Chapter 4

A PANORAMIC VIEW OF SAMPLE PROFILE AND BASES OF ANALYSIS

This chapter contains brief information of sample profile and theory of financial analysis tool namely Ratio along with statistical tool and trend analysis. i.e. An introduction of sample profile along with information of selected merger and acquisition deal and theoretical background of financial ratios.

4.1 – Introduction of Sample Profile

For the purpose of the study, 10 deals of merger and acquisition have been selected. The historical background of the companies is as follows.

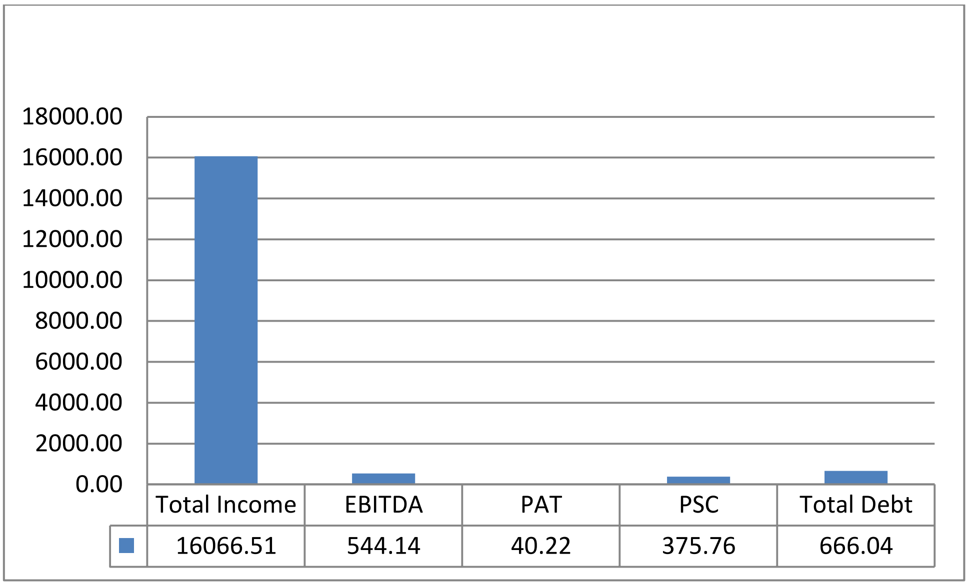
4.1.1 - Thomas Cook India Limited – Sterling Holidays Resort India Limited

Thomas Cook India Limited Formerly known as Thomas Cook India Private Limited is providing travel and finance related Services. The company incorporated in 1978. Company registered under Bombay Stock Exchange having trade name TCIL. Its services are holidays in India, international holidays, cruise holidays, foreign exchange, domestic hotels, and international hotels, domestic flights, international flights, travel insurance, visa and passport facilities. It also offers services like foreign exchange (Currency exchange facility for tourist), online travel insurance, student insurance, family insurance, corporate insurance, visa and passport, travel guide, travel information. The firm also provides holiday packages, tour operations, hotel reservations, air tickets, rail tickets, meetings, incentives, exhibitions, and conference services. It was established in 1841 in Mumbai, Maharashtra. Thomas Cook India Limited is in operation as a subsidiary of Fairfax Financial Holdings Limited It is widely accepted and renowned company globally for the travelling industry. Fairbridge Capital Private Limited and Fairfax Financial Holdings Limited are key investors of the company. The Key financials of the company for recent years:

(INR In Million)

Year	**Total Income**	**EBITDA**	**PAT**	**PSC**	**Total Debt**
2021	3186.18	-63.07	-144.96	378.28	1114.41
2020	21905.39	749.95	0.93	378.28	799.98
2019	23107.95	945.55	264.69	370.73	83.73

(Table 4.1 – Key Financials of the company – Source VCCEDGE)



(Figure 4.1 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 16066.51, Earnings before Interest, Tax, Depreciation and Amortization of 544.14, Profit after Tax of 40.22, Paid up Share Capital of 375.76 and Total Debt of 666.04. The effect of COVID-19 Pandemic hit badly to the company due to worldwide lockdown.

Sterling Holiday Resorts Limited (formerly known as Thomas Cook Insurance Services India Limited) is engaged in providing hotels and resort services under the brand name Sterling Holidays. It offers facilitating experiences both within and outside the resort, adventures, local cuisine, people, art, culture, destination, history, nature, etc. The company was established in 1986 in Chennai, Tamil Nadu. Sterling Holiday Resorts Limited incorporated in the year of 1989 and operates as a subsidiary of Thomas Cook India Limited. The key investor of company is Thomas cook India Limited. The company having subsidiary named Nature Trails Resort Private Limited.

- **Deal Information;**

Thomas Cook India Limited is an acquirer company and Sterling Holidays Resort India Limited is an acquiree company in this deal. This acquisition has been done through a wholly owned subsidiary of Thomas Cook India Limited named Thomas Cook Insurance Services India Limited. In 2014, the deal is announced with the valuation of INR870 crore. The acquisition involved a five stage process covering a share subscription, share purchase, open market purchase, open offer, and merger and demerger, having the effect of merging Sterling into the Thomas Cook group. First, Thomas Cook Insurance Services India Limited subscribed 20,650,000 Equity Shares representing 22.86% for a total consideration of INR 1.86 billion through preferential allotment. Then, the fund sold 2,363,843 Equity Shares at a price of INR 98 each in the transaction. Further, Thomas Cook India Limited and Thomas Cook Insurance Services India Limited purchased a total of 18,007,677 Equity Shares, representing 19.94% in two tranches (i.e. 6,144,343 Equity Shares and 11,863,334 Equity Shares) for a total consideration of INR 1.76 billion from Sidharth Shankar, Dhanlakshmi S., Rakesh Jhunjhunwala, Bay Capital Investments Limited, Bay Capital Investment Managers Private Limited and India Discovery Fund. Further Pursuant to acquisition, Thomas Cook Insurance Services India Limited made an open offer to acquire 26,543,400 Equity Shares representing 26% at a price of INR 98 per share, while on June 12, 2014, it acquired 10,209 Equity Shares representing 0.01% at a price INR 98 per share for a total consideration of $16,050 (INR 1 million). Further, through open market purchase Thomas Cook Insurance Services India Limited acquired 9,401,191 Equity Shares representing 10.41% for a total consideration of INR 915.8 million And Travel Corporation (India) Limited, a wholly owned subsidiary of Thomas Cook India Limited acquired 1,500,000 Equity Shares, representing 1.66% for a total consideration of INR 147 million. Then, Thomas Cook India Limited, Sterling and Thomas Cook Insurance Services India Limited agreed that the entire business division and undertaking of Sterling engaged in time share and resort business shall be transferred, by way of a demerger, from Sterling to Thomas Cook Insurance Services India Limited and Sterling with its residual business shall be merged into Thomas Cook India Limited. The purchase consideration has been paid partly in cash and stock. The approval of the shareholders and high court has been taken for the passing and settlement of the merger scheme. The Hon'ble High Court of Madras has sanctioned the Composite Scheme of Arrangement and Amalgamation between Sterling Holiday Resorts (India) Limited and Thomas Cook Insurance Services (India) Limited and Thomas Cook (India) Limited A swap ratio 120:100 has been decided for the stock settlement. The shareholders of Sterling would be issued 116 equity shares of Thomas Cook India Limited for every 100 shares of Sterling as consideration for the demerger; and 4 equity shares of Thomas Cook India Limited for every 100 equity shares of Sterling held by them as consideration for the merger at an aggregate consideration of INR 4 billion. So, that is shareholders of Sterling Holidays Resort India Limited will get 120 shares of Thomas Cook India Limited for every 100 shares in Sterling Holidays Resort India Limited. Partner Ashwin Ramanathan and Associates Bhavi Sanghvi and Rinki Ganguli from AZB & Partners, and Gagrats and Co. acted as legal advisor to Thomas Cook Insurance Services (India) Limited Partners SandeepMehta and Rajesh Pal along with Associate Malav Shah from J. Sagar Associates acted as legal adviser to Sterling Holiday Resorts India Limited, while it received financial advice from ICICI Securities Ltd, Nishith DesaiAssociates LLP acted as legal advisor to the target company on the transaction.

