

29th July 2025

National Securities Depository Ltd

Issue Detail	
Price Band (Rs.)	₹760 to ₹800
Face Value (Rs.)	₹2 per share
Issue Size (Rs. In Cr.)	₹4,011.60
Issue Type	Book Built
Lot Size	18 Shares
Issue Opens	Jul 30, 2025
Issue Closes	Aug 1, 2025
Listing on	BSE

Indicative Timeline	On or before
Finalization of Basis of Allotment	Aug 4, 2025
Unblocking of Funds	Aug 5, 2025
Credit of shares to Demat Account	Aug 5, 2025
Listing on exchange	Aug 6, 2025

Other Detail	
Book Running Lead Managers	<ul style="list-style-type: none"> ICICI Securities Limited Axis Capital Limited Hsbc Securities & Capital Markets Pvt Ltd Idbi Capital Market Services Limited Motilal Oswal Investment Advisors Limited SBI Capital Markets Limited
Registrar	<ul style="list-style-type: none"> MUFG Intime India Private Limited (Link Intime)

Selling Shareholders Details	
Selling Shareholding	No. of Shares
IDBI Bank Ltd.	2,22,20,000
National Stocks Exchange of India Ltd.	1,80,00,001
State Bank of India	40,00,000
Unit Trust of India	34,15,000
HDFC Bank Ltd.	20,10,000
Union Bank of India	5,00,000
Total	5,01,45,001

Source: Company RHP, ACMIIL Retail Research

Distribution Team

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Company Background

National Securities Depository Ltd (NSDL) was incorporated as “NSDL Depository Limited” on April 27, 2012, at Mumbai. The company’s depository business has been in operation for more than 26 years, having commenced in November 1996, under the name of the National Securities Depository Ltd, which was renamed as NSDL e-Governance Infrastructure Ltd and is currently known as Protean eGov Technologies Ltd (“Protean”). Pursuant to the Scheme of Arrangement, the depository undertaking was demerged from Protean and was transferred and vested in the company, as a going concern. Subsequent to the Scheme of Arrangement, the name of the company was also changed from “NSDL Depository Limited” to “National Securities Depository Limited” and the change was recorded on January 3, 2013. The company is professionally managed and does not have any identifiable promoter in terms of SEBI ICDR Regulations and the Companies Act, 2013. The Board, approved the re-classification of certain Shareholders of the company, namely, IDBI Bank Ltd, National Stock Exchange of India Ltd and Administrator of the Specified Undertaking of the Unit trust of India from the ‘Promoter’ category into ‘Public’ category in accordance with the notification of the SEBI D&P Regulations, on account of deletion of the concept of ‘Sponsor’ under the SEBI D&P Regulations.

Issue Details

NSDL IPO is a book-built issue aiming to raise up to ₹4011.60 crore. This entire offering consists of an Offer for Sale (OFS) of up to 50,145,001 shares by existing promoters/shareholders.

Issue Objectives

The issue objectives (Objects of the Offer) for this IPO, as given in the document, is:

- Achieve the benefits of listing the Equity Shares on BSE

Outlook

NSDL is India’s first and leading depository and the largest depository in India in terms of issuers, number of active instruments, market share in demat value of settlement volume and value of assets held under custody as of March 31, 2025. The company’s comprehensive suite of value-added services includes Speed-e, which facilitates the electronic submission of depository transactions, STeADY for trade information exchange and institutional client contract notes, and IDEAS, an online platform for convenient access to depository accounts.

The company’s core depository services provide them with a steady source of recurring revenues and stability to their business model. The company holds a strong position in the depository market with regard to the diversified asset classes held in demat accounts with them.

Additionally, they have established a security operations center SOC -the-clock operations to monitor, detect, analyze, contain, eradicate and respond to any adverse cybersecurity events. Going forward, expanding the reach of the products to broader investor demographics, improving penetration in both high-potential urban areas and untapped rural regions and financial discipline to drive sustainable growth.

IPO Share Issue Structure

Category	Allocation	Number of Shares	Value at upper band
			(Rs. in Cr.)
QIB (Institutional)	50%	2,50,30,001	2,002.4
Non Institutional	15%	75,09,000	600.7
Retail	35%	1,75,21,000	1,401.7
Employee*		85,000	6.8
Total	100%	5,01,45,001	4,011.6

*Employee Discount: ₹ 76/- per share

Source: Company RHP, ACMIIL Retail Research

Company Overview

NSDL is SEBI registered market infrastructure institution (“MII”) offering a wide range of products and services to the financial and securities markets in India. Following the introduction of the Depositories Act in 1996, through the company pioneered the dematerialization of securities in India in November 1996. As of March 31, 2025, they are the largest depository in India in terms of number of issuers, number of active instruments, market share in demat value of settlement volume and value of assets held under custody. Further, as of March 31, 2025, they have a network of 65,391 depository participants’ service centres as compared to 18,918 such centres with CDSL.

