Investment DISCLOSURE DOCUMENT OF
ACCELT ASSET MANAGEMENT LLP
SEBI Registration Number: INP000009010

As per the requirement of Fifth Schedule of Regulation 22 of SEBI (Portfolio Managers) Regulations, 2020

Declaration

- The Disclosure Document (hereinafter referred as the "Document") has been filed with the Securities and Exchange Board of India ("SEBI") along with the certificate in the prescribed format in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020 ("Regulations").
- The purpose of the Document is to provide essential information about the portfolio services in a manner to assist and enable the investors in making informed decision for engaging "ACCELT ASSET MANAGEMENT LLP" (hereinafter referred as the "Portfolio Manager") as the portfolio manager.
- The Document contains the necessary information about the Portfolio Manager required by an investor before investing and the investor may also be advised to retain the Document for future reference.
- The investor should read the Disclosure Document carefully prior to making a decision to avail of the Services.
- The Disclosure Document is updated on April 8, 2026

The name, phone number, e-mail address of the principal officer as designated by the Portfolio Manager along with the address of the Portfolio Manager is as follows:

PRINCIPAL OFFICER	PORTFOLIO MANAGER
Name: Mr. Vaibhav Agarwal	Name: ACCELT ASSET MANAGEMENT LLP
Phone: 9619600724	Registered Address: 302, Kaveri Commercial Chs Ltd, Kaveri Building, Jagannath Mandir Road, Sakinaka, Mumbai 400072, Maharashtra, India
Email: vaibhavagarwal@acceltasset.com	Correspondence Address: Same as Registered Address

For ACCELT ASSET MANAGEMENT LLP

PARTNER

For ACCELT ASSET MANAGEMENT LLP

Sweta Goenka

PARTNER

PART 1 – STATIC SECTION 3

1. Disclaimer Clause: 3
2. Definitions 4
3. Description 7
4. Penalties, pending litigation or proceedings, findings of inspection or investigation for which action may have been taken or initiated by any regulatory authority. 9
5. Services Offered 10
6. Risk factors 15
7. Nature of expenses 18
8. Taxation 20
9. Accounting policies 25
10. Investor services 27
11. Details of the diversification policy of the portfolio manager 28
12. Custodian & Fund Accounting Services 29

PART - II – DYNAMIC SECTION 30

13. Client Representation: 30
14. Financial Performance of Portfolio Manager (based on audited financial statements) 31
15. Performance of the Portfolio Manager 32
16. Audit Observations for preceding three years 33
17. Details of investments in the securities of related parties of the portfolio manager 34
18. FORM C 35

PART 1 – STATIC SECTION

1. **Disclaimer Clause:**

This Document has been prepared in accordance with the SEBI (Portfolio Managers) Regulations, 2020 as amended till date 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 this Document.

The distribution of this Document in certain jurisdictions may be restricted or totally prohibited and accordingly, persons who come into possession of this Document are required to inform themselves about and to observe any such restrictions.

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2. Definitions

In this Disclosure Document, unless the context otherwise requires, the following words and expressions shall have the meaning assigned to them:

1. "Act" means the Securities and Exchange Board of India Act, 1992.
2. "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 SEBI from time to time.
3. "Accredited Investor" means any person who is granted a certificate of accreditation by an accreditation agency who:
   (i) in case of an individual, HUF, family trust or sole proprietorship has:
   (a) annual income of at least two crore rupees; or
   (b) net worth of at least seven crore fifty lakh rupees, out of which not less than three crores seventy-five lakh rupees is in the form of financial assets;
   (c)or annual income of at least one crore rupees and minimum net worth of five crore rupees, out of which not less than two crore fifty lakh rupees is in the form of financial assets.
   (ii) in case of a body corporate, has net worth of at least fifty crore rupees;
   (iii)in case of a trust other than family trust, has net worth of at least fifty crore rupees;
   (iv) 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.
4. "Advisory Services" means advising on the portfolio approach, investment and divestment of individual Securities in the Client's Portfolio, entirely at the Client's risk, in terms of the Regulations and the Agreement.
5. "Agreement" or "Portfolio Management Services Agreement" or "PMS Agreement" means agreement executed between the Portfolio Manager and its Client for providing portfolio management services and shall include all schedules and annexures attached thereto and any amendments made to this agreement by the parties in writing, in terms of Regulation 22 and Schedule IV of the Regulations.
6. "Applicable Law/s" means any applicable statute, law, ordinance, regulation, rule, order, bye-law, administrative interpretation, writ, injunction, directive, judgment or decree or other instrument including the Regulations which has a force of law, as is in force from time to time
7. "Assets Under Management" or "AUM" means aggregate net asset value of the Portfolio managed by the Portfolio Manager on behalf of the Clients.
8. "Associate" means (i) a body corporate in which a director or partner of the Portfolio Manager holds either individually or collectively, more than twenty percent of its paid-up equity share capital or partnership interest, as the case may be; or (ii) a body corporate which holds, either individually or collectively, more than twenty percent of the paid-up equity share capital or partnership interest, as the case may be of the Portfolio Manager.
9. "Benchmark" means an index selected by the Portfolio Manager in accordance with the Regulations, in respect of each Investment Approach to enable the Clients to evaluate the relative performance of the Portfolio Manager.
10. "Board" or "SEBI" means the Securities and Exchange Board of India established under section 3 of the Securities and Exchange Board of India Act, 1992.
11. "Business Day" means any day, which is not a Saturday, Sunday, or a day on which the banks or stock exchanges in India are authorized or required by Applicable Laws to remain closed or such other events as the Portfolio Manager may specify from time to time.
12. "Client(s)" / "Investor(s)" means any person who enters into an Agreement with the Portfolio Manager for availing the services of portfolio management as provided by the Portfolio Manager.
13. "Custodian(s)" means an entity registered with the SEBI as a custodian under the Applicable Laws and appointed by the Portfolio Manager, from time to time, primarily for custody of Securities of the Client.
14. "Depository" means the depository as defined in the Depositories Act, 1996 (22 of 1996).
15. "Depository Account" means an account of the Client or for the Client with an entity registered as a depository participant under the SEBI (Depositories and Participants) Regulations, 1996.
16. "Direct on-boarding" means an option provided to clients to be on-boarded directly with the Portfolio Manager without intermediation of persons engaged in distribution services.
17. "Disclosure Document" or "Document" means the disclosure document for offering portfolio management services prepared in accordance with the Regulations.
18. "Distributor" means a person/entity who may refer a Client to avail services of Portfolio Manager in lieu of commission/charges (whether known as channel partners, agents, referral interfaces or by any other name)
19. "Eligible Investors" means a Person who: (i) complies with the Applicable Laws, and (ii) is willing to execute necessary documentation as stipulated by the Portfolio Manager.

20. "Fair Market Value" means the price that the Security would ordinarily fetch on sale in the open market on the particular date.
21. "Foreign Portfolio Investors" or "FPI" means a person registered with SEBI as a foreign portfolio investor under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 as amended from time to time.
22. "Financial Year" means the year starting from April 1 and ending on March 31 in the following year.
23. "Funds" or "Capital Contribution" means the monies managed by the Portfolio Manager on behalf of the Client pursuant to the Agreement and includes the monies mentioned in the account opening form, any further monies placed by the Client with the Portfolio Manager for being managed pursuant to the Agreement, the proceeds of sale or other realization of the portfolio and interest, dividend or other monies arising from the assets, so long as the same is managed by the Portfolio Manager.
24. "Group Company" shall mean an entity which is a holding, subsidiary, associate, subsidiary of a holding company to which it is also a subsidiary.
25. "HUF" means the Hindu Undivided Family as defined in Section 2(31) of the IT Act.
26. "Investment Approach" is a broad outlay of the type of Securities and permissible instruments to be invested in by the Portfolio Manager for the Client, taking into account factors specific to Clients and Securities and includes any of the current Investment Approach or such Investment Approach that may be introduced at any time in future by the Portfolio Manager.
27. "IT Act" means the Income Tax Act, 1961, as amended and restated from time to time along with the rules prescribed thereunder.
28. "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.
29. "Non-resident Investors" or "NRI(s)" shall mean non-resident Indian as defined in Section 2 (30) of the IT Act.
30. "NAV" shall mean Net Asset Value, which is the price; that the investment would ordinarily fetch on sale in the open market on the relevant date, less any receivables and fees due.
31. "NISM" means the National Institute of Securities Markets, established by the Board.
32. "Person" includes an individual, a HUF, a corporation, 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.
33. "Portfolio" means the total holdings of all investments, Securities and Funds belonging to the Client.
34. "Portfolio Manager" means Accelt Asset Management LLP, a limited liability partnership incorporated under the Limited Liability Partnership Act, 2008, registered with SEBI as a portfolio manager bearing registration number INP000009010 and having its registered office at 302, KAVERI COMMERCIAL CHS LTD, KAVERIBUILDING, JAGANNATH MANDIR ROAD, SAKINAKA, MUMBAI 400072.
35. "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 Portfolio of Securities or the Funds of the Client, as the case may be; and
    (ii) all other operations of the Portfolio Manager
36. "Regulations" or "SEBI Regulations" means the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020, as amended/modified and reinstated from time to time and including the circulars/notifications issued pursuant thereto.
37. "Related Party" means –
    (i) a director, partner or his relative;
    (ii) a key managerial personnel or his relative;
    (iii) a firm, in which a director, partner, manager or his relative is a partner;
    (iv) a private company in which a director, partner or manager or his relative is a member or director;
    (v) 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;
    (vi) 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;
    (vii) 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;
    (viii) 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— The investing company or the venturer of the 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;
    (ix) a related party as defined under the applicable accounting standards;

