



SEDEMAC

SEDEMAC Mechatronics Limited

| | | | | | |
|----------------------------|---|--|---------------------------------------|--|--------------------------------------|
| Rating Not Rated | Issue Opens On March 04, 2026 | Issue Closes On March 06, 2026 | Listing Date March 11, 2026 | Price Band (INR) 1287 - 1352 | Issue Size (INR Mn) 10,874 |
|----------------------------|---|--|---------------------------------------|--|--------------------------------------|

About Company

- SEDEMAC Mechatronics Limited, incorporated in 2007 and headquartered in Pune, is an automotive and industrial electronic control systems company focused on embedded control units (ECUs) and powertrain electronics. The company designs and supplies Integrated Starter Generator (ISG) ECUs, Electronic Fuel Injection (EFI) ECUs, integrated ISG + EFI units, EV Motor Control Units (MCUs), and genset controllers to automotive OEMs and engine manufacturers.
- Its core strength lies in in-house development of both hardware architecture and embedded software, enabling customized, application-specific control solutions. A key technological differentiator is its proprietary sensorless motor control algorithms, including zero-speed sensorless commutation used in ISG systems, which enhances system reliability and optimizes cost. The company operates as a technology-driven platform with strong engineering and calibration capabilities.

Outlook - The Indian automotive electronics landscape is upgrading with increasing integration of embedded control systems across internal combustion, hybrid and electric platforms. SEDEMAC Ltd represents a differentiated play within this niche, offering investors exposure to a domestic independent in-built tech-play on control systems company over the conventional auto ancillary setups.

With its expansion through Manufacturing Facility 3 (MF3) facility and strategic land acquisition in Hosur to support future capex Sedemac positions itself well for a strong growth over next 3-5 years. MF3 which will be 2.5x current capacity is expected to ramp-up (management expects to reach optimal capacity utilization in 6-12 months) as increasing adoption from other brands as well entering other adjacencies such as power tools which is 10x auto market volumes.

Valuation: The company has delivered 25% revenue CAGR and 50%+ EBITDA CAGR over FY23–FY25, with RoCE at 30%+, reflecting strong operating leverage and capital efficiency. The addressable market across ISG, EFI and EV MCUs is projected to grow at mid- to high-teens CAGR, with the EV MCU segment expanding at 40%+, providing structural growth visibility for SEDEMAC with strong competitive moats.

While customer concentration (~75–80% exposure to a single OEM) remains a highlighted issue, we believe it doesn't possess much risk as the value add for OEM is much significant (based on customer reviews & our own experience) which leads to sticky business for the company.

The company also increasing diversification into EV MCUs, industrial controllers and power tools provides incremental growth optionality. The company is currently trading at 62x TTM PE, albeit with the high growth from new capex we expect it to trade 32-35x FY28E earnings, which makes a decent value proposition given the niche auto ancillary play & the optionality of the massive power tool segments.

Key Risks: The company growth can be severely affected if competition overcomes company's technical moat. Delay in entering adjacent power tool segment could slow the ramp of new MF3 facility weighing down on company's profitability in near term.

Offer Details

| Particulars | IPO Details |
|--------------------------------|-----------------|
| No. of shares under IPO (Mn) | 0.80 |
| Fresh issue (# shares) (Mn) | - |
| Offer for sale (# shares) (Mn) | 0.80 |
| Price band (INR) | 1287 – 1352 |
| Post issue MCAP (INR Mn) | 56,836 – 59,706 |

Source: IPO Prospectus

| Issue | # Shares | INR Mn | % |
|---------------|-----------|--------|-------------------|
| QIB | 56,24,729 | 5,435 | Not more than 50% |
| NIB | 40,17,563 | 1,631 | Not less than 15% |
| Retail | 28,15,155 | 3,805 | Not less than 35% |

Source: IPO Prospectus

| Shareholding Pattern | Pre-Issue (%) | Post-Issue (%) |
|-----------------------------|---------------|----------------|
| Promoters & Promoters Group | 26.43 | 26.24 |
| Others | 73.57 | 73.76 |
| Total | 100% | 100% |

Source: IPO Prospectus

| Objects of the Offer | INR Mn |
|---|--------|
| Offer For Sale (Anchor Investors - 97%) | 10,874 |

BRLM

| |
|---------------------------------|
| ICICI Securities Limited |
| Aventus Capital Private Limited |
| Axis Capital Limited |

