



# GREEN PORTFOLIO DISCLOSURE DOCUMENT

*(Updated till August 31, 2024)*



## DISCLOSURE DOCUMENT

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(As per the requirement of the Fifth Schedule & Regulation 22 of Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020).

- i. This Disclosure Document pertains to the disclosures hereby made by Green Portfolio Private Limited (the “Company/Portfolio Manager”). This Disclosure Document is filed with the Securities Exchange Board of India (“SEBI”) along with the certificate set out at Schedule I of this Disclosure Document, in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020.
- ii. The purpose of this Disclosure Document is to provide essential information about the Portfolio Management Services to assist and enable investors in making informed decisions prior to engaging the Portfolio Manager.
- iii. The Disclosure Document sets forth necessary information about the Portfolio Manager required by an investor before investing, and the investor may also be advised to retain the Disclosure Document for future reference.
- iv. The name, phone number, e-mail address of the Principal Officer so designated by the Portfolio Manager is:

<b>Name of the Principal Officer</b>	Mr. Divam Sharma
<b>Phone</b>	+91 99711 33005
<b>Email ID</b>	<a href="mailto:divam@greenportfolio.co">divam@greenportfolio.co</a>
<b>Registered Office Address</b>	3rd Floor, 10, Poorvi Marg, DLF Phase 2, Sector 25, Gurgaon, Haryana, India, 122008

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## 1. DISCLAIMER

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This Disclosure Document have been prepared in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and filed with SEBI. This Document has neither been approved nor disapproved by SEBI nor has SEBI certified the accuracy or adequacy of the contents of the Document.

## 2. DEFINITIONS

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Unless the context or meaning thereof otherwise requires, the following expressions shall have the meaning assigned to them hereunder respectively:

- i. **“Act”** means the Securities and Exchange Board of India Act, 1992 (15 of 1992) as amended from time to time.
- ii. **“Accreditation Agency”** means a subsidiary of a recognized stock exchange or a subsidiary of a depository or any other entity as may be specified by the Securities and Exchange Board of India from time to time.

*Explanation: For the purpose of this clause, the Securities and Exchange Board of India may recognize an accreditation agency subject to such conditions as may be specified.*

- iii. **“Accredited Investor”** means any person who is granted a certificate of accreditation by an accreditation agency who,
  - in case of an individual, Hindu Undivided Family, family trust or sole proprietorship has:
  - in case of a body corporate, has net worth of at least fifty crore rupees;
  - in case of a trust other than family trust, has net worth of at least fifty crore rupees;
  - in case of a partnership firm set up under the Indian Partnership Act, 1932, each partner independently meets the eligibility criteria for accreditation:

*Provided that the Central Government and the State Governments, developmental agencies set up under the aegis of the Central Government or the State Governments, funds set up by the Central Government or the State Governments, qualified institutional buyers as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Category I foreign portfolio investors, sovereign wealth funds and multilateral agencies and any other entity as may be specified by the Board from time to time, shall deemed to be an accredited investor and may not be required to obtain a certificate of accreditation*

- iv. **“Activation Date”** is the date when the sum equivalent to the funds or the securities respectively are received in the Client’s bank or Demat Account or the utilization of those funds/securities for portfolio management by the Portfolio Manager whichever is later.
- v. **“APMI”** means Association of Portfolio Managers in India, which has been constituted as a Trade Body for Portfolio Managers registered with the Securities & Exchange Board of India (SEBI).

- vi. **“Agreement”** means this Portfolio Management Service Agreement “PMS Agreement” executed between the Portfolio Manager and the Client in terms of Regulation 22 of SEBI (Portfolio Managers) Regulations, 2020 issued by the Securities and Exchange Board of India & includes any amendment thereto made in writing upon mutual consent of the Parties hereto and also includes the account opening form and schedules to this PMS Agreement provided that a Client request via its registered email address regarding change in information submitted by the client at the time of account opening with portfolio manager, fees, top up or redemption that has been accepted by the Portfolio Manager via its registered email address shall be considered as a valid amendment to this Agreement.
- vii. **“Applicable Laws”** means any applicable local or national statute, regulation, notification, circular, ordinance, requirement, directive, guidance or announcement issued by any Authority. For the avoidance of doubt, the term ‘Applicable Law’ shall also include the Regulations.
- viii. **“Application”** means the application made by the Client to the Portfolio Manager to invest its monies and/or Securities as mentioned therein with the Portfolio Manager for Portfolio Management Services. Upon execution of the Agreement by the Portfolio Manager, the Application shall be deemed to form an integral part of the Agreement. Provided that in case of any conflict between the contents of the Application and the provisions of the Agreement, the provisions of the Agreement shall prevail.
- ix. **“Assets”** means (i) the Portfolio and/or (ii) the Funds and (iii) all accruals thereto, and (iv) expenses due from the Client’s portfolio, payable by the Client as applicable.
- x. **“Bank Account”** means one or more bank accounts opened, maintained and operated by the Portfolio Manager in the name of the Client or pool account managed in the name of the Portfolio Manager for the purpose of managing funds on behalf of the Client with any of the Scheduled Commercial Banks.
- xi. **“Board”** means the Securities and Exchange Board of India established under sub-section (1) of Section 3 of the Securities and Exchange Board of India Act, 1992.
- xii. **“Body Corporate”** shall have the meaning assigned to it in or under clause (11) of Section 2 of the Companies Act, 2013.
- xiii. **“Chartered Accountant”** means a chartered accountant as defined in Clause (b) of Sub-Section (1) of Section 2 of the Chartered Accountants Act, 1949 (38 of 1949) and who holds a certificate of practice under the provisions therein.
- xiv. **“Client”** means the person who enters into an Agreement with the Portfolio Manager for managing its Portfolio and /or Funds.
- xv. **“Client Bank Account”** means one or more bank accounts opened, maintained and operated by the Portfolio Manager for the purpose of managing funds on behalf of the Client with any Scheduled Commercial Bank.
- xvi. **“Client Depository Account”** means one or more account or accounts opened, maintained and operated by the Portfolio Manager with any depository or

- depository participant registered under the SEBI (Depositories and Participants) Regulations, 1996 in accordance with the agreement entered into with the Client.
- xvii. **“Custodian”** means an entity that has been granted a certificate of registration to carry on the business of custodian of securities under the Securities and Exchange Board of India (Custodian of Securities) Regulations, 1996.
- xviii. **“Depository”** means Depository as defined in Depositories Act, 1996 (22 of 1996).
- xix. **“Depository Account”** means one or more account or accounts opened, maintained and operated by the Portfolio Manager with any depository or depository participant registered under the SEBI (Depositories and Participants) Regulations, 1996 in accordance with the agreement entered into with the Client.
- xx. **“Derivatives”** shall have the definition as per the Securities Contract Regulation Act, 1956.
- xxi. **“Disclosure Document”** shall mean this disclosure document filed by the Portfolio Manager with SEBI and as may be amended by the Portfolio Manager from time to time pursuant to the Regulations.
- xxii. **“Discretionary Portfolio Management Services”** (DPMS) means the portfolio management services rendered to the Client by the Portfolio Manager on the terms and conditions contained in the Agreement and in accordance with the various provisions of the Act, Rules and Regulations and/or other applicable laws in force and amendments made from time to time, where under the Portfolio Manager exercises discretion as to the investment and the management of the Assets of the client entirely at the Client’s risk, in such manner as the Portfolio Manager may deem fit in accordance with the terms of this Agreement.
- xxiii. **“Discretionary Portfolio Manager”** means a Portfolio Manager who exercises or may, under a contract relating to portfolio management, exercise any degree of discretion as to the investments or management of the portfolio of securities or the funds of the Client, as the case may be.
- xxiv. **“Financial Year”** means the year starting from April 01 and ending on March 31 of the following year.
- xxv. **“Funds”** means the monies managed by the Portfolio Manager on behalf of the Client pursuant to the Agreement and includes the monies mentioned in the Application, any further monies placed by the Client with the Portfolio Manager for being managed pursuant to the Agreement, the proceeds of the sale or other realization of the Portfolio and interest, dividend or other monies arising from the Assets, withdrawals, expenses and accruals so long as the same is managed by the Portfolio Manager in accordance with the provisions of the Agreement.
- xxvi. **“Large Value Accredited Investor”** means an accredited investor who has entered into an agreement with the portfolio manager for a minimum investment amount of ten crore rupees or such other amount, as may be specified by the Securities and Exchange Board of India, from time to time.
- xxvii. **“Minimum Investment”** for the purpose of compliance with SEBI’s PMS Regulations shall be computed by aggregating the market value of all securities and cash/bank balance of Client which are being managed by the Portfolio

Manager at the time of such computation. Client has to adhere to minimum investment requirement specified by SEBI or the Portfolio Manager, whichever is higher. However, the minimum investment amount shall not be applicable to the Accredited Investors.