(x) 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:

(i) of twenty per cent or more; or

(ii) 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;

38. "Securities" means security as defined in Section 2(h) of the Securities Contract (Regulation) Act, 1956, provided that securities shall not include any securities which the Portfolio Manager is prohibited from investing in or advising on under the Regulations or any other law for the time being in force.

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 the regulations governing Portfolio Management Services.

3. Description

I. History, Present Business and Background of the Portfolio Manager

The Portfolio Manager, ACCELT ASSET MANAGEMENT LLP was incorporated on 18.06.2024, having its registered office at 302, Kaveri Commercial Chs Ltd, Kaveri Building, Jagannath Mandir Road, Sakinaka, Mumbai 400072, Maharashtra, India. It is SEBI registered portfolio manager bearing registration number INP000009010 since September 26, 2024.

It seeks to provide discretionary portfolio management services, non-discretionary portfolio management services and advisory services to High-Net-worth Individuals (HNIs), institutional clients, corporates, NRIs and other permissible class of investors.

II. Promoters of the Portfolio Manager, Designated Partners and their background

(a) Mr. Vaibhav Agarwal

Vaibhav Agarwal is a Chartered Accountant, CFA (US) Charter holder and Company Secretary. He also holds a Masters in Finance and has done Bachelors in Commerce from St. Xaviers College, Kolkata.

Vaibhav brings with him 14 years of experience. He has worked with Basant Maheshwari Wealth Advisers LLP as Head of Research, Senior Analyst at Citi Bank, Assistant Manager at ICICI Bank and executive commercial at Ultratech Cement Ltd.

Vaibhav has strong financial modelling and analytical skills. At Basant Maheshwari Wealth Advisers LLP, he was responsible for equity research and finding investment opportunities. He managed a team of analysts and assisted in portfolio construction and fund management.

Vaibhav's leadership, extensive experience, profound knowledge, and independent thinking make him an invaluable asset to the portfolio manager, contributing significantly to its growth and success

(b) Ms. Sweta Goenka

Sweta Goenka has over 14 years of experience in equity research and risk research. She has worked as Senior Associate with PricewaterhouseCoopers IAC and as Senior Analyst at Zacks Research Pvt Ltd.

Sweta has a Masters in Finance and has completed CA (IPCC). She also holds a CFA charter from ICFAI University.

Sweta's extensive experience, combined with her advanced education and professional certifications, make her a highly skilled and knowledgeable expert in the fields of equity research and risk research. She would contribute valuable insights and strategic guidance, helping clients and stakeholders achieve their financial and investment goals.

III. Top 10 Group companies/firms of the Portfolio Manager on turnover basis

There are no affiliated or group companies/firms.

IV. Details of the services being offered: Discretionary, Non-Discretionary and Advisory

The Portfolio Manager offers Discretionary and Non-Discretionary portfolio management services as well as Advisory services to its clients.

a) Discretionary Portfolio Management Services:

Under this service, the Portfolio Manager can exercise any degree of discretion in the investments or management of Assets of the Client. The choice as well as the timings of the investment decisions would rest solely with the Portfolio Manager. The portfolio managers' Decision (taken in good faith) in deployment of the Clients' account is absolute and final and cannot be called in question or be open to review at time during the currency of the agreement or any time thereafter except on the ground of malafide, fraud, conflict of interest or gross negligence. The Securities invested / disinvested by the Portfolio Manager may differ from Client to Client. The Securities traded or held by the Portfolio Manager for different Client's Portfolios, even if invested in the same Investment approach, may differ from Client to Client.

The acts done by the Portfolio Manager will be in accordance with the relevant Acts, Regulations, guidelines and notifications in force from time to time.

b) Non-Discretionary Portfolio Management Services:

Under these services, the assets of the Client are managed in consultation and in accordance with the instructions of the Client under the Non-Discretionary Portfolio Management Service Agreement between the Client and the Portfolio Manager. The Client has complete discretion and final decision-making authority on the investment (quantity and price or amount). The Portfolio Manager will provide Non-Discretionary Portfolio Management Services which shall be in the nature of investment management, and may include the responsibility of managing, renewing and reshuffling the portfolio, buying and selling the securities with the client's oral and/or written consent. Additionally, the Portfolio Manager will keep the safe custody of the securities and monitor book closures, dividend, bonus, rights etc. and any other benefits that accrue to the Client's Portfolio, for an agreed fee structure and for a definite period as described in the Products from time to time, entirely at the Client's risk.

The rights and obligations of the Portfolio Manager shall be exercised strictly in accordance with the relevant acts, rules and regulations, guidelines and notifications in force from time to time. Periodical statements in respect to Client's Portfolio shall be sent to the respective Client.

c) Advisory Services:

The Portfolio Manager provides Advisory Services, in terms of the Regulations, which shall be in the nature of non-binding investment advisory and shall include the responsibility of advising on the Portfolio Investment approach, investment and divestment of individual Securities on the Clients Portfolio, for an agreed fee structure, entirely at the Client's risk, to all eligible categories of investors who can invest in Indian market. The Portfolio Manager shall be acting solely as an advisor to the Client Portfolio and shall not be responsible for the investment/divestment of securities and/or any administrative activities on the Client Portfolio.

The Portfolio Manager shall provide advisory services in accordance with such guidelines and/ or directives issued by the regulatory authorities and /or the Client, from time to time, in this regard.

4. Penalties, pending litigation or proceedings, findings of inspection or investigation for which action may have been taken or initiated by any regulatory authority.

1	All cases of penalties imposed by the Board or the directions issued by the Board under the Act or Regulations made thereunder	NONE
2	The nature of the penalty/direction.	NONE
3	Penalties imposed for any economic offence and/or for violation of any Securities laws.	NONE
4	Any pending material litigation/legal proceedings against the Portfolio Manager/key personnel with separate disclosure regarding pending criminal cases, if any.	NONE
5	Any deficiency in the systems and operations of the Portfolio Manager observed by the Board or any regulatory agency.	NONE
6	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 Regulations made thereunder.	NONE

5. Services Offered

At Accelt Asset Management LLP we offer two investment approaches in Equity:

- Accelt Long Term Equity Fund
- Accelt Long Term Equity Fund NDPMS

The Portfolio Manager offers the below mentioned Discretionary Portfolio Management Services (DPMS) as per the following Investment Approach

Investment Approach - Accelt Long Term Equity Fund

Investment Objective

The primary aim is to attain long-term capital appreciation and optimize risk-adjusted returns through investments in listed equities and mutual funds in compliance with regulatory guidelines.

Accelt Long Term Equity Fund is a long only, multi-cap, sector agnostic Investment Approach, with an objective to generate sustainable alpha and compound capital over a long period of time through the GMCV framework.

We believe that having a concentrated portfolio of stocks with high growth, high return and reasonable valuations will help us outperform the benchmarks and generate alpha for our clients.

While every effort will be made to achieve the objectives, there is no guarantee or assurance that the investment goals will be met. These services do not offer any guaranteed returns.

Description of Types of Securities

Under Accelt Long Term Equity Fund, clients' monies would be primarily invested in equity shares and equity linked instruments issued by companies which are listed in India. Some part of clients' monies might be invested in mutual funds, units of money market and any other asset classes and securities as permissible under the Regulations.