Indicative Timetable

| | |
|--|-----------------------------|
| Offer Closing Date | 6 th March 2026 |
| Finalization of Basis of Allotment with Stock Exchange | 9 th March 2026 |
| Initiation of Refunds | 10 th March 2026 |
| Credit of Equity Shares to Demat accounts | 10 th March 2026 |
| Commencement of Trading of Eq. shares on NSE | 11 th March 2026 |

SEDEMAC Mechatronics Limited

Company Overview

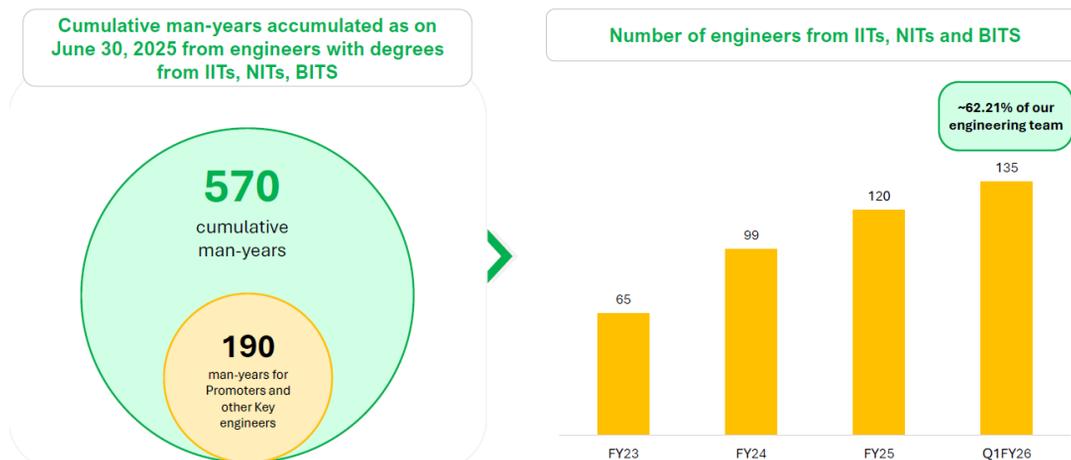
- SEDEMAC Mechatronics Limited, incorporated in 2007 and headquartered in Pune, is an automotive and industrial electronic control systems company specializing in embedded control units (ECUs) and advanced powertrain electronics. The company operates as a technology-focused engineering platform, developing integrated hardware and embedded software solutions for engine and motor control applications.
- Its product portfolio includes Integrated Starter Generator (ISG) ECUs, Electronic Fuel Injection (EFI) ECUs, integrated ISG + EFI control units, EV Motor Control Units (MCUs), and genset controllers, catering primarily to automotive OEMs and engine manufacturers across two-wheelers, three-wheelers, commercial vehicles and industrial applications.



Source: SEDEMAC, Deven Choksey Research

Key Differentiator

- A key differentiator for SEDEMAC is its proprietary sensorless motor control algorithms, particularly its zero-speed sensorless commutation technology used in ISG systems. This capability enables precise motor control without reliance on physical position sensors, improving reliability while reducing hardware complexity and cost.
- The company maintains in-house capabilities across hardware architecture design, embedded software development, calibration and system validation, allowing it to deliver application-specific solutions and enhance OEM stickiness in a validation-intensive segment.
- As a technology-led organization, SEDEMAC's competitive strength is closely tied to the depth and quality of its engineering workforce. The company has built a strong in-house R&D base, with approximately 570 cumulative man-years of experience from engineers graduating from premier institutions such as IITs, NITs and BITS.
- Nearly 62% of its engineering team comprises graduates from these institutions, while the promoters and senior technical leadership collectively bring 190 cumulative man-years of experience. All product development and software stack architecture are centralized within dedicated technical centres in Pune, reinforcing algorithm ownership, faster iteration cycles and tighter hardware-software integration.



Source: SEDEMAC, Deven Choksey Research

SEDEMAC Mechatronics Limited

Capacity Details

- From an operational standpoint, SEDEMAC is entering a capacity expansion phase with the development of Manufacturing Facility 3 (2.5x the capacity of current facility), which is expected to support higher production volumes and operational efficiencies. In addition, the acquisition of land in Hosur, a key automotive manufacturing hub in South India, reflects a forward-looking expansion strategy aimed at strengthening geographic proximity to OEM clusters and building scalable manufacturing infrastructure for future growth.