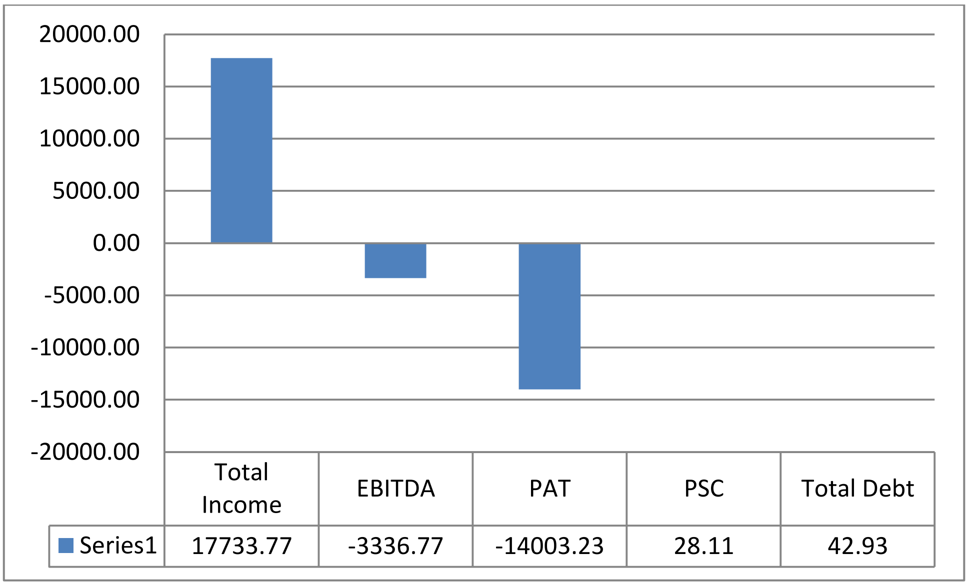
4.1.2 - ANI Technologies Private Limited (Ola Cabs) – Serendipity Infolabs Private Limited (Taxi for Sure)

ANI Technologies Private Limited owns and operates an online marketplace for cabs and car rental services under the brand Ola cabs. It allows users to book cabs through its mobile application and also provides users to book auto, bikes, share cabs etc. It also offers rental and cab for outstation service and offers partnership with drivers for money. The firm also provides wallet service under the name of Ola Money and corporate travel service under the name of Ola Corporate. The company was founded and incorporated in 2010 and is based in Bengaluru, Karnataka. The company is currently having nearly 50 investors in personal as well as company capacity. Kia Motors Corporation and Eternal Yield International Limited are soon to be investors in this company. The company is rapidly growing and having 8 subsidiary companies, 4 Investment Companies and one merged company. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	9056.30	2227.70	-13260.80	30.16	128.80
2020	22592.90	-4239.10	-17146.20	30.16	NA
2019	21552.10	-7998.90	-11602.70	24.01	NA

(Table 4.2 – Key Financials of the company – Source VCCEDGE)



(Figure 4.2 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 17733.77, Earnings before Interest, Tax, Depreciation and Amortization of -3336.77, Profit after Tax of -14003.23, Paid up Share Capital of 28.11 and Total Debt of 42.93. The effect of COVID-19 Pandemic hit badly to the company due to worldwide lockdown.

Serendipity Infolabs Private Limited owns and operates online taxi booking portal Taxiforsure.com which acts as an aggregator of car rentals and taxis in India. It offers local point to point taxis, airport transfer taxis, local packages and outstation packages. The firm also offers booking for luxury caINR The company was founded in 2010 and incorporated in the year 2011 and is based in Agra, Uttar Pradesh with additional offices in Chennai, Ahmedabad, Rajkot, Hyderabad, Surat, Baroda, Mysore, Pune and Delhi. Serendipity Infolabs Private Limited operates as a subsidiary of ANI Technologies Private Limited Serendipity Infolabs Private Limited ceased its operations with effect August 2016

- ✓ **Deal Information:**

ANI Technologies Private Ltd is an acquirer company and Serendipity Infolabs Private Ltd is an acquiree company in this deal. In 2015, ANI Technologies Private Limited acquired Serendipity Infolabs Private Limited for a total consideration of INR 12.31 billion in a cash and stock deal. As a part of the transaction, the existing investors including Bessemer Venture Partners, Accel India Venture Fund III, a fund managed by Accel India Management Co. Private Limited, Helion Venture Fund II, a fund managed by Helion Advisors Private Limited, Blume Ventures Fund I, a fund managed by Blume Venture Advisors Private Limited, will roll over their stake in ANI Technologies Private Limited Post transaction, Serendipity Infolabs Private Limited continues as an independent entity and all the employees has been retained, while the current Chief Operating Officer, Arvind Singhal, has been appointed as Chief Executive Officer of Serendipity Infolabs Private Limited Aprameya Radhakrishna and Raghunandan G., the founders of the target company, will contribute in an advisory role for a certain period. Avendus Capital Private Limited acted as financial advisor to Serendipity Infolabs Private Limited and KPMG India Private Limited acted as financial advisor to ANI Technologies in the transaction. Managing Partner Gaurav Dani and Senior Associate Divya Varghese from Induslaw acted as legal advisors to ANI Technologies Private Limited, Partner Amit Khansaheb from BMR Legal acted as legal advisor to Serendipity Infolabs Private Limited, while Accel India III LP, Blume Ventures Fund I, Helion Venture Partners II LLC and Bessemer Venture Partners received legal advice from Partner Reeba Chacko of Amarchand & Mangaldas & Suresh A Shroff & Company Limited on the transaction.

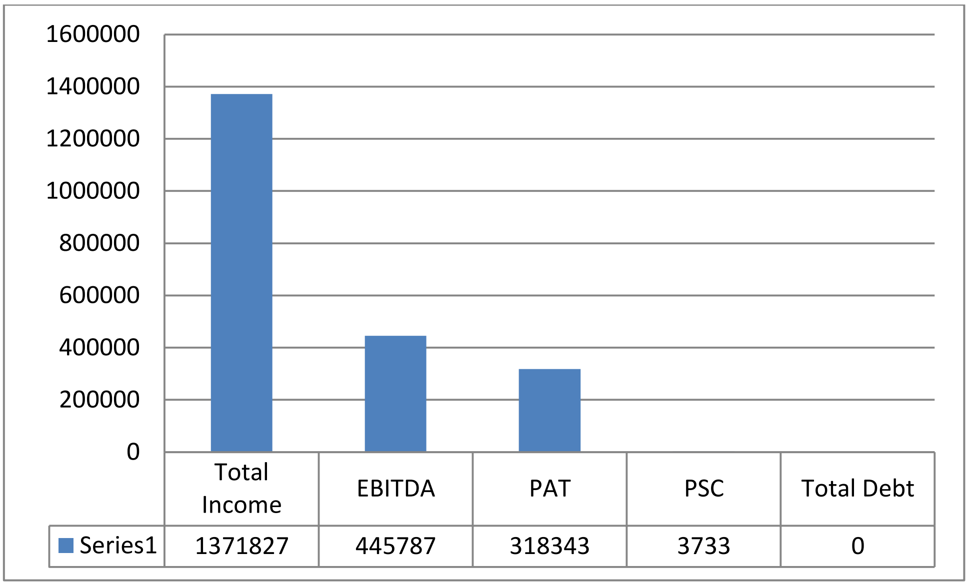
4.1.3 - Tata Consultancy Services Limited – Computer Management Corporation Limited

