



IPO Note

Diffusion Engineers Limited

Recommendation: APPLY!

Company Background -

- Incorporation: Diffusion Engineers Limited was originally formed and incorporated on Nov 05, 1982.
 The registered office is located at Nagpur, Maharashtra.
- Business Activity: The company is engaged in the business of manufacturing welding consumables, wear plates and wear parts and heavy engineering machinery. They also provide specialized repairs and reconditioning services for heavy machinery/ equipment and are involved in trading of anti-wear powders and welding and cutting machinery.
- **Revenue Stream:** The major revenue stream for the company includes welding and anti-wear consumables (Rs. 78.09 Cr), wear plate/ wear parts (Rs. 83.42 Cr) and heavy engineering equipment (Rs. 72.27 Cr) for FY2024.
- Human Resource: The company had 654 employees as of July 31, 2024.

Objects of the Issue -

- Funding capital expenditure requirements towards Proposed Expansion of their existing manufacturing facility at Unit IV
- Setting up of a new manufacturing facility at Hingna, Sonegaon District, Nagpur, Maharashtra ("Proposed Facility")
- Funding working capital requirements of the Company
- General Corporate Purposes

Promoters Name -

Prashant Garg, Dr. Nitin Garg and Chitra Garg

Rationale for recommendation -

- ✓ The PE ratio of 20.41 post-issue makes it fairly priced.
- ✓ The top line, bottom line and profitability margins have increased over the years and looks sustainable.
- ✓ The company is expanding its business by expanding their existing manufacturing facility Unit IV and setting up a new manufacturing unit.
- ✓ The company has vast experience in the industry.
- ✓ The management overview is decent.



IPO Details	
Opening Date	Sep 26, 2024
Closing Date	Sep 30, 2024
Allotment Date	Oct 01, 2024
Listing Date	Oct 04, 2024
Stock Exchange	BSE, NSE
Lot Size	88 Shares
Issue Price Per Share	₹159 to ₹168
Issue Size	158.00 Cr.
Fresh Issue	158.00 Cr.
Offer for Sale	-
	₹ 14,784 –
Application Amt	₹ 1,92,192 (88 to
	1,144 shares)

INDUSTRY – Electrodes - Welding Equipment P/E Ratio – 32.45

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		KPI	(In Crores)	
	KPI's	FY 22	FY 23	FY 24
	Revenue	204.59	254.88	278.14
	EBITDA	23.37	31.00	39.97
	Net Profit	17.05	22.14	30.80
	RoCE	15.04%	18.30%	17.96%
	ROE	14.13%	15.59%	16.15%
	P/E	27.63	21.24	15.36

Promoter Share Holding Pattern

Pre-Issue	Post Issue
93.10%	69.70%

Valuation Parameters								
Particulars Pre-Issue Post Issue								
EPS	10.94	8.23						
BVPS	0.68	0.93						
P/E	15.36	20.41						
P/BV	246.85	180.31						
Mkt Cap (In Cr)	470.76	628.76						

Lead Managers -

Unistone Capital Private Limited

Registrar -

Bigshare Services Private Limited

Recommendation: APPLY

Business Overview -



Diffusion Engineers Limited manufactures welding consumables, wear plates and wear parts and heavy engineering machinery for core industries. They provide specialized repairs and reconditioning services for heavy machinery and equipment. Additionally, they are also involved in trading of anti-wear powders and welding and cutting machinery. They also provide super conditioning process which is a surface treatment solution for machine components that enhances wear resistance, eliminates stress and improves their repairability ultimately extending their lifespan and reducing production costs. Furthermore, they also manufacture special purpose electrodes and flux cored wires which are utilized for manufacturing wear resistance plates. The company caters for the needs of various industries like cement, engineering, power, steel, sugar, glass, mining and many other industries and has a strong global presence.

Manufacturing Unit and Capacity Utilization -

The company has 4 manufacturing units located at Nagpur, Maharashtra. The average capacity utilization remained at 86.04% for welding electrodes, 38.14% for flux cored wire, 76.36% for wear plates, wear parts, fabrication and machining, 2.12% for anti-wear consumables and 84.14% for heavy engineering and wear plates in FY2024.