Capacity of Manufacturing Facilities

| | Period | FY23 | FY24 | FY25 | 9MFY26 |
|-----|--------------------------------|-----------|-----------|-----------|-----------|
| MF1 | Installed Capacity (ISG units) | 24,67,128 | 30,36,456 | 39,98,007 | 43,74,018 |
| | Actual Production (ISG units) | 18,73,848 | 22,71,608 | 30,55,173 | 40,84,922 |
| | Capacity Utilization (%) | 75.95 | 74.81 | 76.42 | 93.39 |
| MF2 | Installed Capacity | 44,17,679 | 44,17,679 | 44,17,679 | 33,13,257 |
| | Actual Production | 35,48,887 | 37,66,691 | 37,74,399 | 26,92,356 |
| | Capacity Utilization (%) | 80.33 | 85.26 | 85.44 | 81.26 |

Source: IPO Prospectus, Deven Choksey Research

Customer Concentration

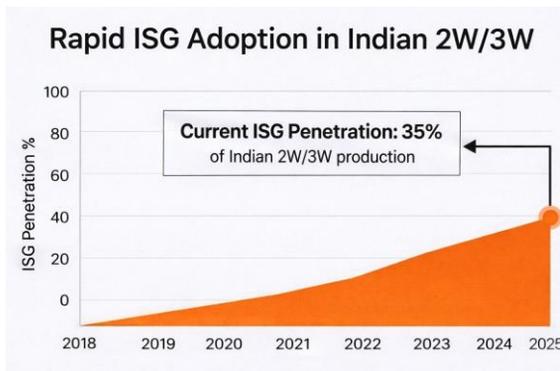
| Particulars | FY23 | FY24 | FY25 | 9MFY26 |
|--|--------|--------|--------|--------|
| Revenue from TVS Motor (INR Mn) (A) | 3,344 | 4,429 | 5,297 | 5,817 |
| Revenue from top three customers (INR Mn) (B) | 3,814 | 4,809 | 5,778 | 7,030 |
| Revenue from top 10 customers (INR Mn) (C) | 4,147 | 5,216 | 6,464 | 7,604 |
| Revenue from operations (INR Mn) (D) | 4,230 | 5,307 | 6,584 | 7,707 |
| TVS Motor revenue as a % of revenue from operations (%) (E = A/D) | 79.05% | 83.46% | 80.46% | 75.48% |
| Top three customer revenue as a % of revenue from operations (%) (F = B/D) | 90.17% | 90.63% | 87.76% | 91.22% |
| Top 10 customer revenue as a % of revenue from operations (%) (G = C/D) | 98.04% | 98.30% | 98.19% | 98.67% |

Source: IPO Prospectus, Deven Choksey Research

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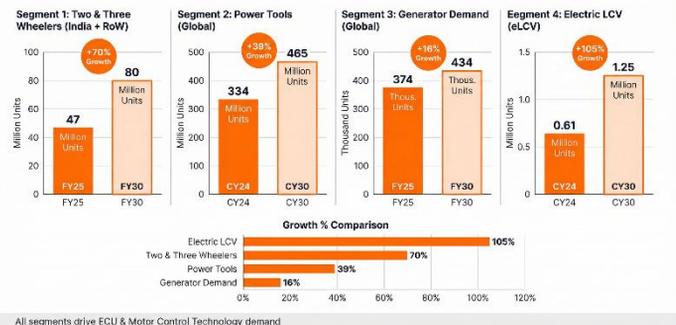
Industry Overview

- The automotive and industrial control technologies industry is structurally expanding, driven by rising electronic content across mobility and power applications. In India, annual two- and three-wheeler production stands at 47 million units in FY25 and is projected to grow to 70–90 million units globally (including RoW) by FY30.
- The global power tools market sold 334 million units in CY24 and is expected to reach 460–470 million units by CY30, while global generator demand is projected to increase from 374 thousand units in FY25 to 429–438 thousand units by FY30. Additionally, the electric light commercial vehicle (eLCV) segment is expected to grow from 0.61 million units in CY24 to 1–1.5 million units by CY30. These expanding end markets directly increase demand for critical, control-intensive ECUs and motor control technologies.
- Within this ecosystem, control-intensive ECUs are becoming a larger proportion of overall vehicle electronics, supported by hybridization (ISG adoption), electrification and stricter performance optimization requirements. ISG penetration in Indian 2W/3W production has increased from 0% in 2018 to 35% in 2025, indicating rapid adoption of integrated starter generator systems.
- The industry is characterized by high entry barriers, proprietary software stacks, and multi-year OEM engagements, with top players holding dominant shares in specific niches. As vehicle architectures evolve toward integrated engine + motor control and software-defined systems, suppliers with algorithm ownership, design control and multi-market presence are structurally better positioned within this expanding value pool.



