



**Pioneer Wealth Management Services  
Limited**

**PORTFOLIO MANAGEMENT SERVICES**

**SEBI Registration Number- INP000005883**

**CIN: U67120MH2006PLC161354**

A handwritten signature in black ink, appearing to read "Rajal", is written over a circular stamp. The stamp is partially obscured by the signature and contains some illegible text and a central emblem.

**DISCLOSURE DOCUMENT**

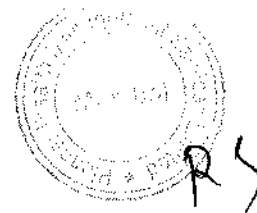
**Pioneer Wealth Management Services Limited**

**PORTFOLIO MANAGEMENT SERVICES - DISCLOSURE DOCUMENT**

- i. This Disclosure Document (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 as amended from time to time.
- ii. The purpose of this Document is to provide essential information about the portfolio services in a manner to assist and enable the investor in making informed decision for engaging Portfolio Manager.
- iii. This Document gives necessary information about us as 'Portfolio Manager' required by you as an investor before investing. The investor is advised to carefully read this entire document before making any investment decision. Investor are advised to retain this document for future reference.
- iv. The name, phone number, e-mail address of the principal officer designated by us as portfolio manager is as follows:

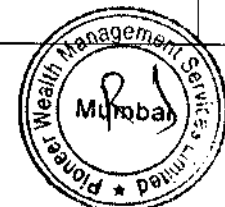
Name of the Principal Officer	Raj Shah
Address	1218 Maker Chambers V, Nariman Point, Mumbai – 400021.
Phone number	91- 22- 2202 1171 / 6618 6633
E-mail address	<a href="mailto:rajshah@pinc.co.in">rajshah@pinc.co.in</a>

This Disclosure Document is dated 30<sup>th</sup> August 2024.



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## Pioneer Wealth Management Services Limited

### PORTFOLIO MANAGEMENT SERVICES- DISCLOSURE DOCUMENT

#### 1. Disclaimer:

This document has been prepared in accordance with the SEBI (Portfolio Managers) Regulations, 2020 as amended from time to time and filed with the Securities and Exchange Board of India (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. This Document is not for public distribution and has been furnished to you solely for your information and may not be reproduced or redistributed to any other person. While Portfolio Manager shall endeavor to update on a reasonable basis the information disclosed in this document, the Portfolio Manager does not undertake to update such information to reflect the impact of circumstances or events, including regulatory or compliance changes that arise after the date mentioned on the first/cover page of this Document. Except as otherwise mentioned in this Document all information herein is as on the date mentioned on the first/cover page of this Document. No part of this Disclosure Document may be duplicated in any form and/or redistributed without the prior written consent of the Portfolio Manager.

#### 2. Definitions

In this Disclosure Document, unless the context otherwise requires

"Act" means the Securities and Exchange Board of India Act, 1992 as amended from time to time.

"Agreement" includes contract entered between the Portfolio Manager and the Client for the management of funds and / or securities of the client.

"Board" or "SEBI" means the Securities and Exchange Board of India established under section 3 of the Act.

"Cash Account" means the bank account in which the funds handed over by the client shall be held by the Portfolio Manager on behalf of the client.

"Chartered Accountant" – means a Chartered Accountant as defined in clause (b) of subsection (1) of section 2 of the Chartered Accountants Act, 1949 (38 of 1949) and who has obtained a certificate of practice under sub-section (1) of section 6 of that Act.



**"Client"** means any individual, Hindu Undivided Family, partnership firm, limited liability partnership, corporate, association of person, body of individual, trust, Provident Fund, Gratuity Fund, Pension Fund, Superannuation Fund, statutory authority, or any other person who enters into an Agreement with the Portfolio Manager for availing the services of portfolio management by the Portfolio Manager.

**"Custodian"** means an entity registered with the SEBI as a custodian under applicable law and appointed by the Portfolio Manager, from time to time, primarily for custody of Securities of the Client.

**"Discretionary Portfolio Manager"** means a portfolio manager who exercises or may, under a contract relating to Portfolio Management, exercises any degree of discretion as to the investments or management or administration of the portfolio of securities and / or the funds of the Clients, as the case may be.

**"Financial Year"** means the period starting from April 1 and ending on March 31 in the following year.

**"Funds"** means the money placed by the Client with the Portfolio Manager and shall include all accretions thereto.

**"Initial Corpus"** means the value of the Funds and the market value of Securities brought in by the Client and accepted by the Portfolio Manager at the time of registering as a client with the Portfolio Manager.

**"Investment Approach"** means any of the current investment approaches or such investment approach that may be introduced at any time in the future by the Portfolio Manager defining the type of securities and permissible instruments to be invested in for the Client.

**"Non-Discretionary Portfolio Manager"** means a portfolio manager who manages the funds and/or securities, in accordance with the directions of the clients entirely at the client's risk.

**"Portfolio"** means the total holdings of all investments, Securities and Funds belonging to the Client.

**"Portfolio Manager"** means Pioneer Wealth Management Services Limited (PWMSL) a company incorporated and registered under the Companies Act, 1956 and having its registered office at 1218, Maker Chambers V, Nariman Point, Mumbai - 400 021.



**“Principal Officer”** an employee of the Portfolio Manager who is responsible for all 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 all other operations of the Portfolio Manager and has been designated as principal officer by the Portfolio Manager.

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

**“Securities”** means and includes:

- i. “securities” as defined under the Securities Contracts (Regulations) Act, 1956;
- ii. shares, scrips, stocks, bonds, warrants, convertible and non-convertible debentures/debenture stocks and other marketable securities of a like nature, fixed return investments, equity linked instruments including derivatives, negotiable instruments, term deposits, money market instruments including commercial paper, certificates of deposit etc., units issued by Mutual Funds, Collective Investment Schemes, Alternative Investment Funds, Mortgage backed or other asset backed securities, derivatives, Security Receipt and any other securities issued by any company/entity/body corporate, Central Government, State Government or any local or statutory authority including Structured Products;
- iii. gold related securities; and
- iv. Any other instruments or investments may be permitted by applicable law from time to time.

**“Securities Lending Scheme”** means the securities lending as per the Securities Lending Scheme, 1997 specified by the Board.

Words and expressions used in this disclosure document and not expressly defined shall be interpreted according to applicable law or according to their general meaning and usage. The definitions are not exhaustive. They shall also carry the meaning assigned to them in the Regulations governing portfolio management services.



### 3. History, present business and background of the Portfolio Manager

Pioneer Wealth Management Services Ltd. was incorporated by Pioneer Investcorp Limited, its 100% holding company, registered as a Merchant Banker with Securities and Exchange Board of India.

The Company is also registered with SEBI as a Portfolio Manager vide Certificate of Registration No. INP000005883 dated December 26, 2017. The Company provides discretionary, non-discretionary and advisory services under the said license.

Pioneer Wealth Management Services Limited is having experience of more than 9 years in handling portfolio of its clients with corpus of around Rs.12 crores.

The Company is managed by experienced professionals who have more than 3 decades of experience in financial markets.

The Company is also registered with SEBI as Investment Advisor vide Certificate of Registration no. INA000017259 and also registered with SEBI as Research Analyst vide Certificate of Registration no. INH000010052.

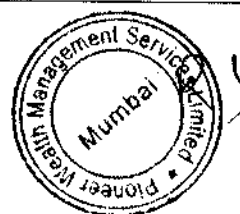
### 4. Promoters and Directors of the Portfolio Manager and their background

#### Promoters and background of Portfolio Manager

Pioneer Investcorp Ltd is the Promoter and a 100% Holding Company of Pioneer Wealth Management Services Ltd. Pioneer Investcorp Ltd is a listed Company at BSE Ltd. and a SEBI registered Category I Merchant Banker.