- xxviii. **“Net Asset Value”** The Net Asset Value in respect of a particular quarter shall be determined based on daily average AUM (Assets under Management) over the course of the quarter. The Net Asset Value for any given day will be calculated by aggregating the following:
- (i) The total market value of all Securities as on the end of the day,
  - (ii) Cash/Bank balance as at the end of the day,
  - (iii) All income (dividend, interest, etc.) accrued on the investments over the course of the day.
  - (iv) And reducing from this aggregate the charges, fees, expenses and other costs.
  - (v) All receivables and payables due from / to the client at the end of the day.
- xxix. **“Non-discretionary Portfolio Management Services”** (NDPMS) means a portfolio management services under which the Portfolio Manager, subject to express prior instructions issued by the Client from time to time in writing, for an agreed fee structure and for a definite described period, invests in respect of the Client’s account in any type of security entirely at the Client’s risk and ensure that all benefits accrue to the Client’s Portfolio.
- xxx. **“Parties”** means the Portfolio Manager and the Client; and “Party” shall be construed accordingly.
- xxxi. **“Benchmark”** means the Benchmark selected by the Portfolio Manager pursuant to the SEBI circular dated December 16 2022, to indicate performance of the portfolio vis a vis markets, which enables investors to evaluate relative performance of portfolio managers.
- xxxii. **“Person”** includes an individual, a Hindu Undivided Family, a corporation, Company (as defined in section 2(20) of the Companies Act, 2013), a Body Corporate as defined in section 2 (11) of the Companies Act, 2013, a partnership (whether limited or unlimited), a limited liability company, a body of individuals, an association, a proprietorship, a trust, an institutional investor and any other entity or organization whether incorporated or not, whether Indian or foreign, including a government or an agency or instrumentality thereof.
- xxxiii. **“Portfolio”** means the Securities managed by the Portfolio Manager on behalf of the Client pursuant to the Agreement and includes any Securities mentioned in the Application and any further Securities placed by the Client with the Portfolio Manager for being managed from time to time, Securities acquired by the Portfolio Manager through investment of Funds and bonus and rights shares or otherwise in respect of Securities forming part of the Portfolio, so long as the same is managed by the Portfolio Manager.

- xxxiv. **“Portfolio Manager”** shall have the same meaning as given in regulation 2 (o) of the SEBI (Portfolio Managers) Regulations, 2020 as amended from time to time.
- xxxv. **“Portfolio Management Services”** means the Discretionary Portfolio Management Services or Non-Discretionary Portfolio Management Services or Advisory Services, as the context may be and may include services such as advisory, investment management, custody of securities and keeping track of corporate benefits associated with the securities.
- xxxvi. **“Power of Attorney”** means the power of attorney to be executed by the Client in favor of the Portfolio Manager in the format specified by the Portfolio Manager, including any additional power of attorney(s) from time to time, in favor of the Portfolio Manager.
- xxxvii. **“Principal Officer”** means an employee of the Portfolio Manager who has been designated as such by the Portfolio Manager and is responsible for: -
- i) the decisions made by the portfolio manager for the management or administration of a portfolio of securities or the funds of the client, as the case may be;
  - ii) all other operations of the portfolio managers;
- xxxviii. **“Related party”** means in relation to a portfolio manager, means –
- a director, partner or his relative;
  - a key managerial personnel or his relative;
  - a firm, in which a director, partner, manager or his relative is a partner;
  - a private company in which a director, partner or manager or his relative is a member or director;
  - a public company in which a director, partner or manager is a director or holds along with his relatives, more than two per cent. of its paid-up share capital;
  - any body corporate whose board of directors, managing director or manager is accustomed to act in accordance with the advice, directions or instructions of a director, partner or manager;
  - any person on whose advice, directions or instructions a director, partner or manager is accustomed to act:

Provided that nothing in sub-clauses (vi) and (vii) shall apply to the advice, directions or instructions given in a professional capacity;

- any body corporate which is –
  - (A) a holding, subsidiary, or an associate company of the portfolio manager; or
  - (B) a subsidiary of a holding company to which the portfolio manager is also a subsidiary;
  - (C) an investing company or the venturer of the portfolio manager;

*Explanation – For the purpose of this clause, “investing company or the venturer of a portfolio manager” means a body corporate whose investment in the portfolio manager would result in the portfolio manager becoming an associate of the body corporate.*



- a related party as defined under the applicable accounting standards;
- such other person as may be specified by the Board:

Provided that,

(a) any person or entity forming a part of the promoter or promoter group of the listed entity; or

(b) any person or any entity, holding equity shares:

- of twenty per cent or more; or

- of ten per cent or more, with effect from April 1, 2023;

in the listed entity either directly or on a beneficial interest basis as provided under section 89 of the Companies Act, 2013, at any time, during the immediate preceding financial year;

shall be deemed to be a related party;

xxxix. **“Regulations”** means the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020, as amended from time to time.

xl. **“Scheduled Commercial Bank”** means any bank included in the second Schedule to the Reserve Bank of India Act, 1934 (2 of 1934).

xli. **“SEBI”** means the Securities and Exchange Board of India established under sub-section (1) of Section 3 of the Securities and Exchange Board of India Act 1992 as amended from time to time.

xlii. **“Securities”** includes: “Securities” as defined under the Securities Contracts (Regulation) Act, 1956 as amended from time to time and includes:

(a) “Securities” as defined under the Securities Contracts (Regulations) Act, 1956;

(b) Shares, scrips, stocks, bonds, debentures, debenture stock or other marketable securities of a like nature in or of any incorporated company or other Body Corporate;

(c) derivative;

(d) units or any other instrument issued by any collective investment scheme to the investors in such schemes;

(e) security receipt as defined in clause (zg) of section 2 of the Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;

(f) units or any other such instrument issued to the investors under any mutual fund scheme;

(g) any certificate or instrument (by whatever named called), issued to an investor by any issuer being a special purpose distinct entity which possesses any debt or receivable, including mortgage debt, assigned to such entity, and acknowledging

beneficial interest of such investor in such debt or receivable, including mortgage debt;

(h) Government securities;

(i) such other instruments as may be declared by the Central Government to be securities;

(j) rights or interest in securities;

(k) Exchange Traded Funds; and

(l) Liquid Funds

**Note:** *Words and expressions used in this Disclosure Document and not expressly defined shall be interpreted according to their general meaning and usage. The definitions are not exhaustive. They have been included only for the purpose of clarity and shall in addition be interpreted according to their general meaning and usage and shall also carry meanings assigned to them in regulations governing Portfolio Management Services.*

### 3. DESCRIPTION

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**a. History, Present, and Background of the portfolio manager:**

The Company, having Corporate Identification Number (CIN) U67190HR2014PTC124368 was incorporated on July 07, 2014, and has its registered office & corporate office at 3rd Floor, 10, Poorvi Marg, DLF Phase 2, Sector 25, Gurgaon, Haryana, India, 122008. The Company is incorporated with the objective of carrying out Portfolio Management Services. Green Portfolio has been registered as a Portfolio Manager with SEBI on June 11, 2018 vide Registration No. INP000006022 under SEBI (Portfolio Managers) Regulations, 1993.

**b. Promoters of the portfolio manager, directors and their background:**

Name	Qualification	Brief Experience
Anuj Jain (Promoter/ Director)	Chartered Accountant	With over 10 years in Financial Consultancy as a practicing Chartered Accountant and over 15 years of investing in the stock market, Mr. Anuj is a valuable guiding force for the company. He is a part of the company as a Research Head and is responsible for overseeing all aspects of the company's research related work for the Portfolio Management business segment.
Divam Sharma (Promoter/ Director)	Chartered Accountant	With over 15 years of experience in managing investments in the stock market, Mr. Divam has been the driving force of the company since its inception. He is responsible for customer management, business development and research, and has played a pivotal role in company's success.

**c. Group company information:**

Green Portfolio Private Limited do does not have any Holding/Subsidiary / Associate Companies as of now.

However, directors / promoters hold controlling stake in the following company(s) / organisation(s):

- Green Incubators Private Limited: Green Incubators Private Limited (GIPL), previously known as Green Advisors Private Limited is a group company jointly held by the Directors of the Company.
- Green Alpha Portfolio LLP: It is also a group organisation which is jointly held by **Mrs. Kalpana Jain**, Director and **Mr. Anuj Jain**, Research Head & Shareholder of Green Portfolio. It was incorporated on January 06, 2022. It is yet to start any operations.
- Alpha Nivesh Private Limited: Alpha Nivesh Private Limited is a group company jointly held by the shareholder/ shareholder(s) of the Company.