Utilization of Net Proceeds -

The net proceeds of the issue will be utilized for expansion of existing manufacturing facility unit IV (Rs. 71.38 Cr), setting up a new manufacturing unit (Rs. 30.38 Cr), working capital requirement (Rs. 22 Cr) and remaining for general corporate purposes.

Subsidiaries -

- 1. Diffusion Super Conditioning Services Private Limited ("DSCS") (98.95% shareholding)
- 2. Diffusion Hernon Adhesive and Sealant Private Limited ("DHAS") (95.00% shareholding)
- 3. Nowelco Industries Private Limited ("NIPL") (55.04% shareholding)
- 4. Diffusion Engineers Singapore Pte Ltd ("DES")– (100.00% shareholding)
- 5. Diffusion Wear Solutions Philippines Inc. ("DWSP") (99.99% shareholding)
- 6. Diffusion Eurasia Mühendislik Sanayi Ve Ticaret Anonim Şirketi ("DEMSTAS") – (70% shareholding)

Product Portfolio -

Product	Description & Uses	Products	Description & Uses
Special Purpose Electrodes	It is specially formulated maintenance purpose welding electrodes that ensure the enhancement of working performance with minimum heat input.	Wear Plates/ Wear Parts	Wear plates which are also known as abrasion-resistant plates, are used to reduce wear and tear on equipment surface caused by harsh working environment. They also provide maximum wear resistance, ease of assembly, reduction of replacement time with the aim to increase equipment availability and reduce downtime.
Cold Repair Compounds DIFFUSION Made Repair to Laboratory of Laboratory	These products are used for maintenance coatings, anti-corrosive coating, electrical insulation coating, structural coatings and floor coatings.	Flux Cored Wire	Flux-cored welding offers faster and more efficient welding due to continuous wire feed and protective flux.

Welding Service -

They specialize in enhancing the lifespan, reducing life cycle costs, and addressing the demand for spare parts in heavy machinery used by prominent core industries, including cement, power, and steel. Additionally, they also extend services like dispatching skilled and experienced technicians to their client's facilities for on-site heavy machinery maintenance and other job works.

Recommendation: APPLY

Heavy Engineering Equipment -

They manufacture and fabricate heavy engineering equipment. They do this at Unit IV. Their manufacturing facility is well equipped with machine tools to handle large industrial equipment. Few of their completed projects –



TYPE OF JOB - Tri-Sector Plate Assembly Industry – Power Plant



TYPE OF JOB - Mill Housing Industry – Cement Plant

Trading -

- 1. **Thermal Spray Powder -** They offer a wide range of atomized powders and source these from LSN Diffusion Limited (LSN), their joint venture based out of UK, for selling in the domestic market. These powders find applications in surface engineering, high-temperature brazing, and protection against wear, as well as in heat and corrosion-prone parts.
- 2. **Welding Equipment** They provide welding solutions, including welding machines, protective gear, and various welding essentials.

Revenue Bifurcation -

(Amt in Cr.)

Particulars	FY 2022		FY 2023		FY 2024	
	Amt	%	Amt	%	Amt	%
Welding and Anti-wear consumables	72.19	35.29	97.87	38.40	78.09	28.07
Wear plate/ wear parts	54.42	26.60	75.61	29.67	83.42	29.99
Heavy engineering equipment	55.01	26.89	53.13	20.85	72.27	25.98
Trading	14.14	6.91	17.46	6.85	23.34	8.39
Total	195.76	95.68	244.07	95.76	257.13	92.44
Revenue from subsidiary						
Welding and anti-wear consumables	5.04	2.46	6.59	2.58	6.38	2.29
Wear plate/ wear parts	2.56	1.25	0.88	0.35	13.66	4.91
Trading	1.24	0.61	3.34	1.31	0.98	0.35
Total	8.83	4.32	10.80	4.24	21.02	7.56
Total	204.59	100.00	254.88	100.00	278.15	100.00

Competition -

- **1. Market Competition:** The industry is highly competitive where the key metrics of competition is quality, price, and range of the products offered.
- **2. Geographic Competition:** The company faces competition in regional, national, and international players from large and small players.
- **3. Barriers to entry:** Moderate barriers to entry.
- **4. Threat of Substitutes:** Moderate threat of substitutes.
- **5. Bargaining power of Suppliers:** The bargaining power is low with the suppliers.
- **6. Bargaining Power of Buyers:** The bargaining power is high with the customers.