Basis of selection of such types of securities as part of the investment approach

- Our approach is to identify companies which fit under our GMCV framework

1) G-Growth
   Focus on businesses with scalable models and durable competitive advantages that can sustain long-term growth.
2) M-Management
   Back promoters and management teams with a proven track record of integrity, competence, and the ambition to build large, enduring businesses.
3) C-CapitalEfficiency
   Prefer companies that deploy capital efficiently, reflected in high ROCE/ROE and strong, consistent cash-flow generation.
4) V-Valuation
   Invest with valuation discipline—seek growth at a reasonable price and avoid overpaying

- The Portfolio Manager believes that India offers attractive long-term investment prospects and the Fund expects to be India-focused and long-biased.
- The portfolio will be constructed only in listed equities purely on long only basis with a buy and hold approach.
- The Portfolio Manager intends to preserve and grow investor wealth over time not by seeking to limit volatility but rather by seeking to limit risk of permanent loss of capital.
- In a situation where we do not find sufficiently attractive opportunities the excess funds would be temporarily in cash/Liquid Mutual Fund/ETF. Otherwise, equity exposure can be 100% on the maximum side.

Investment Process

The Portfolio Manager will identify a company in which it wants to invest and will invest directly in the equity of such a company. The form of the investment will typically be listed equity. The equity of the company will typically be listed on a national stock exchange like the National Stock Exchange of India and/or the Bombay Stock Exchange.

Our investment process consists of the following process:

1. Idea Generation
2. Fundamental Research
3. Valuation Analysis
4. Portfolio Construction

Allocation of portfolio across types of securities

Clients' monies would be primarily invested in equity shares and equity linked instruments issued by companies which are listed in India. Some part of client monies might be invested in mutual funds, units of money market and any other asset classes and securities as permissible under the Regulations. The Portfolio Manager shall make investments in the securities of associates/related parties under this approach only after obtaining the prior consent of the client and not beyond the Investment limit specified by the Client as well as mandated in the Regulations as amended from time to time. The Portfolio Manager, however, shall not invest clients' funds in unrated securities of their associates/related parties. In respect of any investment in debt and hybrid securities, Portfolio Manager shall not make any investment in below investment grade securities.

Benchmark to compare performance

Our strategy is underpinned by constructing a high conviction portfolio of companies investing across sectors. The appropriate benchmark to compare performance would be BSE 500 TRI as it matches our investment approach. The investment approach is subject to various risk like no assurance of investment returns, political, legal, social and economic considerations of investing in India, inflationary pressures and liquidity risk.

Basis for choice of benchmark

Comparing the performance of a portfolio against a relevant benchmark like the BSE 500 TRI helps investors assess how well their investments are performing relative to the broader market. It provides a standard for evaluating investment returns. BSE 500 TRI represents a diversified basket of stocks, investors can assess whether the portfolio's returns adequately compensate for the risks taken.

Indicative tenure or investment horizon

Since equity returns are maximized if held for the whole market cycle and business cycle of the targeted companies an investment horizon of 3-5 year or longer is recommended for clients

Use of Derivatives

The Portfolio Manager will utilize derivatives in accordance with and SEBI regulations and the terms of the Portfolio Management Agreement entered into by each of the Clients. The Agreement will contain complete details pertaining to the manner and terms of usage of derivative product including quantum of exposure to derivatives (in absolute terms and as a percentage of investments in other securities in the portfolio), type of derivative instruments, purpose of using derivatives, type of derivative position and the exposure thereof, terms of valuing and liquidating derivative contracts in the event of

liquidation of portfolio management scheme, prior permission from investors in the event of any changes in the manner or terms of usage of derivative contracts etc

Strategy

Long only Equity

Risks associated with the portfolio

Please refer clause 6 for Risk Factors

Investment Approach Accelt Long Term Equity Fund - NDPMS

Investment Objective

The primary aim is to attain long-term capital appreciation and optimize risk-adjusted returns through investments in listed equities and mutual funds in compliance with regulatory guidelines.

Accelt Long Term Equity Fund is a long only, multi-cap, sector agnostic Investment Approach, with an objective to generate sustainable alpha and compound capital over a long period of time through the GMCV framework.

We believe that having a concentrated portfolio of stocks with high growth, high return and reasonable valuations will help us outperform the benchmarks and generate alpha for our clients.

While every effort will be made to achieve the objectives, there is no guarantee or assurance that the investment goals will be met. These services do not offer any guaranteed returns.

Description of Types of Securities

Under Accelt Long Term Equity Fund – NDPMS, clients' monies would be primarily invested in equity shares and equity linked instruments issued by companies which are listed in India, after the due consent of the client. Some part of clients' monies might be invested in mutual funds, units of money market and any other asset classes and securities as permissible under the Regulations. The Portfolio Manager shall make investments in the securities of associates/related parties under this approach only after obtaining the prior consent of the client and not beyond the Investment limit specified by the Client as well as mandated in the Regulations as amended from time to time.

Basis of selection of such types of securities as part of the investment approach

- The Portfolio Manager believes that India offers attractive long-term investment prospects and the Fund expects to be India-focused and long-biased.
- Our approach is to identify companies which have superior business models, having competitive advantage and have ability to grow by gaining market share and delivering superior returns on capital employed.
- The portfolio will be constructed only in listed equities purely on long only basis with a buy and hold approach.
- The Portfolio Manager intends to preserve and grow investor wealth over time not by seeking to limit volatility but rather by seeking to limit risk of permanent loss of capital.

Investment Process

The Portfolio Manager will identify a company in which it wants to invest and will invest directly in the equity of such a company. The form of the investment will typically be listed equity. The equity of the company will typically be listed on a national stock exchange like the National Stock Exchange of India and/or the Bombay Stock Exchange.

Our investment process consists of the following process:

5. Idea Generation
6. Fundamental Research
7. Valuation Analysis
8. Portfolio Construction

Allocation of portfolio across types of securities

Clients' monies would be primarily invested in equity shares and equity linked instruments issued by companies which are listed in India. Some part of client monies might be invested in mutual funds, units of money market and any other asset classes and securities as permissible under the Regulations. The Portfolio Manager shall make investments in the securities of associates/related parties under this approach only after obtaining the prior consent of the client and not beyond the Investment limit specified by the Client as well as mandated in the Regulations as amended from time to time. The Portfolio Manager, however, shall not invest clients' funds in unrated securities of their associates/related parties.

Benchmark to compare performance

Our strategy is underpinned by constructing a high conviction portfolio of companies investing across sectors. This being a flexi-cap strategy, the idea would be to invest in best ideas across market capitalization. The appropriate benchmark to compare performance would be BSE 500 TRI as it matches our investment approach. The investment approach is subject to various risk like no assurance of investment returns, political, legal, social and economic considerations of investing in India, inflationary pressures and liquidity risk.

Basis for choice of benchmark

Comparing the performance of a portfolio against a relevant benchmark like the BSE 500 TRI helps investors assess how well their investments are performing relative to the broader market. It provides a standard for evaluating investment returns. BSE 500 TRI represents a diversified basket of stocks, investors can assess whether the portfolio's returns adequately compensate for the risks taken.

Indicative tenure or investment horizon

Since equity returns are maximized if held for the whole market cycle and business cycle of the targeted companies an investment horizon of 3-5 year or longer is recommended for clients

Use of Derivatives

The Portfolio Manager will utilize derivatives in accordance with and SEBI regulations and the terms of the Portfolio Management Agreement entered into by each of the Clients. The Agreement will contain complete details pertaining to the manner and terms of usage of derivative product including quantum of exposure to derivatives (in absolute terms and as a percentage of investments in other securities in the portfolio), type of derivative instruments, purpose of using derivatives, type of derivative position and the exposure thereof, terms of valuing and liquidating derivative contracts in the event of liquidation of portfolio management scheme, prior permission from investors in the event of any changes in the manner or terms of usage of derivative contracts etc

Strategy

Long only Equity

Risks associated with the portfolio

Please refer clause 6 for Risk Factors

The policies for investments in associates/group companies of the portfolio manager and the maximum percentage of such investments therein subject to the applicable laws/regulations/ guidelines.

The portfolio manager will not be making investments on behalf of the client in its associates/group companies.

ADVISORY SERVICE

Apart from Portfolio Management, we also offer Advisory Services to select clients, designed to empower the client with expert investment guidance while retaining full control over execution. We work closely with the client to understand financial goals, risk appetite, and investment horizon, and provide tailored recommendations for investment in equities. Backed by in-depth research and a disciplined investment framework, the advisory focuses on identifying high-quality opportunities aligned with the client's long-term wealth creation objectives. The Portfolio Manager acts solely as an advisor to the Client and is not responsible for the investment/divestment of securities and/or any administrative activities on the Client Portfolio.

The service offers complete transparency and flexibility — making it ideal for investors who value professional advice while preferring to actively participate in managing their portfolios.