**d. Details of the services being offered by the Portfolio Manager:**

The Portfolio Manager intends to offer services of discretionary portfolio management, non-discretionary portfolio management and that of investment advisory as set out in the details provided below.

All clients will have the option to be onboarded directly to avail these services, without intermediation of persons engaged in distribution services.

*i. Discretionary Services:*

Under these services, the choice as well as the timings of the investment decisions would rest solely with the Portfolio Manager and the Portfolio Manager can exercise any degree of discretion in the investments or management of Assets of the Client. The Securities to be invested by the Portfolio Manager for Clients may differ from Client to Client. The Portfolio Manager's decision (taken in good faith) in deployment of the Client's fund's is absolute and final and can never be called in question or be open to review at any time during the currency of the Agreement or at any time thereafter except on the ground of fraud, conflict of interest or gross negligence. This right of the Portfolio Manager shall be exercised strictly in accordance with the relevant Acts, Regulations, guidelines, and notifications in force from time to time. Statements in respect to Client's Portfolio shall be sent to the respective Client at a frequency not less than as determined by law.

*ii. Non-Discretionary Services:*

Under the Non-Discretionary Portfolio Management Services, the portfolio of the Client shall be managed in consultation with the Client and in accordance with the instructions of the Client. Under this service, the Assets will be managed as per express prior instructions issued by the Client from time to time. The Client will have complete discretion to decide on the investment (Stock Quantity and Price or amount). In this case, the Portfolio Manager shall be responsible for inter alia

managing transaction execution, accounting, recording of corporate benefits, valuation, and reporting aspects on behalf of the Client entirely at the Client's risk.

*iii. Advisory Services:*

Under these services, the Portfolio Manager advises the Client on investments in general or any specific advice required by the Clients and agreed upon in the Client agreement. The Portfolio Manager will render the best possible advice to the Client having regard to the Client's needs and the environment, the same can be binding or non-binding in nature in accordance with the terms mentioned in the Agreement. For such services, the Portfolio Manager shall charge the Client a fee for services rendered as mentioned in the Agreement. The advice may be either general or specific in nature and may pertain to a particular portfolio. Entry / exit timing, execution and settlement are solely the Client's responsibility.

**e. Services offered/Proposed to be offered to Large Value Accredited Investors**

Notwithstanding to the contents of agreement specified under Schedule IV of SEBI (Portfolio Managers) Regulations, 2020 (Regulations) and to the extent it is permissible under the said Regulations, related guidelines and directives issued by SEBI from time to time, the services offered/proposed to be offered by the Portfolio Manager to a Large value Accredited Investors, shall be subject to the terms and conditions as mutually agreed between such Large value Accredited Investor and the Portfolio Manager in the agreement.

Subject to above and to the extent it is permissible under the aforesaid Regulations, related guidelines and directives issued by SEBI from time to time, the portfolio manager may offer discretionary or non-discretionary or advisory services for investment up to hundred percent (100%) of the assets under management of the Large Value Accredited Investors in unlisted securities.

**4. PENALTIES, PENDING LITIGATION OR PROCEEDINGS, FINDINGS OF INSPECTION OR INVESTIGATIONS FOR WHICH ACTION MAY HAVE BEEN TAKEN OR INITIATED BY ANY REGULATORY AUTHORITY:**

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i. All cases of penalties imposed by the Board or the directions issued by the Board under the Act or Regulations made there under relating to Portfolio Management Services.

**No such cases of penalties.**

ii. The nature of the penalty / direction.

**None**

iii. Penalties imposed for any economic offence and / or for violation of any securities laws relating to Portfolio Management Services.

**No such cases of penalties.**

- iv. Any pending material litigation/legal proceedings against the Portfolio Manager/key personnel with separate disclosure regarding pending criminal cases, if any.

**No such cases.**

- v. Any deficiency in the systems and operations of the Portfolio Manager observed by the Board or any regulatory agency in relation to Portfolio Management Services for which action may have been taken or initiated.
- **SEBI vide its letter dated October 31, 2023, warned the portfolio manager for the minimum investment amount of the clients, ensuring proper trade allocations amongst clients & dispatching periodical reports to the clients.**
  - **SEBI vide its letter dated September 10, 2024, warned the portfolio manager to maintain the minimum Networth requirement under SEBI (Portfolio Managers) Regulations, 2020.**
- vi. Any enquiry/ adjudication proceedings initiated by the Board against the portfolio manager or its directors, principal officer or employee or any person directly or indirectly connected with the portfolio manager or its directors, principal officer, or employee, under the Act or rules or regulations made thereunder.

**None**

## **5. SERVICES OFFERED / PROPOSED TO BE OFFERED**

### ***A. Under Discretionary Portfolio Management Services (DPMS) category -***

- i. Investment Objectives and policies:

### **❖ GREEN PORTFOLIO SPECIAL FUND**

Strategy	Equity
Investment Objective	<p>The investment objective of the PMS business is to consistently grow our investor's wealth through disciplined selection and allocation of investment capital while ensuring protection from capital erosion.</p> <p>Over the years our Fund Managers have consistently compounded wealth by identifying and investing in Multi Bagger stocks.</p> <p>This is a Growth at Reasonable Price strategy with utmost importance on corporate governance, growth prospects, industry dynamics, key company fundamentals, valuations and promoter integrity. We also emphasize the company's marketing strategy, R&amp;D spend, product capabilities, competition, feedback from stakeholders.</p>
Investment Attribute	<p>Flagship scheme of Green Portfolio. Moderate risk, High return. Investments are made in select Mid and small cap companies with impeccable fundamentals. Some large cap companies are also included.</p>

Allocation of portfolio across types of Securities	<ul style="list-style-type: none"> <li>- Up to 100% is invested in listed equities;</li> <li>- Remaining is held in Cash/Cash equivalents &amp; Mutual Funds / ETFs at the discretion of the Portfolio Manager</li> </ul>
Basis of selection of such types of securities	The portfolio manager seeks to generate returns for the client through price appreciation of the stocks held over a period of time. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. categorisation	Multi Cap
Number of Scrips	Approx. 15 to 20 scrips. <i>(However, it may increase over time as and when new shares are added in the scrip list.)</i>
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	The portfolio will consist of a variation / combination of large cap, mid cap & small cap companies. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.
Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

❖ **MNC ADVANTAGE FUND**

Strategy	Equity
Investment Objective	<p>The objective of the fund is to deliver consistent capital appreciation by investing in multi-national corporations that have a strong parentage, internationally appreciated brands and a good corporate governance structure.</p> <p>The corporations included in the fund will have successful international operations, ongoing R&amp;D and CAPEX programs, access to global research, along with a strong market share in its industry. The deployment of funds is conducted in a staggered manner, equipping us to outperform the Index and deliver outstanding returns.</p>

Investment Attribute	Under this investment approach, we will invest in Multinational companies with strong parentage, brand, and market share. These companies have access to global research, products and experience and have good corporate governance structure.
Allocation of portfolio across types of Securities	- Up to 100% is invested in listed equities; - Remaining is held in Cash/Cash equivalents, Mutual Funds, ETFs & REITS at the discretion of the Portfolio Manager
Basis of selection of such types of securities	Under this investment approach, we will invest in Multinational companies with strong parentage, brand, and market share. The portfolio manager seeks to generate returns for the client through price appreciation of the stocks held over a period of time. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. Categorisation	Thematic
Number of Scrips	Approx. 15 to 20 scrips. <i>(However, it may increase over time as and when new shares are added in the scrip list.)</i>
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	Under this investment approach, we will invest in Multinational companies with strong parentage, brand, and market share. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.
Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

❖ **DIVIDEND YIELD FUND**

Strategy	Equity
Investment Objective	The objective of the fund is to generate dividends along with capital appreciation for investors, through a diversified set of equities from various sectors. It is essential for the companies to exhibit a high degree of corporate governance, consistent growth patterns, and future growth



	<p>prospects and have a high dividend yield. Since these stocks have a proven track record of financial excellence and distribute a commendable portion of their earning, they almost always assure a lucrative return to the investor.</p> <p>We aim to provide substantial gains in the medium to long term, with a minimum time horizon of three years. And throughout this investment period, we provide comprehensive research reports on a quarterly basis.</p>
Investment Attribute	These shares provide a regular income to the investors, irrespective of overall market performance. We build this portfolio with stocks of quality management, good business prospects and high dividend income also ensuring capital appreciation.
Allocation of portfolio across types of Securities	<ul style="list-style-type: none"> <li>- Up to 100% is invested in listed equities;</li> <li>- Remaining is held in Cash/Cash equivalents, Mutual Funds, ETFs &amp; REITS at the discretion of the Portfolio Manager</li> </ul>
Basis of selection of such types of securities	We build this portfolio with stocks of quality management, good business prospects and high dividend income also ensuring capital appreciation. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. categorisation	Thematic
Number of Scrips	Approx. 15 to 20 scrips. <i>(However, it may increase over time as and when new shares are added in the scrip list.)</i>
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	We build this portfolio with stocks of quality management, good business prospects and high dividend income also ensuring capital appreciation. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.
Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

