Sanctum Wealth

# Portfolio Management Services

## Disclosure Document

September 2026

This Document has been filed with the Board along with the certificate in the specified format in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020.

I. 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 a portfolio manager.

II. 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.

III. The name, phone number, e-mail address of the Principal Officer so designated by the portfolio manager is as follows:

Mr. Ravindra Malani
+91 (0)22 61779500
ravi.malani@sanctumwealth.com

Sanctum Wealth

## DISCLOSURE

(As required under Regulation 22 of SEBI (Portfolio Managers) Regulations, 2020)

We confirm that:

- The Disclosure Document (hereinafter referred to 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.
- The purpose of the Document is to provide essential information about the portfolio management services offered in a manner to assist and enable the investors in making an informed decision on engaging Sanctum Wealth Private Limited ("Sanctum") as a Portfolio Manager.
- This disclosure document sets forth concisely the necessary information about Sanctum that a prospective investor ought to know before investing.
- The investor is advised to carefully read the Disclosure Document prior to making a decision to avail portfolio management services and must retain the document for future reference.
- The Disclosure Document as of September 03, 2026, has been duly certified by CA Ashish A. Shah (Membership No. 129598) on behalf of Shah Kapadia & Associates, Chartered Accountants (Firm Registration No. 132378W), having their office at 328, Champaklal Industrial Estate, Plot No. 105, Sion Koliwada Road, Sion (East), Mumbai – 400022.
- A copy of the said certificate issued to the effect that the disclosures made in the document is true, fair and adequate to enable the investors to make a well-informed decision, is enclosed.
- The name, phone number, email and correspondence address of the Principal Officer so designated by the Portfolio Manager is given below:

Malani

Mr. Ravindra Malani
Principal Officer
+91 (0)22 61779500
ravi.malani@sanctumwealth.com
1401, Tower 2, 14th Floor
One International Center
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September 03, 2026

Ashish Arunkumar Shah

Digitally signed by Ashish Arunkumar Shah
Date: 2026.09.04 16:02:07 +05'30'

# Table of Contents

## Part I- Static Section



## Part II- Dynamic Section

**PART- I**

**Static section**

## 1. Disclaimer Clause

The information provided in this document is in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and filed with SEBI. This Document has neither been approved nor disapproved by SEBI nor has SEBI certified the accuracy or adequacy of the contents of the document.

This document is for information purposes only and should not be construed as an offer or solicitation of an offer for managing the portfolio of any client. Clients should seek independent financial advice regarding appropriateness of investing in any securities or investment strategies that may have been presented in this document. Neither this document nor the product offerings have been registered in any jurisdiction other than India.

Prospective clients should study this document carefully and, in its entirety, and should not construe the contents as advice relating to legal, taxation, financial, estate planning or jurisdictional matters. Prospective clients are advised to consult their own professional experts on such matters.

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.

## 2. Definitions

The definitions given below are not exhaustive. Unless the context requires otherwise, the 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; or

   (c) 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.

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| 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 onboarding"** | 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 Sanctum Wealth Private Limited, a company incorporated under the Companies Act 2013, registered with SEBI as a portfolio manager bearing registration number INP000005067 and having its registered office at 1401, Tower 2, 14th Floor, One International Center, Senapati Bapat Marg, Elphinstone Road, Mumbai 400013, Maharashtra, India.

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) (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.

## 3. Description

### 3.1 History, Present Business and Background of the Portfolio Manager

Sanctum offers a comprehensive suite of wealth management services including stock broking, depository services, portfolio management services and distribution of various financial products to residents and non-resident High Net-worth Individuals (HNI) and their family-owned firms, companies and investment structures.

Sanctum is a company founded by Mr. Shiv Gupta and Mr. Nitin Nath. The company acquired the private banking business of the RBS Group in April 2016 enabling it to leverage the strong existing client relationships of the RBS Group in India and establish a robust platform on which to grow further.