Tata Consultancy Services Limited is engaged in providing information technology and infrastructure services. It offers services like quality engineering, business operations, consulting and systems integration, engineering, technology operations, TCS interactive; technologies like artificial intelligence, big data, cloud, cyber security, internet of things. its products are CHROMA a cloud-based talent management solution that offers multi-channel sourcing, seamless onboarding, hire-to-retire lifecycle events, transparent performance appraisals, collaborative learning, competency based assessments, insight based succession planning and continuous feedback; customer intelligence and insights to deliver personalized retail, banking, and communications experiences; ignio, a cognitive automation solution for enterprise; intelligent urban exchange, to accelerate smart city transportation, water, and energy programs for more vibrant, livable cities; iON, to cater the needs of multiple industry segments, through innovative, easy-to-use, secured, integrated, hosted solutions in a build-as-you-grow, pay-as-you-use business model; Optumera, a digital merchandising suite that harnesses the power of big data analytics, and prescriptive algorithms to respond to evolving consumer and market trends; TAP, to help enterprises manage suppliers, contracts, catalogs, requisitions, purchase orders, invoices, and payments; TCS BaNCS, which enables transformation in nancial services through its holistic suite of solutions; TCS MasterCraft, a digital platform to automate, and manage information technology (IT) processes; Jile, to help enterprises in continuously building and shipping reliable software faster to the market. it offers platforms like advanced drug development, a platforms which creates a comprehensive, readily accessible data source that fosters accelerated study setup and execution, integrating key features of the intellectual property assets with commercial-off-the-shelf offerings; enterprise resource planning (ERP) on cloud, a platform to provide a reliable, scalable, and secure cloud-based solution for enterprise operations; HOBS, platform for subscription-based digital businesses; TCS cloud plus a cost-effective, end-to-end solution to incorporate information technology infrastructure library (ITIL). It caters to banking and financial services, communications, media and technology, insurance, manufacturing, retail, hi-tech, consumer goods and distribution, energy, resources and utilities, life sciences and healthcare, public services, travel, transportation, and hospitality. The company was established in 1968 in Mumbai, Maharashtra. Tata Consultancy Services Limited is in operation as a subsidiary of Tata Sons Limited. The company is listed on Bombay Stock Exchange. Kerela Startup Mission is current Incubatee of the company. TCS is having 16 subsidiary companies, 2 Investment Companies and 3 merged companies in operations. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	1413630	457100	321780	3700	0
2020	1393880	454350	332600	3750	0
2019	1307970	425910	300650	3750	0

(Table 4.3 – Key Financials of the company – Source VCCEDGE)



(Figure 4.3 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these four years of the company that, company is having Total average income of 1371827, Earnings before Interest, Tax, Depreciation and Amortization of 445787, Profit after Tax of 318343, Paid up Share Capital of 3733 and Total Debt of company is very less in amount.

CMC Limited (formerly Computer Maintenance Corporation Private Limited) is engaged in providing information technology services. It offers designing and development of software technologies and applications. It also offers testing services and asset based solutions through turnkey projects. Its services include big data, cloud, mobility, systems integration, product engineering, business process services and infrastructure services. It caters to banking and finance, insurance, shipping and transportation, e- governance, defense and space, mining and retail industry. The company was established in 1975, in New Delhi, India. On 1st October, 2015, CMC Limited was amalgamated into Tata Consultancy Services Limited

- ✓ **Deal Information:**

TCS is an acquirer company and CMC Limited is an acquiree company in this deal. In 2014, Tata Consultancy Services Limited is merged with CMC Limited by acquiring remaining 48.88% stake for a total consideration of approximately INR 31.34 billion. The swap ratio was 79:100 means; shareholders of CMC received 79 Equity Shares of INR 1 each of Tata Consultancy Services Limited for every 100 Equity Shares of INR 10 each of CMC Limited The buyer issued approximately 11,699,962 Equity Shares at an average price of INR 2,678.85 each to the target company. The company got approval from the stock exchanges that would allow the two companies to file their scheme of amalgamation with the Bombay high court for further clearance of the deal. Partners Bahram N. Vakil, Abhijit Joshi and Nandish Vyas of AZB and Partners acted as legal advsior to Tata Consultancy Services Limited

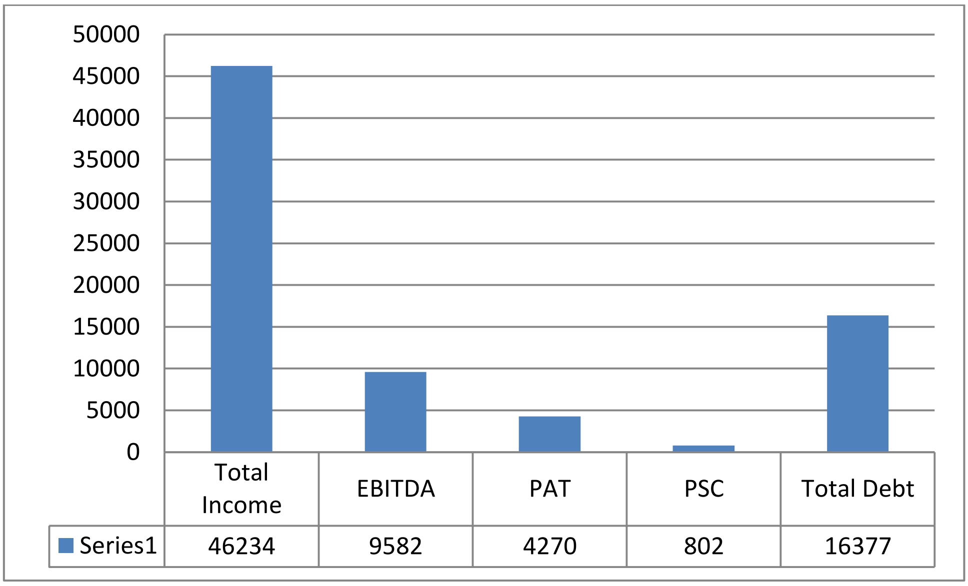
4.1.4 - Sterlite Technologies Limited – Elitecore Technologies Private Limited

Sterlite Technologies Limited (formerly known as Sterlite Optical Technologies Limited) is a provider of transmission solutions for the telecom and power industries. It offers telecom products (including optical fibers, optical fibers cable and data cables), telecom solutions, telecom neutral network solutions, operating support system and business support system software solutions, power products (including power conductors, power cables, optical ground wire and rods and accessories) and interconnection and transmission solutions. It also provides telecom and power infrastructure (including infrastructure development, operation and maintenance). The company was incorporated in 1988, in Mumbai, Maharashtra with additional offices in Gurgaon and Aurangabad. Sterlite Technologies Limited is operation as a subsidiary of Vedanta Resources Plc. Software Startup Association is the current Incubatee of the company. STL is having 16 subsidiary companies, 2 Investment Companies and 1 sponsor company in operations. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	41996.80	7705	2614.10	793.30	19089.70
2020	47934.40	10298	4842.30	807.90	16250
2019	48769.50	10743.60	5352.30	805.10	13791.90

(Table 4.4 – Key Financials of the company – Source VCCEDGE)



(Figure 4.4 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 46234, Earnings before Interest, Tax, Depreciation and Amortization of 9582, Profit after Tax of 4270, Paid up Share Capital of 802 and Total Debt of 16377.

Elitecore Technologies Private Limited (formerly known as Elitecore Technologies Limited) a global telecom software product company is engaged in providing convergent billing, provisioning, customer acquisition solutions and internet management solutions. Elitecore is a leading Operations Support Services / Business Support Services provider of India having a global customer base and ranked amongst one of the leading product-centric IT companies of India. Elitecore Technologies Private Limited It also provides operations support systems and internet security solutions to configure, manage, monitor a network and subscribe activities. It offers crestel-convergent billing framework, cyberoam endpoint data protection, elite authentication, authorization and accounting, 24online-billing and bandwidth management solutions for corporate, government organizations and educational institutions. Elitecore Technologies Private Limited is a Private incorporated on 17 December 1999. It is classified as Non-government Company and is registered at Registrar of Companies, Ahmedabad. It is involved in other computer related activities, for example maintenance of websites of other firms/ creation of multimedia presentations for other firms etc. Elitecore Technologies Private Limited operates as a subsidiary of Sterlite Technologies Limited

- ✓ **Deal Information;**

Sterlite Technologies Ltd is an acquirer company and Elitecore Technologies Private Ltd is an acquiree company in this deal. In 2014, Sterlite Technologies Limited acquired Elitecore Technologies Private Limited for a total consideration of INR 1.8 billion from Carlyle Asia Growth Partners III LP and other shareholdeINR Systematix Capital Services Private Limited and NRS Advisors acted as a financial advisor to Carlyle Asia Growth Partners III LP and Elitecore Technologies Private Limited Partner, Santosh Janakiram and Himanshu Dodeja of Cyril Amarchand Mangaldas, Partner Vikram Raghani and Senior Associates Anand Lakra and Avinash Jethwani of J Sagar Associates and KPMG India Private Limitedacted as a legal advisor to Sterlite and PriceWaterhouseCoopers provided financial diligence and Ernst & Young Private Limited provided taxation diligence on the transaction.