Business Strategies -

- 1. The company intends to venture into manufacturing of nickel, cobalt and iron-based powders.
- 2. The company intends to diversify their geographical presence in Turkey for which they have incorporated DEMSTAS.
- 3. Their strategic leasing program enables customers to access heavy equipment without incurring substantial upfront costs associated with outright purchase which has proven to be beneficial for them.
- 4. The company intends to diversify anti-wear solutions and heavy engineering equipment business into new industries.

Recommendation: APPLY

Risk Factors -

The company is highly dependent on few industries for the revenue generation and the top 5 industries (Cement, Engineering, Steel, Power and Sugar) contributed 75.28%, 70.90% and 74.65% for FY2024, 2023 and FY20233 respectively.

The company has filed 6 outstanding cases regarding criminal and tax matters amounting to Rs. 0.08 Cr. and there are 12 outstanding cases against the company for tax and regulatory matters amounting to Rs. 13.05 Cr.

The promoters have 9 cases against them regarding tax and regulatory matters amounting to Rs. 0.32 lakhs.

The company had negative cash flow from operations for FY2023.

INDUSTRY OVERVIEW

Global welding consumables industry -

In the welding consumables market, the Asia-Pacific region has the highest share, with around 41% contribution in global welding consumables market. North America has the second biggest market for welding consumables after Asia, due to the presence of large automotive and component manufacturers. In the Middle East and Africa region, growth is led by construction in GCC countries, such as the UAE, Qatar, and Saudi Arabia. In this region, key end industries with high consumption of welding consumables are construction and automobile. Latin American countries, such as Argentina, Mexico, Colombia, Brazil, Venezuela, where oil and gas is a key industry, are creating a demand for welding consumables market.

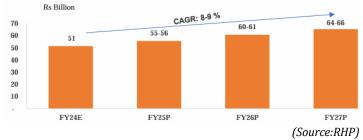
Global welding consumables industry



Welding Consumable Industry in India -

Welding consumables market in India is estimated at around Rs 51 billion in fiscal 2024, with fiscal 2027 projections around Rs 64-66 billion.

Trend in welding consumables market in India



Wear Plates Global Market -

The global wear plates market is estimated to be around \$3.6 billion for calendar 2023, with calendar 2027 projections around \$4.4 billion at ~5-6% CAGR.



(Source: RHP)

Wear Plates Market in India -

The wear plates market in India is estimated at around Rs 22 billion in fiscal 2024 and is expected to grow at a CAGR of 8-9% to ~Rs 28 billion in fiscal 2027.



Heavy Engineering Capital Goods Industry India –

India's heavy engineering capital goods industry is estimated to be Rs 3,100-3,200 billion as of fiscal 2024, and is projected to clock a CAGR of 7.5-8.5% over fiscals 2023-27 to reach Rs 3.800-3.900 billion.



(Source:RHP)

Recommendation: APPLY

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Key Management -

- The overall management of the company is decent.
- The promoter and management has good experience.
- There is an evidence of dual chairmanship, which is not favourable.
- The CFO has good and relevant experience.