Sanctum is registered as a Portfolio Manager under the SEBI (Portfolio Managers) Regulations 2020, under registration number INP000005067. Sanctum is also registered with SEBI as a Stockbroker (INZ000011338) for Cash and Derivative Segments and as a trading member on the BSE & NSE; as a Depository Participant on NSDL (DP-ID IN303956); as a Research Analyst (INH 000003051) and as a AMFI registered corporate distributor of Mutual Funds (ARN 105768).

All transactions pertaining to the portfolio management services may be executed either through Sanctum's stock broking and distribution arm, Sanctum's associate companies or third party as may be permissible under the extant regulations.

### 3.2 Promoters Of The Portfolio Manager, Directors And Their Background

The current promoters and directors are as follows:

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| **Mr. Shiv Gupta** | Shiv Gupta is the founder, Promotor, Director and CEO of Sanctum Wealth Pvt. Ltd. He was a part of the RBS Group for 15 years, most recently as the Managing Director, Private Banking, RBS India and a member of the RBS India Executive Committee prior to its buyout by Sanctum.<br><br>Shiv had served as a Co-Head of Coutts' Middle East business, operating from Dubai, and was also one of the founding members of the Coutts International South Asian business, based in Singapore. Prior to RBS, he worked with the Private Banking divisions of BNP Paribas and Citibank, in Singapore and Switzerland respectively.<br><br>Shiv holds a bachelor's degree in economics (Hons) from Hindu College, Delhi University. He is also a graduate of the Harvard Business School's General Management Program (GMP). |
| **Mr. Nitin Nath** | Nitin Nath is a financial services entrepreneur in emerging Asian markets. His fintech ventures create bespoke client engagement for securities firms, peer-to-peer networks and small businesses.<br><br>Nitin has spent over 12 years in senior roles with global investment banks within institutional sales, also providing private banking coverage. In India, he set up a captive for a large European bank to mine revenues from smaller clients in the capital markets arena using technology and process engineering. In 2010, he co-founded Mount Nathan Advisors, a Singapore- |

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| | based principal investment firm focusing on Asian Special Situations and emerging regional financial enterprises.<br><br>Nitin holds a bachelor's degree from the St Stephen's College, Delhi University and an MBA from IIM Calcutta. |
| **Ms. Shagun Kapur Gogia** | Shagun Kapur Gogia is the Founder and Managing Director of Tuscan Ventures headquartered in Mumbai. The firm was built with a focus on providing growth capital & operational expertise to building businesses around disruptive technologies, supply chain services, food & agriculture industries. She is also a part of the Yes Bank promoter family.<br><br>Prior to founding Tuscan Ventures, Shagun was a Vice President at ICICI Ventures, India's largest private equity fund, where she gained several years of experience in private equity placements in India.<br><br>Shagun is a Cum Laude Double Major in Economics & Biology from Tufts University. She also holds an MBA from the Indian School of Business, Hyderabad. |
| **Mr. Sudhir Variyar** | Mr. Sudhir Variyar is a Founding Partner and Managing Director at Multiples Alternate Asset Management Private Limited. He joined the firm in 2009 and served as an Investment Director. Previously, he was a Senior Director at ICICI Venture. He led investments and was a part of the private equity team. Mr. Variyar joined the firm in 2005. At ICICI Venture, he focused on investments in the banking and financial services, hospitality, and energy sectors. Mr. Variyar also worked in corporate finance at Enron India and BPL Cellular. Prior to joining ICICI Venture, he was a Senior Director at Fitch Ratings where he was a key member of the India Team. Mr. Variyar was responsible for developing the structured finance business from scratch to a position of leadership. He has worked in the Indian financial services sector including private equity for over 17 years, having worked in investment banking, structured finance, corporate finance, and credit rating. Mr. Variyar has a strong investment track record and has led the deal cycle of origination, evaluation, investment, monitoring and exits. He has deep industry knowledge across a wide range of sectors including financial services, telecom, energy, infrastructure, metals and mining.<br><br>He is an M.B.A. from the Indian Institute of Management, Kolkata and is a Chemical Engineer from the Institute of Technology, Banaras Hindu University. |
| **Mr. Rajesh Jogi** | Rajesh is the Director, Finance for India at The Nixa Capital Management Pte. Ltd (formerly Xander Group), Mumbai. He is a seasoned risk leader with nearly 30 years of experience across banking in India and Asia, advising CEOs and leading transformation initiatives. He is the founder of Riskalytix and serves as an independent director on multiple boards, including Citicorp Finance, where he also chairs the risk and audit committees. Previously, he held senior risk leadership roles at NatWest Group India and The Royal Bank of Scotland, following over 15 years at Citibank. |

