

Pine Labs Ltd

IPO Note



Subscribe
Expanding Capacity and Enhancing Market Presence in Renewable Sector

Pine Labs, founded in 1998, is a leading digital payment and FinTech company providing innovative solutions for payment infrastructure, transaction processing, and affordability services. It operates across India and international markets such as Malaysia, UAE, Singapore, Australia, the U.S., and Africa. Pine Labs serves over 988,000 merchants, 716 consumer brands, and 177 financial institutions globally, providing an integrated suite of services under its "Digital Infrastructure and Transaction Platform" and "Issuing and Acquiring Platform."

In FY25, Pine Labs processed transactions worth INR 11.42 Tn (USD 141 billion), handling over 5.67 billion transactions. Its platform Gross Transaction Value (GTV) grew at a CAGR of 36%, reaching INR 116.8 Tn, up from INR 25.2 Tn in FY20. The company expects its GTV to reach INR 256-276 Tn by FY29. For FY25, the company reported revenue from operations of INR 22,742.74 Mn, with a contribution margin of INR 17,288.83 Mn (77.90% of revenue), and an adjusted EBITDA of INR 3,567.16 Mn, yielding an adjusted EBITDA margin of 19.57%.

The proceeds from the IPO will be used primarily for reducing debt and expanding the technological infrastructure. Pine Labs plans to scale its offerings by improving digital payment solutions, extending its market presence in emerging regions, and investing in innovations like affordable payment solutions for micro-merchants in India.

The management team at Pine Labs is led by experienced professionals with deep expertise in the FinTech and payments sectors. Their strategic leadership has been a key factor in the company's success, positioning it as a leader in digital payments and payment infrastructure in India and other markets. The company's vision is to remain at the forefront of innovation in the payments and FinTech space, continuing to grow its market share both domestically and internationally.

Industry	Renewable Energy
-----------------	-------------------------

Scrip Details

Listing	BSE & NSE
Open Date	Nov 7, 2025
Close Date	Nov 11, 2025
Price Band	INR 210 – 221
Face Value	INR 1.0
Market Lot	67 Shares
Minimum Lot	1

Issue Structure

Issue Size (INR cr)	3,899.9
Issue Size (Shares)	17.6
QIB Share (%)	≥ 50%
Non-Inst Share (%)	≤ 15%
Retail Share (%)	≤ 10%
Pre Issue sh. (cr)	105.4
Post Issue sh. (cr)	114.8
Post Issue Market Cap (cr)	25,376.7

Shareholding (%)	Pre (%)	Post (%)
Promoter	0.0	0.0
Public	100.0	100.0
TOTAL	100.0	100.0

Key Consolidated Financial Data (INR Cr, unless specified)

	Net Revenue	EBITDA	Net Profit	EBITDA (%)	Net Profit (%)	EPS (INR)	BVPS (INR)	RoE (%)	RoIC (%)	P/E (X)	EV/EBITDA (X)
FY23	1597.7	4.0	-265.1	0.2	-16.6	-2.3	32.6	-7.1	29.6	-95.7	5188.0
FY24	1769.5	-24.9	-341.9	-1.4	-19.3	-3.0	30.8	-9.7	33.4	-74.2	-828.6
FY25	2274.3	218.1	-145.5	9.6	-6.4	-1.3	30.5	-4.1	4.4	-174.4	92.5

Source: Ventura Research & Company update

Issue Structure and Offer Details

Pine Labs IPO is a bookbuilding of INR 3,899.9 cr. The issue consists of fresh shares of 9.4 crores aggregating to INR 2,080.0 cr. and Offer for Sale of 8.2 crores shares aggregating to INR 1,819.9 cr.

Issue Structure	
Investor Category	Allocation
QIB	Not less than 75.00% of the Net Offer
NII (HNI)	Not more than 15.00% of the Net Offer
Retail	Not more than 10.00% of the Net Offer

Number of shares based on a higher price band of INR 221

Source: Company Reports

Objects of the Issue:

The Company proposes utilizing the Net Proceeds from the Offer towards the following objects:

1. Repayment/Prepayment of Borrowings – INR 532.0 Cr.

To reduce the outstanding borrowings and associated debt servicing costs of Pine Labs Limited. The funds will be used to prepay or repay certain borrowings availed from lenders, including Axis Bank Limited and Citibank N.A.

2. Investment in Subsidiaries for International Expansion – INR 60.0 Cr.

To fund the expansion of Pine Labs' subsidiaries in international markets. The investment will primarily target subsidiaries in Qwiksilver Singapore, Pine Payment Solutions (Malaysia), and Pine Labs UAE, focusing on enhancing their capabilities in prepaid solutions, card acquiring, and digital payment services in the respective regions.