Source: SEDEMAC, Deven Choksey Research

Automotive & Industrial Control Technologies — End Market Expansion



Regulatory Tailwinds

- India's transition to **BS-VI** emission norms in April 2020 structurally increased electronic content in vehicles by mandating **Electronic Fuel Injection (EFI)** systems across two and three-wheelers, effectively eliminating carburetors. The subsequent implementation of **BS-VI Phase II** (Real Driving Emissions and OBD-II norms) from April 2023 further tightened compliance requirements, increasing the need for advanced ECUs with real-time monitoring, diagnostics and enhanced calibration capability.
- In parallel, policy support for electrification through **FAME II** and state-level EV incentives, along with the PLI scheme for Auto & Auto Components, has accelerated EV penetration, thereby expanding demand for Motor Control Units (MCUs) and hybrid control systems such as Integrated Starter Generators (ISGs).
- Globally, tightening emission frameworks such as **Euro 6/7** in Europe, **China VI** standards, and **US EPA** regulations have materially increased engine control complexity, requiring advanced ECUs with sophisticated software stacks and continuous emission monitoring capability.
- At the same time, carbon reduction commitments and phased internal combustion engine restrictions in developed markets are accelerating adoption of mild-hybrid (48V) architectures and full-electric powertrains, structurally supporting growth in ISG systems and EV Motor Control Units. These regulatory shifts are increasing electronic penetration per vehicle and strengthening the role of algorithm-driven, validation-intensive control technologies within the automotive value chain.

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Growth Drivers

1. Rising Electronic Content per Vehicle

Modern vehicle architectures increasingly rely on electronic control systems for combustion optimization, torque management, diagnostics and energy efficiency. As control functions shift from mechanical to software-driven systems, the value contribution of ECUs per vehicle increases, expanding the revenue opportunity for embedded control suppliers.

2. ISG Penetration Expansion

Integrated Starter Generator (ISG) systems enable start-stop functionality, torque assist and energy recuperation in mild-hybrid platforms. Penetration in Indian 2W/3W has increased meaningfully over the past few years and remains underpenetrated globally, providing runway for volume growth as OEMs adopt hybrid-assist architectures across additional models and displacement categories. Adoption has also been supported by positive end-user response, particularly smoother start-stop transitions, reduced vibration and improved riding refinement, which enhance overall vehicle experience and encourage broader OEM rollout across platforms.

3. EV Motor Control Opportunity

Motor Control Units (MCUs) represent the core intelligence of electric powertrains, governing torque modulation, efficiency and thermal control. With electric 2W/3W and light commercial vehicle segments expanding, MCU demand is expected to grow at a structurally higher rate compared to legacy EFI systems, offering a higher-growth product vertical.

4. Business Win in Global Power Tools Segment

The company has secured a business win in the global power tools segment, marking its entry into high-volume, motor control-intensive industrial applications. The global power tools market exceeds 330 million units annually and is projected to expand materially over the medium term. This win diversifies revenue beyond mobility, validates the scalability of SEDEMAC's sensorless motor control algorithms across adjacencies, and opens up export-driven growth opportunities.

5. Proprietary Sensorless Control Algorithms

Zero-speed sensorless commutation (SLC) technology reduces hardware dependency while improving motor efficiency and reliability. Algorithm ownership enhances differentiation and strengthens entry barriers in control-intensive applications.

Key Risk

1. ICE Dependence

A substantial portion of revenue remains linked to internal combustion engine (ICE) and hybrid-assist platforms. Given that EV adoption curves remain nonlinear and policy-driven, any accelerated shift toward fully electric architectures without proportional MCU scale-up could impact legacy ECU volumes.

2. Customer Concentration Risk

A significant proportion of SEDEMAC's revenue is linked to TVS Motor Company, which has historically contributed a substantial share of total operating revenue. In recent years, revenue concentration from TVS has ranged broadly between ~76% and ~83% of total revenue, reflecting deep integration across multiple 2W and 3W platforms. This concentration underscores the strength of the technical partnership but also creates customer-specific risk exposure.