### 3.3 Top 10 Group companies/firms of the portfolio manager on turnover basis

1. Sanctum Wealth Advisors Private Limited is a wholly owned subsidiary of Sanctum. It was incorporated on November 21, 2017, under the Companies Act, 2013. This entity is engaged in providing real estate broking and wealth planning services to its clients and is registered with Real Estate Regulatory Authority of India (RERA).

### 3.4 Details Of The Services Being Offered

As a portfolio manager, Sanctum offers the following services which are described in greater detail in Section 5 of this document:

- Standard Discretionary Services
- Tailored Discretionary Services
- Non–Discretionary Services
- Tailored Advisory Services.

## 4. Penalties

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

| # | Description | Remarks |
|---|---|---|
| 1 | All cases of penalties imposed by the Board, or the directions issued by the Board under the Act or rules or regulations made thereunder. | NIL |
| 2 | The nature of the penalty/direction. | NIL |
| 3 | Penalties/fines imposed for any economic offence and/ or for violation of any securities laws. | NIL |
| 4 | Any pending material litigation/legal proceedings against the portfolio manager/key personnel with separate disclosure regarding pending criminal cases, if any. | NIL |
| 5 | Any deficiency in the systems and operations of the portfolio manager observed by the Board or any regulatory agency. | NIL |
| 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 rules or regulations made thereunder. | NIL |

No penalties/directions have been issued by SEBI under the SEBI Act or Regulations relating to the Portfolio Management Services. There are no enquiries, litigations or legal proceedings, findings of inspections or investigations for which action has been taken or initiated by any regulatory authority against the PM, its Directors, Principal officer or employees or any person directly or indirectly connected with the PM.

## 5. Services Offered

### 5.1 Standard Discretionary Services

The PM, for an agreed fee and entirely at the client's risk, provides discretionary portfolio management services that includes management of portfolio investments, buying and selling securities, keeping safe custody of the securities and managing corporate actions so that all benefits accrue to the client. The PM acts in a fiduciary capacity and has sole and absolute discretion to invest and represent on behalf of the client in any type of Security or transaction as per the executed agreement with the Client. The PM's decision (taken in good faith) in deployment of the Funds is absolute and final.

The PM offers multiple Strategies that invest into listed equity and fixed income-oriented securities including debentures, bonds, preference shares, structure products, derivatives and in any other instruments or securities as may be permissible under the Regulations. The securities invested by the PM in under the same investment approach or Strategy may differ from one Client to another based on the investment objectives of the Client and timing of market entry.

In case of accredited investors, the asset allocation bands in each of the investment approaches mentioned below may be tailored as per clients' investment objectives and as per applicable regulations

Apart from the Strategies described below, the PM may launch multiple series within each Strategy with some variations. The Portfolios in all cases will be guided strictly by the Guidelines, Acts, Rules, Regulations and Notifications in force from time to time.

**Policy for Investment in Group/Associate Companies**

The PM may invest in its group companies and / or any other subsidiary or associate company established or to be established. The PM, will, before investing in the securities of its group companies/subsidiary/ associate companies, evaluate such investments, the criteria for the evaluation being the same as is applied to other similar investments to be made under client portfolios.

The PM may invest in shares, units of mutual funds, alternative investment funds, debt, deposits and other financial instruments issued or managed by the PM or any of the group / associate companies of the PM to the extent permitted under the SEBI Regulations. The investments in associate / group companies at time of investments may be up to 100% of client's portfolio, subject to applicable provisions of the Regulations. The investments in securities of the associate / group companies including in fund managed by them, would be within the overall framework of Regulations and in terms of PMS Agreement executed with the Client.