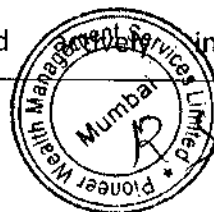
Shareholding pattern of Pioneer Wealth Management Services Ltd. as on 31<sup>st</sup> March, 2024 as follows:

Name	No. of Equity Shares	Face Value Per Share (in Rs.)	Paid up Share Capital (in Rs.)	% held
Pioneer Investcorp Ltd.	69,90,000	10	6,99,00,000	100
<b>Total</b>	<b>69,90,000</b>	<b>10</b>	<b>6,99,00,000</b>	<b>100</b>



### Directors of Portfolio Manager and their background

Sr. No.	Names of the Director	Brief Background
1.	Mr. Gaurang M Gandhi	Has been responsible for Pioneer group evolution from a Lease syndication business to an integrated financial service organization and having over 30 years of experience in the financial service industry and today he is in charge of Pioneer Group, a full-fledged Financial Services Group that includes investment banking, institutional broking house and insurance, reinsurance broking services.
2.	Mr. Hemang M Gandhi	He has over 25 years of experience in corporate finance in the Pioneer group, has been active in the primary equity market segment by arranging private placements of equity and preference shares, GDRS, FCCBs, Warrants, other Securities and also bought out investments and has been responsible for arranging Venture Capital funds by way of equity subscriptions for the start of ventures in the software and technology companies. Responsible as a team leader in mobilizing funds of over Rs.1000 crores. Interaction at the highest levels in banks, FI's and corporate on an ongoing basis on various matters pertaining to finance.
3.	Mr. Ketan M Gandhi	Mr. Ketan Gandhi is a Director and a founding member of the Pioneer Group. He joined the group in 1987. Mr. Ketan started his career in 1979 with Harjivandas Nemidas & Sons, a Stock Broking firm, where he worked for 8 years. He was instrumental in setting up the fixed income trading desks for trading government securities, corporate bonds, interest rate swaps / futures and equity. Under Mr. Ketan's dynamic leadership Pioneer Group participated in arranging and





		underwriting PSU / Banking / Private Sector Bonds and SDL, making it a formidable player in this segment. Ketan possesses about two decades of comprehensive equity market experience with key strengths being stock picking and developing corporate relationships and was instrumental in setting up research at Pioneer group.
4.	Mr. Rushil Selarka	Rushil was appointed as Designated director to comply with the requirement of SEBI (Investment Advisor) Regulations, since he is Principal Officer as Investment Advisor handling portfolio of Clients of the Company as on date based on detailed analysis of Financial statement and Annual Report of Listed Companies including active participating in Investor conference calls.

## 5. Group Companies

The following are group companies/firm of the Portfolio Manager as on 31<sup>st</sup> March, 2024 on the basis of their total turnover as per the latest audited financial statements as on 31<sup>st</sup> March, 2024 are given below:

### 1) **Pioneer Investcorp Limited** – Holding Company & SEBI Registered Merchant Banker

A flagship Company of Pioneer group is an India-focused integrated financial services company serving mid-market companies. Pioneer group has three decades of experience in serving the needs of corporate, institutional & government clients and family offices. Pioneer group offers a wide range of customised services, including investment banking, private equity advisory, debt syndication, M&A advisory and institutional securities trading. PWMSL has excellent deal track record of successfully closing over 100 transactions and has advised and handled deals aggregating to over US \$ 2.25 billion. It has a professional team of over 170 members with a strong entrepreneurial mindset.



- 2) **Infinity.com Financial Securities Limited (Infinity)** – Holding Company's Wholly Owned Subsidiary Company & SEBI Registered Stockbroker (BSE and NSE) and Depository Participant (DP) with CDSL

Infinity being a Trading cum clearing member of NSE and BSE and Depository Participant with CDSL and having broking of more than 2 decades mainly catering into Institutional clients. Infinity is empaneled with most of the Financial Institutions (FIs), Mutual Funds and some of the Foreign Portfolio Investors (FPIs) operating in India. The Company is operating major in Institutional Segment of broking and has strong foothold in the Institutional segment, with a good human resource talent in research and analysis of equity market in India. Infinity also has major plans for broking in FPIs operations and retail ventures.

- 3) **Pioneer Money Management Limited** – Holding Company's Wholly Owned Subsidiary Company
- 4) **Pioneer Investment Advisory Services Limited** – Holding Company's Wholly Owned Subsidiary Company.
- 5) **Pinc Finserve Private Limited-** Holding Company's Wholly Owned Subsidiary Company.
- 6) **E-Ally Securities (India) Private Limited-** Holding Company's Wholly Owned Subsidiary Company
- 7) **Pioneer Fundinvest Private Limited** – Holding Company's Wholly Owned Subsidiary Company and RBI Registered non deposit taking NBFC Company.
- 8) **Pioneer Insurance & Reinsurance Brokers Private Limited**– Group Company & Registered IRDA Composite Insurance Broker and having more than 13 years of experience in Insurance Industry and is one of the few investment banks led insurance broking firms in India. Pioneer Insurance has specialization in Property / Engineering, Liability, Health, Oil & Energy, Marine & Standalone Terrorism Insurance. It is leaders in placing Terrorism cover for major risks in/out of India.

The Portfolio Manager may avail services provided by its group entities from time to time in relation to the operations of portfolio management services. Subject to compliance under applicable laws, such services shall be available on commercial



terms and on an arms-length basis and at mutually agreed terms. Appropriate disclosures, wherever required, shall be made by the Portfolio Manager.

## **6. Services offered by the Portfolio Manager**

PWMSL provides Portfolio Management Services in the form of Discretionary / Non – Discretionary and Advisory services to Resident Individuals, Non – Resident Indians, Resident Corporate LLP Foreign Portfolio Investors etc.

The Client has an option to place funds directly (i.e., other than through a distributor/placement agent) with the Portfolio Manager for availing any of the Portfolio Management Services.

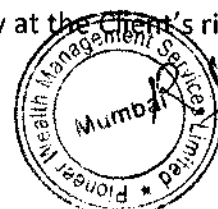
### **(i) Discretionary Portfolio Management -**

Under discretionary portfolio management services (PMS), the portfolio account of the client is managed at the full discretion and liberty of the Portfolio Manager. Thus, the choice and timing of investment rests 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 any time during the tenure of the Agreement or any time thereafter except on the grounds of malafide, fraud, conflict of interest or gross negligence. This right 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.

The investments will be generally made in equities and its derivatives, fixed income products, money market instruments, Debt, Government Securities, Corporate Bonds and in Mutual Funds and other Securities as specified by SEBI from time to time, on behalf of their clients. It will not invest in unlisted securities.

### **(ii) Non-discretionary Portfolio Management -**

The portfolio account of the client is managed in accordance with the directions of the Client by the Portfolio Manager. 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 Agreement, 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.

Portfolio Manager may invest up to 25% of the assets under management of the Client in unlisted Securities, in addition to the Securities permitted for Discretionary PMS.

The portfolio Manager may invest in units of Mutual Funds (only through Direct Plan) and no distribution fees will be charged to the Client.

However, the Portfolio Manager shall invest the Clients' funds neither in the portfolio managed or administered by another portfolio manager nor based on the advice of any other entity.

**(iii) Advisory Services –**

The Portfolio Manager provides advisory services as stipulated under Regulations and in accordance with the requirement of the client. Portfolio Manager gives advice to the client regarding investment/disinvestment in Securities for an agreed fee structure and for a period agreed in the Agreement, entirely at the Client's risk.

However, discretion lies with the client whether to act upon it or to ignore the advice. The Portfolio Manager will provide advisory portfolio management services, in terms of the SEBI (Portfolio Manager) Regulations, 2020 and SEBI (Investment Advisers) Regulations, 2013, which shall be in the nature of Investment advice and may include advice relating to investing in, purchasing, selling or otherwise dealing in securities or investment products, and advice on investment portfolio containing securities or investment products, whether written, oral or through any other means of communication for the benefit of the client. The Portfolio Manager shall act in a fiduciary capacity towards its client.