6. Risk factors

A. General Risks Factors

(1) Investment in Securities, whether on the basis of fundamental or technical analysis or otherwise, is subject to market risks which include price fluctuations, impact cost, basis risk etc.

(2) The Portfolio Manager does not assure that the objectives of any of the Investment Approach will be achieved and investors are not being offered any guaranteed returns. The investments may not be suitable to all the investors.

(3) Past performance of the Portfolio Manager does not indicate the future performance of the same or any other Investment Approach in future or any other future Investment Approach of the Portfolio Manager.

(4) The names of the Investment Approach do not in any manner indicate their prospects or returns.

(5) Appreciation in any of the Investment Approach can be restricted in the event of a high asset allocation to cash, when stock appreciates. The performance of any Investment Approach may also be affected due to any other asset allocation factors.

(6) When investments are restricted to a particular or few sector(s) under any Investment Approach; there arises a risk called non-diversification or concentration risk. If the sector(s), for any reason, fails to perform, the Portfolio value will be adversely affected.

(7) Each Portfolio will be exposed to various risks depending on the investment objective, Investment Approach and the asset allocation. The investment objective, Investment Approach and the asset allocation may differ from Client to Client. However, generally, highly concentrated Portfolios with lesser number of stocks will be more volatile than a Portfolio with a larger number of stocks.

(8) The values of the Portfolio may be affected by changes in the general market conditions and factors and forces affecting the capital markets, in particular, level of interest rates, various market related factors, trading volumes, settlement periods, transfer procedures, currency exchange rates, foreign investments, changes in government policies, taxation, political, economic and other developments, closure of stock exchanges, etc.

(9) The Portfolio Manager shall act in fiduciary capacity in relation to the Client's Funds and shall endeavour to mitigate any potential conflict of interest that could arise while dealing in a manner which is not detrimental to the Client.

B. Risk associated with equity and equity related instruments

(10) Equity and equity related instruments by nature are volatile and prone to price fluctuations on a daily basis due to macro and micro economic factors. The value of equity and equity related instruments may fluctuate due to factors affecting the securities markets such as volume and volatility in the capital markets, interest rates, currency exchange rates, changes in law/policies of the government, taxation laws, political, economic or other developments, which may have an adverse impact on individual Securities, a specific sector or all sectors. Consequently, the value of the Client's Portfolio may be adversely affected.

(11) Equity and equity related instruments listed on the stock exchange carry lower liquidity risk, however the Portfolio Manager's ability to sell these investments is limited by the overall trading volume on the stock exchanges. In certain cases, settlement periods may be extended significantly by unforeseen circumstances. The inability of the Portfolio Manager to make intended Securities purchases due to settlement problems could cause the Client to miss certain investment opportunities. Similarly, the inability to sell Securities held in the Portfolio may result, at times, in potential losses to the Portfolio, should there be a subsequent decline in the value of Securities held in the Client's Portfolio.

(12) Risk may also arise due to an inherent nature/risk in the stock markets such as, volatility, market scams, circular trading, price rigging, liquidity changes, de-listing of Securities or market closure, relatively small number of scrip's accounting for a large proportion of trading volume among others.

C. Risk associated with debt and money market securities

(13) Interest Rate Risk

Fixed income and money market Securities run interest-rate risk. Generally, when interest rates rise, prices of existing fixed income Securities fall and when interest rate falls, the prices increase. In case of floating rate Securities, an additional risk could arise because of the changes in the spreads of floating rate Securities. With the increase in the spread of floating rate Securities, the price can fall and with decrease in spread of floating rate Securities, the prices can rise.

(14) Liquidity or Marketability Risk

The ability of the Portfolio Manager to execute sale/purchase order is dependent on the liquidity or marketability. The primary measure of liquidity risk is the spread between the bid price and the offer price quoted by a dealer. The Securities that are listed on the stock exchange carry lower liquidity risk, but the ability to sell these Securities is limited by the overall trading volumes. Further, different segments of Indian financial markets have different settlement cycles and may be extended significantly by unforeseen circumstances.

(15) Credit Risk

Credit risk or default risk refers to the risk that an issuer of a fixed income security may default (i.e., will be unable to make timely principal and interest payments on the security). Because of this risk corporate debentures are sold at a higher yield above those offered on government Securities which are sovereign obligations and free of credit risk. Normally, the value of a fixed income security will fluctuate depending upon the changes in the perceived level of credit risk as well as any actual event of default. The greater the credit risk, the greater the yield required for someone to be compensated for the increased risk.

(16) Reinvestment Risk

This refers to the interest rate risk at which the intermediate cash flows received from the Securities in the Portfolio including maturity proceeds are reinvested. Investments in fixed income Securities may carry re-investment risk as interest rates prevailing on the interest or maturity due dates may differ from the original coupon of the debt security. Consequently, the proceeds may get invested at a lower rate.

D. Risk associated with derivatives instruments

(17) The use of derivative requires an understanding not only of the underlying instrument but of the derivative itself. Derivative products are leveraged instruments and can provide disproportionate gains as well as disproportionate losses to the investor. Execution of such strategies depends upon the ability of the Portfolio Manager to identify such opportunities. Identification and execution of the strategies to be pursued by the Portfolio Manager involve uncertainty and decision of Portfolio Manager may not always be profitable. No assurance can be given that the Portfolio Manager will be able to identify or execute such strategies.

(18) Derivative products are specialized instruments that require investment techniques and risk analysis different from those associated with stocks and bonds. Derivatives require the maintenance of adequate controls to monitor the transactions entered into, the ability to assess the risk that a derivative adds to the portfolio and the ability to forecast price of interest rate movements correctly. The risks associated with the use of derivatives are different from or possibly greater than, the risks associated with investing directly in securities and other traditional investments. Other risks include settlement risk, risk of mispricing or improper valuation and the inability of the derivative to correlate perfectly with underlying assets, rates and indices, illiquidity risk whereby the Portfolio Manager may not be able to sell or purchase derivative quickly enough at a fair price.

E. Risk associated with investments in mutual fund schemes

(19) Mutual funds and securities investments are subject to market risks and there is no assurance or guarantee that the objectives of the schemes will be achieved. The various factors which impact the value of the scheme's investments include, but are not limited to, fluctuations in markets, interest rates, prevailing political and economic environment, changes in government policy, tax laws in various countries, liquidity of the underlying instruments, settlement periods, trading volumes, etc.

(20) As with any securities investment, the NAV of the units issued under the schemes can go up or down, depending on the factors and forces affecting the capital markets.

(21) Past performance of the sponsors, asset management company (AMC)/fund does not indicate the future performance of the schemes of the fund.

(22) The Portfolio Manager shall not be responsible for liquidity of the scheme's investments which at times, be restricted by trading volumes and settlement periods. The time taken by the scheme for redemption of units may be significant in the event of an inordinately large number of redemption requests or of a restructuring of the schemes.

(23) The Portfolio Manager shall not responsible, if the AMC/ fund does not comply with the provisions of SEBI (Mutual Funds) Regulations, 1996 or any other circular or acts as amended from time to time. The Portfolio Manager shall also not be liable for any changes in the offer document(s)/scheme information document(s) of the scheme(s), which may vary substantially depending on the market risks, general economic and political conditions in India and other countries globally, the monitory and interest policies, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally.

(24) The Portfolio Manager shall not be liable for any default, negligence, lapse error or fraud on the part of the AMC/the fund.

(25) While it would be the endeavor of the Portfolio Manager to invest in the schemes in a manner, which will seek to maximize returns, the performance of the underlying schemes may vary which may lead to the returns of this portfolio being adversely impacted.

(26) The scheme specific risk factors of each of the underlying schemes become applicable where the Portfolio Manager invests in any underlying scheme. Investors who intend to invest in this portfolio are required to and are deemed to have read and understood the risk factors of the underlying schemes.

F. Risk arising out of Non-diversification

(27) The investment according to investment objective of a Portfolio may result in concentration of investments in a specific security / sector/ issuer, which may expose the Portfolio to risk arising out of non-diversification. Further, the portfolio with investment objective to invest in a specific sector / industry would be exposed to risk associated with such sector / industry and its performance will be dependent on performance of such sector / industry. Similarly, the portfolios with investment objective to have larger exposure to certain market capitalization buckets, would be exposed to risk associated with underperformance of those relevant market capitalization buckets. Moreover, from the style orientation perspective, concentrated exposure to value or growth stocks based on the requirement of the mandate/strategy may also result in risk associated with this factor.