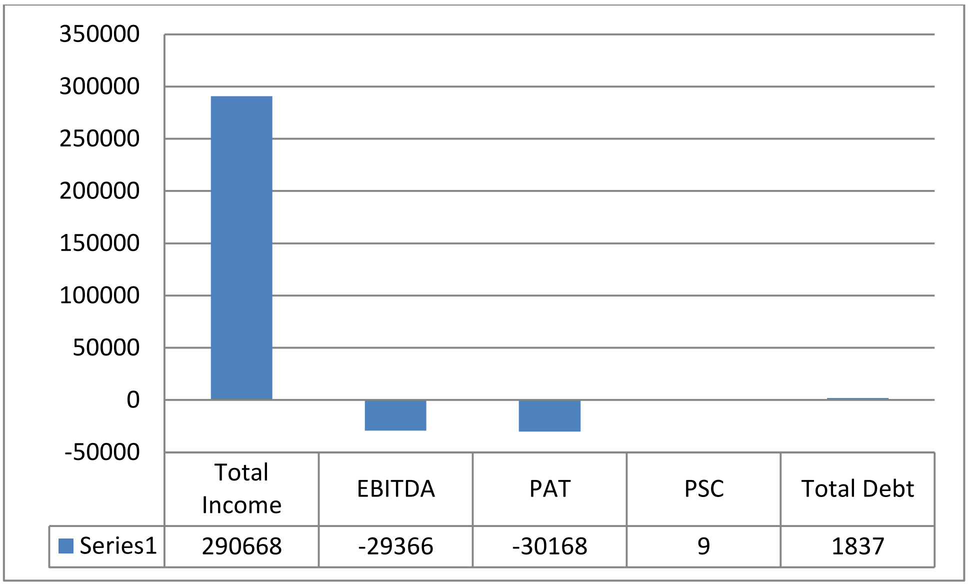
4.1.5 - Flipkart Private Limited – Myntra Design Private Limited

Flipkart Private Limited (formerly known as Flipkart Limited) owns and operates an e-commerce portal Flipkart.com. Its product includes electronics, household items, large and small appliances, apparels and accessories for men, women and babies, books, baby and kids products, furniture, mobile phones, accessories, perfumes, headphones, home decor products, etc. The company was established in 2011, in Singapore. The Key investors of the company are Microsoft, Walmart and Softbank. The company is having 12 subsidiary companies, 8 Investment Companies and 1 merged company in operations. The game changer of Indian retail business is flipkart. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2020	346101	-30834	-31503	9.79	1649
2019	309327	-37473	-38353	8.51	1578
2018	216577	-19792	-20648	7.28	2285

(Table 4.5 – Key Financials of the company – Source VCCEDGE)



(Figure 4.5 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 290668, Earnings before Interest, Tax, Depreciation and Amortization of -29366, Profit after Tax of -30168, Paid up Share Capital of 9 and Total Debt of 1837.

Myntra Designs Private Limited owns and operates an online e-commerce portal Myntra.com. It offers footwear, apparel, accessories, bags and backpacks, jewellery, watches, sportswear, western wear, personal care products, designer sarees, photo frames, wallets, etc for men, women and kids. The company was established in 2007, in Bengaluru, Karnataka. Myntra Designs Private Limited operates as a subsidiary of Flipkart Online Services Private Limited The good thing about this merger and acquisition is that Myntra still operates as like an independent company does. The company is having 9 subsidiary companies, 1 Investment Company and 2 merged companies in operations.

- ✓ **Deal Information;**

In 2014, Flipkart Private Limited acquired a majority stake in Myntra Designs Private Limited for a total consideration of INR 16.71 billion. As a part of the transaction, IndoUS Venture Partners I LLC, Accel IndiaVenture Fund II LP, Tiger Global Management LLC, IDG Ventures India Fund, Sofina Societe, and PI Opportunities Fund I, a private equity fund managed by Premji Invest also made a complete exit from the company. Flipkart acquired 10,851,905 Equity Shares, 6,704,133 Series A CCPS, 7,896,306 Series B CCPS, 5,596,310 Series C CCPS, 6,190,823 Series D CCPS, 1,424,339 Series E CCPS, 3,814,813Series F2 CCPS and 1,966,447 Series F3 CCPS from the existing shareholders at a weighted average price of INR 376.03 each of the company. However, considering the investments of INR 3.05 billion received during the year, the net current assets of INR 2.68 billion, the subsequent acquisition of majority shares of the Company by Flipkart Private Ltd, Singapore and funds amounting to INR 2.102 billion raised subsequently by way of rights issue, the management is of the opinion that the Company has a healthy cash balance and adequate liquidity position for the Company to continue operations in future and that there is no issue of going concern. Post transaction, both Myntra and Flipkart would operate as separate brands. Myntra Founder Mukesh Bansal joined the Flipkart's board and would also head the fashion business for Flipkart., Flipkart India transferred its entire holding to Flipkart Private Limited and later on Flipkart Private Limited transferred its entire holding to FK Myntra Holdings Private Limited FK Myntra holds 23,957,385 Equity Shares and 33,592,316 CCPS and Mukesh Bansal holds 254,281 Equity Shares and 375,000 CCPS in the company. Partner Vaibhav Parikh along with Arun Scaria and Sangeeta Rana of Nishith Desai Associates acted as legal adviser to Flipkart Private Limited, whereas, Partners Siddharth Raja and Nivedita Nivargi from Samvad Partnersacted as legal adviser for IDG Ventures India Fund and Induslaw acted as legal adviser to Myntra Designs Private Limited, Promoters, Accel India Venture Fund and IndoUS Venture Partners I LLC on the transaction.

4.1.6 - Snapdeal Private Limited – Unicommerce Esolution Private Limited

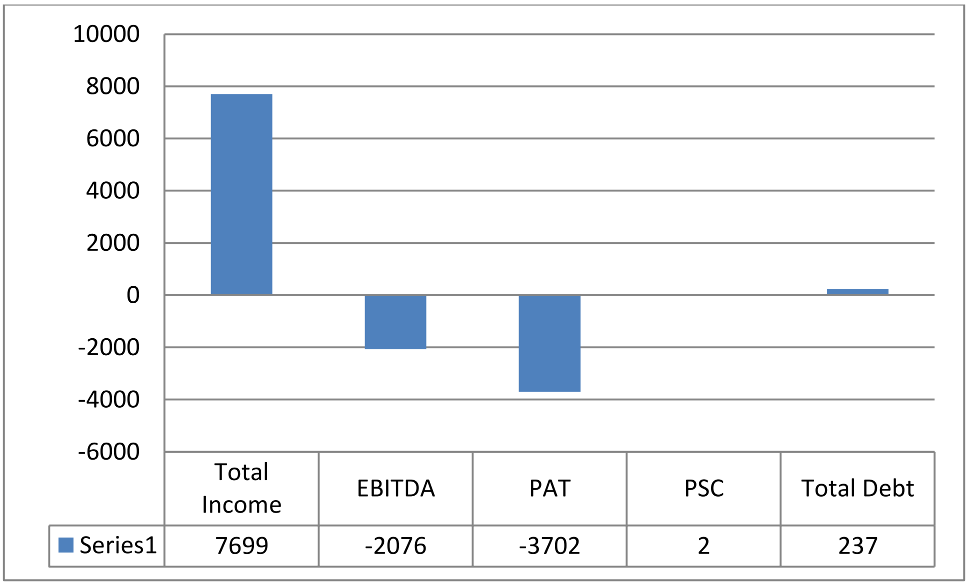
Snapdeal Private Limited (formerly known as Jasper InfoTech Private Limited) owns and operates an online portal Snapdeal.com. It offers product like mobiles and tablets like mobile phones, tablets, mobile cases, and covers, etc.; mobile accessories like screen guards, cables and chargers etc.; tablet accessories like cases and covers, keyboards etc.; Bluetooth devices like headsets, headphones etc.; computers, office and gaming like computers and accessories, gaming like gaming consoles, gaming accessories etc.; office equipment like office security, note counters and paper shredders etc.; stationery like pens and markers, calculators etc.; electronics like TVs, audio and video, appliances, cameras; home and living like kitchen appliances, kitchenware, home furnishing, etc.; women's fashion like ethnic wear, western wear, lingerie and sleepwear, etc.; men's fashion like clothing, shirts, t-shirts and polo’s, jeans, etc.; toys, kids and babies like baby clothing, boy's clothing, girl's clothing, etc.; daily needs like beauty and personal care, health and wellness, household essentials, food; sports, fitness and outdoor like badminton, bicycles, cricket, outdoor and adventure etc.; motors accessories like motors, bikes and scooters, yachts, etc.; books, music and gift cards like books, literature and action, children and young adults, competitive exams, reference etc.; real estate and financial services like financial services, credit cards etc. The company was established in 2010, in New Delhi, India.