**A. Equity Strategies**

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| **Sanctum Indian Olympians –** | **Investment Objective**: To generate long-term capital growth by investing in a concentrated portfolio of equity stocks.<br><br>**Investment Approach and basis of security selection:**<br>• To construct a portfolio predominantly comprising stocks of companies that have shown sustainable performance and market leadership.<br>• Maintain Large-cap bias |

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| | • Indicative allocation<br>Equity: 75% – 100%<br>Cash/Debt: 0 – 25%<br>In case of extreme market situation, the portfolio manager may increase cash and reduce equities beyond the specified limits.<br>**Hedging Strategy:** Portfolio Manager may employ hedging of portfolio positions during turbulent external environments, or ahead of events which could lead to volatility in capital markets, or for Capital Preservation.<br>**Investment Horizon:** Above 3 Years<br>**Suitability:** The portfolio is considered as a core equity allocation and is suitable for investors who are ready to accept volatility in equities as an asset class.<br>**Risk specific to the portfolio:** The portfolio takes exposure primarily to large cap stocks and therefore may underperform other segments of the market as well as the broader markets.<br>**Risk Tolerance:** Moderate to High<br>**Benchmark:** The strategy will predominately invest in large cap stocks. Hence, the benchmark is Nifty 50 TRI |
| **Sanctum Indian Titans** | **Investment objective**: To generate long-term capital growth by investing in a diversified portfolio of stocks.<br>**Investment Approach and basis of security selection:**<br>To construct a portfolio predominantly comprising stocks of high-growth companies with healthy balance sheets and sound management quality.<br>• Indicative allocation<br>Equity: 50% – 100%<br>Cash/Debt: 0 – 50%<br>In case of extreme market situation, the portfolio manager may increase cash and reduce equities beyond the specified limits.<br>**Capitalization Strategy:** Flexi-cap strategy with no defined market cap bias.<br>**Core Strategy:** To actively manage the portfolio, s and rebalance portfolios to reflect changes in fundamentals of individual securities and at an overall portfolio level.<br>**Hedging Strategy:** The Portfolio Manager may hedge portfolio positions using derivatives during turbulent external environments, or ahead of events, or during periods of heightened volatility in markets, or for Capital Preservation<br>**Investment Horizon:** Above 5 Years<br>**Suitability:** The portfolio is considered as part of the core equity allocation of the investor.<br>**Risk specific to the portfolio:** The portfolio is designed to take material exposure to mid and small cap stocks which could exhibit greater price, volatility and liquidity risk. |

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| | **Risk Tolerance:** Moderate to High<br>**Benchmark:** The strategy will invest across the listed market cap universe. Hence, the benchmark is BSE 500 TRI |

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| **Sanctum FinEdge Portfolio** | **Investment Objective**: To generate long term capital growth by investing in portfolio comprising companies that can potentially gain from the financialization of India.<br><br>**Capitalization Strategy:** Multi cap strategy<br><br>**Investment Approach and basis of security selection:**<br><br>• To build a stock portfolio primarily of - financial services companies with some allocation to emerging business in various sub-sectors of the financial services industry.<br>• The portfolio may also take tactical exposure to opportunities within the sector, for the medium term.<br>• The Portfolio Manager may hedge portfolio positions using derivatives during turbulent external environments, or ahead of events, or during periods of heightened volatility in markets, or for Capital Preservation<br>• Indicative allocation<br>Equity: 50% – 100%<br>Cash/Debt: 0 – 50%<br><br>**Investment Horizon**: Above 3 Years<br><br>**Suitability:** Satellite equity allocation investors who are willing to accept volatility. Also, investors should be willing to take enhanced risk arising out of concentration in one sector.<br><br>**Risk specific to the portfolio:** The portfolio invests only in one sector and therefore may underperform broader markets. Also, the portfolio may take exposure to mid and small cap stocks which could exhibit greater price, volatility and liquidity risk.<br><br>**Risk Tolerance:** High<br>**Benchmark:** The strategy primarily invests in stocks from the financial services industry. The strategy is a multi-cap strategy and hence the benchmark is BSE 500 TRI |