3. Semiconductor Supply Volatility

Electronic control units depend on critical semiconductor components. Global supply chain disruptions, geopolitical constraints, or pricing volatility could impact production continuity, lead times and gross margins.

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SWOT Analysis

Strengths

- Proprietary Sensorless Control Algorithms** - Ownership of zero-speed sensorless commutation (SLC) technology provides differentiation in ISG and motor control systems, reducing commoditization risk.
- Strong Engineering Pedigree** - Founders and technical leadership from UC Berkeley and IIT Bombay anchor an R&D-driven culture with in-house hardware and embedded software capabilities.
- High Entry Barriers** - Long OEM validation cycles (12–18 months), platform integration and calibration complexity create switching costs once embedded into vehicle programs.

Weakness

- High Revenue Concentration** - A significant portion of revenue is derived from a single OEM (TVS), creating concentration risk. Any adverse development such as platform loss, pricing renegotiation, production slowdown, or strategic shift by the OEM could materially impact revenue growth, margins and capacity utilization.
- Heavy 2W/3W Exposure** - Revenue is largely linked to two- and three-wheeler production cycles, limiting diversification across higher-value passenger vehicle platforms.

Opportunities

- Rising ISG Penetration** - Hybrid-assist architectures, particularly ISG-based systems in 2W/3W segments, continue to see rising penetration. As OEMs expand such systems across additional models and displacement categories, this provides sustained volume growth potential for control-intensive ECUs.
- Entry into Power-tool Segment** - Business win in global power tools opens access to a 300+ million unit annual market, diversifying revenue beyond mobility.

Threat

- Semiconductor Supply Volatility** - Semiconductor components constitute a significant portion of input costs. Any supply disruption or pricing volatility could delay production and compress gross margins, especially if cost increases cannot be immediately passed on to OEMs.
- Accelerated EV Disruption** – Faster than expected transition away from ICE and mild-hybrid systems could compress legacy ECU demand if MCU scale-up lags.

Peer comparison

| Particulars | Schaeffler India Ltd | Bosch Limited | Sona BLW Precision Forgings | ZF Commercial Vehicle |
|-------------------------|----------------------|---------------|-----------------------------|-----------------------|
| Revenue from operations | 82,323.8 | 1,80,874.0 | 35,460.2 | 38,309.6 |
| EBITDA | 15,636.6 | 31,258.0 | 11,021.9 | 7,392.8 |
| EBITDA Margin (%) | 18.99% | 17.28% | 31.08% | 19.30% |
| PAT | 9,388.6 | 20,152.0 | 5,996.9 | 4,607.3 |
| PAT Margin | 11.40% | 11.14% | 16.91% | 12.03% |
| ROE (%) | 18.52% | 15.58% | 14.20% | 15.35% |
| PS | NA | NA | NA | NA |
| EPS | 60.10 | 683.25 | 9.92 | 242.90 |
| EV/EBITDA | NA | NA | NA | NA |
| PE ratio | NA | NA | NA | NA |
| RONW (%) | 18.52% | 15.58% | 14.20% | 15.35% |

Source: IPO Prospectus, Deven Choksey Research

SEDEMAC Mechatronics Limited

About Management



Prof. Shashikanth Suryanarayanan

Managing Director | Ph.D., UC Berkeley

Prof. Shashikanth Suryanarayanan is one of the founding promoters of SEDEMAC Mechatronics Limited and plays a central role in shaping the company's technology and product strategy. With deep expertise in control systems engineering and embedded technologies, he has been instrumental in building the company's proprietary motor control algorithms and software stack architecture. His academic background and research orientation have fostered a strong engineering-led culture within the organization, emphasizing in-house intellectual property development and long-term technology capability building.



Amit Arun Dixit

Joint Managing Director | Ph.D. & M.Tech, IIT Bombay

Amit Arun Dixit is a founding member of the company and contributes across product development and operational execution. He has extensive experience in embedded systems, power electronics and application engineering. Since inception, he has been involved in scaling the company's ECU platforms and supporting OEM integrations across mobility and industrial applications. His long-standing association with the company supports continuity in technology deployment and customer engagement.



Manish Sharma

Whole-Time Director & COO | M.Tech, IIT Bombay

Mr. Sharma oversees operations and execution across manufacturing, customer programs and commercial strategy. His background supports platform-level execution, production scalability and long-term OEM relationship management.