The company is having 11 subsidiary companies, 3 Investment Companies and 1 merged company in operations. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2020	8829	-2536	-2702	2.40	0
2019	8992	-1642	-1884	2.40	136
2018	5275	-2051	-6520	0.20	574

(Table 4.6 – Key Financials of the company – Source VCCEDGE)



(Figure 4.6 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 7699, Earnings before Interest, Tax, Depreciation and Amortization of -2076, Profit after Tax of -3702, Paid up Share Capital of 2 and Total Debt of 237.

Unicommerce Esolutions Private Limited owns and operates an online e-commerce supply chain management portal under the brand name Uniware. It offers services like multichannel, warehouse, drop shipment, Omni channel. In multichannel, it offers orders, inventory, dashboard and reports, shipping; in warehouse, it offers warehouse management system solution for warehouse performance, inventory management, barcode scanner, receiving, work in progress, shipping; in drop shipment, it offers marketplace and vendor panel solution for order routing, order status sync, inventory management, logistics management, returns management as customer initiated returns and regional transport office return; in Omni channel, it offers to enable central management of orders and inventory of online and offline stores by dynamic order allocation, online and offline store integration, centralized order management, centralized inventory management, logistics integration, enterprise resource planning integration. It caters to manufacturers, wholesalers, distributors, retail chains, individual store owners and e-commerce selleINR The company was established in 2012, in Gurgaon, Haryana with additional offices in New Delhi, Singapore, U.A.E, Indonesia. Unicommerce Esolutions Private Limited operates as a subsidiary of Snapdeal Private Limited

- ✓ **Deal Information;**

Snapdeal Private Ltd is an acquirer company and Unicommerce Esolutions Private Ltd is an acquiree company in this deal. In 2014, Jasper Infotech Private Limited acquired Unicommerce eSolutions Private Limited in a mix of primary infusion and secondary sale of shares. The financial terms of the transaction were not disclosed. The company allotted 100 Equity Shares and 5,247 0.01% Series B Compulsory Convertible Cumulative Preference Shares (CCCPS) at a price of INR 67,282.50 each to the investor and the transaction also includes secondary transfer of 22,710 Equity Shares 11,350 CCCPS. As a part of the transaction, Nexus Ventures III, Limited, Kunal Bahl and Rohit Kumar Bansal sold their entire stake. Jasper infotech subscribed to 100 Equity Shares and 5,247 Series B CCCPS and on the same date, it acquired 8,160 Equity Shares from the promoters of the company. Jasper Infotech acquired 4,956 Equity Shares from promoters of the company. Jasper Infotech acquired 2,010 Equity Shares and 11,350 CCCPS, out of which Rohit Bansal and Kunal Bahl sold 1,000 Equity Shares each and Nexus III sold 10 Equity Shares and 11,350CCCPS. Jasper Infotech acquired 7,584 Equity Shares from individual promoters of the company. The acquisition would help acquirer to manage everything from vendors to inventory and from warehouse to shipment and returns. Post transaction, Jasper Infotech holds 22,810 Equity Shares and 16,597 CCCPS.

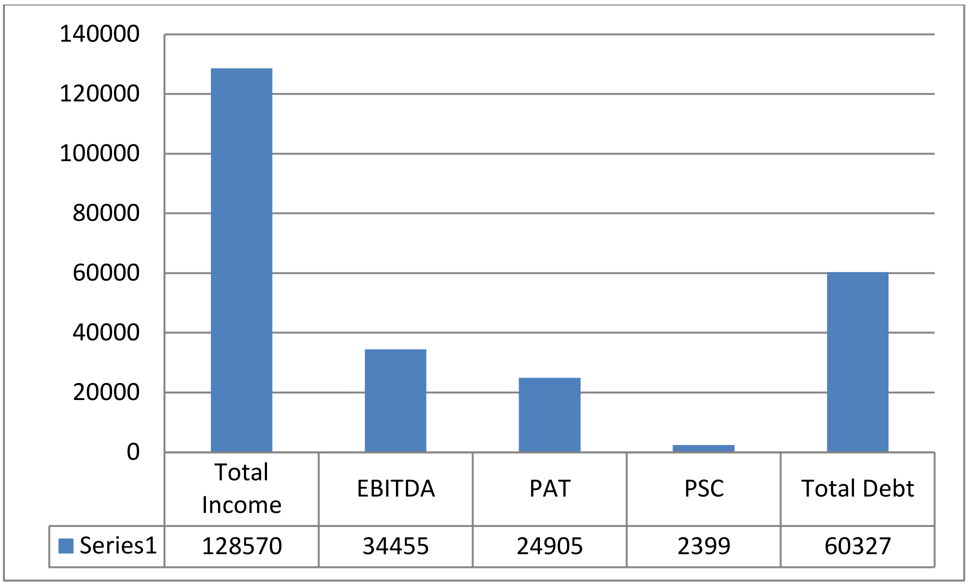
4.1.7 - Sun Pharmaceutical Industries Limited – Ranbaxy Laboratories Limited

Sun Pharmaceutical Industries Limited is manufacturer and supplier of pharmaceutical products. It products include generics, branded generics and active pharmaceutical ingredients including tablets, capsules, injectable, inhalers, ointments, creams and liquids. The firm also manufactures and supplies pharmaceutical formulations for psychiatry, anti-ineffective, neurology, cardiology, orthopedic, dialectology, gastroenterology, ophthalmology, nephrology, urology, dermatology, and gynecology, respiratory, oncology, dental and nutritional. The company was incorporated in 1983, in Mumbai, Maharashtra with an additional office in Gujarat. The key investors of the company are Tamasek Holdings Advisors India Private Limited and GIC Private Limited. The company is having 22 subsidiary companies, 5 Investment Companies and 5 merged companies in operations. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	129534.30	30862.20	22292.60	2399.30	64855.40
2020	140428.50	42225.70	32111.40	2399.30	57620.20
2019	115746.50	30277	20309.80	2399.30	58505.50

(Table 4.7 – Key Financials of the company – Source VCCEDGE)



(Figure 4.7 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 128570, Earnings before Interest, Tax, Depreciation and Amortization of 34455, Profit after Tax of 24905, Paid up Share Capital of 2399 and Total Debt of 60327.

Ranbaxy Laboratories Limited is a pharmaceutical company. It develops, manufactures and markets generic, branded generic, over- the-counter products, antiretroviral, active pharmaceutical ingredients, and intermediates. The firm's products include simvastatin, amoxiclav potassium, isotretinoin, ciprofloxacin, isotretinoin, cephalexin, ketorolac tromethamine, cefaclor, clarithromycin, and cefuroxime axetil. The company was incoporated in 1961, in Gurgaon, Haryana with an additional office in Punjab. The company is having 10 subsidiary companies, 4 Investment Companies and 2 merged companies in operations.