G. Risk arising out of investment in Associate and Related Party transactions

(28) All transactions of purchase and sale of securities by portfolio manager and its employees who are directly involved in investment operations shall be disclosed if found having conflict of interest with the transactions in any of the client's portfolio.

(29) The Portfolio Manager may utilize the services of its group companies or associates for managing the portfolios of the client. In such scenarios, the Portfolio Manager shall endeavor to mitigate any potential conflict of interest that could arise while dealing with such group companies/associates by ensuring that such dealings are at arm's length basis.

(30) The Portfolios may invest in its Associates/ Related Parties relating to portfolio management services and thus conflict of interest may arise while investing in securities of the Associates/Related Parties of the Portfolio Manager. Portfolio Manager shall ensure that such transactions shall be purely on arms' length basis and to the extent and limits permitted under the Regulations. Accordingly, all market risk and investment risk as applicable to securities may also be applicable while investing in securities of the Associates/Related Parties of the Portfolio Manager.

Outlined below are certain risks associated with the investment approach in addition to those disclosed above. These risks may affect portfolio performance notwithstanding measures taken by the portfolio manager to mitigate them.

- **Company Risk:** The performance of the investment approach depends on the business performance and future prospects of the portfolio entities. The Portfolio Manager's focus on business fundamentals will aid in mitigating sector or company-specific risks.
- **Valuation Risk:** The Portfolio Manager will evaluate portfolio entities using varied valuation metrics, avoiding overpayment by considering multiple parameters to determine the reasonableness of valuations at the time of investment. The Portfolio manager will have a continuous process of re-assessing valuation of portfolio entities and taking suitable actions, should they breach certain thresholds. In this manner, it expects to mitigate valuation risk.
- **Concentration Risk:** Efforts will be made to maintain a concentrated portfolio of 15-20 stocks. To mitigate concentration risk, the Portfolio Manager will monitor sectoral and industry limits to avoid excessive exposure to any specific sector.
- **Liquidity Risk:** Investments may include small-cap and mid-cap companies where market liquidity may be limited, potentially leading to substantial impact costs for buying or selling. The Portfolio Manager will attempt to mitigate this risk by avoiding excessive exposure to small companies with limited float and market.

7. Nature of expenses

The following are indicative types of costs and expenses incurred by the Portfolio Manager for and on behalf of clients availing the Portfolio Management Services. The exact basis of charge relating to each of the services shall be annexed to the Portfolio Management Agreement for each of the services availed by the client at the time of execution of such agreements.

(i) Investment management and advisory fees.

I. **Investment Management Fee:** Upto 2% fixed fees p.a. on average AUM shall be charged to the client. It relates to the fees payable by the client for the Portfolio Management Services offered to the Clients by the Portfolio Manager.

II. **Advisory Fees** : The advisory fees relate to the advisory services offered by the Portfolio Manager to the client. The fee maybe a fixed charge, a percentage of the quantum of the funds being advised as agreed in the Agreement or linked to profits earned acting on the advice.

III. **Performance Fees:** A performance-based fee of up to 20% shall be charged exclusively on returns subject to hurdle as decided mutually. This ensures that the applicant is compensated solely on the alpha generated over and above the predetermined threshold.

a) High Water Mark: the principle of high-water mark will be followed. High Water Mark shall be the highest value that the portfolio / account has reached. Value of the portfolio for computation of high watermark shall be taken to be the value on the date when performance fees are charged. For the purpose of charging performance fee, the frequency shall be as per agreed fee term which shall in no case be less than quarterly. The portfolio manager shall charge a performance-based fee only on an increase in portfolio value in excess of the previously achieved high water mark.

b) Hurdle Rate Compounding: Hurdle rate is the minimum return a portfolio should generate before any performance fee can kick in. We follow hurdle rate compounding on the initial investment even in down years keeping in mind the interest of the clients.

c) Net Returns: The performance fees is calculated on net returns i.e. after adjusting for all the expenses including management fees, brokerage, custodian fee, stamp duty & taxes like STT etc.

Apart from Portfolio Management Fees, the following are the general costs and expenses to be borne by the Client availing the Services of the Portfolio Manager on actual basis:

(ii) Custodian / Depository fees: The charges relate to opening and operation of Depository accounts, custody and transfer charges for Securities, dematerialization and re-materialization and other charges in connection with the operation and management of the Depository accounts.

(iii) Registrar and transfer agent fees: Charges payable to registrars and transfer agents in connection with transfer of Securities including stamp charges, cost of affidavits, notary fees, postage, courier and other related charges. Similarly, charges payable to registrars and transfer agents in connection with services such as collection of applications together with payments from clients, redemption of investments, maintenance of client accounts, preparation & mailing statements of accounts and other client reports, responding to enquiries made by clients etc.

IV. **Brokerage and transaction costs:** The investments under the strategies of the portfolio manager would be done through the registered members of the stock exchanges who charge brokerage at a percentage per transaction which are subject to change from time to time. In addition to the brokerage, there are demat transaction charges and other charges like GST, stamp duty, transaction costs including bank charges, turnover tax, securities transaction tax or any other tax levied by statutory authorities on the purchase and sale of securities and entry or exit loads (if any) on units of mutual funds.

V. Other Expenses:

a. Securities lending related expenses: The charges pertaining to lending of Securities and costs associated with transfers of Securities connected with the lending operations may be recovered.

b. Certification and professional charges: Charges payable for outsourced professional services like accounting, auditing, taxation and legal services etc. for documentation, notarizations, certifications, attestations required by bankers or regulatory authorities including legal fees etc may be recovered.

c. Services related expenses: Charges in connection with day-to-day operations like courier expenses, stamp duty, service tax, postal, telegraphic any other out of pocket expenses as may be incurred by the portfolio manager may be recovered.

d. Direct Clients: Clients can get onboarded and opt for services of Portfolio Manager, without any intermediation of persons engaged in distribution services. Prospective investors may directly contact us at given coordinates (email & number).

e. Any other incidental and ancillary charges: All incidental and ancillary expenses not covered above but incurred by the Portfolio Manager on behalf of the Client for the Services and expenses incurred by the Portfolio Manager in terms of the Agreement shall be charged to the Client.

f. Upfront and Exit Load:

Portfolio Manager will not charge any Upfront Fees to the clients directly or indirectly on any of the Investment approach.

Portfolio Manager shall not charge any fees to Clients at the time of onboarding except the specific charges applicable for execution of the agreement and related documents for account opening.

However, as agreed between Portfolio Manager and client on case-to-case basis, the Portfolio Manager may charge the client an exit load or Early Withdrawal Charges on Full or Partial redemption / withdrawal on all equity-oriented strategies as follows. The Exit load, if levied on a particular portfolio shall be calculated and applicable on Gross redemption proceeds (Full or partial as the case may be).

8. Taxation

A. General

The following information is based on the tax laws in force in India as of the date of this Disclosure Document and reflects the Portfolio Manager's understanding of applicable provisions. The tax implications for each Client may vary significantly based on residential status and individual circumstances. As the information provided is generic in nature, Clients are advised to seek guidance from their own tax advisors or consultants regarding the tax treatment of their income, losses, and expenses related to investments in the portfolio management services. The Client is responsible for meeting advance tax obligations as per applicable laws.

B. Tax deducted at source

In the case of resident clients, the income arising by way of dividend, interest on securities, income from units of mutual fund, etc. from investments made in India are subject to the provisions of tax deduction at source (TDS). Residents without Permanent Account Number (PAN) are subjected to a higher rate of TDS.

In the case of non-residents, any income received or accrues or arises; or deemed to be received or accrue or arise to him in India is subject to the provisions of tax deduction at source under the IT Act. The authorized dealer is obliged and responsible to make sure that all such relevant compliances are made while making any payment or remittances from India to such non-residents. Also, if any tax is required to be withheld on account of any future legislation, the Portfolio Manager shall be obliged to act in accordance with the regulatory requirements in this regard. Non-residents without PAN or tax residency certificate (TRC) of the country of his residence are currently subjected to a higher rate of TDS.

The Finance Act, 2021 introduced a special provision to levy higher rate for TDS for the residents who are not filing income-tax return in time for previous two years and aggregate of TDS is INR 50,000 or more in each of these two previous years. This provision of higher TDS is not applicable to a non-resident who does not have a permanent establishment in India and to a resident who is not required to furnish the return of income.

C. Long term capital gains

Where investment under portfolio management services is treated as investment, the gain or loss from transfer of Securities shall be taxed as capital gains under section 45 of the IT Act.