Portfolio Manager may provide advice for investment up to 25% of the assets under management of the Client in unlisted Securities, in addition to the Securities permitted for Discretionary PMS.



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

(i) All cases of penalties imposed by the Board, or the directions issued by the Board under the Act or rules or regulations made thereunder against the Portfolio Manager	None
(ii) The nature of the penalty/direction against the Portfolio Manager.	None
(iii) Penalties/fines imposed for any economic offence and/ or for violation of any securities laws against the Portfolio Manager.	None
(iv) Any pending material litigation/legal proceedings against the Portfolio Manager/key personnel with separate disclosure regarding pending criminal cases, if any.	None
(v) Any deficiency in the systems and operations of the Portfolio Manager observed by the Board or any regulatory agency.	None
(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

**8. TYPE OF INVESTMENT APPROACHES**

The Discretionary Portfolio Management Investment Approaches being offered are as follows:

**a) PINC Future Fund**

**Investment Objective:** The general objective of this approach is to formulate and device the investment philosophy to achieve long term growth of capital by investing in equities, which generate reasonable return and to ensure liquidity.

**Benchmark:** BSE 500 index



**Justification for Benchmark:** Portfolio Manager believes the choice of our portfolio companies for this approach will best represent the universe of BSE 500 index. The BSE 500 index is designed to measure the performance of the top 500 companies listed at BSE Ltd., based on size and liquidity across sectors. The Portfolio Manager under the strategy invests across market capitalizations while predominantly investing in large and mid-capitalization companies.

**Allocation of portfolio across types of securities (Indicative):**

**Equity and Equity related Securities: 100%**

**Investment Strategy:**

Portfolio Manager Strategy is to generate capital appreciation through medium to long term investments mainly in deep value, high-growth companies while also benefiting from short term investments.

The stock selection criteria then pursue the following fundamental themes:

- Bottom-up stock selection.
- High-quality companies with sustainable competitive advantages.
- Disciplined valuation approach applying multiple valuation measures.
- Long-term vision, resulting in comparatively low portfolio turnover.
- Effective diversification of investments across sectors and stocks to enhance risk adjusted returns.

The Portfolio Manager intends to invest in cash equity shares and un-deployed funds in liquid schemes of mutual funds.

**Minimum Account Size:** Rs.50 lakhs or such other amount as decided by the Portfolio Manager at its sole discretion, subject to applicable SEBI Regulations that may come into force from time to time.

**Indicative tenure or investment horizon:** The indicative investment horizon for this investment approach is 3-5 years.

**Risks factors:**

- The securities in the approach may be predominantly characterized by a stock selection where more emphasis is on growth aspect. There may be time period



when securities of this nature may underperform relative to other stocks in the market which could impact the performance.

- The approach aims at maintaining a diversified portfolio without any undue concentration in any sector or stock and the portfolio may underperform relative to concentrated portfolios during certain period of time.
- The approach invests across market capitalisations. The small/mid cap stocks give an opportunity to go beyond the usual large blue-chip stocks and present possible higher capital appreciation, it is important to note that small/mid cap stocks can be riskier and more volatile on a relative basis. Therefore, the risk levels of investing in small/mid cap stocks are more than investing in large cap stocks. It may be noted that over a time these two categories have demonstrated different levels of volatility and investment returns. Among the reasons for the greater price volatility are the less certain growth prospects of small/mid cap stocks, the lower degree of liquidity in the markets for such securities, and the greater sensitivity of small/mid cap stocks to changing economic conditions. Small/mid cap stocks carry large amount of liquidity risk compared to the large cap stocks, as the ability to sell is limited by overall trading volume in the securities, which it invests.

The risk factors relating to the Portfolio are elaborated in the 'Risk Factors' section of this Disclosure Document.

**Fees or commission to be earned by the distributors:** Upto 2.5 % of the Corpus of the Client introduced by distributor.

**b) PINC Aggressive Fund:**

**Investment Objective:** The general objective of this approach is to formulate and device the investment philosophy to achieve medium term growth of capital by investing in equities, which generate reasonable return and to ensure liquidity.

These investments are best suited for medium term horizon. This portfolio comprises companies with sustained earnings momentum expected over the next 4-8 quarters with good financial discipline and good corporate governance practices. These stocks would have the potential for a rerating based on their valuation multiples and sector tailwinds.



**Benchmark:** BSE 500 index

**Justification for Benchmark:** Portfolio Manager believes the choice of our portfolio companies for this approach will best represent the universe of BSE 500 index. The BSE 500 index is designed to measure the performance of the top 500 companies listed at BSE Ltd., based on size and liquidity across sectors. The Portfolio Manager under the strategy invests across market capitalizations while predominantly investing in large and mid-capitalization companies.

**Allocation of portfolio across types of securities (Indicative):**

**Equity and Equity related Securities:** 100%

**Investment Strategy:**

Portfolio Manager strategy is to generate capital appreciation through medium to long term investments mainly in high-growth companies with visible earnings traction while also benefiting from short to medium term rerating opportunities due to earnings surprise and sector tailwinds.

The stock selection criteria then pursue the following fundamental themes:

- Bottom-up stock selection.
- High-quality companies with sustainable earnings traction.
- Disciplined valuation approach applying multiple valuation measures and peer analysis.
- 6 to 8 quarters horizon, resulting in participation in rerating opportunities.
- Effective diversification of investments across sectors and stocks to enhance risk adjusted returns.

The Portfolio Manager intends to invest in cash equity shares and un-deployed funds in liquid schemes of mutual funds.





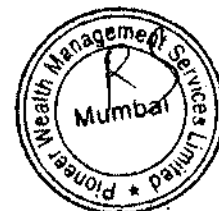
**Minimum Account Size:** Rs.50 lakhs or such other amount as decided by the Portfolio Manager at its sole discretion, subject to applicable SEBI Regulations that may come into force from time to time.

**Indicative tenure or investment horizon:** The indicative investment horizon for this investment approach is 2-3 years.

**Risks factors:**

- The securities in the approach may be predominantly characterized by a stock selection where more emphasis is on growth aspect. There could be time periods when securities of this nature may underperform relative to other stocks in the market which could impact the performance.
- The approach aims at maintaining a diversified portfolio without any undue concentration in any sector or stock and the portfolio may underperform relative to concentrated portfolios during certain periods of time.
- The approach invests across market capitalizations. The small/mid cap stocks give an opportunity to go beyond the usual large blue-chip stocks and present possible higher capital appreciation, it is important to note that small/mid cap stocks can be riskier and more volatile on a relative basis. Therefore, the risk levels of investing in small/mid cap stocks are more than investing in large cap stocks. It may be noted that over a time these two categories have demonstrated different levels of volatility and investment returns. Among the reasons for the greater price volatility are the less certain growth prospects of small/mid cap stocks, the lower degree of liquidity in the markets for such securities, and the greater sensitivity of small/mid cap stocks to changing economic conditions. Small/mid cap stocks carry large amount of liquidity risk compared to the large cap stocks, as the ability to sell is limited by overall trading volume in the securities, which it invests.

The risk factors relating to the Portfolio are elaborated in the 'Risk Factors' section of this Disclosure Document.



**Fees or commission to be earned by the distributors:** Upto 2.5 % of the Corpus of the Client introduced by distributor.

## **9. POLICIES FOR INVESTMENTS IN ASSOCIATE & GROUP COMPANIES AND DIVERSIFICATION POLICY.**

The Portfolio Manager will not invest / make any investments in its associate & group companies. Further as on date, the Portfolio Manager will not diversify its investment, except as per Investment approach as mentioned above in Point no.8

### **Diversification policy:**

We have a bottom-up fundamentals-oriented philosophy where we create a list of portfolio companies based on the fundamental strength and execution track record of those companies against various factors such as macro-economic factors, competitive intensity etc. Fundamental strength of these selected companies provides the biggest source of downside protection against volatility in the external operating environment. In order to manage diversification risk and to reduce the exposure of massive drawdown in a single stock, we diversify in different types of stocks and sectors with a cap on allocation in particular stocks and sectors. Average number of stocks in our portfolio is around 12-20 stocks per portfolio. We are sector agnostic and focus on stocks with market cap of greater than 500cr.