- ✓ **Deal Information;**

Sun Pharmaceutical Industries Ltd is an acquirer company and Ranbaxy Laboratories Ltd is an acquiree company in this deal. In 2014, Sun Pharmaceutical Industries Limited acquired Gurgaon based Ranbaxy Laboratories Limited for a total consideration of INR 239.99 million from Daiichi Sankyo Company Limited and other shareholders of the company in an all-stock transaction. Sun Pharma triggered a mandatory open offer to acquire additional 28.1% stake in Zenotech Laboratories Limited, as it will hold indirect 46.79% stake in the company through Ranbaxy Laboratories Limited The investment is a combination of INR 191.99 billion equity and approximately INR 47.99 billion through debt in the target company. As a part of transaction swap ratio was 0.8; 1 considered, shareholders of ranbaxy received 0.8 shares of Sun Pharma for each share of Ranbaxy. This exchange ratio represents an implied value with premium of INR 457 for each Ranbaxy share, a premium of 18%of Ranbaxy’s 30-day volume-weighted average share price and a premium of 24.3% of Ranbaxy’s 60-day volume-weighted average share price, in each case. Upon closing, Daiichi Sankyo holds 9% stake in Sun Pharma. Post transaction, Ranbaxy has merged with Sun Pharma. The combination of Sun Pharma and Ranbaxy will have operations in 65 countries, 47 manufacturing facilities across five continents. It will have a significant global market platform for specialty and generic products, having 629 new generic drug approvals in the United States. The transaction value implies a revenue multiple of 2.2 based on 12 months ended December 31,2013. Sun Pharmaceutical Industries Limited has got the approval from The Reserve Bank of India to issue its shares to non-resident holders of securities of Ranbaxy Laboratories Limited Sun Pharmaceutical allotted 334,956,764 Equity Shares and 5,000 9.20% Secured Rated Redeemable Non-Convertible Debentures at a ratio of 8:1 (i.e. 8 Equity Shares and NCD for 10 Equity Shares and NCD). Daiichi Sankyo sold its entire 8.9% stake for a total consideration of $3.2 billion through open market in Sun Pharmaceutical. Citigroup Inc., Investment Banking Arm and Evercore Partners Inc. acted as financial adviser to Sun Pharmaceutical Industries Limited, while Ranbaxy Laboratories Limited and Daiichi Sankyo Company Limited receivedfinancial advice from ICICI Securities Limited and Goldman Sachs Group Inc. respectively on the transaction. Partner Peter Lyons from Shearman & Sterling LLP, Partner Sanjay Asher from Crawford Bayley & Co.,Corporate Partner Bhavik Narsana from Khaitan & Co., Partner Pankaj Bathiya of P.H. Bathiya & Associates, and S. H. Bathiya & Associates acted as legal advisers to Sun Pharmaceutical Industries Limited, whileRanbaxy Laboratories Limited received legal advice from Managing Partner Rajiv Luthra and Partners Bobby Chandiok, Sameer Dudoria, Sandeep Dudeja, Damini Bhalla and Vaibhav Kakkar of Luthra & Luthra LawOffices. Managing

Partner Cyril Shroff, and Partners Nivedita Rao and Gurpreet Asher of Amarchand & Mangaldas & Suresh A Shroff & Company Limited acted as international legal advisers to Daiichi Sankyo CompanyLimited Partners Michael Davis and David L. Caplan and Associate Brian Friedman of Davis Polk & Wardwell LLP also acted as international legal adviser to Ranbaxy Laboratories Limited and Capital Global Advisory PrivateLimited acted as financial adviser to Ranbaxy Laboratories on the transaction. Further, the transaction got approval from United States of America Federal Trade Commission(US FTC).

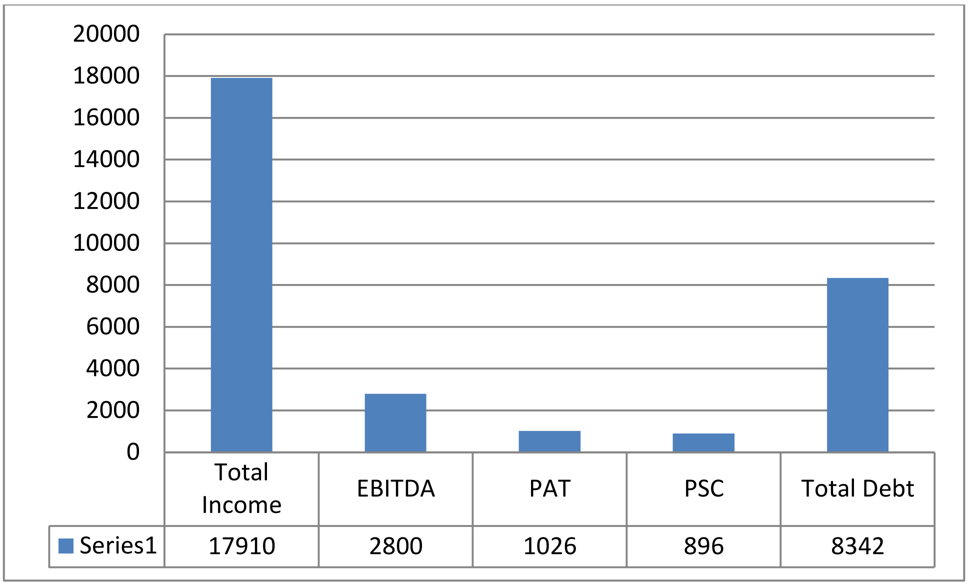
4.1.8 - Strides Pharma Science Limited – Bafna Pharmaceutical Limited

The core generic pharma business of Strides is led by IP-driven product licensing and marketing and distribution partnerships across the globe. We have leveraged our expertise in niche, difficult-to-develop and manufacture products to emerge as a preferred finished dosage player. Strides has created an exhaustive pipeline of generics across varied formats and domains including oral dosage forms and topical. We are one among the leading players worldwide in soft gel capsules. Strides Pharma Science Limited, incorporated in 1990, is a pharmaceutical company headquartered in Bangalore, India. The company is listed on both the stock exchanges Bombay (BSE) and National (NSE) of India. Strides is engaged in the development, manufacture, and marketing of pharmaceutical products for regulated and emerging markets. It has seven manufacturing facilities including four US Food and Drug Administration approved facilities. Strides also has in-house R&D infrastructure in Bengaluru, India. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	19465.62	2763.16	782.40	896.81	8410.40
2020	17743.10	3102	1116.99	895.65	8524.6
2019	16520.43	2536	1179.34	895.49	8089.5

(Table 4.8 – Key Financials of the company – Source VCCEDGE)



(Figure 4.8 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 17910, Earnings before Interest, Tax, Depreciation and Amortization of 2800, Profit after Tax of 1026, Paid up Share Capital of 896 and Total Debt of 8342.

Bafna Pharmaceuticals forayed into the pharmaceutical manufacturing industry, way back in 1981 and consistent drive and determination of Mr. Bafna Mahaveer Chand to expand horizons resulted in the metamorphosis of Bafna Pharmaceuticals into a Public Limited Company in 1995. Bafna Pharmaceuticals has expanded its operations and set up manufacturing facilities in Chennai, India, with UK-MHRA & TGA-Australia accreditations, with round the year exports to prestigious Regulated Markets and Emerging markets. More than three decades have passed since the company's inception, yet the drive to innovate and exceed expectations remains unsurpassed.

- ✓ **Deal Information;**

Strides pharmaceutical Limited is an acquirer company and Bafna Pharmaceuticals Ltd Limited is an acquiree company in this deal. In 2014, Strides Arcolab Limited entered into a definitive agreement to acquire 74% stake in India Branded Generics Business of Chennai based Bafna Pharmaceuticals Limited for a total consideration of

INR 481million from Bafna Pharmaceuticals Limited, as going concern on a slump sale basis. The India Branded Generics Business of Bafna is valued at INR 650 million. Under the proposed transaction, Bafna will continue to manufacture and supply the products from its existing manufacturing facilities for a period of five yeaINR Pursuant to the transaction, the business in its entirely will be transferred to an special purpose vehicle (SPV), in which Strides Acrolab will hold 74% stake and Bafna Pharmaceuticals will hold 26% stake in SPV. TheIPs and manpower will be transferred to the SPV as part of the business transfer. Bafna Pharmaceuticals will continue to manufacture these products for the SPV. The SPV will have global rights for Raricap brand. KPMG India Private Limited acted as financial advisor and Partner Aneesh Gupta from Desai & Diwanji acted as legal advisor to Bafna Pharmaceuticals Limited Partner Raksha Kothari along with Associates Vikrant Singh Negi,Shamayeeta Bhattacharya, Shruti Chopra and Prachi Garg of DSK legal acted as legal advisor to Strides Arcolab Limited on the transaction.

