

Rating Letter - Intimation of Rating Action

Letter Issued on: March 23, 2022
 Letter Expires on: February 17, 2023
 Annual Fee valid till: February 17, 2023

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Marwadi Shares And Finance Limited

Office No 1 MCX Office, 17th Floor, Unit No. 1 &
 2 GIFT ONE Tower, S. C. Road, Zone- 5, GIFT
 CITY,
 Gandhinagar – 382355 Gujarat

Kind Attn.: Mr. Harish C Yadav, AVP Treasury & Banking OPS (Tel. No. 9582923006)

Dear Mr. Yadav,

Sub.: Rating(s) Assigned - Bank Loans / Debt Instruments of Marwadi Shares And Finance Limited

Please note that the current rating(s) and outlook, instrument details, and latest rating action for the aforementioned instrument are as under:

	Long Term Instruments	Short Term Instruments
Total Rated Quantum (Rs. Cr.)	100.00	Not applicable
Quantum of Enhancement (Rs. Cr.)	Not applicable	Not applicable
Rating	ACUI TE PP-MLD A-	Not applicable
Outlook	Stable	Not applicable
Most recent Rating Action	Assigned	Not applicable
Date of most recent Rating Action	March 23, 2022	Not applicable
Rating Watch	Not applicable	Not applicable

Acuité reserves the right to revise the ratings, along with the outlook, at any time, on the basis of new information, or other circumstances which Acuité believes may have an impact on the ratings. Such revisions, if any, would be appropriately disseminated by Acuité as required under prevailing SEBI guidelines and Acuité 's policies.

This letter will expire on **February 17, 2023** or on the day when Acuité takes the next rating action, whichever is earlier. It may be noted that the rating is subject to change anytime even before the expiry date of this letter. Hence lenders / investors are advised to visit <https://www.acuite.in/> OR scan the QR code given above to confirm the current outstanding rating.

Acuité will re-issue this rating letter on **February 18, 2023** subject to receipt of surveillance fee as applicable. If the rating is reviewed before **February 17, 2023**, Acuité will issue a new rating letter.



Suman Chowdhury
 Chief Analytical Officer

Annexures: A. Details of the Rated Instrument
 B. Details of the rating prior to the above rating action

Acuité Ratings & Research Limited

SEBI Registered | RBI Accredited
 708, Lodha Supremus, Lodha iThink Techno Campus, Kanjurmarg (East), Mumbai - 400042 | +91 22 49294000
 SMS: +91 9969898000 | www.acuite.in | CIN: U74999MH2005PLC155683

Annexure A. Details of the rated instrument

Bank	Facilities	Scale	Amt. (Rs. Cr)	Ratings	Rating Action
Fund Based Facilities					
	Proposed Principal Protected Market Linked Debentures	Long Term	100.00	ACUITE PP-MLD A- / Stable	Assigned
Total Fund Based Facilities			100.00		
Total Facilities					
			100.00		

Annexure B. Details of the rating prior to the above rating action

	Long Term Instruments	Short Term Instruments
Previous Rated Quantum	Not applicable	Not applicable
Rating	Not applicable	Not applicable
Outlook	Not applicable	Not applicable

DISCLAIMER

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Press Release

Marwadi Shares And Finance Limited

March 23, 2022

Rating Assigned



Product	Quantum (Rs. Cr)	Long Term Rating	Short Term Rating
Non-Convertible Debentures (NCD)	100.00	PP-MLD ACUITE A- Stable Assigned	-
Total Outstanding Quantum (Rs. Cr)	100.00	-	-
Total Withdrawn Quantum (Rs. Cr)	0.00	-	-

Rating Rationale

Acuité has assigned the long-term rating of '**ACUITE PP-MLD A-**' (read as **ACUITE Principal Protected Market Linked Debentures A minus**) on the Rs. 100.00 Cr. proposed principal protected market linked debentures of Marwadi Shares and Finance Limited (MSFL). The outlook is '**Stable**'.