## **10. RISK FACTORS**

**Produced below are the standard risk factors applicable in respect of Discretionary / Non – Discretionary and Advisory services as context and nature of such service(s) permit or require:**

- a. Investments in Government Bonds and Corporate bond are subject to changes in interest rates and/or rates and/or liquidity, credit and reinvestment risks.
- b. Investments in Securities are subject to market risks, which include price fluctuations. The Portfolio Manager does not assure or guarantee that the objectives of any of the schemes will be achieved.
- c. The Portfolio Manager has little experience/track record of investment in Securities Market and the past performance of Portfolio Manager does not indicate its future performance.



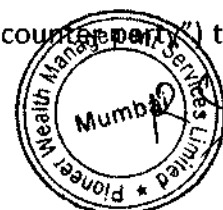
- d. The Client is not being offered any guaranteed or indicative returns through these Investment Approach.
- e. The names of the Investment Approach, if any do not in any manner indicate their prospects or returns.
- f. Investments in Equity market and Mutual Funds may be adversely affected by the performance of companies, changes in the economy, the marketplace and industry specific factors.
- g. Risk may also arise due to 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.
- h. Liquidity in the investments may be affected by trading volumes, settlement period and transfer.
- i. Industry specific stocks, like technology stocks, may be subject to volatility, high valuations, obsolescence and low liquidity.
- j. Diversification of portfolio across asset classes, sectors and securities are normally construed to be less risky for investors. Portfolio could be subject to more risk on account of its concentration of investments into a few sectors or a limited number of securities.
- k. Derivatives, futures and options are highly leveraged instruments and require a high degree of skill, diligence and expertise. Small price movements in the underlying security may have a large impact on the value. The derivatives and futures and options market are relatively new.
- l. In the case of stock lending, risks relate to the defaults from counter parties with regard to securities lent and the corporate benefits accruing thereon. The Portfolio Manager is not responsible for any loss resulting from stock lending.
- m. The Portfolio Manager and its employees directly involved in investment operations may trade in securities in their personal account which may result in a conflict with transactions in any of the Client's portfolio. However, to mitigate the said conflict in relation to employees, the Portfolio Manager has implemented the employee's trading policy. The employees of the Portfolio Manager are required to abide by the said policy as may be applicable to them. The group companies of



Portfolio Manager, as a part of treasury management function, may be dealing and investing in various securities including but not limited to equity securities, bonds, units of various categories of Mutual Funds, Money Market Instruments and alternative investment funds etc. The Portfolio Manager has guidelines for managing conflicts of interest in place to achieve and maintain discipline and transparency in all investment activities and to avoid any potential or actual conflict of interests.

**Risk Factors associated with investments in Equity & Fixed Income Derivatives:**

- a. The Portfolio Manager intends to invest in derivatives including transactions for the purpose of hedging and portfolio rebalancing, through a recognized stock exchange. Nevertheless, trading in derivatives market has risks and issues concerning the use of derivatives that investor should understand. Derivative products are specialized instruments that require investment techniques and risk analysis different from those associated with stocks and bonds.
- b. 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 such strategies to be persuaded by the Portfolio Manager involve uncertainty and the decision of the Portfolio Manager may not always be profitable. No assurance can be made that the Portfolio Manager shall be able to identify or execute such strategies.
- c. The risk associated with the use of derivatives is different from or possibly greater than, the risk associated with investing directly in securities and other traditional investments.
- d. As and when the product trades in the derivatives market there are risk factors and issues concerning the use of derivatives that investors should understand. Derivative products are specialized instruments that require investment techniques and risk analysis different from those associated with stocks and bonds. There is a possibility that loss may be sustained by the portfolio as a result of the failure of another party (usually referred as the “counterparty”) to comply



with the term of the derivatives contract. Other risks in using derivatives include the risk of misplacing or improper assets, rates and indices. Thus, derivatives are highly leveraged instruments. Even a small price movement in the underlying security could have a large impact on their value.

- e. The use of a derivative requires an understanding not only of the underlying instrument but also of the derivative itself. Derivatives require the maintenance of adequate controls to monitor transactions entered into, the ability to assess the risk that a derivative adds to the portfolio and the ability to forecast price or interest rate movement correctly.
- f. Other risks in using derivatives include the risk of misplacing improper valuation of derivatives and the inability of derivatives to correct perfectly with underlying assets, rates and indices. Derivatives are highly averaged instruments. Even a small movement in the underlying security could have a large impact on their value. Execution of such strategies may 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.
- g. Derivative trades involve execution risk, whereby the rates on the screen may not be the rate at which ultimate. However, the gains of an options writer are limited to the premiums earned.
- h. The writer of a put option bears the risk of loss of the value if the underlying asset declines below the exercise price. The writer of a call option bears a risk if the value of the underlying asset increases above the exercise price.
- i. Investments in index futures face the same risk as the investments in a portfolio of shares representing an index. The extent of loss is the same as in the underlying stocks.
- j. Risk of loss in trading futures contracts can be substantial, because of the low margin deposits required, the extremely high degree of leverage involved in futures pricing and potential high volatility of the futures markets.



k. The derivatives market in India is nascent and does not have the volumes that may be seen in other developed markets, which may result in volatility in the values.

## 11. Client Representation

### i) Portfolio Management Business Details:

#### Discretionary Portfolio Management Service – For Equity and Liquid funds

#### CATEGORIES OF CLIENTS SERVICED FOR LAST 3 YEARS:

Category of Clients	No. of Clients			Funds Managed (Rs. in cr.)			Discretionary/ Non - Discretionary /Advisory
	As on 31/3/24	As on 31/3/23	As on 31/3/22	As on 31/3/24	As on 31/3/23	As on 31/3/22	
1. Associate/ Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	—
2. Others	4	4	3	7.75	2.46	2.69	Discretionary
<b>Total</b>	<b>4</b>	<b>4</b>	<b>3</b>	<b>7.75</b>	<b>2.46</b>	<b>2.69</b>	

ii) Following is the complete disclosure in respect to transactions with related parties as per the standards specified by the Institute of Chartered Accountants of India:

a) List of related parties with whom the Portfolio Manager may have transactions and Disclosure in respect to transactions with related parties—upto 31<sup>st</sup> March, 2024 (Audited).

#### Category I- Key Management Personnel & their Relatives

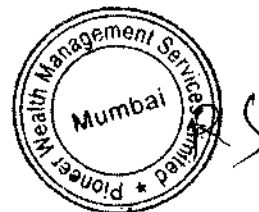
Mr. Gaurang Gandhi

Mr. Hemang Gandhi

Mr. Ketan Gandhi

Mr. Jai Gandhi

Mr. Vir Gandhi



Mrs. Parul Gandhi

Mrs. Shabnam Gandhi

**Category II- Holding Company**

Pioneer Investcorp Limited

**Category III-Fellow Subsidiaries**

Pioneer Wealth Management Services Limited

PINC Finserve Private Limited

Pioneer Money Management Limited

Pioneer Fundinvest Private Limited

Pioneer Investment Advisory Services Limited

Infinity.com Financial Securities Limited

E-Ally Securities (India) Private Limited

**Category IV-Entities Under Common Control**

Futuristic Impex Private Limited

Pioneer Insurance & Reinsurance Brokers Private Limited

Siddhi Portfolio Services Private Limited

Sharp Point Motors & Automobiles Private Limited

Symbyosys Integrated Solutions Private Limited

Associated Capital Market Management Private Limited

L.Gordhandas & Co. Clearing Agent Private Limited

Festive Multitrade Private Limited

PINC Tech Solutions Private Limited

Trident Tradevest Private Limited

Devraj Properties Private Limited

Saiprem Multitrade Private Limited

Entrust Multitrade Private Limited

Dharmkot Investment and Trading Company (A Private Company)

Sargam Multitrade Private Limited

**Limited Liability Partnerships**

Brahmi Advisors LLP

Shuchi Advisors LLP



Daivikah Advisors LLP

Manorama Advisors LLP

Purnata Advisors LLP

Akhandha Advisors LLP

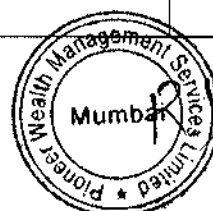
**Partnership Firm**

Associated Instruments & Services

Details of Related Party Transaction are as follows:

(Amount in Rs.)

