

## **BUY** TP: Rs 920 | ▲ 15%

**HCL TECHNOLOGIES** 

IT Services

## Acquisition spree on; DWS to expand footprint in Australia

HCL Technologies (HCLT) acquired Australian IT firm DWS for US\$115.8mn. This acquisition serves the purpose of expanding HCLT's reach in Australia and New Zealand (ANZ) and brings in marquee ANZ clientele. DWS has domain expertise in BFSI and Govt. and defence verticals, together forming 72% of its revenues. These verticals are a safe bet during the ongoing pandemic. For the long term, this acquisition looks EPS accretive, though the gains will be negligible. Retain BUY.

A tuck-in acquisition: DWS has extensive capabilities in the BFSI and Govt./ Federal verticals which form ~72% of its total revenues. These verticals have been more resilient vs. the rest during the pandemic. Its management expects the good growth to continue driven by assured federal projects and state govt. work. DWS' FY20 annual revenue stood at AU\$167.9mn, which is roughly 1%+ of HCLT's FY20 revenue. EBITDA margin excluding one off acquisition costs stands at 15-17%. Despite the pandemic, its revenue grew by 2.7% and underlying EBITDA margin by 80bps, YoY. Though its revenue growth has fluctuated over the years, its 5-year CAGR stood strong at 12% over FY15-20.

**Geographical diversification:** DWS' strong presence in Australia across Melbourne, Sydney, Canberra, Brisbane and Adelaide will help HCLT in geographic diversification. Out of its 150k employees, HCLT has only 1600 employees working in Australia. DWS will add its 700 employees to HCLT.

**EPS accretive:** Through small scale, this acquisition will be EPS accretive in our view. This acquisition will enhance HCLT's presence in Australia and New Zealand region especially in BFSI and Govt./defence segment creating potential for cross selling led synergies. Also, HCLT's robust track record with acquisitions is a plus.

## **KEY FINANCIALS**

Y/E 31 Mar	FY19A	FY20A	FY21E	FY22E	FY23E
Total revenue (Rs mn)	6,04,280	7,06,780	7,52,867	8,42,502	9,21,977
EBITDA (Rs mn)	1,40,020	1,66,930	1,96,347	2,17,607	2,41,057
Adj. net profit (Rs mn)	99,757	1,10,940	1,24,938	1,35,450	1,53,388
Adj. EPS (Rs)	36.7	40.9	46.0	49.9	56.5
Adj. EPS growth (%)	16.3	11.5	12.6	8.4	13.2
Adj. ROAE (%)	25.2	23.5	22.5	21.8	22.0
Adj. P/E (x)	21.9	19.6	17.4	16.1	14.2
EV/EBITDA (x)	15.5	13.0	11.0	9.8	8.5

Source: Company, BOBCAPS Research

#### BOB Capital Markets Ltd is a wholly owned subsidiary of Bank of Baroda

Important disclosures, including any required research certifications, are provided at the end of this report.

21 September 2020

Ruchi Burde | Seema Nayak research@bobcaps.in

Ticker/Price	HCLT IN/Rs 803
Market cap	US\$ 29.6bn
Shares o/s	2,713mn
3M ADV	US\$ 69.7mn
52wk high/low	Rs 850/Rs 375
Promoter/FPI/DII	60%/27%/13%
Source: NSE	