Period of Holding: The details of period of holding for different capital assets for the purpose of determining long term or short term capital gains are explained hereunder:

Securities	Position upto 22 July 2024 Period of Holding	Position on or after 23 July 2024 Period of Holding	Characterization
Listed Securities (other than unit) and unit of equity oriented mutual funds, unit of UTI, zero coupon bonds	More than twelve (12) months	More than twelve (12) months	Long-term capital asset
	Twelve (12) months or less	Twelve (12) months or less	Short-term capital asset
Unlisted shares of a company	More than twenty-four (24) months	More than twenty-four (24) months	Long-term capital asset
	Twenty-four (24) or less	Twenty-four (24) or less	Short-term capital asset
Other Securities (other than Specified Mutual Fund or Market Linked Debenture acquired on or after 1 April 2023; or unlisted bond or unlisted debenture)	More than Thirty-six (36) months	More than twenty-four (24) months	Long-term capital asset
	Thirty-six (36) months or less	Twenty-four (24) or less	Short-term capital asset
Specified Mutual Fund or Market Linked Debenture acquired on or after 1 April 2023	Any period	Any period	Short-term capital asset
Unlisted bond or unlisted debenture	More than 36 months		Long-term capital asset
	36 months or less	Any period	Short-term capital asset

Definition of Specified Mutual Fund:

Before 1st April 2025:

"Specified Mutual Fund" means a Mutual Fund by whatever name called, where not more than thirty-five per cent of its total proceeds is invested in the equity shares of domestic companies.

On and after 1st April 2025:
"Specified Mutual Fund" means, —
(a)Mutual Fund by whatever name called, which invests more than sixty-five per cent. of its total proceeds in debt and money market instruments; or
(b) a fund which invests sixty-five per cent. or more of its total proceeds in units of a fund referred to in sub-clause (a).

Definition of debt and money market instruments:
"debt and money market instruments" shall include any securities, by whatever name called, classified or regulated as debt and money market instruments by the Securities and Exchange Board of India.

Definition of Market Linked Debenture:

"Market Linked Debenture" means a security by whatever name called, which has an underlying principal component in the form of a debt security and where the returns are linked to the market returns on other underlying securities or indices, and includes any security classified or regulated as a market linked debenture by SEBI.

For listed equity shares in a domestic company or units of equity-oriented fund or business trust

The Finance Act 2018 changed the method of taxation of long-term capital gains from transfer of listed equity shares and

units of equity oriented fund or business trust.

As per section 112A of the IT Act, long term capital gains exceeding INR 1 lakh arising on transfer of listed equity shares in a company or units of equity oriented fund or units of a business trust is taxable at 10% , provided such transfer is chargeable to STT. This exemption limit has been increased from INR 1 lakh to INR 1.25 lakh and tax rate has been increased from 10% to 12.5% with effect from 23 July 2024. Further, to avail such concessional rate of tax, STT should also have been paid on acquisition of listed equity shares, unless the listed equity shares have been acquired through any of the notified modes not requiring to fulfil the pre-condition of chargeability to STT.

Long term capital gains arising on transaction undertaken on a recognized stock exchange located in any International Financial Services Centre and consideration is paid or payable in foreign currency, where STT is not chargeable, is also taxed at a rate of 10%. This benefit is available to all assessees. This tax rate is increased from 10% to 12.5%.

The long term capital gains arising from the transfer of such Securities shall be calculated without indexation. In computing long term capital gains, the cost of acquisition (COA) is an item of deduction from the sale consideration of the shares. To provide relief on gains already accrued upto 31 January 2018, a mechanism has been provided to "step up" the COA of Securities. Under this mechanism, COA is substituted with FMV, where sale consideration is higher than the FMV. Where sale value is higher than the COA but not higher than the FMV, the sale value is deemed as the COA.

Specifically in case of long term capital gains arising on sale of shares or units acquired originally as unlisted shares/units upto 31 January 2018, COA is substituted with the "indexed COA" (instead of FMV) where sale consideration is higher than the indexed COA. Where sale value is higher than the COA but not higher than the indexed COA, the sale value is deemed as the COA. This benefit is available only in the case where the shares or units, not listed on a recognised stock exchange as on the 31 January 2018, or which became the property of the assessee in consideration of share which is not listed on such exchange as on the 31 January 2018 by way of transaction not regarded as transfer under section 47 (e.g. amalgamation, demerger), but listed on such exchange subsequent to the date of transfer, where such transfer is in respect of sale of unlisted equity shares under an offer for sale to the public included in an initial public offer.

The CBDT has clarified that 10% withholding tax will be applicable only on dividend income distributed by mutual funds and not on gain arising out of redemption of units.

No deduction under Chapter VI-A or rebated under Section 87A will be allowed from the above long term capital gains.

For other capital assets (securities and units) in the hands of resident of India

Long-term capital gains in respect of capital asset (all securities and units other than listed shares and units of equity oriented mutual funds and business trust) is chargeable to tax at the rate of 20% plus applicable surcharge and education cess, as applicable. The capital gains are computed after taking into account cost of acquisition as adjusted by cost inflation index notified by the Central Government and expenditure incurred wholly and exclusively in connection with such transfer. This tax rate is reduced from 20% to 12.5%; but no indexation benefit will be available with effect from 23 July 2024.

As per Finance Act, 2017, the base year for indexation purpose has been shifted from 1981 to 2001 to calculate the cost of acquisition or to take Fair Market Value of the asset as on that date. Further, it provides that cost of acquisition of an asset acquired before 1 April 2001 shall be allowed to be taken as Fair Market Value as on 1 April 2001.

For capital assets in the hands of Foreign Portfolio Investors (FPIs)

Long term capital gains, arising on sale of debt Securities, debt oriented units (other than units purchased in foreign currency and capital gains arising from transfer of such units by offshore funds referred to in section 115AB) are taxable at the rate of 10% under Section 115AD of the IT Act. This tax rate has been increased from 10% to 12.5% with effect from 23 July 2024.Such gains would be calculated without considering benefit of (i) indexation for the COA and (ii) determination for capital gain/loss in foreign currency and reconversion of such gain/loss into the Indian currency.

Long term capital gains, arising on sale of listed shares in the company or units of equity oriented funds or units of business trust and subject to conditions relating to payment of STT, are taxable at 10% as mentioned in para 12.10.2 above. This tax rate has been increased from 10% to 12.5% with effect from 23 July 2024.

For other capital asset in the hands of non-resident Indians

Under section 115E of the IT Act, any income from investment or income from long-term capital gains of an asset other than specified asset as defined in Section 115C (specified assets include shares of Indian company, debentures and deposits in an Indian company which is not a private company and Securities issued by Central Government or such other Securities as notified by Central Government) is chargeable at the rate of 20%. Income by way long-term capital gains of the specified asset is, however, chargeable at the rate of 10% plus applicable surcharge and cess (without benefit of indexation and foreign currency fluctuation). This tax rate has been increased from 10% to 12.5% with effect from 23 July 2024.

D. Short term capital gains

Section 111A of the IT Act provides that short-term capital gains arising on sale of listed equity shares of a company or units of equity oriented fund or units of a business trust are chargeable to income tax at a concessional rate of 15% plus applicable surcharge and cess, provided such transactions are entered on a recognized stock exchange and are chargeable to Securities Transaction Tax (STT). This tax rate has been increased from 15% to 20% with effect from 23 July 2024. However, the above shall not be applicable to transaction undertaken on a recognized stock exchange located in any International Financial Services Centre and where the consideration for such transaction is paid or payable in foreign currency. Further, Section 48 provides that no deduction shall be allowed in respect of STT paid for the purpose of computing Capital Gains.

Short term capital gains in respect of other capital assets (other than listed equity shares of a company or units of equity oriented fund or units of a business trust) are chargeable to tax as per the relevant slab rates or fixed rate, as the case may be.

The Specified Mutual Funds or Market Linked Debentures acquired on or after 1 April 2023 will be treated as short term capital asset irrespective of period of holding as per Section 50AA of the IT Act. The unlisted bonds and unlisted debentures have been brought within the ambit of Section 50AA of the IT Act with effect from 23 July 2024.

E. Profits and gains of business or profession

If the Securities under the portfolio management services are regarded as business/trading asset, then any gain/loss arising from sale of such Securities would be taxed under the head "Profits and Gains of Business or Profession" under section 28 of the IT Act. The gain/ loss is to be computed under the head "Profits and Gains of Business or Profession" after allowing normal business expenses (inclusive of the expenses incurred on transfer) according to the provisions of the IT Act.

Interest income arising on Securities could be characterized as 'Income from other sources' or 'business income' depending on facts of the case. Any expenses incurred to earn such interest income should be available as deduction, subject to the provisions of the IT Act.