❖ **SUPER 30 DYNAMIC FUND**

Strategy	Equity
Investment Objective	<p>The objective of this fund is to provide a very high reward but with a higher than usual risk. The businesses chosen in this fund are turnarounds that lead to a spike in performance due to a special situation forming such as a change in key management, M&amp;A, deleveraging etc.</p> <p>We aim to provide substantial gains in the medium to long term, with a minimum time horizon of three years. And throughout this investment period, we provide comprehensive research reports on a quarterly basis.</p>
Investment Attribute	We aim to provide substantial gains in the medium to long term, with a minimum time horizon of three years. And throughout this investment period, we provide comprehensive research reports on a quarterly basis.
Allocation of portfolio across types of Securities	<ul style="list-style-type: none"> <li>- Up to 100% is invested in listed equities;</li> <li>- Remaining is held in Cash/Cash equivalents &amp; Mutual Funds / ETFs at the discretion of the Portfolio Manager</li> </ul>
Basis of selection of such types of securities	The objective of this fund is to provide a very high reward but with a higher than usual risk. We build this portfolio with stocks of quality management, good business prospects and high dividend income also ensuring capital appreciation. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. categorisation	Thematic
Number of Scrips	Approx. 15 to 20 scrips. <i>(However, it may increase over time as and when new shares are added in the scrip list.)</i>
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	The portfolio will consist of a variation / combination of mid cap & small cap companies substantially. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.
Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the	Please refer to para 6 on Risk factor

investment approach	
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❖ **FUND OF FUNDS**

Strategy	Equity
Investment Objective	Generating sustainable return while investing into other funds with least involvement. This scheme also holds legacy shares of clients till the time they are liquidated.
Investment Attribute	Investing into Moderate risk return Funds. Investments are made in select funds dedicated to Mid and small cap companies with least volatility. Legacy shares of clients are also included in this Fund.
Allocation of portfolio across types of Securities	- Up to 100% is invested in listed equities; - Remaining is held in Cash/Cash equivalents, Mutual Funds, ETFs & REITS at the discretion of the Portfolio Manager.
Basis of selection of such types of securities	The portfolio manager seeks to generate returns for the client through price appreciation of the stocks held over a period of time. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. categorisation	Fund of Funds
Number of Funds	5
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	Generating sustainable return while investing into other funds with least involvement. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.
Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

❖ **THE IMPACT ESG FUND**

Strategy	Equity
Investment Objective	<p>The overall objective is to select undervalued stories that will multiply investor wealth over our investment horizon - three to five years. Stocks in this fund are backed by companies that respect strong ESG pillars. These businesses will be heavily adherent to their circle of ESG parameters. The fund utilizes a best-in-class approach wherein we achieve sector diversification and select the finest businesses in those sectors. Equal weightage is placed on all three pillars - Environment, Social, and Governance.</p> <p>The fund does not rely on blanket parameters and mechanically calculated metrics, we follow our own methodology in classifying companies, and this subjectivity makes us stand out.</p> <p>In the 'Impact ESG' Fund, we have selected companies where there is an actual ground-level positive impact on the ESG side due to the company's operations.</p>
Investment Attribute	We aim to provide substantial gains in the medium to long term while ensuring that the money is invested in ESG compliant Companies, with a minimum time horizon of three years. ESG is also evaluated from the perspective of 'Impact'. Rather than investing only into companies that have no negative effect on ESG, this scheme aims to invest in companies with positive impact.
Allocation of portfolio across types of Securities	<ul style="list-style-type: none"> <li>- Up to 100% is invested in listed equities;</li> <li>- Remaining is held in Cash/Cash equivalents &amp; Mutual Funds / ETFs at the discretion of the Portfolio Manager</li> </ul>
Basis of selection of such types of securities	We aim to provide substantial gains in the medium to long term while ensuring that the money is invested in ESG compliant Companies. The portfolio manager seeks to generate returns for the client through price appreciation of the stocks held over a period of time. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. categorisation	Thematic
Number of Scrips	Approx. 15 to 20 scrips. <i>(However, it may increase over time as and when new shares are added in the scrip list.)</i>
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	We aim to provide substantial gains in the medium to long term while ensuring that the money is invested in ESG compliant Companies. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.

Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

## ❖ THE GREEN ETHICAL FUND

Strategy	Equity
Investment Objective	The investment objective of this fund is to grow investor wealth through disciplined capital allocation strategies in a flexi-cap portfolio structure with 15-20 stocks. The aim is to achieve this growth whilst remaining compliant under shariah rules of finance, based on the screening provided to us by our screening partner Data Ratings Intelligence. The portfolio will employ a GARP strategy with utmost importance on corporate governance, promoter integrity, and valuations to ensure protection from capital erosion.
Investment Attribute	We aim to provide consistent and substantial gains in the long term whilst investing in Shariah Compliant stocks. With a minimum time horizon of 3 years in the portfolio.
Allocation of portfolio across types of Securities	- Up to 100% in listed equities that are Shariah Compliant; - Remaining is held in Cash, we do not hold debt products (liquid funds) in this portfolio as a replacement to cash.
Basis of selection of such types of securities	We aim to provide substantial gains in the medium to long term while ensuring that the money is invested in Shariah compliant companies. The portfolio manager seeks to generate returns for the client through price appreciation of the stocks held over a period of time. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Number of Scrips	Approx. 15 to 20 scrips. <i>(However, it may increase over time as and when new shares are added in the scrip list.)</i>
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	We aim to provide substantial gains in the medium to long term while ensuring that the money is invested in Shariah compliant Companies. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.

Investment / Market cap. categorisation	Multi Cap
Investment in derivatives	The portfolio manager does not invest in the derivatives for its clients for this investment approach.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

ii. Investment in Associate / Group Companies:

The Portfolio Manager will not be investing in any of its associates / group companies as of now. However, if in the future there is any investment as such, it will be based on the evaluation mechanism being adopted for other investments to be made under the portfolio and the same will be followed through a policy framed for the purpose.

**DETAILS OF INVESTMENTS IN THE SECURITIES OF ASSOCIATES / RELATED PARTIES OF THE PORTFOLIO MANAGER:**

Sr. No.	Investment Approach, if any	Name of the associate/related party	Investment amount (cost of investment) as on last day of the previous calendar quarter (INR in crores)	Value of investment as on last day of the previous calendar quarter (INR in crores)	percentage of total AUM as on last day of the previous calendar quarter
-	-	-	-	-	-

*Currently some of the employees of the Portfolio Manager have invested their personal funds in the investment approaches of the Portfolio Manager.*

**B. Under Non-Discretionary Portfolio Management Services (NDPMS) category-**

i. Investment Objectives and policies:

❖ GREEN PORTFOLIO PRIVATE LIMITED - NDPMS

Strategy	Equity
Investment Objective	The main objective of the portfolio approach is to generate capital appreciation in the long term through investments in listed equities.

Investment Attribute	We aim to provide substantial gains in the medium to long term, with a minimum time horizon of three years. And throughout this investment period, we provide comprehensive research reports on a quarterly basis.
Allocation of portfolio across types of Securities	- Up to 100% is invested in listed equities; - Remaining is held in Cash/Cash equivalents & Mutual Funds / ETFs at the discretion of the Portfolio Manager
Basis of selection of such types of securities	The portfolio manager seeks to generate returns for the client through price appreciation of the stocks held over a period of time. Holdings and the sectors will be tracked on a constant basis and rebalancing wherever necessary based on revised prospects and valuations will be undertaken.
Investment / Market cap. categorisation	Multicap
Number of Scrips	Approx. 15 to 20 scrips. (However, it may increase over time as new shares are added in the scrip list.)
Benchmark	S&P BSE 500 Total Return Index
Basis of selecting the benchmark	The portfolio will consist of a variation / combination of large cap, mid cap & small cap companies. Association of Portfolio Managers in India (APMI) has prescribed the Portfolio Managers to choose benchmarks from Nifty 50 TRI, S&P BSE 500 TRI and MSEI SX 40 TRI. Out of the options available under regulations, S&P BSE 500 TRI was considered to be most appropriate.
Indicative tenure / Investment horizon	2-5 years is the suggestive & appropriate tenure of holding.
Investment in derivatives	The portfolio manager does not generally invest in the derivatives for its clients. However, if the client wants the portfolio manager to invest in the derivatives, then it shall be only on the terms mutually agreed between the Portfolio Manager and the client through the portfolio management agreement and in no case the total exposure of the portfolio of the client in derivatives will exceed his portfolio funds placed with the Portfolio Manager.
Risks associated with the investment approach	Please refer to para 6 on Risk factor

ii. Investment in Associate / Group Companies:

The Portfolio Manager will not be investing in any of its associates / group companies as of now. However, if in the future there is any investment as such, it will be based on the evaluation mechanism being adopted for other investments to be made under the portfolio and the same will be followed through a policy framed for the purpose.