Key Management Persons Name -	Prashant Garg			
Age	41			
Designation and No. of years of experience	Promoter, Chairman and Managing Director, 20 years of experience			
Qualification	Bachelor's degree in Engineering and MBA degree			
Responsibility	Responsible for the day-to-day affairs, looks after new product			
	development, infusion and upgradation of technology in operations			
	and production process of the Company			
Other Directorships	Nowelco Industries Private limited, Diffusion Super Conditioning			
	Services Private Limited, LSN Diffusion Limited etc.			
Key Management Persons Name -	Dr. Nitin Garg			
Age	48			
Designation	Promoter and Non-Executive Director			
Qualification	Bachelor's degree in medicine, Bachelor's degree in surgery,			
	Master's degree in general surgery and Master's degree in			
	neurosurgery			
Other Directorship	Diffusion Hernon Adhesive and Sealant Private Limited, Nowelco			
	Industries Private Limited, N K Garg Foundation etc.			
Key Management Persons Name -	Chitra Garg			
Age	71			
Designation	Promoter and Non-Executive Director			
Qualification	Master's degree in arts (Geography)			
Other Directorships	Diffusion Super Conditioning Services Private Limited and N K Garg			
	Foundation			
Key Management Persons Name -	Anil Trigunayat			
Age	68			
Designation	Independent Director			
Qualification	Master's degree in science (Physics), Diploma in Foreign Services			
	Programme			
Other Directorships	Wapcos Limited			
Key Management Persons Name -	Sherry Oommen			
Age	43			
Designation	Independent Director			
Qualification	Master's degree in commerce, Bachelor's degree in law, Member of			
-	ICSI, ICAI and ICMAI and Master's degree in international taxation			
Other Ventures	M/s. Omega Alliance			
Key Management Persons Name -	Deepali Bendre			
Age	53			
Designation and No. of years of experience	Independent Director, 27 years of experience in finance and			
Designation and not of years of experience	accounting matters			
Qualification	Master's degree in commerce, Chartered Accountant			
	1			
Other Ventures	M/s. Diwan & Dasture			

IPO Note – Diffusion Engineers Limited Recommendation: APPLY



FINANCIAL SNAPSHOT

Statement of Profit and Loss			Amt in Crores
Particulars	FY 22	FY 23	FY 24
Revenue from Operations	204.59	254.88	278.14
Other Income	4.16	3.80	7.42
<u>Total Income</u>	208.75	258.67	285.56
<u>Expenses</u>			
Cost of Material Consumed	116.63	137.63	129.23
Purchase of stock-in-trade	8.21	12.81	18.56
Changes in Inventories of finished goods,			
work-in-progress	-7.77	-2.83	-0.95
Manufacturing Expenses	26.45	32.86	38.82
Employee Benefit Expenses	26.90	30.76	36.06
Finance Cost	1.38	2.30	1.76
Depreciation and amortisation expense	4.16	3.84	4.55
Other expenses	11.69	15.76	17.57
Total Expenses	187.65	233.14	245.58
EBITDA	23.37	31.00	39.97
EBITDA Margin	11.42%	12.16%	14.37%
Share of Profit of Associates	0.88	3.12	1.36
Profit/(Loss) before tax and exceptional items	21.98	28.66	41.34
Exceptional Items	-	-	0.26
Profit/(Loss) before tax	21.98	28.66	41.08
<u>Tax Expense</u>			
Current tax	4.90	5.93	8.79
Excess/Short Provision of tax relating of previous years	-	0.18	-
Deferred Tax	0.03	0.40	1.49
Total Tax	4.93	6.52	10.28
Profit/(Loss) for the year	17.05	22.14	30.80
Net Profit Margin	8.33%	8.69%	11.07%
Statement of Assets and Liabilities			Amt in Crores
Particulars	FY 22	FY 23	FY 24
EQUITY AND LIABILITIES		-	
1. Shareholders' funds			
Share Capital	3.74	3.74	28.02
Other equity	116.91	138.26	162.68
Total Shareholder's Fund	120.65	142.00	190.70
Non-Controlling Interest	0.19	0.17	0.31
Total Equity	120.84	142.17	191.02
2. Non-current liabilities			
Financial Liabilities			
Borrowings	2.80	1.67	-
Other Financial Liabilities	0.65	0.84	1.00
Deferred Tax Liabilities (net)	3.36	3.76	5.24
Total Non-current liabilities	6.81	6.26	6.24
3. Current liabilities			
Financial Liabilities			
Borrowings	21.80	46.42	34.44
Trade Payables			
(i) Total outstanding dues of MSME	0.13	3.13	11.16
(ii) Total outstanding dues of creditors other than MSME	30.72	21.61	19.76
Other Financial liabilities	1.37	0.78	2.22
Other current liabilities	7.60	9.40	9.82
Provisions	0.27	0.57	0.93
Total Current liabilities	61.90	81.91	78.32