3. Investment in IT Assets, Infrastructure, and Technology – INR 760.0 Cr.

To strengthen the Company's technological infrastructure, including:

- IT Assets and Cloud Infrastructure: INR 2,300.00 Mn
- Digital Check-out Points (DCPs): INR 4,300.00 Mn (partly in the subsidiary Synergistic for procuring DCPs).
- Technology Development: INR 1,000.00 Mn

This category will help Pine Labs enhance its operational efficiency and expand its product offerings in the digital payments and prepaid card segments.

4. General Corporate Purposes and Unidentified Inorganic Acquisitions

The remaining proceeds will be used for general corporate purposes, including operational and strategic initiatives, and for potential acquisitions.

Financial Summary

Fig in INR Cr (unless specified)	FY23	FY24	FY25	Fig in INR Cr (unless specified)	FY23	FY24	FY25
Income Statement				Per share data & Yields			
Revenue	1,597.7	1,769.5	2,274.3	Adjusted EPS (INR)	(2.3)	(3.0)	(1.3)
<i>YoY Growth (%)</i>	<i>71.1</i>	<i>10.8</i>	<i>28.5</i>	Adjusted Cash EPS (INR)	0.4	0.2	1.3
Raw Material Cost	109.0	156.7	285.3	Adjusted BVPS (INR)	32.6	30.8	30.5
<i>RM Cost to Sales (%)</i>	<i>6.8</i>	<i>8.9</i>	<i>12.5</i>	Adjusted CFO per share (INR)	(1.3)	(2.0)	0.4
Employee Cost	895.2	887.3	984.2	CFO Yield (%)	(0.6)	(0.9)	0.2
<i>Employee Cost to Sales (%)</i>	<i>56.0</i>	<i>50.1</i>	<i>43.3</i>	Adjusted FCF per share (INR)	(4.2)	(3.7)	(0.1)
Other Expenses	589.4	750.5	786.6	FCF Yield (%)	(1.9)	(1.7)	(0.1)
<i>Other Exp to Sales (%)</i>	<i>36.9</i>	<i>42.4</i>	<i>34.6</i>	Solvency Ratio (X)			
EBITDA	4.0	(24.9)	218.1	Total Debt to Equity	0.1	0.2	0.2
<i>Margin (%)</i>	<i>0.2</i>	<i>(1.4)</i>	<i>9.6</i>	Net Debt to Equity	(1.3)	(1.3)	(1.5)
<i>YoY Growth (%)</i>	<i>(96.5)</i>	<i>(728.8)</i>	<i>(974.3)</i>	Net Debt to EBITDA	(1,207.3)	188.5	(23.9)
Depreciation & Amortization	315.0	362.8	292.1	Return Ratios (%)			
EBIT	(311.1)	(387.7)	(74.0)	Return on Equity	(7.1)	(9.7)	(4.1)
<i>Margin (%)</i>	<i>(19.5)</i>	<i>(21.9)</i>	<i>(3.3)</i>	Return on Capital Employed	(7.0)	(8.2)	(1.8)
<i>YoY Growth (%)</i>	<i>316.0</i>	<i>24.6</i>	<i>(80.9)</i>	Return on Invested Capital	29.6	33.4	4.4
Other Income	94.2	54.6	53.1	Working Capital Ratios			
Bill discounting & other charges	35.7	64.5	79.0	Payable Days (Nos)	84	80	87