**DETAILS OF INVESTMENTS IN THE SECURITIES OF ASSOCIATES / RELATED PARTIES OF THE PORTFOLIO MANAGER:**

Sr. No.	Investment Approach, if any	Name of the associate/related party	Investment amount (cost of	Value of investment as on last	percentage of total AUM as on last day of the
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			investment) as on last day of the previous calendar quarter (INR in crores)	day of the previous calendar quarter (INR in crores)	previous calendar quarter
-	-	-	-	-	-

### C. DETAILS OF DIVERSIFICATION POLICY FOR PORTFOLIO MANAGER:

For investments in the securities of Associates / Related parties, the Portfolio Manager shall comply with the following norms and procedures as laid down by SEBI vide its Master Circular No. SEBI/HO/IMD/IMD-POD-1/P/CIR/2023/38 dated March 20, 2023 or as notified by SEBI from time to time:

- i) Portfolio Manager shall not invest more than 30% of Client's AuM in the securities of its own associates / related parties.
- ii) Further, the portfolio manager shall adhere to the below limits:
  - Not more than 15% of client's AuM in single associates / related parties equity stock.
  - Not more than 25% of client's AuM across multiple associates / related parties equity stocks.
  - Not more than 15% of client's AuM in single associates / related parties debt & hybrid\* security.
  - Not more than 25% of client's AuM across multiple associates / related parties debt & hybrid\* security.

\*Hybrid securities includes units of Real Estate Investment Trusts (REITs), units of Infrastructure Investment Trusts (InvITs), convertible debt securities and other securities of like nature.
- iii) The aforementioned limits shall be applicable only to direct investments by Portfolio Manager in equity and debt/hybrid securities of its Associates/Related parties and not to any investments in the Mutual Funds.
- iv) With respect to investments in debt and hybrid securities, the Portfolio Manager shall ensure compliance with the following:
  - Under discretionary portfolio management services, the Portfolio Manager shall not make any investment in below investment grade securities.
  - Under non-discretionary portfolio management services, the Portfolio Manager shall not make any investment in below investment grade listed securities.

However, Portfolio Manager may invest up to 10% of the assets under management of such clients in unlisted unrated securities of issuers other than



associates/related parties of Portfolio Manager. The said investment in unlisted unrated debt and hybrid securities shall be within the maximum specified limit of 25% for investment in unlisted securities under regulation 24(4) of PMS Regulations.

## **6. RISK FACTORS:**

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General risks applicable to all product / Investment Approaches:

- i. Investments in Securities are subject to market risk and there is no assurance or guarantee that the objectives of the investments will be achieved.
- ii. The past performance of the Portfolio Manager does not indicate its future performance.
- iii. Risk arising from the product/investment approach, investment objective, investment strategy and asset allocation, market risk, political and geopolitical risk and risk arising from changing business dynamics may affect Portfolio returns.
- iv. Risk arising out of concentration - At times, Portfolios of individual Clients may be concentrated in certain companies / industries. The performance of the Portfolios would depend on the performance of such companies / industries / sectors of the economy.
- v. The Portfolio Manager's investment decisions may not be always profitable, as actual market movements may be at variance with anticipated trends. The Portfolio Manager is neither responsible nor liable for any losses resulting from the operations of the portfolios.
- vi. The liquidity of the Portfolio investment is inherently restricted by trading volumes in the Securities in which it invests.
- vii. Investments in general and in the Product/Investment Approaches / Services which the Clients / Investors have opted are subject to wide range of risks which inter alia also include:
  - a) Economic slowdown.
  - b) Volatility and illiquidity of the stocks.
  - c) Poor corporate performance, economic policies, change of Government and its policies.
  - d) Acts of God, acts of war, civil disturbance, sovereign action, epidemics, global pandemic, and such other acts.
- viii. Other risks including cancellation and postponement of settlements, default, legal actions, third party non-performance, misjudgement / incapacitation of the Portfolio Manager.
- ix. The Portfolio Manager does not guarantee or assure any return on investment, either of principal or appreciation on the Portfolio or preservation of capital.
- x. The Portfolio Manager may, considering the overall level of risk of the Portfolio, invest in lower rated / unrated securities offering higher yields. This may

- increase the risk of the Portfolio. Such investments shall be subject to the scope of investments as laid down in the Agreement.
- xi. The valuation of the Portfolio's investments may be affected generally by factors affecting securities markets, such as price and volume volatility in the capital markets, interest rates, currency exchange rates, changes in policies of the Government, taxation laws or any other appropriate authority policies and other political and economic developments which may have an adverse bearing on individual securities, a specific sector or all sectors including equity and debt markets. There will be no prior intimation or prior indication given to the Client when the composition / asset allocation pattern changes.
  - xii. Trading volumes, settlement periods and transfer procedures may restrict the liquidity of the investments made by the Portfolio. Different segments of the Indian financial markets have different settlement periods and such periods may be extended significantly by unforeseen circumstances. The inability of the Portfolio to make intended securities purchases due to settlement problems could cause the Portfolio to miss certain investment opportunities. By the same rationale, the inability to sell Securities held in the Portfolio due to the absence of a well-developed and liquid secondary market for debt Securities would result, at times, in potential losses to the Portfolio, in case of a subsequent decline in the value of Securities held in the Portfolio.
  - xiii. Securities, which are not quoted on the stock exchanges, are inherently illiquid in nature and carry a larger amount of liquidity risk, in comparison to securities that are listed on the exchanges or offer other exit options to the investor, including a put option. The Portfolio Manager may choose to invest in unlisted Securities that offer attractive yields. This may however increase the risk of the Portfolio. Such investments shall be subject to the scope of investments as laid down in the Agreement.
  - xiv. While Securities that are listed on the stock exchange carry lower liquidity risk, the ability to sell these investments is limited by the overall trading volume on the stock exchanges. Money market securities, while fairly liquid, lack a well-developed secondary market, which may restrict the selling ability of the Portfolio(s) and may lead to the investment(s) incurring losses till the security is finally sold.
  - xv. The Portfolio Manager may, subject to applicable regulations and authorization by the Client in writing, participate in securities lending. The Portfolio Manager may not be able to sell / lend out Securities, which can lead to temporary illiquidity. There are risks inherent in Securities lending, including the risk of failure of the other party, in this case the approved intermediary to comply with the terms of the agreement. Such failure can result in a possible loss of rights to the collateral, the inability of the approved intermediary as defined under prevalent Securities Lending Scheme to return the securities deposited by the lender and the possible loss of corporate benefits accruing thereon.

- xvi. To the extent that the Portfolio will be invested in Securities denominated in foreign currencies, the Indian Rupee equivalent of the net assets, distributions and income may be adversely affected by changes in regulations concerning exchange controls or political circumstances as well as the application to it of other restrictions on investment.
- xvii. Interest Rate Risk: As with all debt Securities, changes in interest rates may affect valuation of the Portfolios, as the prices of Securities generally increase as interest rates decline and generally decrease as interest rates rise. Prices of long-term Securities generally fluctuate more in response to interest rate changes than prices of short-term Securities. Indian debt markets can be volatile leading to the possibility of price movements up or down in fixed income securities and thereby to possible movements in the valuations of Portfolios.
- xviii. Liquidity or Marketability Risk: This refers to the ease with which a security can be sold at or near to its valuation yield-to-maturity (YTM). The primary measure of liquidity risk is the spread between the bid price and the offer price quoted by a dealer. Liquidity risk is today characteristic of the Indian fixed income market.