Recommendation: APPLY

RoE

14.13%

15.59%

16.15%

Interest Coverage Ratio

13.88

11.83

20.18

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Enablin	g Your P	ath to S	uccess	

necommendation.					Enabl	ing Your Path to S	uccess
Particulars Total Liabilities				FY 22 68.71	FY 23 88.18		Y 24
	vilitios			189.55	230.34		34.57 75.58
Total Equity and Liab ASSETS	mues			109.55	230.34	Z	75.50
1. Non-current assets	:						
Property, Plant & Equi				60.11	63.28	c	0.57
Capital Work-In-Progre	-			-	1.83		1.11
Intangible Assets				0.17	0.26		0.43
Financial Assets				*			
Investments				18.88	19.50	2	29.20
Other financial assets				5.87	6.40		6.21
Total Non-Current as	sets			85.03	91.26	13	27.51
2. Current assets							
Inventories				44.37	51.71	5	3.21
Financial Assets							
Trade Receivables				50.35	70.14		6.65
Cash & Cash equivalen				3.06	4.53		7.81
Bank balances other th	ian cash			0.51	0.003		-
Loans				2.78	5.01		5.55
Other financials assets				0.91	3.33		1.16
Other Current Assets				2.54	4.38	3.71	
Total Agests				104.52	139.08	148.08 275.59	
Total Assets				189.55	230.34	Z	/ 5.59
Cash Flow Statemen	t					Amt	in Crores
Particulars				FY 22	FY 23	F	Y 24
Net Cash Flow from Op	erating Activition	es		11.05	-4.74	3	39.10
Net Cash Flow from Inv	vesting Activitie	S		-15.20	-13.37	-;	38.56
Net Cash Flow from Fir	nancing Activitie	es		2.53	19.58		2.75
Key Ratios							
<u>Per Share Data</u>	FY 22	FY 23	FY 24	Valuation Ratios (x)	FY 22	FY 23	FY 24
Diluted EPS	6.08	7.91	10.94	EV/EBITDA	6.06	5.99	5.44
BV per share	3.23	3.80	0.68	Market Cap / Sales	307.33	246.69	226.06
Operating Ratios				P/E	27.63	21.24	15.36
EBITDA Margins	11.42%	12.16%	14.37%	Price to Book Value	52.04	44.22	246.85
PAT Margins	8.33%	8.69%	11.07%				
Inventory days	79.16	74.05	69.83	Solvency Ratios			
Debtor days	89.82	100.44	87.46	Debt / Equity	0.20	0.34	0.18
Creditor days	85.57	58.25	76.01	Current Ratio	1.69	1.70	1.89
Return Ratios				Quick Ratio	0.97	1.07	1.21
RoCE	15.04%	18.30%	17.96%	Asset Turnover	1.08	1.11	1.01
NOOL	10.01/0	10.00 /0	17.70/0	110000 1 01110 (C1	1.00	1.11	1.01

Recommendation: APPLY

FINANCIAL ANALYSIS -



- 1. The top line has increased over the years (by 25% in FY2023 and by 9% in FY2024). The increase in FY2023 was due to an increase in revenue from welding consumables, wear plates/ wear parts, trading activities and an increase in the volume of units sold. For FY2024, the increase was due to increase in revenue from wear plates/ wear parts, heavy engineering equipment, trading activities and increase in volume of units sold and a better product mix.
- 2. The net profit has increased consistently over the years by 30% in FY2023 and by 39% in FY 2024.
- 3. The PAT margin and EBITDA margin have also increased over the years and for FY2024 there was a slight jump which should not be a major concern as the cost of materials consumed slightly decreased which increased the profit.
- 4. The RoCE has seen a slight dip in FY2024 and ROE has increased consistently over the years.
- 5. The PE ratio has improved over the years.
- 6. The company had negative cash flow from operations for FY2023.