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| **Sanctum Thematic Strategies** | **Investment objective**: To generate income and/or capital appreciation.<br><br>**Investment Approach and basis of security selection:**<br><br>The Portfolio Manager may design and develop strategies keeping in mind market conditions and/or may customize portfolios for client's specific need/profile. |

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| | These strategies may, including but not limited to, be focused towards specific market segments like – market capitalization and/or sector and/or themes.<br><br>These strategies may use a wide range of instruments including equity (listed/ unlisted) and equity linked and/or debt or hybrid instruments.<br><br>Indicative Allocation:<br><br>0-100% Equity<br><br>0-100% Debt<br><br>**Hedging Strategy: The** PM may employ hedging of portfolio positions during turbulent external environments, or ahead of events which could lead to volatility in markets, or for Capital Preservation.<br><br>**Investment Horizon:** Each strategy will be assessed for ideal investment horizon independently as it will be bespoke and client portfolio specific<br><br>**Suitability:** Most thematic strategies are expected to be part of the satellite equity allocation of the investor.<br><br>**Risk specific to the portfolio:** Not predefined. Bespoke to each portfolio strategy.<br><br>**Risk Tolerance:** Not predefined. Bespoke to each portfolio strategy.<br><br>**Benchmark:** These strategies are bespoke and hence benchmark is customized to each mandate<br><br>**Sanctum Select Series -1 India Aspires**<br><br>• A focused market cap agnostic portfolio on consumption oppurtunity in complementing the core portfolio<br>• Bottom up selection with concentrated 7-9 stocks portfolio<br>• **Indicative Allocation:**<br>Equity – 25% - 100%<br>Cash / Debt – 0% - 75%<br>• **Risk:** Concentrated strategy / theme not playing out as per expectations<br>• **Investment Horizon:** 24 months<br>• **Suitability:** Satellite allocation of the investor<br>• **Benchmark:** the strategy primarily invests in consumption space with no market cap bias hence the benchmark is BSE 500 TRI |
| **Sanctum – Global Allocator** | **Investment Objective**: To generate income and/or capital appreciation.<br><br>**Investment Approach and basis of security selection:**<br><br>To build a portfolio of Mutual Funds or ETFs that take exposure either directly or indirectly into international investments.<br><br>Indicative Allocation:<br><br>70% - 100% Equity |

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| | 0-30% Debt<br>**Investment Horizon:** Exceeding 3 years.<br>**Suitability:** Core allocation of the investor.<br>**Risk specific to the portfolio:** The portfolio takes exposure to global equities. These may underperform/outperform domestic equities. There is an indirect currency risk in the portfolio which may adversely impact performance.<br>**Risk Tolerance:** Medium to high<br><br>**Benchmark**: The strategy invests primarily in global equities and is a part of overall equity allocation. Hence the benchmark is the Indian flagship equity index, Nifty 50 TRI |
| **Structured Product Strategies** | **Investment objective**: To endeavor to achieve a pay-off designed either on a forward-looking market view or customized to meet specific Client needs.<br><br>**Investment Approach and basis of security selection:**<br>• PM may invest in securities such as Non-Convertible Debentures (NCDs) where the pay off may be linked to any market related event.<br>• These securities, either principal protected or not, rated or unrated, may have payoffs that may be stand alone or based on a combination of instruments such as shares, debentures, derivatives, swaps, a basket of securities, options, indices, commodities, debt issuances, foreign currencies, Secured Premium Notes, money market instruments, etc.<br>• The PM may also construct portfolio directly through any of the securities that are likely to achieve the pay-off.<br>• PM may design and develop various series based on market conditions and may customize them for specific Clients' needs.<br>• Whilst the instruments may be principal protected or non-principal protected having fixed or variable pay-offs, these typically carry credit risk and offer no assurance that the pay-off may be achieved or capital will be preserved.Investment Horizon: Medium to Long Term.<br>• Indicative Allocation: 0-100% Debt<br>• Indicative Allocation: 0 – 100% Hybrid Instrument<br>**Suitability:** Each strategy will be assessed for suitability as it will be bespoke and client portfolio specific.<br>**Risk specific to the portfolio:** Not predefined. Bespoke to each portfolio strategy. Typically, these strategies tend to have a high concentration risk and carry issuer's credit risk.<br>**Risk Tolerance:** Medium to high based on specific mandate<br>These strategies are bespoke and hence benchmark is customized to each mandate. |