## 7. CLIENT REPRESENTATION:

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i. Details of Clientele and Funds Managed as on August 31, 2024:

Category of Client	No. of Clients	Funds Managed (Rs. In Crores)	Discretionary / Non-Discretionary (if applicable)
Associates group companies	-	-	-
<b>Others</b>			
As on August 31, 2024	275	643.40	Discretionary, Non-Discretionary
As on March 31, 2024	223	454.35	Discretionary, Non-Discretionary
As on March 31, 2023	129	248.53	Discretionary, Non-Discretionary
As on March 31, 2022	76	225.78	Discretionary

ii. Disclosure regarding transactions with related parties:

a. Related Parties and their Relationship:

DIRECTOR	RELATIVES	FIRM IN WHICH DIRECTOR, MANAGER OR RELATIVE IS A PARTNER	PVT CO. IN WHICH DIRECTOR OR MANAGER IS A MEMBER OR DIRECTOR	PUBLIC CO. IN WHICH DIRECTOR OR MANAGER IS A MEMBER OR DIRECTOR OR HOLDS MORE THAN 2% OF PUSC WITH HIS RELATIVES	ANYBODY CORPARTE WHOSE BOD OR MD ACT IN ACCRODANCE WITH THE ADVICE DIRECTION OF DIRECTOR	ANY PERSON ON WHOSE ADVICE, DIRECTION OR INSTRUCTION MANAGER IS ACCUSTOMED TO ACT EXCEPT IN PROFESSIONAL CAPACITY	ANY CO. WHICH IS (A) HOLDING, SUBSIDIARY OR ASSOCIATE OF SUCH CO. (B) SUBSIDIARY OF A HOLDING CO. TO WHICH IT IS ALSO A SUBSIDIARY
Anuj Jain	Jain Pal Jain (Father)	Jain D Bansal & Co	GREEN PORTFOLIO PRIVATE LIMITED				
	Kalpana Jain (Mother)	GREEN ALPHA PORTFOLIO LLP					
	Ekta Jain (Wife)						
	Rohit Jain (Brother)						
	Marheida Cordova Sanchez (Wife of brother of Anuj Jain)						
Divam Sharma	Pratika Sharma (Wife)		GREEN INCUBATORS PRIVATE LIMITED				
	V.K. Sharma (Father)		GREEN PORTFOLIO PRIVATE LIMITED				
	Ruchi Sharma (Mother)		UNLISTED ASSETS 3.0 PRIVATE LIMITED				
	Shubham Sharma (Brother)		UNLISTED TECH PRIVATE LIMITED				
			OTA TECHNOLOGIES (OPC) PRIVATE LIMITED				

b. Significant transactions with related parties as per audited balance sheet as on March 31, 2024:

Name of the Party	Nature of Transaction	Amount (in Rs.)
Divam Sharma	Ordinary (remuneration)	1,18,00,000
Kalpana Jain	Ordinary (remuneration)	1,30,00,000
Vaibhav Umesh Ravat	Salary	7,58,000
Anuj Jain	Ordinary (remuneration) incl. Bonus	7,31,58,000
Ruchi Sharma	Ordinary (remuneration)	96,00,000
Jain D Bansal & Co.	Professional Charges	12,00,000
Anuj Jain	Rent	11,20,000
Jain D Bansal & Co.	Rent	6,00,000

Kalpana Jain	Reimbursement of expenses paid on behalf of the Company	1,05,90,000
Green Alpha Portfolio LLP	Distribution commission	2,15,81,000

c. Amount due to / from related parties:

Name of the Party	Outstanding payable/ (Receivable) as on 31.03.2024 (Amount in Rs.)
Anuj Jain	4,13,38,000
Kalpana Jain	73,25,000
Divam Sharma	56,98,000
Vaibhav Umesh Ravat	70,000
Ruchi Sharma	63,45,000
Jain D Bansal & Co	2,16,000
Green Incubators Private Limited	(60,000)
Jain Pal Jain	5,40,000
Green Alpha Portfolio LLP	2,43,87,000

#### 8. FINANCIAL PERFORMANCE OF PORTFOLIO MANAGER (BASED ON AUDITED FINANCIAL STATEMENTS)

Particulars	Year ended 31-03-2024 (Rs. In Lakhs)	Year ended 31-03-2023 (Rs. In Lakhs)	Year ended 31-03-2022 (Rs. In Lakhs)
Revenue from operations	1849.57	512.42	780.96
Profit / (Loss) for the year	80.05	(63.91)	297.48
Paid up capital	270	270	270
Reserves & surplus (incl. Share option outstanding account)	385.24	250.46	308.11
Net worth	655.24	520.46	578.11

**9. PORTFOLIO MANAGEMENT PERFORMANCE OF THE PORTFOLIO MANAGER FOR THE LAST THREE YEARS, AND IN CASE OF DISCRETIONARY PORTFOLIO MANAGER DISCLOSURE OF PERFORMANCE INDICATORS CALCULATED USING ‘TIME WEIGHTED RATE OF RETURN’ METHOD IN TERMS OF REGULATION 22 OF THE SEBI (PORTFOLIO MANAGERS) REGULATIONS, 2020.**

The following are Portfolio Manager’s Performance data segregated according to its strategy wise:

- a. *Green Portfolio’s Special Fund – Investment Approach:  
Date of inception: July 12, 2018*

Performance	From April 2021 to March, 2022	From April 2022 to March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio’s Special Fund	40.26%	-3.67%	46.22%	32.20%
BSE 500 TRI	20.63%	-2.19%	40.16%	17.74%

- b. *Green Portfolio’s MNC Advantage Fund – Investment Approach:  
Date of inception: September 23, 2019*

Performance	From April 2021 to March, 2022	From April 2022 to March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio’s MNC Advantage Fund	39.50%	8.96%	44.99%	34.46%
BSE 500 TRI	20.63%	-2.19%	40.16%	17.74%

- c. *Green Portfolio’s Dividend Yield Fund – Investment Approach:  
Date of inception: September 23, 2019*

Performance	From April 2021 to March, 2022	From April 2022 to March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio’s Dividend Yield Fund	43.94%	4.05%	74.40%	30.74%

BSE 500 TRI	20.63%	-2.19%	40.16%	17.74%
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- d. *Green Portfolio's Super 30 Dynamic Fund – Investment Approach:*  
*Date of inception: September 23, 2019*

Performance	From April 2021 to March, 2022	From April 2022 to March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio's Super 30 Dynamic Fund	135.74%	-0.05%	51.10%	38.94%
BSE 500 TRI	20.63%	-2.19%	40.16%	17.74%

- e. *Green Portfolio's Fund of Funds – Investment Approach:*  
*Date of inception: January 13, 2020*

Performance	From April 2021 to March, 2022	From April 2022 to March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio's Fund of Funds	54.61%	-2.23%	58.89%	30.87%
BSE 500 TRI	20.63%	-2.19%	40.16%	17.74%

- f. *Green Portfolio's The Impact ESG Fund – Investment Approach:*  
*Date of inception: March 23, 2022*

Performance	From April 2022 to March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio's The Impact ESG Fund	9.46%	74.38%	36.80%
S&P BSE 500 TRI	-2.19%	40.16%	17.74%

- g. *Green Portfolio Private Limited NDPMS:*  
*Date of inception: September 21, 2022, however the 1<sup>st</sup> client was onboarded from December 14, 2022 & therefore the performance is calculated from this date.*

Performance	December, 2022 - March, 2023	From April 2023 to March, 2024	From April 2024 to August, 2024
Green Portfolio Private Limited NDPMS	9.46%	40.83%	38.17%
S&P BSE 500 TRI	-8.96%	40.16%	17.74%

- h. *Green Portfolio's Index Fund- Investment Approach\**  
Date of inception: December 30, 2019

Performance	April, 2021 - March, 2022	April, 2022 - March, 2023	From April 2023 to March, 2024
Green Portfolio's Index Fund	0	0	0
S&P BSE 500 TRI	0	0	0

*\*Inoperative with effect from March, 2024*

**Note:** The performance data is calculated using Time Weighted Rate of Return' method in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020.

## 10. AUDIT OBSERVATIONS

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There has not been any Adverse Audit Observation on the Portfolio Manager for the Audit conducted for the FY 2023-24, 2022-23 & 2021-22.

## 11. NATURE OF COSTS & EXPENSES

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i. Portfolio Management Services

- a. *Fees charged by Portfolio Manager:* Three types of fees are charged by Portfolio Manager towards managing the portfolio. The quantum of fee is as per mutual understanding with the client.

a) Fixed Management Fees:

The Fixed Fees are charged to the Client at the end of every calendar Quarter at pre-defined fixed rate on daily AUM basis.

b) Performance Fee:

Frequency of charging Performance Fee is at the end of every financial year. Performance fee is subject to the Portfolio Manager achieving a minimum investment return i.e., hurdle rate, to be agreed between the client and portfolio manager. In the



first instance hurdle rate is applicable on starting NRV and thereafter on the High-Water Mark.

**c) Exit Fee:**

Applicable on any withdrawal(s) from the Portfolio before the completion of the specified period as per Agreement.

However, in case of a Large Value Accredited Investors, the quantum and manner of exit load may be governed as per the bilaterally negotiated contractual terms between such Large Value Accredited Investor and the Portfolio Manager.