Sr No	Particulars	31.03.2024	31.03.2023	31.03.2022
				Rs.
<b>A</b>	<b>Transactions with Related Parties</b>			
<b>1</b>	<b>Interest Expenses</b>			
	<b>Holding Company</b>			
	Pioneer Investcorp Limited	9,66,265	8,40,430	4,73,949
	<b>Interest Income</b>			
	<b>Fellow Subsidiary</b>			
	Infinity Com Financial Securities Ltd	17,490	-	-
	<b>Advisory Fees</b>			
	Key Managerial Personnel & their relatives			
	Jai Gandhi	90,247	-	-
	Shabnam Gandhi	251,188	-	-
	Gaurang Gandhi	1,43,424	-	-
	Vir Gandhi	45,107	-	-
	Parul Gandhi	15,771	-	-
	<b>Reimbursement of Expenses Receivable</b>			
	<b>Fellow Subsidiaries</b>			
	Pioneer Fundinvest Private Limited	81,24,000		
<b>2</b>	<b>Sale of Government Securities/Bonds</b>			
	<b>Holding Company</b>			
	Festive Multitrade Pvt Ltd	-	-	4,84,02,602
<b>3</b>	<b>Sale of Government Securities/Bonds</b>			
	Festive Multitrade Pvt Ltd	-	-	4,84,09,802
<b>4</b>	<b>Loans &amp; Advances -Taken</b>			
	<b>Holding Company</b>			





	Pioneer Investcorp Limited	-	5,46,80,603	7,82,23,441
	<b>Fellow Subsidiaries</b>		-	-
	Infinity.com Financial Securities Ltd	12,20,000	-	-
<b>5</b>	<b>Loans &amp; Advances- Repayment</b>			
	<b>Holding Company</b>			
	Pioneer Investcorp Limited	1,69,61,075	3,73,25,102	8,05,51,291
	<b>Fellow Subsidiaries</b>			
	Infinity.com Financial Securities Ltd.	12,20,000	-	-
	<b>Balances with related parties:</b>	<b>As of</b>	<b>As of</b>	<b>As of</b>
		<b>31.03.2024</b>	<b>31.03.2023</b>	<b>31.03.2022</b>
<b>6.</b>	<b>Balance Payable</b>			
	<b>Holding Company</b>			
	Pioneer Investcorp Limited	-	1,58,13,281	4,26,554
	<b>Enterprises in which Key Managerial Personnel have control</b>			
	Festive Multitrade Private Limited	-	-	4,83,57,392
	<b>Balance Receivables</b>			
	<b>Fellow Subsidiaries</b>			
	Pioneer Fundinvest Private Limited	81,24,000	-	-
	E-Ally Securities (India) Private Limited	4,07,90,000	-	-
	<b>Enterprises in which Key Managerial Personnel have control</b>	-	-	4,83,57,392
	Futuristics Impex Private Limited	-	-	4,83,57,392
	Festive Multitrade Private Limited	-	12,91,600	-
	Siddhi Portfolio Services Private Limited	-	21,98,865	-
<b>7</b>	Symbyosys Integrated Solutions Private Limited	-	3,54,725	-
	<b>Key Managerial Personnel &amp; their relatives</b>			
	Jai Gandhi	90,247	-	-
	Shabnam Gandhi	251,188	-	-
	Gaurang Gandhi	1,43,424	-	-
	Vir Gandhi	45,107	-	-
	Parul Gandhi	15,771	-	-

**Disclosure of conflicts of interest related services offered by group companies or associates of the Portfolio Manager:**

The Portfolio Manager and its group companies/associates are engaged in a broad spectrum of activities in the financial services sector. The Portfolio Manager may utilise



such services of its group companies or associates for managing the Portfolios of the Clients. For the purpose of executing transactions of purchase or sale of securities and derivatives on BSE Ltd. (BSE) and National Stock Exchange of India Limited (NSE) the Portfolio Manager may engage, apart from other stockbroker, Infinity.Com Financial Securities Ltd., a group Company of Portfolio Manager and also member of BSE, NSE and also a Depository Participant of Central Depository Services (India) Limited. Portfolio Manager will pay brokerage and Depository charges to Infinity.Com Financial Securities Ltd. for transactions executed on arm length basis.

The group companies/associates of Portfolio Manager may earn income directly or indirectly on account of various transactions related to portfolio management services. In such scenarios, the Portfolio Manager shall act in a fiduciary capacity in relation to the Client's Funds and shall endeavor to mitigate any potential conflict of interest that could arise while dealing with such group companies/associates, in a manner which is not detrimental to the Client.

#### **Financial Results of the Portfolio Manager.**

The following represents the summarized financial performance of the Portfolio Manager as per the audited financial statements.

(Amount in Rs.)

<b>Balance Sheet</b>	<b>As at 31<sup>st</sup> March, 2024</b>	<b>As at 31<sup>st</sup> March, 2023</b>	<b>As at 31<sup>st</sup> March, 2022</b>
<b>Assets</b>			
Financial Assets	6,88,45,701	8,00,36,365	5,97,37,200
Non- Financial Assets	22,03,257	53,09,584	16,94,120
<b>Total Assets</b>	<b>7,10,48,958</b>	<b>8,53,45,949</b>	<b>6,14,31,320</b>
<b>Equity and Liabilities</b>			
Financial Liabilities	26,62,939	1,86,98,201	29,59,620
Non-Financial Liabilities	38,88,184	10,57,393	5,92,620
Equity Share Capital	6,99,00,000	6,99,00,000	6,99,00,000
Other Equity	(54,02,166)	(42,37,320)	(1,20,20,930)
<b>Total Equity &amp; Liabilities</b>	<b>7,10,48,958</b>	<b>8,53,45,949</b>	<b>6,14,31,320</b>



(Amount in Rs.)

Profit & Loss Account	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	As at 31 <sup>st</sup> March, 2022
Total Income	2,14,92,650	3,37,31,961	2,05,87,000
Total Expenses	2,05,41,018	2,80,74,003	1,93,98,740
Profit / (Loss) before Tax	9,51,633	56,57,958	11,88,260
Provision for Tax			
Income Tax	(2,25,000)	14,19,823	0
Deferred Tax (Net)	4,74,038	(9,03,118)	2,02,490
Earlier years Tax	(24,74,558)	0	0
<b>Profit / (Loss) after Tax</b>	<b>(12,73,887)</b>	<b>61,74,663</b>	<b>13,90,750</b>

## 12. Portfolio Management Performance:

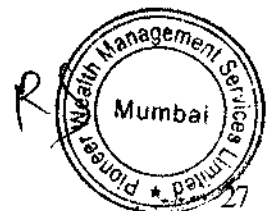
### i. Discretionary Portfolio Management Service – For Equity funds

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, as amended from time to time:

Particulars	FY 2023-24	FY 2022-23	From 18 <sup>th</sup> October, 2021 to March 2022
Portfolio	45.59	-8.62	7.28
Sensex	24.8	0.72	-4.99
Nifty	28.5	-0.60	-5.30

## 13. Audit observations.

Audit observations of the preceding 3 years – None



#### **14. Nature of expenses**

The following are indicative types of expenses. The exact basis of charge relating to each of the following service shall be annexed to the Portfolio Management Services Agreement and the agreements in respect of each of the services availed at the time of execution of such agreements.

