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DRHP and Draft Abridged Prospectus)



TECHNOMED DEVICES INDIA LIMITED
CIN: U85300UP2018PLC101760

Registered Office	Contact Person	Email and Telephone	Website
2nd & 3rd Floor, B-43, Vibhuti Khand, Gomtinagar, Lucknow – 226 010, Uttar Pradesh	Ishika Singh Company Secretary & Compliance Officer	E-mail: admin@technomed.in Tel No: +91-9511118382	www.technomed.in

Promoter of the Company	RISHI AGARWAL, VIDHI AGARWAL AND RAHUL RAJAN
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DETAILS OF THE ISSUE				
Type	Fresh Issue Size (in ₹ lakhs)	OFS Size (by no. of Shares or by amount in ₹)	Total Issue Size (in ₹ lakhs)	Eligibility
Fresh Issue of Equity Shares	up to 5,76,000 Equity Shares aggregating up to ₹[●] lakhs	Nil	₹ [●] Lakhs	This Offer is being made in terms of regulation 229(1) and 253(1) of chapter IX of the SEBI (ICDR) Regulations, 2018 as amended.

DETAILS OF OFFER FOR SALE, SELLING SHAREHOLDERS AND THEIR AVERAGE COST OF ACQUISITION- NOT APPLICABLE AS THE ENTIRE ISSUE CONSTITUTES FRESH ISSUE OF EQUITY SHARES

RISK IN RELATION TO THE FIRST ISSUE

This being the first public issue of Equity Shares of our Company, there has been no formal market for the Equity Shares of our Company. The face value of the Equity Shares is ₹10. The Floor Price, Cap Price and Issue Price determined by our Company, in consultation with the Book Running Lead Manager, on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under “*Basis for Issue Price*” on page 79 should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing

GENERAL RISKS

Investments in Equity and Equity-related securities involve a degree of risk and investors should not invest any funds in this Issue unless they can afford to take the risk of losing their entire investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Issue. For taking an investment decision, investors must rely on their own examination of our Company and the Issue including the risks involved. The Equity Shares issued in the Issue have not been recommended or approved by the Securities and Exchange Board of India (“SEBI”), nor does SEBI guarantee the accuracy or adequacy of the Draft Red Herring Prospectus. Specific attention of the investors is invited to the section “*Risk Factors*” beginning on page 19 of Draft Red Herring Prospectus.

ISSUER ABSOLUTE RESPONSIBILITY

Our Company, having made all reasonable inquiries, accepts responsibility for and confirms that the Draft Red Herring Prospectus contains all information with regard to our Company and the Issue, which is material in the context of the Issue, that the information contained in the Draft Red Herring Prospectus is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes the Draft Red Herring Prospectus as a whole or any of such information or the expression of any such opinions or intentions, misleading in any material respect.

LISTING

The Equity Shares Issued through Red Herring Prospectus are proposed to be listed on the SME Platform of BSE Limited (“BSE SME”). In terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time. For the purpose of this Issue, the Designated Stock Exchange will be the BSE Limited (“BSE SME”).

BOOK RUNNING LEAD MANAGER TO THE ISSUE

Name and Logo	Contact Person	Email & Telephone
 Hem Securities HEM SECURITIES LIMITED	Deeksha Kaku	Email: ib@hemsecurities.com Tel. No.: +91- 22- 49060000

REGISTRAR TO THE ISSUE

Name and Logo	Contact Person	Email & Telephone
 Bigshare Services Pvt. Ltd. BIGSHARE SERVICES PRIVATE LIMITED	Babu Rapheal C.	Email: ipo@bigshareonline.com Tel No.: +91 022-6263 8200

BID/ISSUE PERIOD

ANCHOR PORTION ISSUE OPENS/ CLOSES ON*: [●]	BID/ISSUE OPENS ON**: [●]	BID/ISSUE CLOSES ON**: [●]***
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*The Company may, in consultation with the Book Running Lead Manager, consider participation by Anchor Investors in accordance with the SEBI ICDR Regulations. The Anchor Investor Bid/Issue Period shall be one Working Day prior to the Bid/Issue Opening Date.
**Our Company may, in consultation with the BRLM, consider closing the Bid/Issue Period for QIBs one Working Day prior to the Bid/Issue Closing Date, in accordance with the SEBI (ICDR) Regulations.
***The UPI mandate end time and date shall be at 05:00 p.m. on Bid/Issue Closing Day.

3. Expansion in Government Procurement

4. Maintaining cordial relationship with our Suppliers

5. Continue to enhance our core strengths by attracting, retaining qualified personnel

For further details, please refer to the chapter titled **“Our Business”** beginning on page 96 of the Draft Red Herring Prospectus.