### STOCK PERFORMANCE



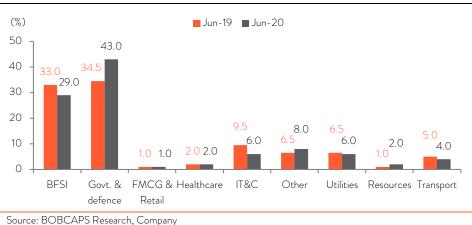
Source: NSE





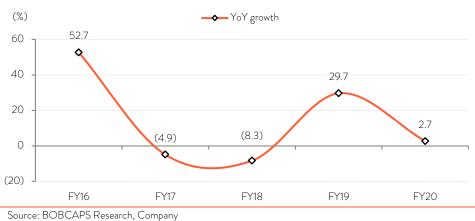
# Other key highlights

- DWS provides a wide range of IT services including digital transformation, application development & support, program & project management and consulting.
- HCLT will be spending US\$115.8mn in this acquisition, expected to be closed in Dec'20. DWS has a debt of AU\$39mn and a decent cash balance of AU\$14million as of June'20 (net debt at AU\$25mn). DWS' FY20 EPS of 5.7 cents (declined 27% YoY) is roughly 10% of HCLT's.
- DWS' immediate focus is ramping up its core business and growing its acquired businesses to pay down debt.
- DWS groups other holdings include Symplicit, Phoenix and Project Assured.
- Project Assured continues to perform strongly and is forecast to continue its growth in FY21.
- The acquisition is expected to close in Dec-20.



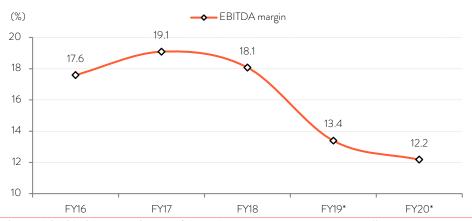
### FIG 1 - BFSI AND GOVT & DEFENCE SEGMENT CONTRIBUTED 72% OF **REVENUE IN FY20**

FIG 2 - DWS' YOY REVENUE GROWTH





### FIG 3 - REPORTED EBITDA MARGIN



Source: BOBCAPS Research, Company. |\*Note: Excluding acquisition costs and one off expenses, adjusted EBITDA margin was 17% and 16.2% for FY20 and FY19 respectively.

## FIG 4 - NOTABLE CLIENTELE OF DWS



Source: Company, BOBCAPS Research



# Valuation methodology

We keep our FY21/FY22/FY23 EPS and Sep'21 target price at Rs 920, set at a target P/E multiple of 17x which is at 20% discount to target multiple for Infosys and 1.2SD above the last five-year average P/E.

We reiterate BUY as we see relatively higher near-to-mid-term growth visibility for the company vis-à-vis peers on the back of:

- its growing software (Mode-3) business which forms 16.2% of revenue and is relatively immune to Covid-led volatility (this also brings in structural potential for margin improvement),
- healthy large deal wins (11 contracts won in Q1FY21), and
- its IMS heritage which offers unique positioning to leverage the cloud
- migration opportunity accelerated by the pandemic.



### FIG 5 – RELATIVE STOCK PERFORMANCE

Source: NSE

## Key risks

- Slowdown in deal momentum
- Less market share gain going forward due to high competition
- Cloud spending contraction