PEER ANALYSIS

Particulars	Diffusion Engineers Limited		Ador Welding Limited			AIA Engineering Limited			
	FY 22	FY 23	FY 24	FY 22	FY 23	FY 24	FY 22	FY 23	FY 24
NP Margin	8.3%	8.7%	11.1%	6.7%	7.6%	7.0%	16.6%	20.5%	22.1%
EBITDA Margin	11.4%	12.2%	14.4%	11.1%	12.1%	11.6%	23.7%	28.8%	31.6%
RoCE	15.0%	18.3%	18.0%	22.2%	25.0%	24.5%	16.4%	24.1%	22.6%
ROE	14.1%	15.6%	16.2%	16.0%	18.3%	17.4%	13.0%	18.6%	17.1%
EPS (INR)	6.08	7.91	10.94	33.11	43.60	46.47	65.70	111.95	120.39
P/E	27.63	21.24	15.36	19.38	21.11	29.50	24.92	25.93	32.52

Interpretation -

- The company has less market cap compared to its peers.
- The peer AIA Engineering Limited is not comparable in an apple-to-apple basis as the products/ services offered by the company is different from Diffusion Engineers Limited and their market cap is very large.
- The company's cash conversion cycle is less compared to Ador Welding Limited.
- The PE ratio of the company is low compared to peers.
- The NP margin and EBITDA margin of the company has grown consistently over the years compared to Ador Welding Limited.

Recommendation: APPLY

LEAD MANAGER TRACK RECORD -



The lead manager to the issue is Unistone Capital Private Limited. A table has been set below highlighting the details of the IPO of the last companies handled by the Lead Manager in recent times –

Unistone Capital Private Limited -

Sr. No.	Company Name	Issue Size in Cr.	Issue Price/Share (In INR)	Listing Date	CMP* (INR)
1.	Deccan Transcon Leasing Limited	65.06	108.00	Sep 24, 2024	110.25
2.	Arkade Developers Limited	410.00	128.00	Sep 24, 2024	165.85
3.	Shree Tirupati Balajee Agro Trading Company Limited	169.65	83.00	Sep 12, 2024	82.57
4.	Saraswati Saree Depot Limited	160.01	160.00	Aug 20, 2024	160.60
5.	Manglam Infra and Engineering Limited	27.62	56.00	July 31, 2024	68.00
6.	Platinum Industries Limited	253.32	171.00	Mar 05, 2024	410.05
7.	Exicom Tele-Systems Limited	429.00	142.00	Mar 05, 2024	324.05
8.	BLS E-Services Limited	310.91	135.00	Feb 06, 2024	233.55
9.	Valiant Laboratories Limited	152.46	140.00	Oct 06, 2023	116.85
10.	Unihealth Consultancy Limited	56.55	132.00	Sep 21, 2023	150.00

The company has handled 16 mandates in the past three years (including the current year).

As per the offer document, the above-mentioned mandates all have opened at a premium on the listing day.

^{*}CMP for the above-mentioned companies is taken as of 25th Sep 2024.

Recommendation: APPLY

Recommendation -



Diffusion Engineers Limited has been in the industry since 1982 and has vast experience in the industry. The management overview of the company is decent.

The P/E on a post-IPO basis is around 20.41 times which makes it fairly priced compared to its peers.

The company's top line, bottom line and profitability margins have increased over the years and looks sustainable in the long run. Also, the company has better cash conversion cycle compared to its peer Ador Welding Limited.

The company is raising funds through IPO for Funding capital expenditure requirements towards Proposed Expansion of existing manufacturing facility at Unit IV and Setting up of a new manufacturing facility at Hingna, Sonegaon District, Nagpur, Maharashtra ("Proposed Facility"), which will help them improve their top line in the long run.

Although, the industry is competitive and fragmented, Diffusion Engineers Limited has created a strong presence domestically as well as globally and its synergistic business model focused on forward integration transitioning from a manufacturer of welding electrodes to producing flux-cored wires, wear plates, wear parts and heavy engineering have helped them reduce their dependency on third-party manufacturers and reduce overall cost.

Thus, investors can **APPLY** to this IPO.

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