F. Losses under the head capital gains/business income

In terms of section 70 read with section 74 of the IT Act, short term capital loss arising during a year can be set-off against short term as well as long term capital gains. Balance loss, if any, shall be carried forward and set-off against any capital gains arising during the subsequent 8 assessment years. A long-term capital loss arising during a year is allowed to be set-off only against long term capital gains. Balance loss, if any, shall be carried forward and set-off against long term capital gains arising during the subsequent 8 assessment years.

Business loss is allowed to be carried forward for 8 assessment years and the same can be set off against any business income.

G. General Anti Avoidance Rules (GAAR)

GAAR may be invoked by the Indian income-tax authorities in case arrangements are found to be impermissible avoidance arrangements. A transaction can be declared as an impermissible avoidance arrangement, if the main purpose of the arrangement is to obtain a tax benefit and which satisfies one of the 4 (four) below mentioned tainted elements:

- The arrangement creates rights or obligations which are ordinarily not created between parties dealing at arm's length;

- It results in directly / indirectly misuse or abuse of the IT Act;
- It lacks commercial substance or is deemed to lack commercial substance in whole or in part; or
- It is entered into, or carried out, by means, or in a manner, which is not normally employed for bona fide purposes.

In such cases, the tax authorities are empowered to reallocate the income from such arrangement, or recharacterize or disregard the arrangement. Some of the illustrative powers are:

- Disregarding or combining or recharacterising any step in, or a part or whole of the arrangement;
- Ignoring the arrangement for the purpose of taxation law;
- Relocating place of residence of a party, or location of a transaction or situation of an asset to a place other than provided in the arrangement;
- Looking through the arrangement by disregarding any corporate structure; or
- Recharacterising equity into debt, capital into revenue, etc.

The GAAR provisions would override the provisions of a treaty in cases where GAAR is invoked. The necessary procedures for application of GAAR and conditions under which it should not apply, have been enumerated in Rules 10U to 10UC of the Income-tax Rules, 1962. The Incometax Rules, 1962 provide that GAAR should not be invoked unless the tax benefit in the relevant year does not exceed INR 3 crores.

On 27 January 2017, the CBDT has issued clarifications on implementation of GAAR provisions in response to various queries received from the stakeholders and industry associations. Some of the important clarifications issued are as under:

- Where tax avoidance is sufficiently addressed by the Limitation of Benefit Clause (LOB) in a tax treaty, GAAR should not be invoked.
- GAAR should not be invoked merely on the ground that the entity is located in a tax efficient jurisdiction.
- GAAR is with respect to an arrangement or part of the arrangement and limit of INR 3 crores cannot be read in respect of a single taxpayer only.

H. FATCA Guidelines

According to the Inter-Governmental Agreement read with the Foreign Account Tax Compliance Act (FATCA) provisions and the Common Reporting Standards (CRS), foreign financial institutions in India are required to report tax information about US account holders and other account holders to the Indian Government. The Indian Government has enacted rules relating to FATCA and CRS reporting in India. A statement is required to be provided online in Form 61B for every calendar year by 31 May. The reporting financial institution is expected to maintain and report the following information with respect to each reportable account:

i. the name, address, taxpayer identification number and date and place of birth;
ii. where an entity has one or more controlling persons that are reportable persons:
    1. the name and address of the entity, TIN assigned to the entity by the country of its residence; and
    2. the name, address, date of birth, place of birth of each such controlling person and TIN assigned to such controlling person by the country of his residence.
iii. account number (or functional equivalent in the absence of an account number);
iv. account balance or value (including, in the case of a cash value insurance contract or annuity contract, the cash value or surrender value) at the end of the relevant calendar year; and the
v. total gross amount paid or credited to the account holder with respect to the account during the relevant calendar year.

Further, it also provides for specific guidelines for conducting due diligence of reportable accounts, viz. US reportable accounts and other reportable accounts (i.e. under CRS).

9. Accounting policies

Following accounting policies are followed for the portfolio investments of the Client:

A) Client Accounting

1) The Portfolio Manager shall maintain a separate Portfolio record in the name of the Client in its book for accounting the assets of the Client and any receipt, income in connection therewith as provided under Regulations. Proper books of accounts, records, and documents shall be maintained to explain transactions and disclose the financial position of the Client's Portfolio at any time.

2) The books of account of the Client shall be maintained on an historical cost basis.

3) Transactions for purchase or sale of investments shall be recognised as of the trade date and not as of the settlement date, so that the effect of all investments traded during a Financial Year are recorded and reflected in the financial statements for that year.

4) All expenses will be accounted on due or payment basis, whichever is earlier.

5) The cost of investments acquired or purchased shall include brokerage, stamp charges and any charges customarily included in the broker's contract note. In respect of privately placed debt instruments any front-end discount offered shall be reduced from the cost of the investment. Sales are accounted based on proceeds net of brokerage, stamp duty, transaction charges and exit loads in case of units of mutual fund. Securities transaction tax, demat charges and Custodian fees on purchase/ sale transaction would be accounted as expense on receipt of bills. Transaction fees on unsettled trades are accounted for as and when debited by the Custodian.

6) Tax deducted at source (TDS) shall be considered as withdrawal of portfolio and debited accordingly.

B) Recognition of portfolio investments and accrual of income

7) In determining the holding cost of investments and the gains or loss on sale of investments, the "first in first out" (FIFO) method will be followed.

8) Unrealized gains/losses are the differences, between the current market value/NAV and the historical cost of the Securities. For derivatives and futures and options, unrealized gains and losses will be calculated by marking to market the open positions.

9) Dividend on equity shares and interest on debt instruments shall be accounted on accrual basis. Further, mutual fund dividend shall be accounted on receipt basis.

10) Bonus shares/units to which the security/scrip in the portfolio becomes entitled will be recognized only when the original share/scrip on which bonus entitlement accrues are traded on the stock exchange on an ex-bonus basis.

11) Similarly, right entitlements will be recognized only when the original shares/security on which the right entitlement accrues is traded on the stock exchange on the ex-right basis.

12) In respect of all interest-bearing Securities, income shall be accrued on a day-to-day basis as it is earned.

13) Where investment transactions take place outside the stock exchange, for example, acquisitions through private placement or purchases or sales through private treaty, the transactions shall be recorded, in the event of a purchase, as of the date on which the scheme obtains an enforceable obligation to pay the price or, in the event of a sale, when the scheme obtains an enforceable right to collect the proceeds of sale or an enforceable obligation to deliver the instruments sold.

C. Valuation of portfolio investments

14) Investments in listed equity shall be valued at the last quoted closing price on the stock exchange. When the Securities are traded on more than one recognised stock exchange, the Securities shall be valued at the last quoted closing price on the stock exchange where the security is principally traded. It would be left to the portfolio manager to select the appropriate stock exchange, but the reasons for the selection should be recorded in writing. There should, however, be no objection for all scrips being valued at the prices quoted on the stock exchange where a majority in value of the investments are principally traded. When on a particular valuation day, a security has not been traded on the selected stock exchange, the value at which it is traded on another stock exchange may be used. When a security is not traded on any stock exchange on a particular valuation day, the value at which it was traded on the selected stock exchange or any other stock exchange, as the case may be, on the earliest previous day may be used provided such date is not more than thirty days prior to the valuation date.

15) Investments in units of a mutual fund are valued at NAV of the relevant scheme. Provided investments in mutual funds shall be through direct plans only.

16) Debt Securities and money market Securities shall be valued as per the prices given by third party valuation agencies or in accordance with guidelines prescribed by Association of Portfolio Managers in India (APMI) from time to time.

17) Unlisted equities are valued at prices provided by independent valuer appointed by the Portfolio Manager basis the International Private Equity and Venture Capital Valuation (IPEV) Guidelines on a semi-annual basis.

18) In case of any other Securities, the same are valued as per the standard valuation norms applicable to the mutual funds.

The Investor may contact the customer services official of the Portfolio Manager for the purpose of clarifying or elaborating on any of the above policy issues.

The Portfolio Manager may change the valuation policy for any particular type of security consequent to any regulatory changes or change in the market practice followed for valuation of similar Securities. However, such changes would be in conformity with the Regulations.

10. Investor services

I. Contact Information of the Investor Relations Officer

The officer will ensure that the Client's grievances are sorted out promptly. The Portfolio Manager will ensure that this official is vested with necessary authority, independence and the means to handle Client complaints.