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Financials:

| Income Statement (INR Mn) | | | | Cash Flow (INR Mn) | | | |
|---|-----------------|-----------------|-----------------|--|--------------|--------------|--------------|
| | FY23 | FY24 | FY25 | | FY23 | FY24 | FY25 |
| Revenue | 4,230.28 | 5,306.53 | 6,583.63 | CFFO | 776.74 | 607.49 | 909.13 |
| Operating Expenditure | 3,756.26 | 4,527.72 | 5,374.68 | CFFI | (508.52) | (590.54) | (1047.51) |
| EBITDA | 474.02 | 778.81 | 1,208.95 | CFFF | (244.77) | (13.99) | 128.63 |
| EBITDA Margin % | 11.2% | 14.7% | 18.4% | Net Increase/(Decrease) in Cash | 23.45 | 2.96 | (9.75) |
| Other Income | 68.38 | 52.43 | 41.73 | Cash at beginning | 8.7 | 32.15 | 35.11 |
| Depreciation | 301.89 | 358.63 | 453.39 | Cash at end | 32.15 | 35.11 | 25.36 |
| Interest | 160.44 | 384.48 | 120.30 | | | | |
| PBT | -56.69 | -16.73 | 593.53 | | | | |
| Tax | -5.66 | 29.35 | 206.54 | | | | |
| PAT | -51.03 | -46.08 | 386.99 | | | | |
| PAT Margin (%) | -1.21% | -0.87% | 5.88% | | | | |
| Adjusted EPS | 2.12 | 1.45 | 10.93 | | | | |
| Balance sheet (INR Mn) | | | | FY23 | FY24 | FY25 | |
| Assets | | | | | | | |
| Non-Current Assets | | | | | | | |
| Property, plant and equipment | | 614.37 | 825.98 | 1,148.18 | | | |
| Other non-current assets | | 1,483.85 | 1,594.22 | 1,940.56 | | | |
| Total non-current assets | | 2,098.22 | 2,420.20 | 2,766.54 | | | |
| Current Assets | | | | | | | |
| Investments | | – | – | 193.88 | | | |
| Trade receivables | | 152.46 | 270.29 | 439.43 | | | |
| Cash and cash equivalents | | 32.15 | 35.11 | 25.36 | | | |
| Other current assets | | 1,029.92 | 1,296.81 | 1,486.38 | | | |
| Total Current Assets | | 1,214.53 | 1,602.21 | 2,145.05 | | | |
| Assets classified as held for sale | | – | – | – | | | |
| Total Assets | | 3,312.75 | 4,022.41 | 4,911.59 | | | |
| Equity & Liabilities | | | | | | | |
| Equity share capital | | | | | | | |
| Equity share capital | | 0.11 | 0.11 | 0.28 | | | |
| Equity component of compound financial instruments | | | | | | | |
| Equity component of compound financial instruments | | 0.85 | 0.85 | – | | | |
| Reserves and surplus | | | | | | | |
| Reserves and surplus | | 1,149.29 | 1,240.26 | 3,033.53 | | | |
| Total Equity | | 1,150.25 | 1,241.22 | 3,033.81 | | | |
| Non -Current liabilities | | | | | | | |
| Financial liabilities | | 544.12 | 609.71 | 338.71 | | | |
| Other non-current liabilities | | 43.96 | 20.87 | 55.41 | | | |
| Total non-current liabilities | | 588.08 | 630.58 | 394.12 | | | |
| Current liabilities | | | | | | | |
| Financial liabilities | | 870.76 | 1,275.99 | 1,359.20 | | | |
| Trade payables | | 664.88 | 767.33 | 857.82 | | | |
| Other current liabilities | | 38.78 | 91.82 | 94.76 | | | |
| Total current liabilities | | 1,574.42 | 2,150.61 | 1,483.66 | | | |
| Liabilities directly associated with assets classified as held for sale | | – | – | – | | | |
| Total liabilities | | 2,162.50 | 2,781.19 | 1,877.78 | | | |
| Total Equity and Liabilities | | 3,312.75 | 4,022.41 | 4,911.59 | | | |

Source: IPO Prospectus, Deven Choksey Research

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ANALYST CERTIFICATION:

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DRChoksey FinServ Private Limited

CIN Number -U67100MH2020PTC352816

Registered Office and Corporate Office:

5th Floor Abhishek Building, Behind Monginis Cake Factory, Off New Link Road, Andheri West, Mumbai-400058