As a depository, NSDL provides a robust depository framework that enables market participants to participate in the financial and securities markets in India. They also play a central role in developing products and services that will continue to address the growing needs of the financial services industry in India. Using innovative and flexible technology systems, NSDL works to support investors, brokers, issuers and other market participants in the Indian capital markets and aims at ensuring the safety and soundness of the Indian securities market by developing settlement solutions that increase efficiency, minimise risk and reduce costs.

The company’s depository facilitates securities to be held in digital form by investors through accounts known as “Demat Accounts” held with them through depository participants. This includes securities held in dematerialized form with various asset classes namely equities (listed equity and unlisted equity), preference shares, warrants, debt instruments (corporate debt, commercial paper, certificate of deposit, pass through certificate, security receipts, government securities, sovereign gold bonds, municipal debt, treasury bill) and electronic gold receipts.

The core functions of NSDL are as follows:

- **Maintaining allotment and transfer of ownership records:** One of the core functions is maintaining details of allotment and transfer of ownership records of securities assets held with them through electronic book entries. NSDL deploys and utilises innovative technological systems to support issuers, investors and market intermediaries in the Indian securities market while minimising risk, reducing operational costs and increasing efficiency of operations.
- **Facilitating asset servicing:** Asset servicing is a core function as it helps ensure the safety and efficient management of all assets held in dematerialised form. NSDL hold various asset classes in dematerialised form and leverages its software tools and framework to build a robust and resilient central securities depository system to ensure the continued safekeeping and servicing of assets held with it.
- **Transaction and other services:** The core depository services provided by them include dematerialization of securities, settlement of trades, off-market transfers, pledge of securities, including margin pledges and repledges, implementation of client unpaid securities pledgee accounts (“CUSPA”) by trading members to ensure the segregation of client securities, and corporate action for issuer companies. In addition to providing core depository services, they also provide several additional services such as e-voting services, consolidated account statement (“CAS”), blockchain-based security and covenant monitoring platform for debentures and non-disposal undertakings (“NDU”).

As of March 31, 2025, NSDL had over 3.95 crore active demat accounts held with 294 depository participants registered with them, and their account holders were located in more than 99.34% of pin codes in India and 194 countries across the world. During the Financial Year 2025, they witnessed a net increase of 33,758 issuers to 79,773 issuers registered with us as compared to 46,015 issuers as at March 31, 2024. Furthermore, the average number of Demat Accounts opened with them per day for the Financial Year 2025 was 15,320.

The details of the aggregate number of issuers, listed and unlisted, registered with NSDL, as of March 31, 2025, 2024 and 2023.

Particulars	As of March 31, 2025		
	2025	2024	2023
Listed Issuers	6,287	5,942	5,804
Unlisted Issuers	73,486	40,073	35,183
Total number of Issuers	79,773	46,015	40,987

Source: Company RHP, ACMIIL Retail Research

Stay Indoor, Stay Safe, Stay Connected.
Protect yourself and your family from COVID 19

“Access Host of Investor Centric e- Services to Manage Your Demat Account From Your Home.”