##### **i) Discretionary Portfolio Management Service**

###### **a) Management Fees**

Management Fees relate to the portfolio management services offered to Clients. The fee may be a fixed charge or a percentage of the quantum of funds managed or a combination of any of these.

###### **b) Performance Management Fees**

Performance management fee i.e., a performance fee based on profit slabs provided in the Agreement and is charged as agreed with the Client vide terms and conditions mentioned in the Agreement.

Profit/performance shall be computed on the basis of highwater mark principle over the life of the investment for charging of performance/profit sharing fees. 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 not be less than quarterly.

The Portfolio Manager shall charge performance-based fee only on increase in Portfolio value in excess of the previously achieved high water mark.

###### **c) Custodian/ Depository Fees**

The charges pertaining to opening and operation of dematerialized accounts, custody and transfer charges for shares, bonds and units, dematerialization, rematerialisation and other charges in connection with the operation and management of the depository accounts.

RJ

**d) Registrar and Transfer Agent Fee**

Charges payable to registrar and transfer agents in connection with effecting transfer of securities, including stamp charges, cost of affidavits, notary charges, postage stamp and courier- charges, etc.

**e) Brokerage transaction costs and security transaction tax**

The brokerage charges and other charges like service charges, stamp duty, transaction costs, turnover tax, security transaction tax, exit and entry load on the purchase and sale of shares, stocks, bond, debt, deposits, units and other financial instruments.

**f) Securities Lending and Borrowing Charges**

Charges pertaining to the lending of securities, costs of borrowing, including interest and costs associated with transfer of securities connected with the lending and borrowing operations.

**g) Certification and Professional Charges**

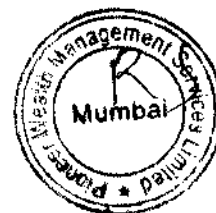
Charges payable for outsourced professional services like accounting, audit, taxation and legal services, notarization, etc. for certification, attestation required by bankers, intermediaries and regulatory authorities.

**h) Incidental Expenses**

Miscellaneous expenses include but are not limited to documentation costs, administrative expenses including stamp duty incurred by Portfolio Manager to manage the Clients' Portfolio for which supporting statements shall be provided to the Client (if requested by the Client). All expenses will be as per the Agreement as entered into with the Client.

**i) Fees and Charges – For Mutual Funds:**

Fees and charges in respect of investment in mutual funds: Mutual Funds shall be recovering expenses or management fees and other incidental expenses and such fees and charges shall be paid to the asset management company of the Mutual Funds on



behalf of the Client. Such fees and charges are in addition to the Portfolio Management fees described above.

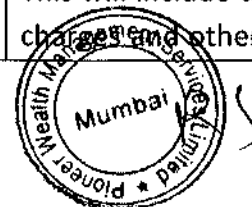
The Portfolio Manager shall deduct directly from the cash account of the client all the fees/costs specified above. Other expenses, which could be attributable to the Portfolio Management, would also be directly deducted. The client would be sent a statement about the same.

Portfolio Manager does not charge any upfront fees, directly or indirectly, to its clients.

Any modification in the existing terms, shall be intimated to the Clients by written communication.

**For PINC Future Fund and PINC Aggressive Fund**

Sr. No.	Particulars	Basis of Calculations	Frequency of charge
1.	Fixed management fees	Upto 2.5 % per annum (p.a.) calculated on daily average assets under management in the portfolio	This is payable on Quarterly basis on the first day of subsequent quarter and will be recovered out of cash /bank balance available under Portfolio Account on due date or by selling the Portfolio, if required.
2.	Performance Linked Management Fees	Profit Share Fee (charged on High Water Mark basis): <ul style="list-style-type: none"> <li>• For returns up to 10% per annum (p.a.) before tax – upto 20%</li> <li>• For returns above 10% per annum (p.a.) before tax – upto 25%</li> </ul>	The Performance Linked Fees are payable upon realization of investments and thereafter on completion of one year based on high water mark. (Refer note 3 below and illustrations).
3.	Brokerage and transaction costs	At actual	This will include the brokerage charges and other charges like



			service charge, stamp duty, transaction costs, turnover tax, exit and entry loads on the purchase and sale of shares, stocks, bonds, debt, deposits, units and other financial instruments.
	Account Opening	Rs. 2000/-	
4.	Other Charges (Refer Note 1 below)	0.25% p.a. calculated on average daily Portfolio value	This is payable on quarterly basis on the first day of subsequent quarter and will be recovered out of cash /bank balance available under Portfolio Account on due date.
5.	Exit Load	<ol style="list-style-type: none"> <li>1. In the first year of investment, 3% of the amount redeemed</li> <li>2. In the second year of investment, 2% of the amount redeemed.</li> <li>3. In the third year of investment, 1% of the amount redeemed.</li> <li>4. After a period of three years from the date of investment, no exit load.</li> </ol>	Payable at the time of partial or full redemption

**Note:**

- (1) Other Charges will include custodian / depository charges, fund accounting charges, audit fees and other administrative charges which are directly attributable to the portfolio management services in respect of the client.
- (2) In addition to the above fee, taxes as applicable on above fees & expensed will be charged additionally.
- (3) The Portfolio Manager will charge a Performance Fee as per said terms & condition on the positive return on the Portfolio on realization of Investments in the manner and in priority specified below:



First: Return of Investment amount: The Portfolio Manager will return up to 100% of the amount invested by the investor.

Second: Hurdle Rate\*: The Portfolio Manager will return up to an amount equal to the Hurdle Rate calculated on the amount invested from the date of each investment until the date of the investor's exit from the Portfolio Company.

Remainder: 85% to investor and 15% to the Portfolio Manager.

\* In case of partial exit by Portfolio Manager and return of part of Investment amount to investors, hurdle will be reset after adjustment of amount returned to investors.

In case of return of 100% Investment amount along with hurdle, the Portfolio Manager will stop calculating hurdle rate and thereafter 15% of amount realized (net of expenses) from Portfolio will be charged as Performance Fee by the Portfolio Manager.

**15. The List of approved Custodian and Depository Participant, Share Broker, and Banker involved in Portfolio Management activities are as follows:**

a) Custodian and Depository Participant

ORBIS FINANCIAL CORPORATION LIMITED -Custodian and Depository Participant (SEBI Reg. no. IN303622)

b) Share Broker

GRESHMA SHARES & STOCKS LIMITED SEBI Reg. no. INZ000190130 (BSE NSE – Cash and F & O)

c) Banker

IndusInd Bank Limited

The Portfolio Manager may, at its sole discretion, add/modify service providers in future as and when need arises.

**16. Taxation**

a) General

In view of the individual nature of tax consequences, each Client is advised to consult his/her tax advisor with respect to the specific tax consequences to him/her of participation in the schemes. The Portfolio Manager shall not be





responsible for assisting in or completing the fulfillment of the Client's tax obligations.

The provisions of the Income Tax Act, 1961 shall apply to the client and the Portfolio Manager in respect of their individual income. In view of the individual nature of tax consequences, each client is advised to consult his/her tax advisors with respect to the specific tax consequences to him/her if participation in the model portfolios. The Clients are best advised to take independent opinion from their respective tax advisors / experts for any income earned from such investments. The Portfolio Manager shall not be responsible for assisting in or completing the fulfillment of the Client's tax obligations. The provisions of the Income Tax Act, 1961 shall apply to the Client and the Portfolio Manager in respect of their individual income.

In case the securities are sold within one year (for listed securities except for units other than units of equity oriented mutual funds) or within three years (for unlisted securities) from the date of purchase, the resultant gains or losses are termed as short term capital gains or losses. Short term gains arising out of transfer of equity shares if the securities are sold on a recognized stock exchange in India and on which securities transaction tax has been paid are taxed at a concessional rate of 15% (as increased by surcharge plus education cess) or such other rates as may be prescribed from time to time, in other cases they would be taxed at the slab rate applicable to the respective PMS client type.