SUMMARY OF THE INDUSTRY

The Drugs Controller General of India (DCGI), Dr. Rajeev Raghuvanshi, announced that 11 countries have already recognized Indian pharmacopoeia as their standard. He highlighted that India supplies drugs, vaccines, and medical devices to over 200 countries globally and is now approving, on average, 100 global clinical trials annually, reflecting the trust international research organizations and companies place in India’s regulatory system. India’s medical device industry is valued at around ₹ 94,017-1,02,564 crore (US\$ 11-12 billion) in FY24 and accounts for roughly 1.6% of the global market. Policy-makers expect the sector to expand to about US\$ 50 billion by 2030. The global market share of the medical device industry in India is expected to grow from 1.65% (2023-24) to 10%-12% within 25 years. India is the fourth largest Asian medical devices market after Japan, China, and South Korea, and among the top 20 medical devices markets globally. The Indian medical device market is segmented into five key areas: electronic equipment (56% share), disposables & consumables (26.5%), in-vitro diagnostics (8.1%), implants (7.1%), and surgical instruments (2.3%).

For further details, please refer to the chapter titled **“Industry Overview”** beginning on page 86 of the Draft Red Herring Prospectus.

PROMOTERS OF THE ISSUER COMPANY			
Sr. No.	Name	Individual/ Corporate	Experience & Educational Qualification
1.	Rishi Agarwal	Individual	Rishi Agarwal is the Chairman & Managing Director and Promoter of our Company. He holds Post Graduate Diploma in Business Management from Fore School of Management, New Delhi in year 2001 and is a qualified Doctors of Philosophy in Management from Babu Banarasi Das University, Lucknow in year 2025. He commenced his business journey in 2005 with the establishment of his proprietorship concern, Techno Medicals India. Over the course of more than 21 years, he has gained experience in the healthcare products and services industry. As the Chairman & Managing Director of our Company, he is responsible for overseeing the overall business operations and strategic affairs of our Company, including business planning and development and secretarial, legal and compliance functions. His extensive industry experience and understanding of the healthcare industry has contributed significantly to the growth and development of our Company.
2.	Rahul Rajan	Individual	Rahul Rajan is the Whole-time Director and Promoter of our Company. He holds a Post Graduate Diploma in Business Management from Indira School of Management Studies in year 2005. He has over 17 years of experience in Healthcare Sales and Marketing and was previously associated with Abbott Healthcare Pvt. Ltd. At present, he is responsible for Sales & Marketing and Customer Relationship Management in our Company.
3.	Vidhi Agarwal	Individual	Vidhi Agarwal is the Non-Executive Director and Promoter of our Company. She holds a Bachelor of Arts from University of Lucknow, in 2004. She has an overall experience of around 15 years in the field of Training and Education.

For details in respect of our Promoters, please refer to the chapter titled **“Our Promoters and Promoter Group”** beginning on page 136 of the Draft Red Herring Prospectus.

OBJECTS OF THE ISSUE

This Issue includes a fresh issue of upto 5,76,000 Equity Shares of our Company at an Issue Price of ₹ [●] per Equity Share.

(Amt. ₹ in Lakhs)

S. No	Particulars	Amount
1.	Funding to meet working capital requirements;	1,150.00
2.	General Corporate Purpose*	[●]
	Total	[●]

*To be finalized upon determination of the Issue Price and updated in the Prospectus prior to filing with the RoC. The amount utilized for general corporate purposes shall not exceed 15% of the Gross Proceeds or ₹ 10 crores whichever is lower.

PRE AND POST ISSUE SHAREHOLDING OF PROMOTER(S), MEMBERS OF THE PROMOTER GROUP AND TOP 10 SHAREHOLDERS

Sr. No.	Pre-Issue shareholding			Post-Issue shareholding as at the date of Allotment*	
	Name of Shareholders	Number of Equity Shares	Share Holding (in %)	At Floor Price and Cap Price	
				Number of Equity Shares	Shareholding (in %)
Promoter(s)					
1.	Rishi Agarwal	9,60,000	60.00	[●]	[●]10%
	Vidhi Agarwal	1,87,200	11.70	[●]	[●]10%
	Rahul Rajan	1,60,000	10.00		
Total (Promoters)		13,07,200	81.70	[●]	[●]10%
Members of Promoter Group					
2.	Sarth Agarwal	80,000	5.00	[●]	[●]10%
	Supriya Agrawal	57,600	3.60	[●]	[●]10%
Total (Promoter Group)		1,37,600	8.60	[●]	[●]10%
Top 10 Shareholders other than Promoter & Promoter Group					
3.	Arbind Kumar Mishra	88,000	5.50	[●]	[●]10%
	Manish Kumar Keshari	67,200	4.20	[●]	[●]10%
Total (Promoter Group)		1,55,200	9.70	[●]	[●]10%
Total (aggregate)		16,00,000	100.00%	[●]	[●]10%

- Notes:
- 1) Based on the Issue price of ₹ [●] and subject to finalization of the basis of allotment.