SPEED-e

e-CAS

Digital LAS

FPI Monitor

NSDL e-Services

IDeAS

Mobile App

IndiaBondInfo

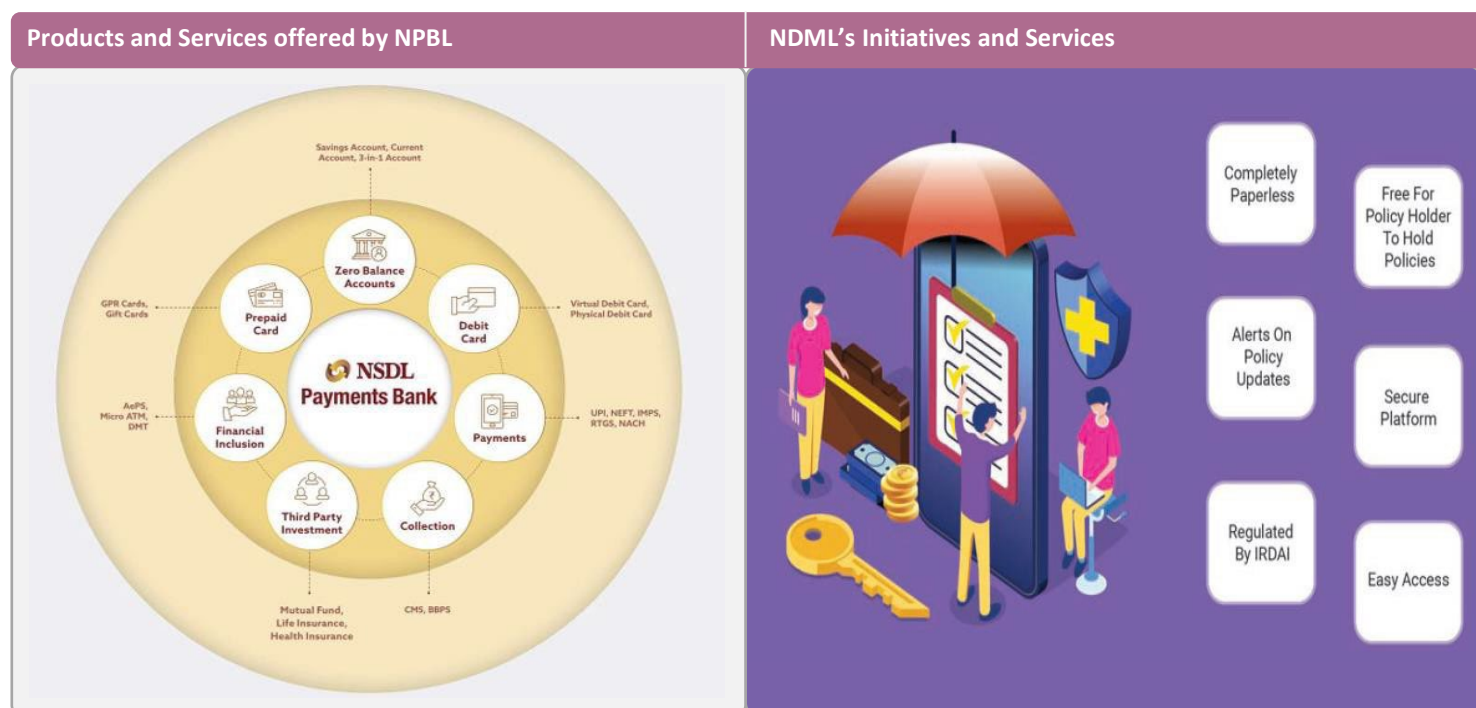
e-Voting

NSDL DATABASE MANAGEMENT LTD (NDML) AND NSDL PAYMENTS BANK LTD (NPBL)

In addition to the core depository services offered by NSDL, they offer various other services through their Subsidiaries, NSDL Database Management Ltd (NDML) and NSDL Payments Bank Ltd (NPBL).

NDML is a technology solutions and product services company focused on developing e-Governance solutions, payment solutions, regulatory support systems, market infrastructure services, industry solutions and digital customer onboarding products. NDML also offers end-to-end business automation, process transformation and other managed services for the Government and industry associations such as SEZ Online and National Skill Registry, respectively.

NPBL: Through NPBL, they offer a range of financial products and services on a business-to-business-to-consumer (B2B2C) basis, including digital banking solutions, inclusive banking products (covering domestic money transfers, savings accounts, micro-ATMs and Aadhar-enabled Payment System), prepaid cards (including general purpose reloadable payment cards, gift cards and use case-based cards), merchant acquisition services (including UPI-payment services and point-of-sale solutions), cash management services and the distribution of third party products such as life insurance, health insurance and mutual fund schemes.