### FINANCIALS

#### Income Statement

Y/E 31 Mar (Rs mn)	FY19A	FY20A	FY21E	FY22E	FY23E
Total revenue	6,04,280	7,06,780	7,52,867	8,42,502	9,21,977
EBITDA	1,40,020	1,66,930	1,96,347	2,17,607	2,41,057
Depreciation	21,480	28,400	41,518	45,014	47,808
EBIT	1,18,540	1,38,530	1,54,829	1,72,593	1,93,249
Net interest income/(expenses)	(1,693)	0	0	0	0
Other income/(expenses)	7,720	1,790	3,444	3,316	5,956
Exceptional items	0	0	0	0	0
EBT	1,24,567	1,40,320	1,58,273	1,75,909	1,99,206
Income taxes	24,810	29,380	33,334	40,459	45,817
Extraordinary items	0	0	0	0	0
Min. int./Inc. from associates	0	0	0	0	0
Reported net profit	99,757	1,10,940	1,24,938	1,35,450	1,53,388
Adjustments	0	0	0	0	0
Adjusted net profit	99,757	1,10,940	1,24,938	1,35,450	1,53,388
Y/E 31 Mar (Rs mn)	<b>FY19A</b>	FY20A	FY21E	FY22E	FY23E
Accounts payables	0	0	0	0	0
Other current liabilities	1,26,860	2,59,090	2,63,503	2,94,876	3,22,692
	, ,	, ,	, ,	, ,	, ,
Provisions	0	0	15,057	16,850	18,440
Provisions Debt funds	0 39,860	0 50,930	15,057 50,930	16,850 50,930	18,440 50,930
		-	,		18,440 50,930 5,280
Debt funds	39,860	50,930	50,930	50,930	50,930
Debt funds Other liabilities	39,860 4,540	50,930 5,280	50,930 5,280	50,930 5,280	50,930 5,280
Debt funds Other liabilities Equity capital	39,860 4,540 2,812	50,930 5,280 2,812	50,930 5,280 2,812	50,930 5,280 2,812	50,930 5,280 2,812
Debt funds Other liabilities Equity capital Reserves & surplus	39,860 4,540 2,812 4,14,888	50,930 5,280 2,812 5,14,048	50,930 5,280 2,812 5,78,866	50,930 5,280 2,812 6,49,137	50,930 5,280 2,812 7,28,715
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund	39,860 4,540 2,812 4,14,888 4,22,240	50,930 5,280 2,812 5,14,048 5,22,140	50,930 5,280 2,812 5,78,866 5,86,958	50,930 5,280 2,812 6,49,137 6,57,229	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b>
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund Total liabilities and equities	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b>	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b>	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b>	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b>	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b>
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund <b>Total liabilities and equities</b> Cash and cash eq.	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b> 59,290	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b> 48,430	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b> 1,22,505	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b> 2,54,544	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b> 3,58,728
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund <b>Total liabilities and equities</b> Cash and cash eq. Accounts receivables	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b> 59,290 1,46,100	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b> 48,430 1,77,720	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b> 1,22,505 1,95,952	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b> 2,54,544 2,07,740	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b> 3,58,728 2,27,337 0
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund <b>Total liabilities and equities</b> Cash and cash eq. Accounts receivables Inventories	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b> 59,290 1,46,100 0	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b> 48,430 1,77,720 0	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b> 1,22,505 1,95,952 0	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b> 2,54,544 2,07,740 0	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b> 3,58,728 2,27,337 0
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund <b>Total liabilities and equities</b> Cash and cash eq. Accounts receivables Inventories Other current assets	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b> 59,290 1,46,100 0 37,160	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b> 48,430 1,77,720 0 79,030	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b> 1,22,505 1,95,952 0 90,344	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b> 2,54,544 2,07,740 0 84,250	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b> 3,58,728 2,27,337 0 92,198 1,05,680
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund <b>Total liabilities and equities</b> Cash and cash eq. Accounts receivables Inventories Other current assets Investments	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b> 59,290 1,46,100 0 37,160 58,520	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b> 48,430 1,77,720 0 79,030 1,05,680	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b> 1,22,505 1,95,952 0 90,344 1,05,680	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b> 2,54,544 2,07,740 0 84,250 1,05,680	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b> 3,58,728 2,27,337 0 92,198
Debt funds Other liabilities Equity capital Reserves & surplus Shareholders' fund <b>Total liabilities and equities</b> Cash and cash eq. Accounts receivables Inventories Other current assets Investments Net fixed assets	39,860 4,540 2,812 4,14,888 4,22,240 <b>5,88,960</b> 59,290 1,46,100 0 37,160 58,520 1,32,396	50,930 5,280 2,812 5,14,048 5,22,140 <b>8,32,160</b> 48,430 1,77,720 0 79,030 1,05,680 62,440	50,930 5,280 2,812 5,78,866 5,86,958 <b>9,16,449</b> 1,22,505 1,95,952 0 0 90,344 1,05,680 40,000	50,930 5,280 2,812 6,49,137 6,57,229 <b>10,19,885</b> 2,54,544 2,07,740 0 84,250 1,05,680 14,486	50,930 5,280 2,812 7,28,715 7,36,807 <b>11,28,869</b> 3,58,728 2,27,337 0 92,198 1,05,680 (13,822)