**b. Fees charged by other agencies involved:**

Following fees are common across all the strategies (These are on actual basis as negotiated by the portfolio manager with concerned agencies):

<b>Head</b>	<b>Edelweiss custodial services Limited</b>	<b>ICICI Bank Limited</b>	<b>ORBIS financial corporation Limited</b>
Fund Accounting Service	0.0325% PA on the value of AUC	0.0325% PA on the value of AUC	Included in Custody fee
Custody Service	0.0325% PA on the value of AUC	0.0325% PA on the value of AUC including corporate action benefit collection in end Demat A/c	0.06% PA on average monthly AUC

**ii. Custodian:**

Clients are provided with the services of any one of the following 3 custodians:

- Edelweiss custodial services Limited.
- ICICI Bank Limited.
- ORBIS financial corporation Limited.

**iii. Brokerage & transaction cost:**

<b>Head</b>	<b>Edelweiss custodial services Limited</b>	<b>ICICI Bank Limited</b>	<b>ORBIS financial corporation Limited</b>
	<i>Edelweiss Broking Limited</i>	<i>ICICI Securities Limited</i>	<i>Adroit Financial Services Pvt. Ltd.</i>
<i>Brokerage</i>	<i>0.10 paisa per Rs. 100</i>	<i>0.10 paisa per Rs. 100</i>	<i>0.10 paisa per Rs. 100</i>
<i>GST</i>	<i>As applicable</i>	<i>As applicable</i>	<i>As applicable</i>
<i>Depository Charges</i>	<i>As may be applicable from time to time</i>	<i>As may be applicable from time to time</i>	<i>As may be applicable from time to time</i>

<i>Bank Charges</i>	<i>As may be applicable at actuals</i>	<i>As may be applicable at actuals</i>	<i>As may be applicable at actuals</i>
<i>Stamp duty</i>	<i>As may be applicable at actuals</i>	<i>As may be applicable at actuals</i>	<i>As may be applicable at actuals</i>

- Some charges are there which are charged by regulator/ exchange through broker like SEBI regulatory charges etc. These will be charged on actual basis.
- Certain charges are extra in case of NRI and FPI clients. However, these are on actual basis, as charged by services provider.
- Charges of MF AMC in case of investment in ETFs/ MF/ Debt funds etc. are on actual basis adjusted from respective NAV by AMC.

## 12. TAXATION

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The general information stated below is based on the general understanding of direct tax laws in force in India as of the date of the Disclosure Document and is provided only for general information to the Client only vis-à-vis the investments made through the Portfolio Management Services of the Company. This information gives the direct tax implications on the footing that the securities are/will be held for the purpose of investments. In case the securities are held as stock-in-trade, the tax treatment will substantially vary and the issue whether the investments are held as capital assets or stock-in-trade needs to be examined on a case-to-case basis. There is no guarantee that the tax position prevailing as on the date of the Disclosure Document/the date of making investment shall endure indefinitely.

Implications of any judicial decisions/ double tax avoidance treaties etc. are not explained herein. The Client should not treat the contents of this section of the Disclosure Document as advice relating to legal, taxation, investment or any other matter.

It is the responsibility of all prospective clients to inform themselves as to any income tax or other tax consequences arising in the jurisdictions in which they are resident or domiciled or have any other presence for tax purposes, which are relevant to their particular circumstances in connection with the acquisition, holding or disposal of the units.

### **I. Taxation in hands of Investors:**

Taxation of resident and non-resident investors:

*Following are the incomes that might accrue as a result of investment with Green Portfolio:*

- a) Dividend Income:
- b) Interest Income:
- c) Capital Gains
  - I. Long Term Capital Gain
  - II. Short Term Capital Gain
- d) Gains arising on buy-back of shares by company

*These incomes are taxable under income tax act of India. The rate of taxation may differ person to person and on the basis of circumstances and provisions in law*

**II. Special consideration in case of Non-residents:**

- a) Tax Treaty Benefits for non-resident investors.
- b) Other than India, Non-residents might have to show the income from Indian securities in the country of their tax residence and offer it for tax.
- c) Tax credit of taxes paid in India, might be allowed to be set off from tax liability in country of residence.
- d) Income of Non-residents earned from investment in India, might be subject to 'Tax Deduction at Source' or TDS. Credit of TDS can be taken at the time filing on income tax return in India.

**III. Other key points to consider:**

- a) Treatment of losses booked on sale of security including set-offs and carry forward.
- b) Securities Transaction Tax and its impact on taxation on capital gain.
- c) Bonus Stripping
- d) In some cases, the income generated from buying and selling of securities might be treated as business income. In such cases the taxation will change drastically.
- e) Crossing a threshold income in a year might attract surcharge.
- f) Indian Financial year starts from 1<sup>st</sup> of April and ends on 31<sup>st</sup> of March.
- g) Income tax return needs to be filed after the end of financial year. The return format will differ on the basis of type of person and type of income.

*Note: There can be no guarantee that the above position regarding taxation would be necessarily accepted by the Indian Tax Authorities under the Income Tax Act, 1961.*

*No representation is made either by the Portfolio Manager or any Employee, Director, Shareholder, or agent of the manager in regard to the acceptability or otherwise of the above position regarding taxation by the Indian Tax Authorities under the Income Tax Act, 1961. Investors are urged to consult their own Tax Advisers in this regard.*

### **13. ACCOUNTING POLICIES**

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Accounting policy followed by the Portfolio Manager while accounting for the Portfolio investments of the Clients.

**Basis of Accounting:**

- a) Books and Records for each Product/Investment Approach is separately maintained in the back-office software in the name of the Client to account for the assets and any additions, income, receipts and disbursements in connection therewith, as provided by the SEBI (Portfolio Management) Regulations, 2020, and amended from time to time.
- b) Accounting under the respective Portfolios is done in accordance with Generally Accepted Accounting Principles.

- c) Transactions for purchase and sale of investments are recognized as of the trade date at cost of acquisition/ disposal. In determining the holding cost of investments and the gain or loss on sale of investment, the “first-in-first-out” method (“FIFO”) is followed. The same is done at Product/Investment Approach level. The cost of the investments acquired or purchased would include brokerage, stamp charges and any charges customarily included in the broker’s contract note or levied by any statute except STT (Securities Transaction Tax). Securities Transaction Tax incurred on buying and selling of securities is charged to revenue account. Investments in equity shares/ units of mutual funds are reported at cost of acquisition as at the reporting date.
- d) Where eligible Securities have been received from the Client towards initial/additional corpus, the closing market value of the previous day of activation of account / receipt of securities (in case of additional corpus) is considered as capital contribution and deemed to be the cost of investments for the purpose of tracking performance.
- e) Where Securities have been withdrawn by the Client towards Partial/Full redemption, the closing market value of the previous day of such Securities is considered for the purpose of determining the capital withdrawal value. Difference in cost and market value of the Securities at the time of partial/ full redemption is recorded as gain/loss of the Portfolio, for accounting purpose.

**Income/expenses:**

- a) All investment income and expenses are accounted on accrual basis.
- b) Dividend is accrued on the Ex-date of the Securities and the same is reflected in the Clients’ books on the ex-date.
- c) Similarly, Corporate actions such as Bonus / split / rights entitlements are recognized as investments on the ex-bonus / ex-split / ex-rights date respectively.
- d) In case of fixed income instruments, purchased/sold at Cum-interest rates, the interest component up to the date of purchase /sale is taken to interest receivable/payable account.

**14. INVESTORS SERVICES**

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- i. *Details of investor relation officer who shall attend to the investor queries and complaints is mentioned herein below:*

<b>Name of the person</b>	Mr. Divam Sharma
<b>Designation</b>	Director
<b>Address</b>	3rd Floor, 10, Poorvi Marg, DLF Phase 2, Sector 25, Gurgaon, Haryana, India, 122008
<b>Email</b>	<a href="mailto:divam@greenportfolio.co">divam@greenportfolio.co</a>
<b>Telephone</b>	+91 9971133005

ii. *Grievance redressal and dispute settlement mechanism:*

- The Investor Relation Officer(s) will be the interface between the Portfolio Manager and the Client. In case the Client is not satisfied with the redressal by the Portfolio Manager or otherwise, the Client may lodge a complaint on SEBI's web-based complaints redress system (SCORES).
- Grievances, if any, that may arise pursuant to the Agreement entered into shall as far as possible be redressed through the administrative mechanism by the Portfolio Manager and are subject to SEBI (Portfolio Managers) Regulations, 2020 and any amendments made thereto from time to time. However, all legal actions and proceedings are subject to the jurisdiction of court in Delhi only and are governed by Indian laws.
- The client shall first take up his/her/their grievance with us by lodging a complaint directly with us. If the grievance is not redressed satisfactorily, the client may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. After exhausting these options for resolution of the grievance, if the client is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.
- The Client can read more about the grievance redressal mechanism on the website by accessing the same at <https://greenportfolio.co/regulatory-disclosures>.

