XLRI, Jamshedpur)



- ❑ **N. Jayakumar – Managing Director (Prime Securities Limited)**
Joined in 1993, Previously head of Investment Banking Group at Citibank
B.Tech Mechanical Engineering (IIT Delhi) and MBA (IIM–A)



- ❑ **S.R. Sharma – Managing Director (Primesec Investments Limited)**
Management Consultancy / Finance / Marketing
Chemical Engineer (IIT Delhi), MBA (IIM-A)



- ❑ **Vineet Suri – Executive Director (Prime Securities Limited)**
Head of Corporate Finance & Investment Banking (also jointly covering Restructuring)
Over 20 years of banking experience spanning India, Europe, the Middle East & Africa
Chartered Accountant, B Com (Sydenham College, Mumbai University)



- ❑ **Alpana Parida – Independent Director**
Brand Positioning / Rebranding Consultant / CEO DY Works
BA Economics (St Stephens College, Delhi Univ), MBA (IIM-A)



- ❑ **Anil Dharker - Independent Director**
Columnist / Writer / Promotes Literature / Art Connoisseur
BSE Mathematics, BSE Engineering (London University)

Management & Execution Team – Prime Securities

- ❑ **N. (Jakes) Jayakumar – Managing Director (Prime Securities Limited)**
Over 30 years experience in the Financial Services Sector, Previously headed Citibank India’s Investment Banking Group
 - B.Tech Mechanical Engineering (IIT Delhi) and MBA (IIM–Ahmedabad)
- ❑ **S. R. Sharma – Managing Director (Primesec Investments Limited)**
Extensive experience across multiple sectors including Industrial and Speciality Chemicals, FMCG and Financial Services
 - B.Tech Chemical Engineering (IIT Delhi) and MBA (IIM–Ahmedabad)
- ❑ **Vineet Suri – Executive Director (Prime Securities Limited),**
Head of Corporate Finance & Investment Banking (incl Restructuring)
20+ years working experience with leading banks in Mumbai, London, Riyadh & Bahrain – clients across India, ME, Europe & Africa
 - Chartered Accountant
- ❑ **Apurva Doshi – Vice President**
12 years of IB experience in financial/business analysis, valuation, advisory. Previously with Crisil, and Stratcap Securities
 - Post Graduate Diploma in Business Administration (PGDBA) and M.Com from Mumbai University
- ❑ **Nischay Saraf – Vice President**
Over 13 years of experience in Financial Advisory, Distressed Asset Buyouts, Restructuring, Financial Reporting, etc
Previously with International Investments, Masan Group (Vietnam), PwC, Wipro Technologies and Deloitte
 - Chartered Accountant
- ❑ **Ajay Shah – Vice President (Legal) & Company Secretary**
Over 14 years of secretarial experience
- ❑ **Nikhil Shah – Chief Financial Officer (CFO)**
Over twenty years of experience in the field of accountancy

Management & Team – PRAL

- ❑ **Akshay Gupta – Founder, CEO & CIO**
Over 20 years of banking experience (last 14 years in Asset Management) – Indiabulls, Peerless Asset Mgmt, ICICI Pru, ABN, HSBC
Masters in Global Business (MBA)
- ❑ **Puneet Pandey – Founder & Managing Director**
Over 27 years of experience in Debt Capital Markets and Corporate Relationships
Previously with Religare Finvest , JM Financial Services, JM Morgan Stanley Fixed Income Securities, etc
- ❑ **Sanjay Gupta – Managing Partner & Director**
25+ years of professional experience in Merchant and Investment Banking, Transaction Advisors and Project Management
Consultancy, PMS, DCM, Fixed Income & Research, Take Out Financing, Project Finance, Restructuring, Wealth Management, etc
Chartered Accountant
- ❑ **Sanjeev Chandiramani – Managing Partner & Head (Real Estate)**
Over 15 years of experience in the Real Estate Sector spanning IB, Fund Raising, Deal Structuring, Asset Monitoring and Exit Mgmt
Previously with Edelweiss as SVP (set up their Real Estate practice), also Tata Housing and Moores Rowland, (Haribhakti Group)
- ❑ **Preeti Joshi Chugh – Managing Partner & North Head – Institutional Business**
Over 13 years of experience with banks, wealth houses and asset management company as Wealth Advisor
Masters of Business Economics
- ❑ **Pratima Talwar – Managing Partner & Head – Institutions (West)**
17 years of work experience in the Asset Management industry with AMCs like Indiabulls, JM Financial, Daiwa and Peerless

Annexure

PRAL Client Relationships



Prime Research and Advisory Limited

CLIENT RELATIONSHIPS

Corporates



Institutions



Banks & AMCs



Annexure

Sample List of Deals Executed Over the Years



Key Deals Executed - I



Welspun India Ltd
Mandatory Open Offer
Manager to the Offer



Welspun Global Brands Ltd
Voluntary Open Offer
Manager to the Offer



Welspun Investments and
Commercials Ltd
Mandatory Open Offer
Manager to the Offer



INR 2,250 MM
Business Sale to
Schneider Electric

Reliance Broadcast Network



INR 1,150 MM
Private Placement to
HNIs & Corporate



Strategic Acquisition
by
Glodyne Technoserve

Key Deals Executed - II



Talwalkars

Private Placement to
HNIs & Corporate



Balrampur Chini Mills Ltd.
Thinking outside the cube

INR 1,000 MM

Private Equity funding
from
Citibank Private Equity



SKNL
S. Kumar Nationwide Limited

INR 1,800 MM


Qualified Institutions
Placement
Sole Book Runner



Indraprastha Apollo
HOSPITALS
EDUCING LIVES


INR 600 MM

Private Equity funding
from Schrodgers & IPO



ABG

Block Placement
of Equity Shares
of ABG Shipyard



ASIAN ELECTRONICS LTD.
Y21M ELECTRONICS LTD.

INR 966 MM

Qualified Institutions
Placement
Sole Book Runner

Key Deals Executed - III



Customer Satisfaction
@ Any Cost

INR 977 MM

Qualified Institutions
Placement
Sole Book Runner



JISCO

INR 900 MM

Private Equity funding
from
Citibank Private Equity

JSL Stainless Ltd.



INR 450 MM

Private Equity funding
from
Citibank Private Equity



ORBIT
VISION BEYOND

INR 2,150 MM
Fund Raise through NCDs



INR 1,000 MM

Arrangement of
Debt &
Equity Warrants



Brand Sale to
International
Bestfoods Ltd.

Key Deals Executed - IV



INR 5,500 MM

Arrangement of Debt & Equity Warrants




INR 353 MM

Private Equity to CVC International




INR 140 MM

Private Equity Placement to Venture/PE Funds



INR 280 MM

Qualified Institutions Placement Sole Book Runner



Brand acquisition by International Bestfoods Ltd.



INR 110 MM

Private Equity (Acquisition Funding) from Morgan Stanley & HDFC Bank

Key Deals Executed - V



INR 300 MM

Jet Mosquito Repellent
Brand Sale to
Godrej Group; now
Godrej Sara Lee



Voluntary Delisting

**United Tele
Shopping (TSN)**

Venture Capital
Investment by
Draper International
& Walden-Nikko



Corporate Advisory
Services



**JSW Techno Project
Management**

Corporate Advisory
Services

**Hexacom India
Limited**

INR 6,400 MM

Divestment of Shyam
Telecom's stake to
Bharti Tele-Ventures Limited

Thank You