52,930

5,88,960

64,650

8,32,160

67,758

9,16,449

58,975

10,19,885

Source: Company, BOBCAPS Research

Other assets
Total assets

64,538

11,28,869



Y/E 31 Mar (Rs mn)	FY19A	FY20A	FY21E	FY22E	FY23E
Net income + Depreciation	1,20,740	1,39,340	1,66,457	1,80,464	2,01,196
Interest expenses	(4,480)	(1,790)	(3,444)	(3,316)	(5,956)
Non-cash adjustments	0	0	0	0	0
Changes in working capital	(24,660)	47,020	(13,183)	36,253	(3,702)
Other operating cash flows	(1,936)	(40,905)	0	0	0
Cash flow from operations	89,664	1,43,665	1,49,830	2,13,401	1,91,538
Capital expenditures	(34,340)	(1,50,090)	(19,079)	(19,500)	(19,500)
Change in investments	5,200	47,160	0	0	0
Other investing cash flows	(3,604)	1,790	3,444	3,316	5,956
Cash flow from investing	(32,744)	(1,01,140)	(15,635)	(16,184)	(13,544)
Equities issued/Others	0	0	0	0	0
Debt raised/repaid	36,230	0	0	0	0
Interest expenses	(39,860)	0	0	0	0
Dividends paid	(10,990)	(53,384)	(60,120)	(65,178)	(73,810)
Other financing cash flows	0	0	0	0	0
Cash flow from financing	(14,620)	(53,384)	(60,120)	(65,178)	(73,810)
Changes in cash and cash eq.	42,300	(10,859)	74,075	1,32,038	1,04,184
Closing cash and cash eq.	59,290	48,430	1,22,505	2,54,544	3,58,728

### Per Share

Y/E 31 Mar (Rs)	FY19A	FY20A	FY21E	FY22E	FY23E
Reported EPS	36.7	40.9	46.0	49.9	56.5
Adjusted EPS	36.7	40.9	46.0	49.9	56.5
Dividend per share	14.7	16.4	18.4	20.0	22.6
Book value per share	155.2	192.4	216.3	242.2	271.5

## Valuations Ratios

Y/E 31 Mar (x)	FY19A	FY20A	FY21E	FY22E	FY23E
EV/Sales	3.6	3.1	2.9	2.5	2.2
EV/EBITDA	15.5	13.0	11.0	9.8	8.5
Adjusted P/E	21.9	19.6	17.4	16.1	14.2
P/BV	5.2	4.2	3.7	3.3	3.0

## **DuPont Analysis**

Y/E 31 Mar (%)	FY19A	FY20A	FY21E	FY22E	FY23E
Tax burden (Net profit/PBT)	80.1	79.1	78.9	77.0	77.0
Interest burden (PBT/EBIT)	105.1	101.3	102.2	101.9	103.1
EBIT margin (EBIT/Revenue)	19.6	19.6	20.6	20.5	21.0
Asset turnover (Revenue/Avg TA)	112.6	99.5	86.1	87.0	85.8
Leverage (Avg TA/Avg Equity)	1.4	1.5	1.6	1.6	1.5
Adjusted ROAE	25.2	23.5	22.5	21.8	22.0

Source: Company, BOBCAPS Research | Note: TA = Total Assets



Ratio Analysis					
Y/E 31 Mar	FY19A	FY20A	FY21E	FY22E	FY23E
YoY growth (%)					
Revenue	19.5	17.0	6.5	11.9	9.4
EBITDA	22.4	19.2	17.6	10.8	10.8
Adjusted EPS	16.3	11.5	12.6	8.4	13.2
Profitability & Return ratios (%)					
EBITDA margin	23.2	23.6	26.1	25.8	26.1
EBIT margin	19.6	19.6	20.6	20.5	21.0
Adjusted profit margin	16.5	15.7	16.6	16.1	16.6
Adjusted ROAE	25.2	23.5	22.5	21.8	22.0
ROCE	24.9	23.4	23.3	27.1	33.3
Working capital days (days)					
Receivables	81	84	91	87	86
Inventory	0	0	0	0	0
Payables	92	130	171	163	166
Ratios (x)					
Gross asset turnover	4.8	7.3	14.7	30.9	2,774.1
Current ratio	2.3	1.4	1.7	1.9	2.2
Net interest coverage ratio	NA	NA	NA	NA	NA
Adjusted debt/equity	0.0	0.0	(0.1)	(0.3)	(0.4)