Source: Company RHP, ACMIIL Retail Research

Business Description

Services	Brief details
Depository Services	
Maintaining Allotment and Transfer of Ownership Records	NSDL maintains detailed electronic records of securities allotments and ownership transfers. They provide a safe and, secure environment for storing these securities.
Account Opening and Management	NSDL facilitates the opening of demat accounts for investors through depository participants. They also offer various services, such as: Updating Know Your Customer (KYC) details, Providing nomination facilities and Updating demographic information
Settlement of market and off-market transfers	Transfer of securities by investors by providing a mechanism for clearing members to settle trades carried out on stock exchanges. All clearing corporations registered with them can receive securities delivered for clearance in electronic form.
Dematerialisation of Securities	NSDL provides dematerialisation services to investors, listed and unlisted issuers and registrar and transfer agents and charges onboarding and service fees to issuers for providing these services.
Corporate Actions	NSDL assist issuers with carrying out corporate actions relating to the disbursement of monetary benefits such as dividends and non-monetary benefits such as bonus payments to investors.
Pledge	It offers the flexibility for securities held in a depository account to be pledged or hypothecated, enabling clients to avail themselves of loan or credit facilities.
Margin Pledge	This allows clients to utilise their securities as margin with their trading members. Through the process of marking a pledge of securities, clients can provide their securities as collateral to their trading members.

Source: Company RHP, ACMIIL Retail Research

BUSINESS DESCRIPTION

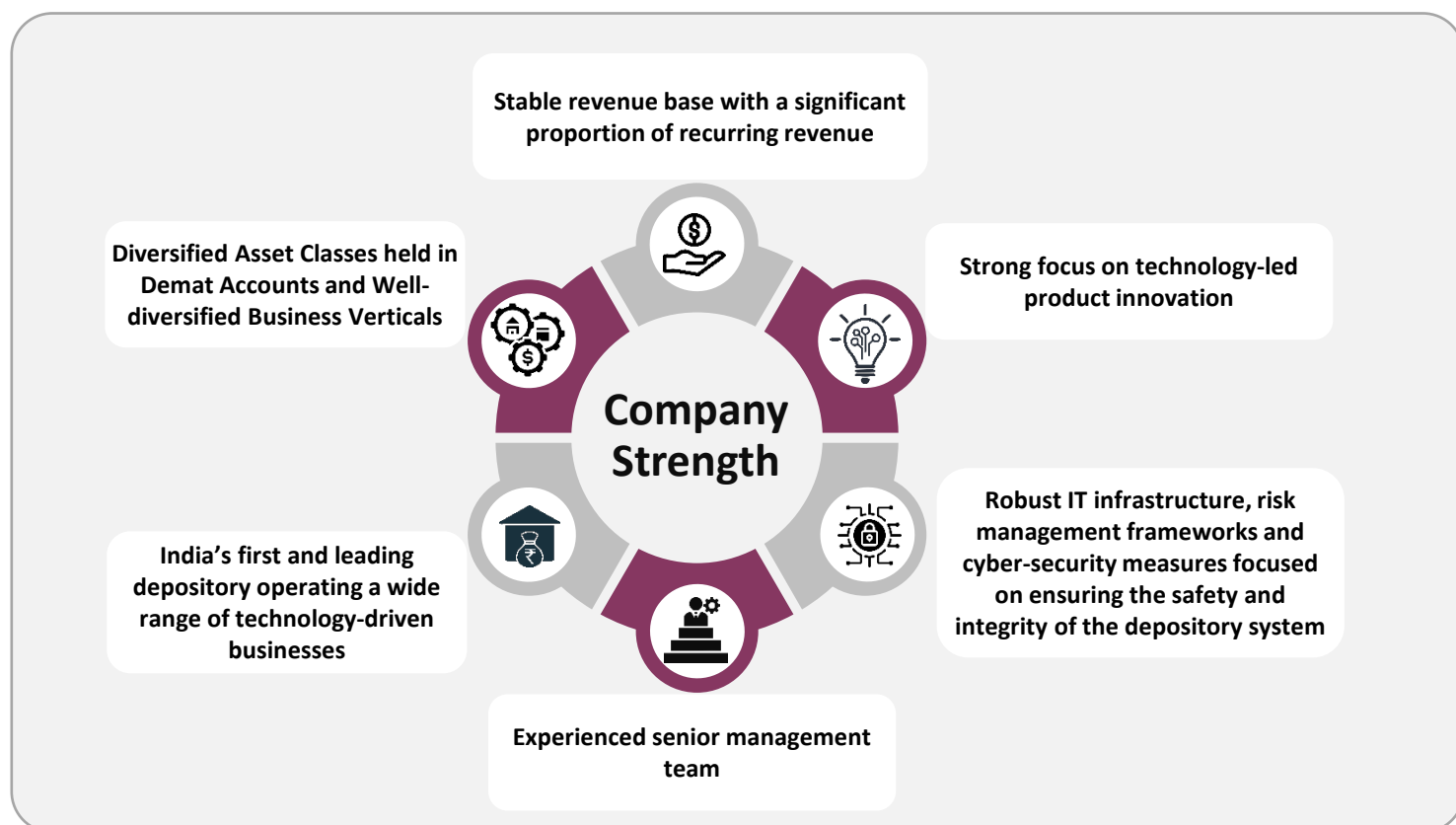
Services	Brief details
Non-Disposal Undertakings (NDUs)	This is a specialised service that allows Demat Account holders to record NDUs in the depository system.
Consolidated Account Statement (CAS)	CAS is a unique offering from NSDL that provides information on all securities held in dematerialised form in a client's portfolio in a single statement.
Providing a comprehensive suite of APIs	A comprehensive suite of APIs that include services relating to account opening, e-DIS, early pay-in margin pledge, digital LAS and verification of DP ID, Client ID and PAN.
Cash Benefit Services	NSDL processes interest payments on government bonds and sovereign gold bonds to investors holding these securities in demat accounts with depository participants registered with NSDL.
Key products and e-services	