Name	Mr. Saurav Agarwal
Designation	Compliance Officer
Address	302 Kaveri Commercial, Jagannath Mandir Road,Sakinaka, Mumbai -400072
Telephone No	+91-8777614514
Email id	info@acceltasset.com

II. Grievance redressal and dispute settlement mechanism: The grievances, if any that may arise pursuant to this Agreement shall be sent to

Name	Mr. Saurav Agarwal
Designation	Compliance Officer
Address	302 Kaveri Commercial, Jagannath Mandir Road,Sakinaka, Mumbai -400072
Telephone No	+91-8777614514
Email id	info@acceltasset.com

a) The Portfolio Manager will ensure that this official is vested with the necessary authority and independence to handle Client complaints. The aforesaid official will immediately identify the grievance and take appropriate steps to eliminate the causes of such grievances to the satisfaction of the Client. Effective grievance management would be an essential element of the Portfolio Manager's portfolio management services

b) Any dispute unresolved by the above internal grievance redressal mechanism of the Portfolio Manager, can be submitted to arbitration under the Arbitration and Conciliation Act, 1996. The arbitration shall be before three arbitrators, with each party entitled to appoint an arbitrator and the third arbitrator being the presiding arbitrator appointed by the two arbitrators. Each party will bear the expenses / costs incurred by it in appointing the arbitrator and for the arbitration proceedings. Further, the cost of appointing the presiding arbitrator will be borne equally by both the parties. Such arbitration proceedings shall be held at Mumbai and the language of the arbitration shall be English. The courts of Mumbai shall have the exclusive jurisdiction to adjudicate upon the claims of the parties.

c) Without prejudice to anything stated above, the Client can also register its grievance/complaint through SCORES (SEBI Complaints Redress System), post which SEBI may forward the complaint to the Portfolio Manager and the Portfolio Manager will suitably address the same. SCORES is available at http://scores.gov.in.

d) ODR Portal could be accessed, if unsatisfied with the response. Your attention is drawn to the SEBI circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, on "Online Resolution of Disputes in the Indian Securities Market". A common Online Dispute Resolution Portal ("ODR Portal") which harnesses conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market has been established. ODR Portal can be accessed via the following link - https://smartodr.in/

11. Details of the diversification policy of the portfolio manager

The portfolio manager implements a well-defined diversification aimed at balancing risk and return effectively. This policy emphasizes spreading investments across various sectors and industries to achieve broad market exposure. Additionally, the portfolio typically includes a balanced number of holdings to maintain a diversified yet focused investment approach, thereby seeking to optimize risk-adjusted returns while minimizing concentration risks.

12. Custodian & Fund Accounting Services

Custody of all Securities of the Client shall be with the Custodian who shall be appointed, from time to time, at the discretion of the Portfolio Manager. The custodian shall act on instructions of the Portfolio Manager in respect of all the discretionary and non-discretionary Portfolio accounts.

All such custodian fees, charged by the Custodian shall be payable by the Client. The Portfolio Manager shall not be liable for any act of the Custodian, done with or without the instruction of the Portfolio Manager, which may cause or is likely to cause any loss or damage to the Client.

Sr	Service Provider	SEBI Registration #	Nature of Service Provided
1	Kotak Mahindra Bank Limited	IN/CUS/017	Custodian and Fund accounting services

PART - II – DYNAMIC SECTION

13. **Client Representation:**

1) The Portfolio Manager has obtained a certificate of registration to function as a Portfolio Manager on Sep 26, 2024 and therefore has no record of representing any persons/entities in the capacity of a Portfolio Manager before registration.

Details of clients as on March 31, 2026

Category of Clients	As on	No. of Clients	Fund Managed (Rs. Cr.)	Discretionary/Non-Discretionary (if available)
Associates / group companies (last 3 Years)	31-03-2026	1	2.18	Discretionary
Associates / group companies (last 3 Years)	31-03-2026	0	0	Non-Discretionary
Others (last 3 years)	31-03-2026	8	4.32	Discretionary
Others (last 3 years)	31-03-2026	1	1.94	Non-Discretionary
Total	-		8.44	

2) Complete disclosure in respect of transactions with related parties as per the standards specified by the Institute of Chartered Accountants of India – No such transaction

14. Financial Performance of Portfolio Manager (based on audited financial statements)

Particulars (Rs)	FY2024-25
Revenue from Operations	1,04,233.50
Other Income	2,59,783.47
Operating Expenses	22,95,534.68
Profit Before Tax	-19,31,517.71
Profit/(Loss) for the Period	-19,31,517.71

The entity has been incorporated on 18/06/2024; accordingly, no data is available for the previous years.

15. Performance of the Portfolio Manager

The aggregate performance of the Portfolio manager of last 3 years in case of discretionary portfolio management services for each Investment Approach are as below. The Portfolio Manager has been granted registration on Sep 26, 2024 and had commenced portfolio management services from 5th November, 2024.

INVESTMENT APPROACH WISE RETURNS IN (TWRR Returns %) as on 31st March 2026

Investment Approach Name	AUM IN CRORE	1 Month	3 Months	6 Months	1 Year	2 Years	Since Inception
Accelt Long Term Equity Fund - LTEF	6.50	-7.01	-9.36	-7.32	0.77	NA	-2.48
BSE 500 TRI		-11.37	-13.94	-9.62	-3.12	NA	-5.80
Accelt Long Term Equity Fund - NDPMS	1.94	-7.82	-11.23	-8.88	-2.90	NA	-4.29

16. Audit Observations for preceding three years

ACCELT ASSET MANAGEMENT LLP was incorporated on 18/06/2024.

There were no adverse observations made by statutory Auditor of the Portfolio Manager in the audit report of last year

17. Details of investments in the securities of related parties of the portfolio manager

There are no related parties of the portfolio manager

For and on behalf of ACCELT ASSET MANAGEMENT LLP

Mr. Vaibhav Agarwal DPIN: 10672046 Designated Partner		For ACCELT ASSET MANAGEMENT LLP V. Agarwal PARTNER
Ms. Sweta Goenka DPIN: 10672045 Designated Partner		For ACCELT ASSET MANAGEMENT LLP Sweta Goenka PARTNER

Place: Mumbai
Date: 8th April, 2026

18. FORM C

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

Name	ACCELT ASSET MANAGEMENT LLP
Address	Registered Address: 302, Kaveri Commercial Chs Ltd, Kaveri Building, Jagannath Mandir Road, Sakinaka, Mumbai 400072, Maharashtra, India Correspondence Address: Same as Registeres Address
Phone	+91-8777614514
Fax Number	-
Email	vaibhavagarwal@acceltasset.com

We confirm that:

I. The Disclosure Document forwarded to SEBI is in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and the guidelines and directives issued by SEBI 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, as on 08-04-2026. The details of the Chartered Accountants are as follows:

Name of the Firm: : Sambit Das & Associates
Registration Number : 332767E
Proprietor : CA Sambit Das
Membership Number : 312262
Address : 80, Ramlal Agarwala Lane, Kolkata -700050, West Bengal
Telephone Number :+91-9674062159

- (enclosed is a copy of the Chartered Accountants' certificate to the effect that the disclosures made in the Document are true, fair and adequate to enable the investors to make a well-informed decision).

For and on behalf of ACCELT ASSET MANAGEMENT LLP

For ACCELT ASSET MANAGEMENT LLP

PARTNER

For ACCELT ASSET MANAGEMENT LLP

Sweta Goenka

PARTNER

SAMBIT DAS & ASSOCIATES
Chartered Accountants
80, Ramlal Agarwala Lane, Kolkata - 700050, West Bengal
Phone : +91 9674062159 | E-mail : acasambitdas@gmail.com

CERTIFICATE

We have verified the Disclosure Document ("the Document") for Portfolio Management Services prepared by Accelt Asset Management LLP, a Portfolio Manager registered with SEBI under the SEBI (Portfolio Managers) Regulations, 2020 vide SEBI Registration No. INP000009010 dated September 26, 2024, having its registered office at 302, Kaveri Commercial Chs Ltd, Kaveri Building, Jagannath Mandir Road, Sakinaka, Mumbai 400072, Maharashtra, India.

The disclosure made in the document is made on the model disclosure document as stated in Schedule V of Regulation 22 of SEBI (Portfolio Managers) Regulations, 2020.

Our certification is based on the examination of records, data made available and information & explanations provided to us.

Based on such examination we certify that:
a) The Disclosure made in the document is true, fair and correct and
b) The information provided in the Disclosure Document is adequate to enable the investors to make well-informed decisions

For SAMBIT DAS & ASSOCIATES
Chartered Accountants
[Firm Registration No.: 332767E]

CA. Sambit Das – Proprietor
M. NO. 312262

UDIN: 26312262SSPMOD7107

Date: 08-04-2026
Place: Kolkata