Source: Company, BOBCAPS Research



# Disclaimer

#### Recommendations and Absolute returns (%) over 12 months

BUY - Expected return >+15%

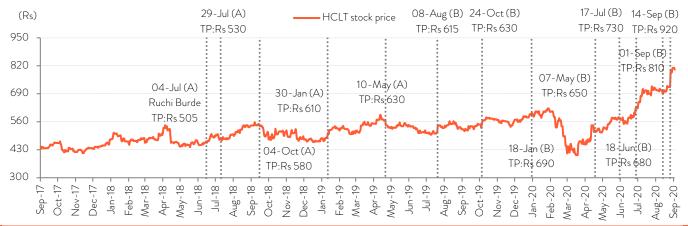
ADD - Expected return from >+5% to +15%

**REDUCE –** Expected return from -5% to +5%

SELL - Expected return <-5%

Note: Recommendation structure changed with effect from 1 January 2018 (Hold rating discontinued and replaced by Add / Reduce)

#### RATINGS AND TARGET PRICE (3-YEAR HISTORY): HCL TECHNOLOGIES (HCLT IN)



B - Buy, A - Add, R - Reduce, S - Sell

#### **Rating distribution**

As of 31 August 2020, out of 100 rated stocks in the BOB Capital Markets Limited (BOBCAPS) coverage universe, 48 have BUY ratings, 21 have ADD ratings, 11 are rated REDUCE and 20 are rated SELL. None of these companies have been investment banking clients in the last 12 months.

#### Analyst certification

The research analyst(s) authoring this report hereby certifies that (1) all of the views expressed in this research report accurately reflect his/her personal views about the subject company or companies and its or their securities, and (2) no part of his/her compensation was, is, or will be, directly or indirectly, related to the specific recommendation(s) or view(s) in this report. Analysts are not registered as research analysts by FINRA and are not associated persons of BOBCAPS.

#### General disclaimers

BOBCAPS is engaged in the business of Institutional Stock Broking and Investment Banking. BOBCAPS is a member of the National Stock Exchange of India Limited and BSE Limited and is also a SEBI-registered Category I Merchant Banker. BOBCAPS is a wholly owned subsidiary of Bank of Baroda which has its various subsidiaries engaged in the businesses of stock broking, lending, asset management, life insurance, health insurance and wealth management, among others.

BOBCAPS's activities have neither been suspended nor has it defaulted with any stock exchange authority with whom it has been registered in the last five years. BOBCAPS has not been debarred from doing business by any stock exchange or SEBI or any other authority. No disciplinary action has been taken by any regulatory authority against BOBCAPS affecting its equity research analysis activities.

BOBCAPS has obtained registration as a Research Entity under SEBI (Research Analysts) Regulations, 2014, having registration No.: INH00000040 valid till 03 February 2020. BOBCAPS is also a SEBI-registered intermediary for the broking business having SEBI Single Registration Certificate No.: INZ000159332 dated 20 November 2017.

BOBCAPS 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, BOBCAPS 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 may provide oral or written market commentary or trading strategies to our clients that reflect opinions contrary to the opinions expressed herein, and our proprietary trading and investing businesses may make investment decisions that are inconsistent with the recommendations

## HCL TECHNOLOGIES



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. Additionally, other important information regarding our relationships with the company or companies that are the subject of this material is provided herein.