In case the securities are sold after one year (for listed securities ) or three years (for unlisted securities) and three years for units other than units of equity oriented mutual funds from the date of purchase, the resultant gains or losses are termed as long term capital gains or losses and are exempt from income tax if the gain is arising out of transfer of equity shares which are sold on a recognized stock exchange in India and on which securities transaction tax has been paid; failing which they would be taxed at 10% (as increased by surcharge plus education cess) in case of listed securities (where STT is not paid) and 20% (as increased by surcharge plus education cess) in case of



unlisted securities and units other than units of equity oriented mutual funds. The rates of taxation are as per prevailing taxation rules and regulations.

**b) Tax deduction at source**

If any tax is required to be withheld on account of any legislation, the Portfolio Manager shall be obliged to act in accordance with the regulatory requirements in this regard.

**c) Advance tax installment obligations**

It shall be the Client's responsibility to meet the advance tax obligation installments payable on the due dates under the Income-tax Act.

**d) Long term capital gains**

Investments held for more than 12 months would be classified as long term capital gains and added to total income. Total income including long term capital gains is chargeable to tax, surcharge and educational cess as per the relevant rates under the Income-tax Act.

**e) Short term capital gains**

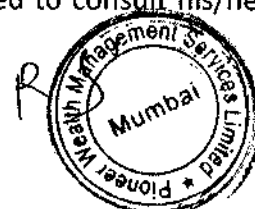
Investments held for less than 12 months would be classified as short term capital gains and added to total income. Total income including short term capital gains is chargeable to tax, surcharge and educational cess as per the relevant rates under the Income-tax Act.

**f) The following are the tax provisions presently applicable to clients investing in the Portfolio Management Products under the Income Tax Act, 1961.**

**Tax on Long Term Capital Gain:**

If the capital asset, which is transferred, is equity share or units of equity oriented mutual funds and transaction is subject to Securities Transaction Tax, the Long Term Capital Gain is chargeable to tax, surcharge and educational cess as per the relevant rates under the Income-tax Act.

**g) Provisions of Income Tax Act 1961 undergoes change frequently and is also based on the status of the client, thus the client is advised to consult his/her**



tax consultant for appropriate advice on tax treatment of income indicated herein.

The fees charged to the client for PMS come under the ambit of "fees for technical services" under Section 194J of the Income Tax Act, 1961("the Act"). As the section calls for withholding tax, the client is required to withhold tax @ 10% excluding service tax, on the fees that the client pays to the Portfolio Manager, if he / she falls under the following two categories:

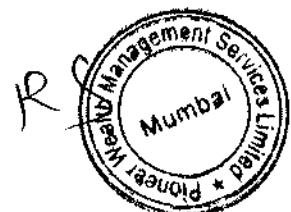
a) An Individual / HUF whose total sales / gross receipt or turnover from business or profession carried on by him exceed the monetary limit specified under clause (a) or clause (b) of Sec. 44AB during the previous year immediately preceding the financial year

b) Corporates: This implies the Client (as mentioned in point 'a' and 'b' above) while making payment of the fees would deduct tax at Source. The taxes payable on any transactions entered or undertaken by the Portfolio Manager on behalf of the client, whether by way of deduction withholding, payment or other, shall be fully borne by the client. Payment of the tax shall be the personal responsibility and liability of the client. In case the client deducts and pay the withholding tax, the client shall provide Tax Deduction Certificate in Form No. 16A as prescribed under the Income Tax Rules, 1962 to the Portfolio Manager within 30 days from the date of filing return or due date of filing TDS Return for the quarter whichever is earlier. The Portfolio Manager is not by law, contract or otherwise required to discharge any obligation on behalf of the client to pay any taxes payable by the clients.

## 17. Accounting Policies

The following accounting policy will be applied for the portfolio investments of the Client:

- i. Accounting is done on accrual basis under the historical cost convention method.



- ii. Investments in equity/preference shares, units of mutual funds and corporate bond/debentures are stated at the cost of acquisition. Provision is created for investments which are considered as doubtful of recovery.
- iii. Dividend income earned by the Portfolio shall be recognized, not on the date the dividend is declared, but on the date the share is quoted on an ex-dividend basis. For investments which are not quoted on the stock exchange, dividend income would be recognized on the date of declaration of dividend. In case of listed securities, the dividend receivable from such securities in which the portfolio has invested if directly credited to the client's mandated bank account and is not reinvested in the portfolio, the same is disclosed as an outflow entry in the portfolio on a periodic basis.
- iv. In respect of all interest-bearing investments, income shall be accrued on a day-to-day basis as it is earned. Therefore, when such investments are purchased, interest paid for the period from the last interest due date up to the date of purchase should not be treated as a cost of purchase but shall be debited to Interest Receivable Account. Similarly, interest received at the time of sale for the period from the last interest due date up to the date of sale must not be treated as an addition to sale value but shall be credited to Interest Receivable Account. In case where debt securities have matured and remained overdue, interest is accrued only upto the date of maturity of the respective securities or as per agreed terms with the investee companies. Penal interest, interest for the period subsequent to the maturity date of the securities and premium on redemption etc. are recognised on realization basis. For moratorium period, interest is accrued only if confirmed by the investee companies. In case of uncertainty on recovery of overdue interest the same is accrued on receipt basis.
- v. Investments in listed and traded securities will be valued at last quoted closing price on National Stock Exchange of India Limited("NSE") or BSE Ltd. ("BSE"). If no trade is reported on the stock exchange on a particular valuation date, securities shall be valued at the last available closing price on NSE or BSE, when it was traded. Transactions for purchase or sale of investments shall be recognized as of the trade date and not as of the settlement date, so that the effect of all



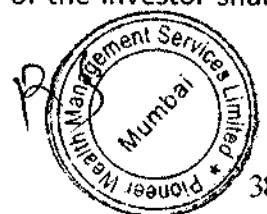
investments traded during a financial year are recorded and reflected in the financial statements for that year. Where investment transactions take place outside the stock market, for example, acquisition through private placement or purchases or sales through private treaty, the transaction would be recorded, in the event of a purchase, as of the date on which the portfolio obtains an enforceable obligation to pay the price or, in the event of a sale, when the portfolio obtains an enforceable right to collect the proceeds of sale or an enforceable obligation to deliver the instruments sold.

- vi. Bonus shares to which the portfolio becomes entitled shall be recognized only when the original shares on which the bonus entitlement accrues are traded on the stock exchange on an ex-bonus basis. Accordingly, date of recognition of bonus shares is construed as date of acquisition for the purpose of computing short term/ long-term capital gain. Rights entitlements shall be recognized only when the original shares on which the right entitlement accrues are traded on the stock exchange on an ex-right basis. Upon application made for rights shares, entitled quantity is recognised as purchase on the date of application. Additional shares applied, if any, is recognised upon allotment.
- vii. In case of merger of two or more companies resulting in receipt of shares of an unlisted company, the valuation of such unlisted equity shares shall be arrived at after considering various factors including the previous day's last quoted closing price of the respective companies prior to merger. In case of demerger of an existing listed company, where the demerged company is an unlisted company, the valuation price of the shares of such demerged company shall be arrived at by using last quoted closing price of the listed entity prior to demerger reduced by the last quoted closing price of the listed company after demerger. Where none of demerged company is immediately listed, the shares of new companies shall be valued by allocating combined valuation existing as on date of the corporate action to the new companies after taking into consideration the pro-rata shares allotted and other relevant factors.
- viii. Valuation of unlisted securities shall be valued at cost at the time of acquisition till the end of financial year in which the securities are acquired. The cost of it is



valued at the price determined by independent valuers. In case the price of unlisted securities is not determined by independent valuers, it is valued at the price determined by the Portfolio Manager.