SPEED-e	A common internet infrastructure facility used exclusively by their depository participants to provide depository services to clients.
Submission of Power of Attorney-based Instructions for Clients Electronically (SPICE)	This facility enables clearing members to digitally submit signed instructions to depository participants through SPEED-e, thereby eliminating the need to provide paper-based delivery instructions.
Internet-based Demat Account Statement (IDeAS)	This is the secure internet service for account holders (and clearing members) having demat accounts with them to view their account balance and transaction history online. Through IDeAS, users also have the option to view transaction statements on a month-wise basis.
Securities Trading-information Easy Access and Delivery (STeADY)	The internet-based facility enables encrypted straight-through processing of trade information to market participants electronically.
e-Voting	The e-Voting platform primarily helps investors in publicly listed companies to cast their votes online and actively participate in the decision-making process.
Commercial Paper Issuance Platform	An online service for the issuance of commercial paper, thereby facilitating issuers, investors and issuer and paying agents to undertake the primary issuance process in an efficient and seamless manner.
e-AGM	The e-AGM service enables companies to hold their general meeting proceedings electronically and shareholders can attend general meetings electronically from anywhere with their secured login credentials
Ancillary Products and Value-Added Services	
Digital Loans Against Security (Digital LAS)	Through this facility, clients can avail of loans by instantly pledging securities held in dematerialised form.
FPI Monitor	Through the FPI Monitor portal customer gets services viz. Common Application Form (CAF), Foreign Investment Limit Monitoring (FILM), and FPI Investments Data.
Depository Account Validation (DAN)	DAN is a secure internet-based facility that provides an online interface enabling subscribers to validate DP ID, Client ID and PAN of investors through a file upload.
Mutual Fund Redemption API	The mutual fund redemption API provides clients with the convenience of placing redemption requests for mutual fund units held in their demat account.
Issuer Service Portal	This gives access to the issuer-related services and information. Services offered through this portal include FILM, system-driven disclosure and corporate actions. The portal also incorporates a self-registration function for various services such as ISIN generation, corporate action and billing information