This material should not be construed as an offer to sell or the solicitation of an offer to buy any security in any jurisdiction where such an offer or solicitation would be illegal. We are not soliciting any action based on this material. It is for the general information of BOBCAPS's clients. It 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, clients 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. BOBCAPS does not provide tax advice to its clients, and all investors are strongly advised to consult with their tax advisers regarding any potential investment in certain transactions — including those involving futures, options, and other derivatives as well as non-investment-grade securities — that give rise to substantial risk and are not suitable for all investors. The material is based on information that we consider reliable, but we do not represent that it is accurate or complete, and it should not be relied on as such. Opinions expressed are our current opinions as of the date appearing on this material only. We endeavour to update on a reasonable basis the information discussed in this material, but regulatory, compliance, or other reasons may prevent us from doing so.

We and our affiliates, officers, directors, and employees, including persons involved in the preparation or issuance of this material, may from time to time have "long" or "short" positions in, act as principal in, and buy or sell the securities or derivatives thereof of companies mentioned herein and may from time to time add to or dispose of any such securities (or investment). We and our affiliates may act as market makers or assume an underwriting commitment in the securities of companies discussed in this document (or in related investments), may sell them to or buy them from customers on a principal basis, and may also perform or seek to perform investment banking or advisory services for or relating to these companies and may also be represented in the supervisory board or any other committee of these companies.

For the purpose of calculating whether BOBCAPS and its affiliates hold, beneficially own, or control, including the right to vote for directors, one per cent or more of the equity shares of the subject company, the holdings of the issuer of the research report is also included.

BOBCAPS and its non-US affiliates may, to the extent permissible under applicable laws, have acted on or used this research to the extent that it relates to non-US issuers, prior to or immediately following its publication. Foreign currency denominated 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. In addition, investors in securities such as ADRs, the value of which are influenced by foreign currencies, effectively assume currency risk. In addition, options involve risks and are not suitable for all investors. Please ensure that you have read and understood the Risk disclosure document before entering into any derivative transactions.

In the US, this material is only for Qualified Institutional Buyers as defined under rule 144(a) of the Securities Act, 1933. No part of this document may be distributed in Canada or used by private customers in the United Kingdom.

No part of this material may be (1) copied, photocopied, or duplicated in any form by any means or (2) redistributed without BOBCAPS's prior written consent.

#### Company-specific disclosures under SEBI (Research Analysts) Regulations, 2014

The research analyst(s) or his/her relatives do not have any material conflict of interest at the time of publication of this research report.

BOBCAPS or its research analyst(s) or his/her relatives do not have any financial interest in the subject company. BOBCAPS or its research analyst(s) or his/her relatives do not have actual/beneficial ownership of one per cent or more securities in the subject company at the end of the month immediately preceding the date of publication of this report.

The research analyst(s) has not received any compensation from the subject company in the past 12 months. Compensation of the research analyst(s) is not based on any specific merchant banking, investment banking or brokerage service transactions.

BOBCAPS or its research analyst(s) is not engaged in any market making activities for the subject company.

The research analyst(s) has not served as an officer, director or employee of the subject company.

BOBCAPS or its associates may have material conflict of interest at the time of publication of this research report.

BOBCAPS's associates may have financial interest in the subject company. BOBCAPS's associates may hold actual / beneficial ownership of one per cent or more securities in the subject company at the end of the month immediately preceding the date of publication of this report.

BOBCAPS or its associates may have managed or co-managed a public offering of securities for the subject company or may have been mandated by the subject company for any other assignment in the past 12 months.

BOBCAPS may have received compensation from the subject company in the past 12 months. BOBCAPS may from time to time solicit or perform investment banking services for the subject company. BOBCAPS or its associates may have received compensation from the subject company in the past 12 months for services in respect of managing or co-managing public offerings, corporate finance, investment banking or merchant banking, brokerage services or other advisory services in a merger or specific transaction. BOBCAPS or its associates may have received compensation for products or services other than investment banking or merchant banking or brokerage services from the subject company in the past 12 months.