The rating factors in MSFL's healthy capital structure, experienced management and support of resourceful promoters and established position in its segment. MSFL has comfortable capitalization with a networth of Rs. 396.9 Cr. as on December 31, 2021 (provisional). The networth is supported by healthy internal accruals. The rating also takes into account improvement in profitability metrics of MSFL. MSFL reported an increase in PAT of Rs. 48.06 Cr. for FY2021 as compared to Rs. 27.47 Cr. for FY2020. PAT levels for 9M FY2022 stood at Rs. 46.45 Cr. (provisional). The company saw an increase in volumes traded in retail client base. The improvement in financial risk profile of the company is expected to continue to improve in FY2022 on the back of a revival in the domestic capital markets.

The rating is however constrained on account of MSFL's susceptibility to the level of volatility in the capital markets as well as highly competitive landscape in broking business. During FY2021, most of the broking companies have witnessed significant traction in broking volumes on account of sharp rebound and volatility in capital/ commodity markets which may not be sustainable. Going forward, continued promoters support and ability of the company to improve its operating performance are key monitorables.

About the company

Gujarat based, Marwadi Shares and Finance Private Limited (MSFL) was incorporated by first generation entrepreneurs Mr. Ketan Marwadi, Mr. Deven Marwadi and Mr. Sandeep Marwadi in 1992 with an objective to provide financial services to meet the emerging needs of the investor community. The Company became a corporate member of the National Stock Exchange of India (NSE) in 1996 and launched depository services of Depository Participant under National Securities Depository Limited (NSDL) in 1999. MSFL has a branch network of around 110 branches and franchise/sub-broker network of around 480.

Analytical Approach

Acuite has taken standalone business and financial risk profiles of Marwadi Shares and Finance Limited.

Key Rating Drivers

Strength

Promoters experience in capital markets

The company has been engaged in capital markets for around 3 decades having presence in almost all segments such as equity, derivatives, currency, commodities across all the major domestic exchanges. The Company has Trading & Clearing membership of NSE & BSE and is a depository participant of NSDL & CDSL. The management team of MSFL is led by Mr. Ketan Marwadi, Mr. Deven Marwadi and Mr. Sandeep Marwadi and their professional team. The company has been through various business cycle and have emerged strong as seen in their robust financial and operational profile. MSFL has over 2000 dealers, 110 branches and a network of 480 franchise/sub-brokers having presence in 9 states mainly Gujarat. Mr. Ketan Marwadi (Chairman & MD) has around 3 decades of experience in capital markets and has developed strong expertise in securities market trends, compliance and business development strategies. He was member of Executive Committee (F&O Segment) of NSE and Director – ANMI Board. Presently Mr. Ketan Marwadi is representing broker community to NSE as a member of NSE-Advisory Committee. The management team are responsible for day-to-day trading activities across various segments and other surveillance measures as a part of risk management practices and networking and communications aspects.

Acuite believes that group will continue to benefit from experienced management and established track record of operations.

Adequate Risk Management Systems

MSFL has adequate risk management system. It manages risk by monitoring Value-at-Risk (VaR), time based squaring off, value based squaring off etc. The backend operations team also manages risk through monitoring each and every transaction that takes place. This is particularly relevant for its proprietary trading positions.

Acuite believes the group's risk management practices will remain adequate and support the continuity of its broking and trading operations.

Healthy profitability metrics

MSFL's profitability metrics were healthy on account of increase in traded volumes. MSFL has been able to onboard higher ticket size retail clients over the past years which has enabled it to register steady growth in its brokerage income. MSFL's PAT margins have improved to 19.85 percent for FY2021 from 14.87 percent for FY2020. The improvement in earning profile of the company was driven by increase in brokerage income & trading income. MSFL reported PAT of Rs. 48.06 Cr. for FY2021 as compared to Rs. 27.47 Cr. for FY2020. PAT levels for H1 FY2022 stood at Rs. 45.45 Cr. (provisional).

Acuite takes cognizance of the improvement in MSFL's profitability metrics however, the same is volatile subject to capital market conditions.