Source: Company RHP, ACMIIL Retail Research



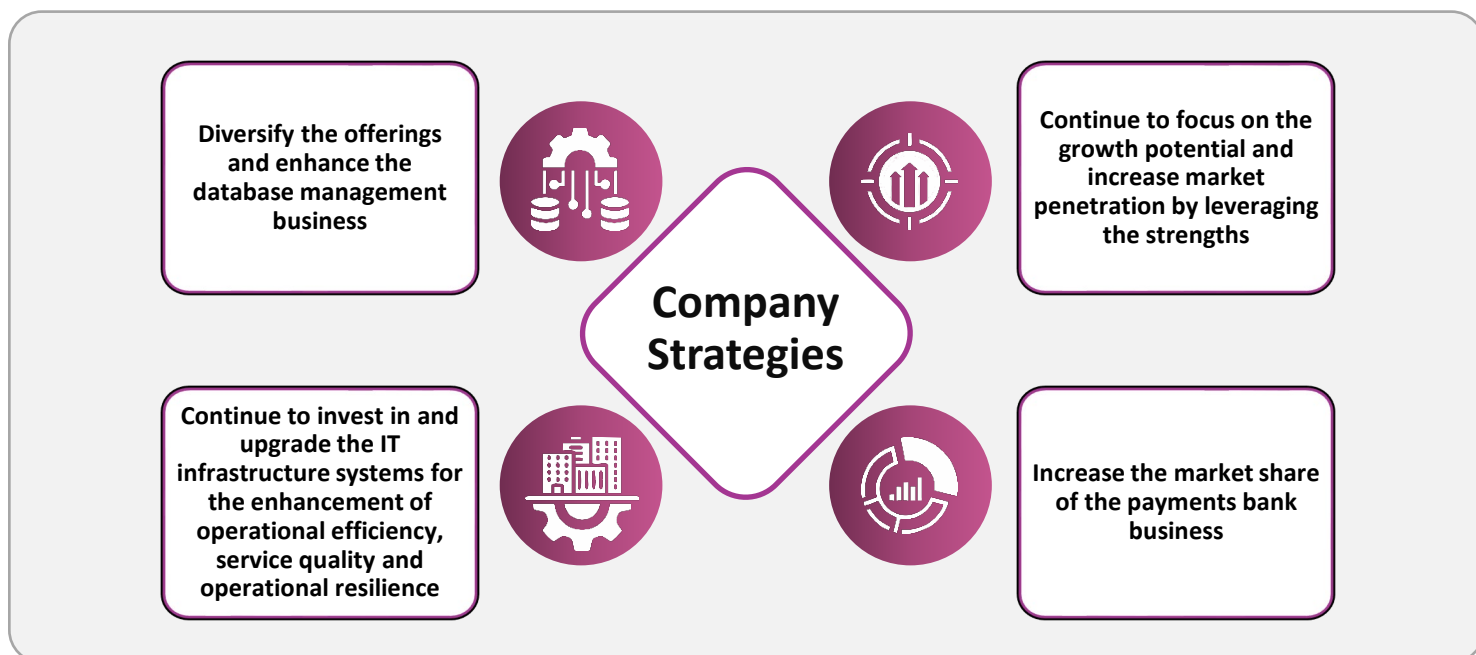
Company Strengths

NSDL is India's first and leading depository and is the largest depository in India in terms of number of issuers, number of active instruments, market share in demat value of settlement volume and value of assets held under custody as of March 31, 2025.



Source: Company RHP, ACMIIL Retail Research

Company's Strategies



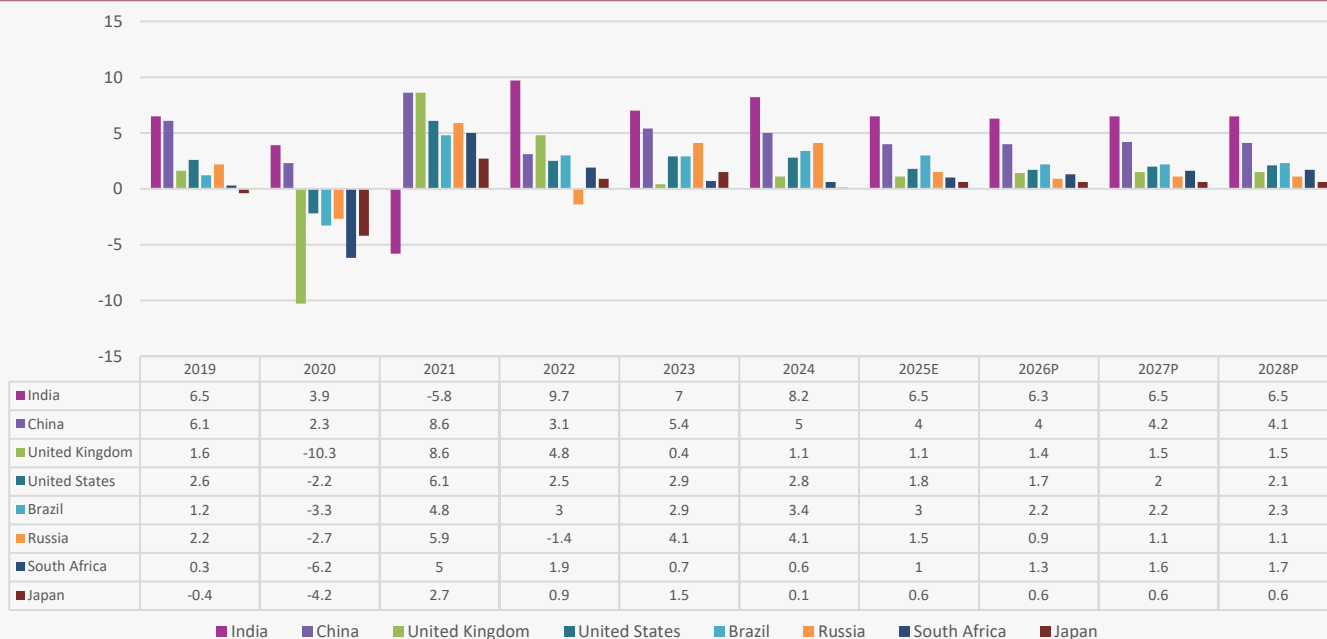
Source: Company RHP, ACMIIL Retail Research