The Portfolio Manager will endeavour to address all complaints regarding service deficiencies or causes for grievance, for whatever reason, in a reasonable manner and time. If the Client remains dissatisfied with the remedies offered or the stand taken by the Portfolio Manager, the Client and the Portfolio Manager shall abide by the following mechanisms:

All disputes, differences, claims and questions whatsoever arising between the Client and the Portfolio Manager and/or their respective representatives shall be settled through arbitration in accordance with the provisions of the Arbitration and Conciliation Act, 1996 or any amendment thereof. Such arbitration proceedings shall be held in Delhi and the process as described in the Agreement or any Supplemental Agreement thereto shall be followed.

## 15. GENERAL

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The Portfolio Manager and the Client can mutually agree to be bound by specific terms through a written two-way agreement between themselves in addition to the standard agreement.

**For Green Portfolio Private Limited**

<b>Name of the Directors</b>	<b>Signature</b>
Mr. Divam Sharma	
Mr. Anuj Jain	

FORM C

Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020  
[Regulation 22]

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**GREEN PORTFOLIO PRIVATE LIMITED**

Address: 3rd Floor, 10, Poorvi Marg, DLF Phase 2, Sector 25, Gurgaon, Haryana, India, 122008

M: +91 9560060385

Email: [info@greenportfolio.co](mailto:info@greenportfolio.co)

We confirm that:

- i. The Disclosure Document forwarded to the Board is in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and the guidelines and directives issued by the Board from time to time.
- ii. The disclosures made in the document are true, fair and adequate to enable the investors to make a well-informed decision regarding entrusting the management of the portfolio to us / investment through the Portfolio Manager.
- iii. The Disclosure Document has been duly certified by an independent chartered accountant (M/s PINTU & ASSOCIATES, B-566, Block-B, Jahangir Puri, Delhi- 110033, INDIA, on October 08, 2024.

**Date:** October 08, 2024

**Signature of the Principal Officer**

**Place:** Haryana

**Divam Sharma**

# PINTU & ASSOCIATES

CHARTERED ACCOUNTANTS

Flat No. 102, Sanjay Enclave, Jahangir Puri, Delhi - 110033

Email: [pintuandassociates@gmail.com](mailto:pintuandassociates@gmail.com), Phone: 9899167110

To,  
The Board of Directors,  
Green Portfolio Private Limited,  
7/7, Ground Floor, Ansari Road,  
Daryaganj, New Delhi - 110002

## **Sub: Auditors certification for Disclosure Document**

1. We refer to the engagement letter dated October 21, 2024, with Green Portfolio Private Limited ("the Company"), requesting us to certify, the contents of the Disclosure Document enclosed herewith as at August 31, 2024.
2. We Pintu & Associates, Chartered Accountants, the statutory auditors of the Company have examined the books of accounts of the Company and other relevant records and documents for the purpose of certifying the contents of Disclosure Document as at August 31, 2024. The Disclosure Document Is prepared in accordance with model disclosure document as stated in Schedule V of the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020, as amended from time to time ("the SEBI Portfolio Managers Regulations") for onward submission to the Securities Exchange Board of India ("SEBI") for compliance with Regulation 22(5) of the SEBI Portfolio Managers Regulations. The Disclosure Document has been certified by the Principal Officer of the Company in the manner prescribed in Form C of the SEBI Portfolio Managers Regulations.

### **Management's Responsibility**

3. The Company's Management is solely and entirely responsible for the preparation of the enclosed Disclosure Document in accordance with the model disclosure document as stated in Schedule V of the SEBI Portfolio Managers Regulations. This includes collecting, collating and validating data and presentation thereof in the Disclosure Document and design, implementation and maintenance of internal controls relevant to the preparation of the Disclosure Document, and the underlying financial and other information which the Company represents, is free from material misstatement, whether due to fraud or error.
4. The Company's Management is also responsible for complying with the provisions of the SEBI Portfolio Managers Regulations.

### **Auditors' Responsibility**

5. Our responsibility is to provide a limited assurance on the information contained in the Disclosure Document based on procedures performed on relevant records/ documents provided to us by the Company's management. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less extent than for, a reasonable assurance engagement, and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.





6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) ("Guidance Note") issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
8. The criteria against which the Information contained in the enclosed Disclosure Document were evaluated and reviewed by us are the following:
  - a) We have perused and relied on the Definition stated in para 2 of the Disclosure Document as defined by the Company.
  - b) The details mentioned in para 3 of Disclosure Document giving description about the Portfolio Manager, its Promoters, group companies and details of services offered by the Portfolio Manager are as per the information and explanations provided to us by the Company's management.
  - c) We have relied solely and entirely on the representations given by the Management of the Company about the penalties, pending litigations or proceedings, findings of inspection or investigations by any regulatory authority as set out in para 4 of the Disclosure Document.
  - d) We have relied solely and entirely on the representations given by the Management of the Company about the investment objectives, policies, product offerings offered and other details disclosed in para 5 of the Disclosure Document, in respect of existing strategies.
  - e) The risk factors as disclosed in para 6 and nature of costs and expenses as set out in para 11 of the Disclosure Document are traced from the agreements of the existing strategies entered into by the Company with the clients (Client Agreement), accounting policies stated in the audited financial statements of the respective years and other records as provided to us by the management. We make no representations regarding the completeness of the risk factors or the qualitative evaluation of these risk factors by the Company.
  - f) The financial and related disclosures set out in para 7 and 8 of the Disclosure Document have been traced to the audited financial statements of the Company for the years ended March 31, 2024, 2023 and 2022 and other financial records maintained by the Company. The disclosure relating to client representation for the period from April 01, 2024 to August 31, 2024 has been traced from the unaudited records and/or unaudited books of accounts maintained by the Company. Management of the Company has represented that the accounting policies for the Client Portfolio set out in para 13 of the Disclosure Document are generally accepted accounting policies and few of them have been traced from the audited financial statements for the year ended March 31, 2024, of the Portfolio management service clients.



- g) For the purposes of the Portfolio Management performance of the Portfolio Manager set out in para 9 of the Disclosure Document, we have verified the arithmetical accuracy of the calculation of the portfolio performance percentage (%) of the respective strategies using the 'Time Weighted Rate of Return' method as prescribed in the Regulation 22 of the SEBI Portfolio Managers Regulations.
- h) We have perused the Auditor's Report on the Financial Statements of the Company for the past 3 years for reporting on para 10 of the Disclosure Document on Audit Observations.
- i) The Taxation related information set out in para 12 of the Disclosure Document lists the possible implications under the Income Tax Act, 1961 on the clients under the current tax law, presently in force in India. These benefits are dependent on the Company or its Clients fulfilling the conditions prescribed under the relevant provisions of the statute. Hence, the ability of the clients to derive these direct tax benefits is dependent upon their fulfilment of such conditions. This taxation related information is only intended to provide general information to Clients and is neither designed nor intended to be a substitute for professional tax advice. The contents of para 12 of the Disclosure Document are based on the representations obtained from the Company and based on our understanding of the business activities of the Company and the Income Tax Act, 1961. The taxation related information is not intended to provide any assurance as to whether:
- (i) Company and client have obtained or will obtain these benefits in future; or
  - (ii) The conditions prescribed for availing the benefits have been or would be met with by the Company or its clients.
- j) The details given in para 14 of the Disclosure Document on Investor Services is as per the information and explanation given by the management of the Company and relied upon by us.
- We have initialed the attached Disclosure Document for identification purposes only.

### Conclusion

9. Based on the work done as mentioned above and the information, explanations and representations given to us by the management, **nothing has** come to our attention which causes us to believe that the information contained in the Disclosure Document of the Company as at August 31, 2024 has not been prepared in the manner prescribed in Schedule V of the SEBI Portfolio Managers Regulations and the financial information referred to above, pertaining to period up to March 31, 2024 are not in agreement with the audited books of account and those pertaining to period from April 1, 2024 to August 31, 2024 are not in agreement with the unaudited books of accounts and other relevant records maintained by the Company.



**Restriction on Use**

10. This certificate has been issued at the request of the Company for onward submission to the SEBI. This certificate is intended solely for the information and use of the management of the Company and for onward submission to SEBI and should not be circulated, used/ referred to for any other purpose, without our prior written consent.

For Pintu & Associates  
Chartered Accountants  
ICAI Firm Registration no. 029088N



(Pintu)  
Proprietor

Membership No. 521582

UDIN 24521582BKDQDQ4470



Place: New Delhi

Date: 24<sup>th</sup> October, 2024