Fin Charges Coverage (X)	(8.7)	(6.0)	(0.9)	Inventory Days (Nos)	9	6	5
Exceptional Item	(36.8)	0.0	(36.6)	Receivable Days (Nos)	135	134	136
PBT	(289.5)	(397.6)	(136.4)	Net Working Capital Days (Nos)	60	60	53
<i>Margin (%)</i>	<i>(18.1)</i>	<i>(22.5)</i>	<i>(6.0)</i>	Net Working Capital to Sales (%)	16.3	16.4	14.7
<i>YoY Growth (%)</i>	<i>288.5</i>	<i>37.3</i>	<i>(65.7)</i>	Valuation (X)			
Tax Expense	(24.3)	(55.7)	9.1	P/E	(95.7)	(74.2)	(174.4)
<i>Tax Rate (%)</i>	<i>8.4</i>	<i>14.0</i>	<i>(6.7)</i>	P/BV	6.8	7.2	7.2
PAT	(265.1)	(341.9)	(145.5)	EV/EBITDA	5,188.0	(828.6)	92.5
<i>Margin (%)</i>	<i>(16.6)</i>	<i>(19.3)</i>	<i>(6.4)</i>	EV/Sales	12.9	11.7	8.9
<i>YoY Growth (%)</i>	<i>1,072.3</i>	<i>28.9</i>	<i>(57.4)</i>	Cash Flow Statement			
Min Int/Sh of Assoc	0.0	0.0	0.0	PBT	(289.5)	(397.6)	(136.4)
Net Profit	(265.1)	(341.9)	(145.5)	Adjustments	255.5	142.0	238.3
<i>Margin (%)</i>	<i>(16.6)</i>	<i>(19.3)</i>	<i>(6.4)</i>	Change in Working Capital	(142.7)	(29.1)	(43.1)
<i>YoY Growth (%)</i>	<i>1,072.3</i>	<i>28.9</i>	<i>(57.4)</i>	Less: Tax Paid	24.3	55.7	(9.1)
Balance Sheet				Cash Flow from Operations	(152.4)	(229.0)	49.7
Share Capital	0.0	0.1	0.1	Net Capital Expenditure	(364.3)	(257.0)	(148.5)
Total Reserves	3,739.0	3,541.8	3,506.1	Change in Investments	(6.6)	302.1	(10.7)
Shareholders Fund	3,739.0	3,541.9	3,506.2	Cash Flow from Investing	(370.8)	45.0	(159.2)
Long Term Borrowings	154.0	113.6	47.2	Change in Borrowings	35.5	(156.6)	(137.8)
Deferred Tax Assets / Liabilities	(66.2)	(130.8)	(140.2)	Less: Finance Cost	(35.7)	(64.5)	(79.0)
Other Long Term Liabilities	312.1	147.9	142.5	Proceeds from Equity	2.5	1.6	15.6
Long Term Trade Payables	0.0	0.0	0.0	Buyback of Shares	0.0	0.0	0.0
Long Term Provisions	39.1	39.6	48.7	Dividend Paid	0.0	0.0	0.0
Total Liabilities	4,178.0	3,712.3	3,604.4	Cash flow from Financing	2.3	(219.5)	(201.1)
Net Block	2,111.8	1,920.1	1,824.9	Net Cash Flow	(520.9)	(403.5)	(310.5)
Capital Work in Progress	213.0	121.5	47.1	Forex Effect	6.0	3.1	0.1
Intangible assets under development	56.2	100.1	113.2	Opening Balance of Cash	1,470.8	956.0	555.6
Non Current Investments	17.8	21.3	30.2	Closing Balance of Cash	956.0	555.6	245.2
Long Term Loans & Advances	205.8	172.3	217.1				
Other Non Current Assets	21.4	52.6	84.5				
Net Current Assets	1,552.0	1,324.5	1,287.3				
Total Assets	4,178.0	3,712.3	3,604.4				