Industry Overview

Macroeconomic Scenario

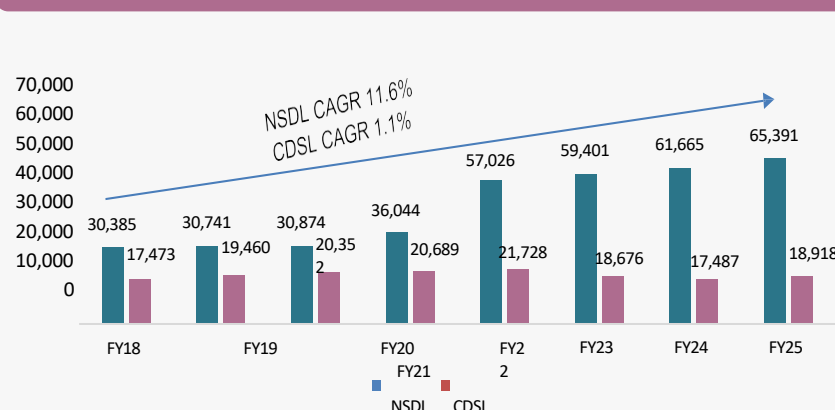
International Monetary Fund (IMF) (World Economic Outlook – April 2025), global GDP growth is projected at 2.8% in calendar year 2025 and 3.0% in calendar year 2026 as compared to 3.3% projected in January 2025 for both calendar year 2025 and calendar year 2026. Global growth numbers have been revised on account of swift escalation of trade tensions and high level of policy uncertainty intensifying downside risks. Global inflation is projected at 4.3% in calendar year 2025 and 3.6% in calendar year 2026. Furthermore, the risks to inflation remain significant going forward, with tariffs being imposed by US on imports. US economy contracted by 0.2% in the first quarter of calendar year 2025 on account of lower consumer and government spending, offset by increase in fixed investments. The euro area's GDP rose 0.6% in the first quarter of 2025 vs a growth of 0.3% in the previous quarter.

India is one of the fastest-growing major economies (Real GDP growth, % year-on-year)



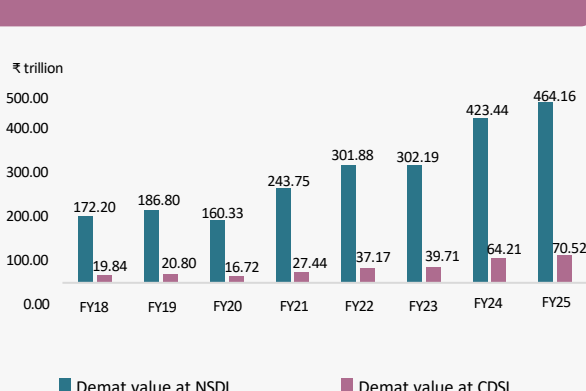
Source: Company RHP, ACMIIL Retail Research

Number of DP service centres grew at CAGR (Financial Year 2018- Financial Year 2025) of ~11.6% and 1.1% for NSDL and CDSL respectively



Source: Company RHP, ACMIIL Retail Research

Market share of players in total demat value



Total Client accounts' Growth

Total client accounts (demat accounts) grew at 27.4% CAGR between Financial Year 2017 to Financial Year 2025 to reach 192.4 Mn as of March 2025. The number of demat accounts opened with depository participants in India increased at CAGR of ~36.4% from Financial Year 2020 to Financial Year 2025. The demat accounts increased rapidly during pandemic (Financial Year 2022 and Financial Year 2023) due to lockdown, attractive returns delivered by equity market, easier digital onboarding of customers, increase in usage of smartphones, however, the growth rate is expected to moderate in the next few years as some loss of momentum could be there on account of higher base.