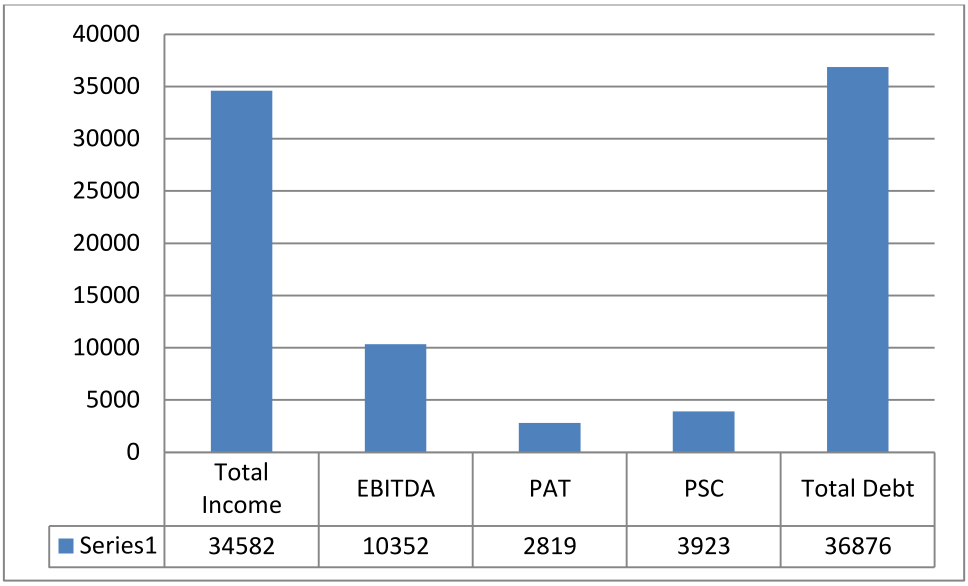
4.1.9 - Prestige Estate Projects Limited - Prestige Exora Business Parks Limited

Prestige Estates Projects Limited (formerly Prestige Estates and Properties) is a real estate developer. It develops residential, commercial, leisure and hospitality and retail projects in south India including Chennai, Hyderabad, Kochi, Mysore, Mangalore and Goa. It also offers property resale and rental services. The company was incorporated in 1986, in Bengaluru, Karnataka with additional offices in Chennai, Hyderabad and Goa. The company is having 12 subsidiary companies, 1 Investment Company and 1 merged company in operations. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	42286	11150	2941	4009	19703
2020	35667	12102	2624	4009	43434
2019	25793	7803	2892	3750	47490

(Table 4.9 – Key Financials of the company – Source VCCEDGE)



(Figure 4.9 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 34582, Earnings before Interest, Tax, Depreciation and Amortization of 10352, Profit after Tax of 2819, Paid up Share Capital of 3923 and Total Debt of 36876.

Prestige Exora Business Parks Limited (formerly known as Exora Business Parks Limited) is a real estate development company. It owns directly and indirectly multiple office properties, both operating and under construction. Its office properties include Prestige Tech Cloud, Prestige Zeenath, Prestige Tech Park III, Prestige Tech Park II, Prestige Tech Pacific Park, Prestige Tech Park IV etc. The company was established in 2003, in Bengaluru, Karnataka. Prestige Exora Business Parks Limited is in operation as a wholly-owned subsidiary of Prestige Estates Projects Limited

✓ **Deal Information;**

Prestige Estates Projects Ltd is an acquirer company and Prestige Exora Business Parks Private Ltd is an acquiree company in this deal. In 2014, Red Fort India Real Estate I LP, a fund managed by Red Fort Capital Management Company LLC, sold its entire 62.54% stake in Exora Business Parks Private Limited to Valdel Extent Outsourcing Solutions Private Ltd, a subsidiary of Prestige Estates Projects Limited for a total consideration of INR 6 billion. The company also its entire stake in Silver Oak Villas, the total consideration for both the transaction is $90.65 million. Post transaction, Prestige Estates Projects would operate as a subsidiary of Exora Business Parks. Partner Jatin Aneja, VR Neelakantan, Principal Associate Siddhartha Sen, Senior Associate Varun Nair from Shardul Amarchand Mangaldas acted as legal adviser to Red Fort India and Partners NagavalliGopalakrishna and Reeba Chacko from Cyril Amarchand Mangaldas acted as legal adviser to Exora Business Parks Private Limited and Prestige Estates Projects Limited on the transaction.

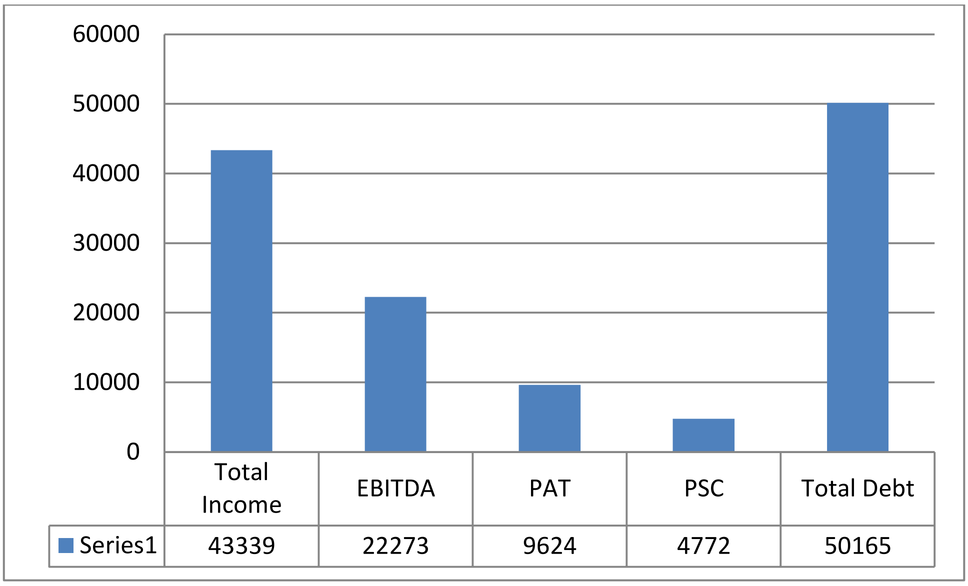
4.1.10 - Delhi Land & Finance Limited – Delhi Land & Finance Asset Limited

Delhi Land & Finance (DLF Limited) is a commercial real estate developer company. It was founded by Chaudhary Raghvendra Singh in 1946 and it is based in New Delhi, India. Renowned projects of DLF are residential colonies in Delhi such as Shivaji Park, Model Town, Rajouri Garden, Krishna Nagar, South Extension, Greater Kailash, Kailash Colony, and Hauz Khas. DLF builds residential, office, and retail properties. DLF adopted human approach by offering addition partnership in profit to farmers or land holders in the project so that they do not feel short-changed in land acquisition program. DLF acquired and created a land bank and then sold plots to buyers after demarcation. The profits from the sales were subsequently shared with farmers, which encouraged more farmers to come forward and partner with DLF. Founded in 1946 by Chaudhary Raghvendra Singh, DLF started with the creation of 22 urban colonies in Delhi. In 1985, the company expanded into the then-unknown region of Gurugram, creating exceptional living and working spaces for the new Indian global professionals. Today, DLF is the largest publicly listed real estate company in India, with residential, commercial, and retail properties in 15 states and 24 cities. The Key financials of the company for recent years:

(INR In Million)

Year	Total Income	EBITDA	PAT	PSC	Total Debt
2021	44294.70	20847.30	11213.24	4950.62	43132.30
2020	48635.7	29666.34	10781.54	4950.62	45332.30
2019	37087.67	16304.44	6875.82	4414.44	62031.10

(Table 4.10 – Key Financials of the company – Source VCCEDGE)



(Figure 4.10 – Prepared by Researcher)

From the above table and graph, it has been observed by the researcher by taking financial performance's average of these three years of the company that, company is having Total average income of 43339, Earnings before Interest, Tax, Depreciation and Amortization of 22273, Profit after Tax of 9624, Paid up Share Capital of 4772 and Total Debt of 50165.