SUMMARY OF RESTATED FINANCIAL INFORMATION

Following are the details as per the restated financial statements for the financial years ended on March 31, 2026, March 31, 2025 and March 31, 2024:

(Amount ₹ in lakhs)

Sr. No	Particulars	For the year ended		
		March 31, 2026	March 31, 2025	March 31, 2024
1	Share capital	10.00	10.00	10.00
2	Net Worth	453.68	165.70	102.70
3	Revenue from operation	4,092.01	2,274.23	1,804.40
4	EBITDA	504.10	163.24	113.01
5	Profit after tax	287.99	63.00	47.96
6	Basic Earnings per share	18.00	3.94	3.00
7	Diluted Earnings per share	18.00	3.94	3.00
8	Return on Equity	92.99%	46.94%	55.58%
9	NAV per Equity Shares (based on Weighted Average Number of Shares - With Bonus issue effect)	28.36	10.36	6.42
10	Total borrowings	1,319.30	842.46	836.16
11	Cash flow from operating activities	(177.64)	182.86	(284.05)
12	Cash flow from investing activities	(127.29)	(92.14)	(63.71)
13	Cash flow from financing activities	312.39	(96.57)	263.90

For further details, please refer to the chapter titled “Restated Financial Statements” beginning on page 141 of the Draft Red Herring Prospectus.

SUMMARY OF KEY PERFORMANCE INDICATORS

(₹ In Lakhs except percentages and ratios)

Key Financial Performance	FY 2025-26	FY 2024-25	FY 2023-24
Revenue from operations ⁽¹⁾	4,092.01	2,274.23	1,804.40
EBITDA ⁽²⁾	504.10	163.24	113.01
EBITDA Margin ⁽³⁾	12.32%	7.18%	6.26%
PAT ⁽⁴⁾	287.99	63.00	47.96
PAT Margin ⁽⁵⁾	7.04%	2.77%	2.66%
RoCE (%) ⁽⁶⁾	27.48%	15.23%	11.45%
RoE (%) ⁽⁷⁾	92.99%	46.94%	55.58%
Net Worth ⁽⁸⁾	453.68	165.70	102.70

Notes:

⁽¹⁾ Revenue from operation means from operation means revenue from sales, service and other operating revenues

⁽²⁾ EBITDA is calculated as Profit before tax + Depreciation + Interest Expenses - Other Income+ + Loss on sale of PPE + Assets Discarded

⁽³⁾ ‘EBITDA Margin’ is calculated as EBITDA as a percentage of revenue from operations.

⁽⁴⁾ ‘PAT represents total net profit after tax for the year available for parent equity shareholder.

⁽⁵⁾ ‘PAT Margin’ is calculated as PAT divided by revenue from operations.

⁽⁶⁾ ‘Return on Capital Employed is calculated as EBIT divided by capital employed, which is defined as shareholders’ equity plus total borrowings {current & non-current} and deferred tax less intangible assets.

⁽⁷⁾ ‘Return on Equity is the ratio of Restated Profit after Tax and Average Shareholder’s equity.

⁽⁸⁾ ‘Net worth means Equity share capital + Reserves and surplus (including Securities Premium, General Reserve and surplus in statement of profit and loss but excluding Revaluation Reserve).

For further details, please refer to the chapter titled “Basis for Issue Price” beginning on page 79 of the Draft Red Herring Prospectus.

RISK FACTORS

The below mentioned risks are the top 10 internal risk factors as per the Draft Red Herring Prospectus:

- Our Company is dependent on certain suppliers and original equipment manufacturers (“OEMs”) for medical equipment we that we sell. Any delay or failure on the part of such suppliers to deliver products at acceptable prices, may adversely affect our business, profitability and reputation.
- Our business operations are dependent on our distribution network and relationships with distributors, and any disruption or deterioration in these relationships could adversely affect our business, financial conditions and results from operations.
- Geographical concentration of our revenue from operations may adversely affect our operations, business and financial condition.
- We depend on third parties to manufacture Techno Gloves segment. If these entities are unable or unwilling to manufacture our products, or if these organizations fail to comply with other applicable regulations or otherwise fail to meet our requirements, will adversely affect our business.
- We have not entered into long-term contracts with our major customers and typically operate on the basis of purchase orders, which could adversely impact our revenues and profitability.
- Our business is significantly dependent on our ability to successfully bid for and secure new contracts, which is inherently uncertain and subject to intense competition.
- We derive a significant portion of our revenue from the sale of our top 5 medical consumables i.e., Cardiac Stent, Balloon, Guidewire, Catheters and Sheaths. Any decline in the sales of our key product could have an adverse effect on our business, results of operations and financial condition.
- We purchase inventory in anticipation of sales. Inventories and trade receivables form a major part of our current assets. Failure to manage our inventory and trade receivables could have an adverse effect on our sales, profitability, cash flow and liquidity.
- Certain of our arrangements with Dealers may not provide us with exclusive rights to market and distribute their products in specific location, which may expose us to competition from other distributors and adversely affect our business and results of operations.
- Our insurance coverage may not be adequate to protect us against certain contingencies and this may have a material adverse effect on our business