Comparison with listed industry peers and accounting ratios

Name of company	Face value (₹ per equity share)	Closing price as on July 22, 2025	Total income (in ₹ Cr.)	EPS (₹)		NAV per equity share (₹)	P/E Ratio	RoNW	Net worth (in ₹ Cr.)	PAT (in ₹ Cr.)
				Basic	Diluted					
NSDL	2	NA	1,535.19	17.16	17.16	100.27	NA	17.11%	2,005.34	343.12
Peers										
Central Depository Services (India) Limited	10	1,714.70	1,199.28	25.20	25.20	84.23	68.04	29.90%	1,760.35	526.33

Source: Company RHP, ACMIIL Retail Research

Product wise comparison

Products	Fino Payments Bank	Airtel Payments Bank	India Post Payments Bank	PayTM Payments Bank	NSDL Payments Bank
Savings & Current A/C	✓	✓	✓	✓	✓
Sweep Account Facility	✓	✓	✓	✓	✓
Mobile Wallet	✓	✓	✗	✓	✗
Debit Card	✓	✓	✓	✓	✓
Payments	✓	✓	✓	✓	✓
Cash Management Services	✓	✓	✓	✗	✓
Insurance	✓	✓	✓	✗	✓
Doorstep Banking	✓	✓	✓	✓	✗
Business Correspondent Business	✓	✓	✓	✓	✓

Source: Company RHP, ACMIIL Retail Research

Peer comparison (Financial Year 2025)

Players	Customer Deposits	Net worth	CRAR	Branches
	(in ₹ Billion)	(in ₹ Billion)	(%)	
Airtel Payments Bank	34.18	6.45	38.0%	28
Fino Payments Bank	19.39	7.19	80.5%	152
India Post Payments Bank	193.45	15.39	49.2%	650
Jio Payments Bank	NA	NA	NA	4
NSDL Payments Bank	1.79	1.48	142.5%	2
PayTM Payments Bank	NA	NA	NA	3

Source: Company RHP, ACMIIL Retail Research



NSDL

Technology, Trust & Reach

Financial Statement

Particulars (₹ in Cr.)	As at March 31 st ,		
	2025	2024	2023
Income			
Revenue from operations	1,420.15	1,268.24	1,021.99
Other Income	115.04	97.46	77.83
Total Income	1,535.19	1,365.71	1,099.81
Expenses			
Employee benefits expenses	138.53	123.2	109.81
Depreciation and amortisation expenses	35.4	24.12	21.69
Finance costs	4.1	2.06	1.87
Contribution to the investor protection fund	15.42	11.48	9.89
Other expenses	890.69	848.53	646.68
Total Expenses	1,084.14	1009.39	789.94
Profit before Share of Profit / (Loss) of investment accounted for using equity method and Tax	451.05	356.31	309.88
Share of Profit / (Loss) of Associate	2.4	-1.36	-4.84
Profit / (Loss) before tax	453.44	354.95	305.04
Tax Expenses			
Current tax	105.3	80.31	72.02
Deferred Tax Expenses/(credit)	5.02	-0.81	-1.79
Total Tax Expenses	110.32	79.51	70.23
Profit/ (loss) after tax	343.12	275.45	234.81
Other Comprehensive Income	-3.14	-0.95	0.56
Share of profit of associate (net of tax)	1.05	0.35	1.74
Total comprehensive income for the year/period	341.04	274.85	237.11
Basic and Diluted Earnings per Equity Share	17.16	13.77	11.74
ROC	17.11%	16.36%	16.43%
ROCE	22.70%	21.30%	21.80%

Source: Company RHP, ACMIIL Retail Research

Risks and concerns

- Any significant disruption to systems or network, whether caused by a technical glitch, a security breach, or other issues, could severely impact on business.
- Operating under a stringent regulatory regime, the company faces potential regulatory proceedings and legal actions from the Securities and Exchange Board of India (SEBI) if it fails to comply with its legal and regulatory obligations
- Any inability to effectively manage and increase this network could adversely impact company's growth, cash flows, results of operation, and financial condition.
- A notable shift in investor preferences, moving away from securities trading and investment towards other avenues, could reduce the demand for their services.

ACMIIL Retail Research Products

Informational Products	Recommendation Products
Morning Notes	Momentum calls
Weekly Technical Synopsis	Smart Delivery trades
Quarterly Kaleidoscope	Positional technical calls
Market Pulse	Investment ideas
RBI Monetary Policy	Master trades High & Medium Risk
Budget Report	Techno Funda
Weekly Derivatives Synopsis	Stock Basket
Rollover Snapshot	Mutual fund model portfolios
Rollover Analysis (Monthly)	Portfolio Doctor
Special Report (Industry/Calendar year/Financial year)	IPO Note
Investment Idea	
Corporate Action Alert	

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