Source: Company Reports

Disclosures and Disclaimer

Ventura Securities Limited (VSL) is a SEBI registered intermediary offering broking, depository and portfolio management services to clients. VSL is member of BSE, NSE and MCX-SX. VSL is a depository participant of NSDL. VSL states that no disciplinary action whatsoever has been taken by SEBI against it in last five years except administrative warning issued in connection with technical and venial lapses observed while inspection of books of accounts and records. Ventura Commodities Limited, Ventura Guaranty Limited, Ventura Insurance Brokers Limited and Ventura Allied Services Private Limited are associates of VSL. Research Analyst (RA) involved in the preparation of this research report and VSL disclose that neither RA nor VSL nor its associates (i) have any financial interest in the company which is the subject matter of this research report (ii) holds ownership of one percent or more in the securities of subject company (iii) have any material conflict of interest at the time of publication of this research report (iv) have received any compensation from the subject company in the past twelve months (v) have managed or co-managed public offering of securities for the subject company in past twelve months (vi) have received any compensation for investment banking merchant banking or brokerage services from the subject company in the past twelve months (vii) have received any compensation for product or services from the subject company in the past twelve months (viii) have received any compensation or other benefits from the subject company or third party in connection with the research report. RA involved in the preparation of this research report discloses that he / she has not served as an officer, director or employee of the subject company. RA involved in the preparation of this research report and VSL discloses that they have not been engaged in the market making activity for the subject company. Our sales people, dealers, traders and other professionals may provide oral or written market commentary or trading strategies to our clients that reflect opinions that are contrary to the opinions expressed herein. We may have earlier issued or may issue in future reports on the companies covered herein with recommendations/ information inconsistent or different those made in this report. In reviewing this document, you should be aware that any or all of the foregoing, among other things, may give rise to or potential conflicts of interest. We may rely on information barriers, such as "Chinese Walls" to control the flow of information contained in one or more areas within us, or other areas, units, groups or affiliates of VSL. This report is for information purposes only and this document/material should not be construed as an offer to sell or the solicitation of an offer to buy, purchase or subscribe to any securities, and neither this document nor anything contained herein shall form the basis of or be relied upon in connection with any contract or commitment whatsoever. This document does not solicit any action based on the material contained herein. It is for the general information of the clients / prospective clients of VSL. VSL will not treat recipients as clients by virtue of their receiving this report. It does not constitute a personal recommendation or take into account the particular investment objectives, financial situations, or needs of clients / prospective clients. Similarly, this document does not have regard to the specific investment objectives, financial situation/circumstances and the particular needs of any specific person who may receive this document. The securities discussed in this report may not be suitable for all investors. The appropriateness of a particular investment or strategy will depend on an investor's individual circumstances and objectives. Persons who may receive this document should consider and independently evaluate whether it is suitable for his/ her/their particular circumstances and, if necessary, seek professional/financial advice. And such person shall be responsible for conducting his/her/their own investigation and analysis of the information contained or referred to in this document and of evaluating the merits and risks involved in the securities forming the subject matter of this document. The projections and forecasts described in this report were based upon a number of estimates and assumptions and are inherently subject to significant uncertainties and contingencies. Projections and forecasts are necessarily speculative in nature, and it can be expected that one or more of the estimates on which the projections and forecasts were based will not materialize or will vary significantly from actual results, and such variances will likely increase over time. All projections and forecasts described in this report have been prepared solely by the authors of this report independently of the Company. These projections and forecasts were not prepared with a view toward compliance with published guidelines or generally accepted accounting principles. No independent accountants have expressed an opinion or any other form of assurance on these projections or forecasts. You should not regard the inclusion of the projections and forecasts described herein as a representation or warranty by VSL, its associates, the authors of this report or any other person that these projections or forecasts or their underlying assumptions will be achieved. For these reasons, you should only consider the projections and forecasts described in this report after carefully evaluating all of the information in this report, including the assumptions underlying such projections and forecasts. The price and value of the investments referred to in this document/material and the income from them may go down as well as up, and investors may realize losses on any investments. Past performance is not a guide for future performance. Future returns are not guaranteed and a loss of original capital may occur. Actual results may differ materially from those set forth in projections. Forward-looking statements are not predictions and may be subject to change without notice. We do not provide tax advice to our clients, and all investors are strongly advised to consult regarding any potential investment. VSL, the RA involved in the preparation of this research report and its associates accept no liabilities for any loss or damage of any kind arising out of the use of this report. This report/document has been prepared by VSL, based upon information available to the public and sources, believed to be reliable. No representation or warranty, express or implied is made that it is accurate or complete. VSL has reviewed the report and, in so far as it includes current or historical information, it is believed to be reliable, although its accuracy and completeness cannot be guaranteed. The opinions expressed in this document/material are subject to change without notice and have no obligation to tell you when opinions or information in this report change. This report or recommendations or information contained herein do/does not constitute or purport to constitute investment advice in publicly accessible media and should not be reproduced, transmitted or published by the recipient. The report is for the use and consumption of the recipient only. This publication may not be distributed to the public used by the public media without the express written consent of VSL. This report or any portion hereof may not be printed, sold or distributed without the written consent of VSL. This document does not constitute an offer or invitation to subscribe for or purchase or deal in any securities and neither this document nor anything contained herein shall form the basis of any contract or commitment whatsoever. This document is strictly confidential and is being furnished to you solely for your information, may not be distributed to the press or other media and may not be reproduced or redistributed to any other person. The opinions and projections expressed herein are entirely those of the author and are given as part of the normal research activity of VSL and are given as of this date and are subject to change without notice. Any opinion estimate or projection herein constitutes a view as of the date of this report and there can be no assurance that future results or events will be consistent with any such opinions, estimate or projection. This document has not been prepared by or in conjunction with or on behalf of or at the instigation of, or by arrangement with the company or any of its directors or any other person. Information in this document must not be relied upon because having been authorized or approved by the company or its directors or any other person. Any opinions and projections contained herein are entirely those of the authors. None of the company or its directors or any other person accepts any liability whatsoever for any loss arising from any use of this document or its contents or otherwise arising in connection therewith. The information contained herein is not intended for publication or distribution or circulation in any manner whatsoever and any unauthorized reading, dissemination, distribution or copying of this communication is prohibited unless otherwise expressly authorized. Please ensure that you have read "Risk Disclosure Document for Capital Market and Derivatives Segments" as prescribed by Securities and Exchange Board of India before investing in Securities Market.

Ventura Securities Limited - SEBI Registration No.: INH000001634

Corporate Office: I-Think Techno Campus, 8th Floor, 'B' Wing, Off Pokhran Road No 2, Eastern Express Highway, Thane (W) – 400608