- ix. Listed securities shall be valued at cost.
- x. The cost of investments acquired or purchased shall include grossed-up brokerage, stamp charges and any charge customarily included in the broker's contract note except for security transaction tax (STT). In respect of privately placed debt instruments, any front-end discount offered may be reduced from the cost of the investment.
- xi. In determining the holding cost of investments and the gains or loss on sale of investments, the "First in First Out" method shall be followed for each security.
- xii. Management Fees, custody fees, accounting charges, audit fees, Registrar and Transfer Agent charges and other charges are recognized /accrued in accordance with the Agreement. Securities Transaction Tax (STT) is recognized on the trade day when the securities are accounted for on which such Securities Transaction Tax is levied.
- xiii. In case of corpus received in form of stock, the same is accounted for in PMS accounts on the date on which the stock is credited to the depository account at the closing price of the stock on the day of such credit. Accordingly, date of credit as aforesaid shall be construed as date of acquisition and cost as stated above is considered as cost of acquisition for the purpose of computing gains/returns.
- xiv. In case of corpus redeemed in form of stock, the same is accounted for in the portfolio accounts on the date on which the stock debited to the depository account at the value being closing price of the stock on the day of such debit. Accordingly, date of debit as aforesaid shall be construed as date of sale and value as stated above is considered as sale consideration for the purpose of computing gains / returns.
- xv. Any Tax deducted by the investee companies in the name of the investor shall be treated as outflow in the portfolio.



xvi. Investments in units of mutual funds will be valued at the Net Asset Value (“NAV”) declared by The Association of Mutual Funds in India (AMFI) or by respective fund house for the relevant scheme.

#### **18. Investor Services**

Name, address and telephone number of the investor relations officer who shall attend to Client's queries and complaints:

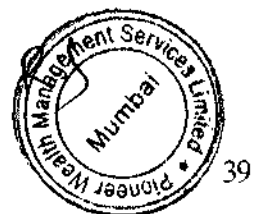
Name : Mr. Raj Shah  
Address: : 1218, Maker Chambers V, Nariman Point, Mumbai -  
21  
Telephone : 022 - 2202 1171 / 6618 6633  
Email : raj.shah@pinc.co.in

The official mentioned above will ensure prompt investor services. The Portfolio Manager will ensure that this official is vested with the necessary authority, independence and the wherewithal to handle investor, complaints.

#### **19. Grievance Redressal and Dispute Settlement mechanism**

All disputes, differences, claims and questions whatsoever arising from (i) the Agreement between the Client and the Portfolio Manager and (ii) the services to be rendered by the Portfolio Manager and / or their respective representatives shall be attempted to be resolved by discussions between the parties and amicable settlement. Where the Client has any grievances, he should promptly notify of the same to the Portfolio Manager in writing, giving sufficient details to enable the Portfolio Manager to take necessary steps. The Portfolio Manager, upon receipt of any such grievance shall take prompt action to redress the same. In case the disputes remain unsettled for 30 days, the same shall be referred to a sole arbitrator and such arbitration shall be in accordance with and subject to the provisions of The Arbitration and Conciliation Act, 1996, or any statutory modification or re-enactment thereof for the time being in force. Such Arbitration proceedings shall be held at Mumbai.

Arbitration shall be held in English. The arbitration award shall be treated as final and shall be binding on the Parties. This arbitration clause is subject to the jurisdiction of courts in Mumbai only.



SEBI has introduced an online platform "SCORES", where investors can lodge complaints against the registered intermediaries.

SCORES enables investors to lodge and follow up their complaints and track the status on redressal of such complaints online. All the activities, starting from lodging a complaint till its closure by SEBI is carried out online in an automated environment. Since this is a web-based service, it is available around the clock. A client can register complaints and reminders at the SCORES website (<http://scores.gov.in>).

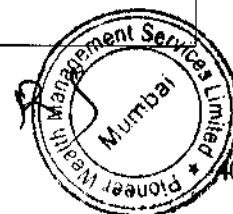
## 20. Prevention of Money Laundering

The Portfolio Manager is committed to adhere to the requirements specified under the Prevention of Money Laundering Act 2002 and the requirements laid down by the Securities and Exchange Board of India (SEBI), in this respect. The Clients including guardians (in case of minors) shall ensure that the investments made by them are through legitimate sources only and do not involve or are not designated for this purpose of money laundering or any contravention or evasion of the requirements specified under any rules, laws and regulations specified by the Government of India or any other statutory body / entity.

The Portfolio Manager reserves the right to seek appropriate information / documents from the Clients with a purpose to comply with inter alia its regulatory obligations. For the purpose the Portfolio Manager could record the telephonic calls of the Client, retain documents and information etc. including details for establishing the identity of the investor, proof of residence, source of funds etc. The Portfolio Manager may also undertake field visits, verify information through third party databases etc. In case a Client refuses / fails / delays in providing the information sought by the Portfolio Manager, the Portfolio Manager retains the right to freeze the accounts of the Client, reject any transaction request, effect mandatory repayment / return assets etc. including intimation to regulatory authorities. The decision of the Portfolio Manager in this regard shall be final.

Approved by the Directors of Pioneer Wealth Management Services Limited.

Sr. No.	Name of Directors	Signatures
1	Mr. Gaurang Gandhi	Sd/-
2	Mr. Hemang Gandhi	Sd/-

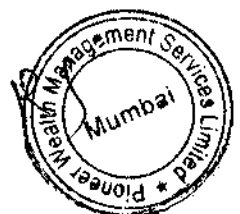




3	Mr. Ketan Gandhi	Sd/-
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**Date:** 30<sup>th</sup> August 2024

**Place:** Mumbai



**FORM C**

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

**[Regulation 22]**

**Pioneer Wealth Management Services Limited**

1218 Maker Chambers V,

Nariman Point,

Mumbai – 400021.

Phone Number: 91- 22- 2202 1171 / 6618 6633

We confirm that:

- 1) The Disclosure Document (the document) forwarded to SEBI is in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and the guidelines and directives issued by the Board from time to time.
- 2) 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 in the Portfolio Management.
- 3) The document has been duly certified by Jayesh Dadia & Associates LLP having their address at 422, Arun Chambers, Tardeo, Mumbai – 400 034, Tel no. 6660 2417 and Reg. No. 121142W/W100122 issued on 30th August 2024 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.

**Pioneer Wealth Management Services Limited**

Sd/-

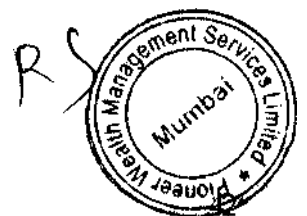
**Raj Shah**

**Principal Officer**

**Address: 1218 Maker Chambers V, Nariman Point, Mumbai – 400021.**

**Date: 30<sup>th</sup> August 2024**

**Place: Mumbai**



# JAYESH DADIA & ASSOCIATES LLP

CHARTERED ACCOUNTANTS

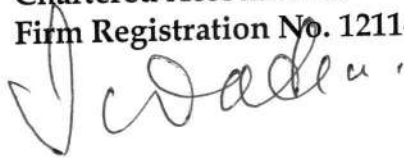
422, Arun Chambers, Tardeo, Mumbai - 400034. Tel.: +91-22-66602417 / 66601056 Fax: +91-22-66602418  
E-mail: info@jdaca.com Website: www.jdaca.com

## TO WHOMSOEVER IT MAY CONCERN

This is to confirm that based on our verification of the books of accounts and other records maintained and information & explanation provided to us by M/s. **Pioneer Wealth Management Services Limited** ("the Company"), having its registered office at 1218, Maker Chamber V, Nariman Point, Mumbai - 400021, to the best of our knowledge & belief, the disclosures made in the Disclosure Document dated 30<sup>th</sup> August, 2024 by the Company as required by the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020 (as amended) are true, fair and adequate, to enable the investors to make well informed decision.

This is to further confirm that this certificate has been issued at the specific request of the Company.

For Jayesh Dadia & Associates & LLP  
Chartered Accountants  
Firm Registration No. 121142W/W100122



Jayesh Dadia  
Partner  
Membership No.: 033973



Place: Mumbai  
Date: 30<sup>th</sup> August, 2024  
UDIN: 24033973BKCELU8880