DLF Assets Limited is a Public incorporated on 10 March 2006. It is classified as Non-government Company and is registered at Registrar of Companies, Delhi. It is involved in Building of complete constructions or parts thereof; civil engineering.

- ✓ **Deal Information;**

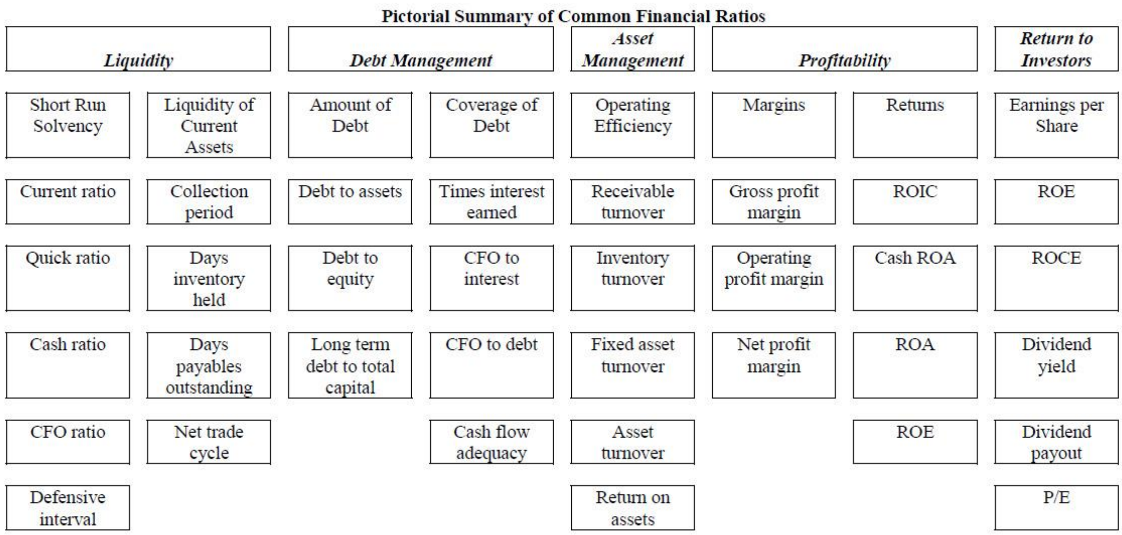
DLF Ltd is an acquirer company and DLF Asset Ltd is an acquiree company in this deal. In 2014, DLF Limited acquired 4% stake in DLF Assets Limited from DE Shaw Composite Investments (Mauritius) Limited for a total consideration of INR 1.85 billion in a buyback transaction. As a part of the transaction, DE Shaw Composite Investments sold its entire stake in the company. Ernst & Young Private Limited acted as financial adviser to DLF, whereas Trilegal acted as legal adviser to DE Shaw Composite Investments (Mauritius) Limited on the transaction.

4.2 – Ratio Analysis and Statistical Tool

Financial ratios are quantitative measures that are used to assess businesses. These ratios are used by financial analysts, equity research analysts, investors, and asset managers to evaluate the overall financial health of businesses, with the end goal of making better investment decisions. Corporate finance ratios are also heavily used by financial managers and C-suite officers to get a better understanding of how their businesses are performing.

Ratio analysis is a great way to compare two companies that are different in size operations and management style. It also is a great way to quantify how efficient a company's operations are and how profitable the business is set up to be. Solvency ratios, for example, can be used to analyze how well a company will be able to meet their financial obligations.

Corporate finance ratios can be broken down into four categories that measure different types of financial metrics for a business: liquidity ratios, operational risk ratios, profitability ratios, and efficiency ratios:



(Figure 4.11 – Types of Financial Ratios – Source FSA Notes)

From the above chart, it has been clear that there is various ratios are available for measuring company's performance. Here, in this study couples of ratios are taken into consideration for the measurement along with statistical tool. The theoretical background of those ratios and statistical test is as follows;

4.2.1 - To Measure Profitability: Profitability ratios measure a company's ability to generate income relative to revenue, balance sheet assets, operating costs, and equity.

- Gross Profit Ratio: The gross profit ratio compares the gross profit of a company to its net sales to show how much profit a company made after paying its cost of goods sold. It measures the percentage of each sale in rupees remaining after payment for the goods sold. Gross profit margin depends on the relationship between sales price, volume and costs. A high Gross Profit Margin is a favorable sign of good management.

Gross Profit ratio = Gross profit / Net sales * 100

- Net Profit Ratio: The net profit ratio compares the net profit of a company to its net sales to show how much profit a company made after paying its all the expenses and taxes. It measures the relationship between net profit and sales of the business. Net Profit ratio finds the proportion of revenue that finds its way into profits after meeting all expenses. A high net profit ratio indicates positive returns from the business.

Net Profit ratio = Net profit / Net sales * 100

4.2.2 - To Measure Turnover / Operations:

- Sales: It is absolute term. Also known as Turnover or Revenue from Operations.

4.2.3 - To Measure Asset Utilization: Efficiency ratios, also known as activity financial ratios, are used to measure how well a company is utilizing its assets and resources. Common efficiency ratios include

- Return on Total Asset: The return on assets ratio measures how efficiently a company is using its assets to generate profit. It is measured in terms of relationship between net profits and assets employed to earn that profit. This ratio measures the profitability of the firm in terms of assets employed in the firm. Based on various concepts of net profit (return) and assets the ROA may be measured as follows:

Return on assets ratio = EBIT (1-T) / Average Total assets

- Total Asset Turnover Ratio: The asset turnover ratio measures a company's ability to generate sales from assets:

Asset turnover ratio = Net sales / Average total assets

4.2.4 - To Measure Debt Utilization: Leverage ratios measure the amount of capital that comes from debt. In other words, leverage financial ratios are used to evaluate a company's debt levels. Common leverage ratios include the following:

- Debt Asset Ratio: The debt ratio measures the relative amount of a company's assets that are provided from debt:

Debt ratio = Total liabilities / Total assets

- Return on Net worth: It also known as Return on Equity. Return on Equity measures the profitability of equity funds invested in the firm. This ratio reveals how profitably of the owners' funds have been utilized by the firm. It also measures the percentage return generated to equity shareholder's Return on equity is one of the most important indicators of a firm's profitability and potential growth. Companies that boast a high return on equity with little or no debt are able to grow without large capital expenditures, allowing the owners of the business to withdraw cash and reinvest it elsewhere. Many investors fail to realize, however, that two companies can have the same return on equity, yet one can be a much better business. If return on total shareholders is calculated then Net Profit after taxes (before preference dividend) shall be divided by total shareholders' fund includes preference share capital. This ratio is computed as:

Return on Net worth = PAT – Preference Dividend / Net worth * 100

4.2.5 - To Measure Capital Structure:

- Debt Equity Ratio: This ratio is a leverage ratio that calculates the proportion of total debt and liabilities against total shareholders' equity. The ratio states that, whether a company's capital structure utilizes more debt or equity financing. Debt means total debt which consists of short-term debt, long-term debt, and other fixed payment obligations (such as capital leases). The debt to equity ratio calculates the weight of total debt and financial liabilities against shareholders' equity. A ratio greater than 1 would mean greater portion of company assets are funded by debt and could be a risky scenario.

  Debt to equity ratio = Total liabilities / Shareholder's equity

- Return on Capital Employed: ROCE is a profitability ratio that measures how efficiently a company is using its capital to generate profits. The return on capital employed is considered one of the best profitability ratios and is commonly used by investors to determine whether a company is suitable to invest in. It is another version of Return on Investment. ROCE should always be higher than the rate at which the company borrows.

  Return on Capital Employed = PAT + Interest / Capital Employed * 100

4.2.6 - To Measure Shareholders Earning:

- Earnings Per Share: The earnings per share ratio measures the amount of net income earned for each share outstanding:

Earnings per share ratio = Net earnings / Total no. of shares outstanding

4.2.7 - Appropriate Statistical Tool:

- Paired T Test: A paired t-test is used when we are interested in the difference between two variables for the same subject. Often the two variables are separated by time. Since we are ultimately concerned with the difference between two measures in one sample, the paired t-test reduces to the one sample t-test.