For further details, please refer to the chapter titled “Risk Factors” beginning on page 19 of the Draft Red Herring Prospectus.

THE DETAILS OF THE WEIGHTED AVERAGE COST OF ACQUISITION OF SHARES FOR PROMOTERS

PARTICULARS	NUMBER OF EQUITY SHARES HELD AS ON DATE	WEIGHTED AVERAGE COST OF ACQUISITION (“WACA”) PER EQUITY SHARE (IN ₹)	WACA PER EQUITY SHARES ACQUIRED IN LAST ONE YEAR
Promoter(s)			
Rishi Agarwal	9,60,000	0.53	0.17
Vidhi Agarwal	1,87,200	0.63	-
Rahul Rajan	1,60,000	0.63	-

Weighted average cost of acquisition of all shares transacted in the one year and three years preceding the date of Draft Red Herring Prospectus:

PERIOD	WEIGHTED AVERAGE COST OF ACQUISITION (IN ₹)	CAP PRICE (₹[•]) IS ‘X’ TIMES THE WEIGHTED AVERAGE COST OF ACQUISITION	RANGE OF ACQUISITION PRICE: LOWEST PRICE – HIGHEST PRICE (IN ₹)
Last one year preceding the date of the Draft Red Herring Prospectus	3.12	[•]	0-480
Last three years preceding the date of the Draft Red Herring Prospectus	3.27	[•]	0-480

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL		
Sr. No.	Name	Designation (Independent / Wholetime / Executive / Nominee)
1.	Rishi Agarwal	Chairman & Managing Director
2.	Rahul Rajan	Whole-Time Director
3.	Vidhi Agarwal	Non-Executive Director
4.	Mohit Srivastava	Independent Director
5.	Aditya Singh	Independent Director
6.	Nirmal Dwivedi	Chief Financial Officer
7.	Ishika Singh	Company Secretary & Compliance Officer

For further details, please refer to the chapter titled “Our Management” beginning on page 123 of the Draft Red Herring Prospectus.

AUDITOR QUALIFICATIONS

There are no audit qualifications which have not been given effect in the Restated Financial Statements.

SUMMARY TABLE OF OUTSTANDING LITIGATIONS

A summary of outstanding litigations proceedings involving our Company, Promoters, Directors, KMPs, SMPs and Group Companies (*to the extent material to our Company*) as on the date of the Draft Red Herring Prospectus are as below:

(Amount ₹ in lakhs)					
S. No.	Name of Entity	Criminal Proceedings	Tax Proceedings	Material Civil Litigations	Aggregate amount involved
1.	Company				
	By the Company	-	-	-	-
	Against the Company	-	2	-	1.99^
2.	Promoters				
	By the Promoters	-	-	-	-
	Against the Promoters	-	17	-	490.71^^
3.	Directors (other than Promoters)				
	By the Directors	-	-	-	-
	Against the Directors	-	-	-	-
4.	Key Managerial Personal & Senior Management				
	By the Company	-	-	-	-
	Against the Company	-	-	-	-
5.	Group Company				
	By the Group Company	-	-	-	-
	Against the Group Company	-	-	-	-

^TDS default out of which demand of ₹ 0.31 Lakhs paid on September 25, 2026 which was not adjusted on portal.

^^TDS default out of which demand of ₹ 0.41 Lakhs paid on September 25, 2026 which was not adjusted on portal.

For further details, please refer to the chapter titled “Outstanding Litigations and Material Developments” beginning on page 203 of the Draft Red Herring Prospectus.

DECLARATION BY THE COMPANY

We hereby declare that all relevant provisions of the Companies Act, 2013 and the guidelines/regulations issued by the Government of India or the guidelines/regulations issued by the Securities and Exchange Board of India, established under Section 3 of the Securities and Exchange Board of India Act, 1992, as the case may be have been complied with and no statement made in the Draft Herring Prospectus is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or rules made or guidelines or regulation issued there under, as the case may be. We further certify that all statements in the Draft Red Herring Prospectus are true and correct.