Weakness

Susceptibility to uncertainties inherent in the capital markets business; low proportion of brokerage income

Broking is a highly volatile and cyclical business with the presence of a large number of established players who provide significant competition to the other fragmented and small players. The company's operating performance is linked to the capital markets, which are

inherently volatile as they are driven by economic and political factors as well as investor sentiments. Trading volume and earnings depend heavily on the level of trading activity in capital market. The company's revenue has been significantly dependent on gain on sale of investments which is inherently volatile. The unaudited financial results for the 9 months of the FY2022 indicate a sustained uptick in investment income which will ensure a healthy level of earnings in FY2022. Given the competition from larger brokerages and technology-focused new entrants, the ability of the group to grow its brokerage revenues on a sustainable basis will be a key monitorable.

Acuité believes that the level of activity in the capital markets will continue to be a key determinant of its revenue profile and future growth trajectory.

Rating Sensitivity

- Business volumes & operating performance
- Any changes in management and ownership pattern
- Changes in regulatory environment

Material Covenants

MSFL is subject to covenants stipulated by its lenders/investors in respect of minimum networth stipulation.

Liquidity: Adequate

MSFL has bank facilities comprising of bank guarantee and overdraft facilities, which are used for margin requirements. The bank guarantee has 100 percent utilization levels, while overdraft facilities have low utilization level. The company had a cash and bank balance of Rs 596.07 Cr. as on December 31, 2021. As on December 31, 2021 the company had BG limits of Rs. 1990 Cr. and OD facilities of Rs. 180 Cr. Acuité believes the liquidity position will remain adequate in the near to medium term.

Outlook: Stable

Acuité believes MSFL will maintain a 'Stable' business risk profile over the medium term. The company will continue to benefit from its experienced management. The outlook may be revised to 'Positive' in case the company registers healthy growth in revenues, while achieving sustained improvement in operating margins and certain growth prospects in the brokerage business. Conversely, the outlook may be revised to 'Negative' in case of decline in the company's revenues or profit margins, or in case of deterioration in the company's financial risk profile and liquidity position.

Key Financials - Standalone / Originator

	Unit	FY21 (Actual)	FY20 (Actual)
Operating Income	Rs. Cr.	242.13	184.67
PAT	Rs. Cr.	48.06	27.47
PAT Margin	(%)	19.85	14.87
Total Debt/Tangible Net Worth	Times	0.43	0.85
PBDIT/Interest	Times	2.91	2.01

Status of non-cooperation with previous CRA (if applicable):

Not Applicable

Any other information

Not Applicable

Applicable Criteria

- Application Of Financial Ratios And Adjustments: <https://www.acuite.in/view-rating-criteria-53.htm>
- Default Recognition: <https://www.acuite.in/view-rating-criteria-52.htm>
- Service Sector: <https://www.acuite.in/view-rating-criteria-50.htm>

Note on complexity levels of the rated instrument

<https://www.acuite.in/view-rating-criteria-55.htm>

Annexure - Details of instruments rated

Lender's Name	ISIN	Facilities	Date Of Issuance	Coupon Rate	Maturity Date	Quantum (Rs. Cr.)	Rating
Not Applicable	Not Applicable	Proposed principal protected market linked debentures	Not Applicable	Not Applicable	Not Applicable	100.00	PP-MLD ACUITE A- Stable Assigned

Contacts

Analytical	Rating Desk
Mohit Jain Senior Vice President-Rating Operations Tel: 022-49294041 mohit.jain@acuite.in	Varsha Bist Senior Manager-Rating Operations Tel: 022-49294011 rating.desk@acuite.in
Shreyans Mehta Senior Analyst-Rating Operations Tel: 022-49294065 shreyans.mehta@acuite.in	

About Acuité Ratings & Research

Acuité Ratings & Research Limited is a full-service Credit Rating Agency registered with the Securities and Exchange Board of India (SEBI). The company received RBI Accreditation as an External Credit Assessment Institution (ECAI), for Bank Loan Ratings under BASEL-II norms in the year 2012. Since then, it has assigned more than 8,850 credit ratings to various securities, debt instruments and bank facilities of entities spread across the country and across a wide cross section of industries. It has its Registered and Head Office in Kanjurmarg, Mumbai.

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