

IPO NOTE

Issue Details

Price Band: ₹ 118 to ₹ 124

Issue Opens on: January 20, 2026

Issue Closes on: January 22, 2026

Lot Size: 120 Shares & in Multiples thereafter

Issue Highlights

Issue Size: ₹ 1,907.27 Cr.

Face Value: ₹ 10

Offer Structure

Issuance	₹ in Cr.
Fresh Issue	1,000.00
Offer for Sale	907.27
Total	1,907.27

Issue Breakup

Reservation for	% of Issue	₹ in Cr. (at upper band)
QIB	75	1,426.70
HNI	15	285.34
RETAIL	10	190.23
Employee	-	5.00
TOTAL	100	1,907.27

Listing

BSE & NSE

Lead Managers

- ICICI Securities Limited
- Morgan Stanley India Company Private Limited
- JM Financial Limited

Registrar

KFin Technologies Limited

Contact Details

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COMPANY OVERVIEW

Shadowfax Technologies is a new-age, technology-led third-party logistics ("3PL") company, and leverage technology to facilitate digital commerce, with its service network encompassing 14,758 Indian pin codes as of September 30, 2025. Their services include (i) express, (ii) hyperlocal, and (iii) other logistics services to their clients. Their range of services includes express forward parcel deliveries, reverse pickups, and hand-in-hand exchange deliveries, prime deliveries, quick commerce and on-demand hyperlocal deliveries, and mobility.

Their clients include Meesho, Flipkart, Myntra, Swiggy, Bigbasket, Zepto, Nykaa, Blinkit, Kartrocket, Zomato, Uber, Pincode, Purple, Licious, ONDC, Magicpin, among others. To facilitate the penetration of digital commerce in India and offer its clients the ideal solutions for their end consumers, Shadowfax relies on its (i) nationwide network infrastructure, (ii) last-mile intra-city network of gig-based delivery partners, and (iii) proprietary technology platform, including a supply-demand allocation engine.

They operate on a fully leased model for their logistics facilities and linehaul, while retaining ownership of the automation and machinery to ensure operational control. Through their asset-light model, they deploy their dedicated fleet of more than 3,000 trucks on average each day as a part of their linehaul network.

HIGHLIGHTS

1. Agile and customisable logistics services that enable faster go-to-market for clients
2. Largest last-mile gig-based delivery partner infrastructure
3. Extensive nationwide network
4. Proprietary and agile technology capabilities
5. Proven business model, with focus on profitability, while delivering healthy growth

OBJECTS OF THE ISSUE

1. Funding of capital expenditure requirements of the Company in relation to their network infrastructure (₹ 423.43 Cr.)
2. Funding of lease payments for new first mile centers, last mile centers and sort centers (₹ 138.64 Cr.)
3. Funding of branding, marketing and communication costs (₹ 88.57 Cr.)
4. Unidentified inorganic acquisitions and General Corporate Purposes

Offer for Sale of Equity Shares by the Selling Shareholders aggregating to ₹ 907.27 Cr. The company will not receive any proceeds from the Offer for sale.

OUR VIEW

Shadowfax Technologies, incorporated in 2015, is a tech-driven, asset-light third-party logistics (3PL) company enabling e-commerce, quick commerce, and hyperlocal delivery across India. As of H1FY26, their extensive nationwide logistics infrastructure of 4,299 touchpoints, distributed across first- and last-mile centres and sort centres. They are the fastest growing 3PL company of scale in India as of March 31, 2025, expanding its e-commerce shipment **market share** from approximately **8% in the FY22 to approximately 23% as of H1FY26** and within the express service line, they are **market leaders** in reverse pickup shipments, in terms of order volume for the FY25 and the six months period ended September 30, 2025.

However, Risks to consider are Intense Competition, losses in the past years & negative cash flow, significant reliance on a scaled and unified network infrastructure for the business operations, client concentration, dependence on third-party franchisees for a portion of last-mile deliveries, Leased all the logistics facilities, Regulatory shifts including implementation of India's social security code may increase compliance costs.

On the financial front, the company's Revenue grew at CAGR 32.52% from FY 23 -FY25. The company just turned positive on Profit basis in FY25. It had the highest capital turnover ratio, at 3.96x in FY25, compared to its peers among the 3PL peers in India. Its Adjusted EBITDA margin improved from (7.18)% in FY23 to 2.86% in H1FY26. It operated on PAT margin of 1.17% for H1FY26.

The issue is priced at a P/BV of 9.21 based on its NAV of Rs. 13.46 as at H1FY26 and if we annualise FY25 earnings, asking price is at P/E of ~160x. As per RHP industry average P/E is around 123x.

The business is in a high-leverage, growth-oriented phase where financial health has improved, but profitability remains sensitive to operational performance. The issue seems aggressively priced.

Looking at all the factors, risks, opportunities and valuation, investors with high risk appetite can invest with long term horizon.

Brief Financials

PARTICULARS	As at Sep. 30, 2025	₹ in Million		
		FY '25	FY '24	FY '23
Total Income	18,198.02	25,146.57	18,964.82	14,228.92
Total Expenditure	17,987.65	25,085.97	19,083.64	15,655.30
EBITDA	643.37	561.86	113.72	(1,134.69)
Profit/Loss before Tax	210.37	60.60	(118.82)	(1,426.38)
Profit after Tax	210.37	64.26	(118.82)	(1,426.38)
E.P.S. (Diluted)	0.40*	0.13	(0.28)	(3.38)
P/E (x) (Diluted)	-	1,017	-	-
RONW (%)	3.03%*	0.97%	(2.82) %	(80.90)%

PRICE CHART (@ ₹ 124) (Retail Category)

LOT SIZE	Amount
120	14,880
240	29,760
360	44,640
480	59,520
600	74,400
720	89,280
840	104,160
960	119,040
1,080	133,920
1,200	148,800
1,320	163,680
1,440	178,560
1,560	193,440

HNI Payment Chart

Category	No. of Shares	Minimum Bid Lot Amount (Rs.)
Small HNI	1,680	208,320
Big HNI	8,160	1,011,840

Indicative Time Table

Tentative Events	Indicative Dates
Finalisation of Basis of Allotment with the Designated Stock Exchange	23/1/2026
Initiation of refunds/unblocking ASBA Fund	27/1/2026
Credit of Equity Shares to demat accounts of Allottees	27/1/2026
Commencement of trading of the Equity Shares on the Stock Exchanges	28/1/2026

For more details, Please refer RHP,

(https://www.sebi.gov.in/filings/public-issues/jan-2026/shadowfax-technologies-limited-rhp_99123.html)

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