**B. Fixed Income Strategies**

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| **Fixed Income Strategies** | **Investment Objective**: To generate regular and stable returns by investing primarily in debt market securities.<br><br>**Investment Approach and basis of security selection:**<br><br>To construct a portfolio of fixed income-oriented instruments such as but not limited to listed non-convertible debentures, bonds, commercial papers, perpetual bonds, certificate of deposits, preference shares and any other securitized debt, debt oriented mutual fund units and money market instruments. The strategy may also invest in hybrid instruments and income generating alternative instruments such as Real Estate Investment Trusts (REITs) and Infrastructure Investment Trusts (InvITs)<br><br>**Indicative Allocation**: 0 – 100% Debt<br><br>**Investment Horizon:** Medium to Long Term (1-3 years)<br><br>**Suitability:** Investors who are seeking capital preservation and liquidity.<br><br>**Risk specific to the portfolio:** Not predefined. Bespoke to each portfolio strategy.<br><br>**Risk Tolerance:** Low to Moderate<br><br>These strategies are bespoke and hence benchmark is customized to each mandate. |
| **Sanctum Liquidity Management** | **Investment Objective**: To generate regular and stable returns by investing primarily in money market securities.<br><br>**Investment Approach and basis of security selection:**<br><br>• To construct a portfolio of fixed income-oriented instruments such as listed non-convertible debentures, bonds, commercial papers, certificate of deposits, preference shares and any other securitized debt, mutual fund units, Liquid ETFs and money market instruments.<br><br>**Indicative Allocation**:<br><br>Debt: 0 to 100%<br><br>Equity: Nil<br><br>**Investment Horizon:** Short Term (0-1 years)<br><br>**Suitability:** The strategy is suitable for investors who are seeking capital preservation and liquidity with a low risk tolerance.<br><br>**Risk specific to the portfolio:** The strategy primarily invests in money market instruments and could underperform other parts of the market in an upward trending market.<br><br>**Risk Tolerance:** Low<br><br>**Benchmark**: The strategy primarily invests in money market securities, hence the benchmark for the strategy is CRISIL Composite Bond Fund Index. |

### C. Sanctum Multi-Asset Portfolio Strategies

These strategies target long-term capital appreciation by investing across multiple asset classes in an asset allocation designed to optimize risk-return ratio. The asset allocation strategies followed by the PM are given below. Additionally, the PM may, at its discretion and market conditions, introduce other asset allocation strategies to suit investor risk-return profile.

**Investment Approach and basis of security selection for each strategy**:

A strategic asset allocation is established aligning with investment horizon and risk profile after considering the historic behaviour of asset classes and internally generated expected return forecasts.
The PM may adjust allocation tactically based on market fundamentals, while remaining hinged to the overall strategic allocation.

The PM may invest in securities, including but not limited to, stocks (listed / unlisted), fixed income and hybrid instruments, mutual fund units, (including those of feeder funds that invest into international funds), exchange traded funds, gold linked instruments, REITs, INVITs, structured products or a combination of these to attain the stated investment objective.

The PM may also select third-party products like mutual funds to achieve the stated investment objective. Once selected, the PM shall closely monitor and evaluate the third-party products on their ongoing performance.

Benchmark: The strategies are an asset allocation strategy hence the benchmark chosen is NSE Multi-Asset Index-2

Composition
50%: Nifty 500
20%: Nifty Medium Duration Index
20%: Nifty Arbitrage Index
10%: INVIT/REIT

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| **Sanctum Multi-Asset Portfolio Strategy**-Shield | **Investment Objective:** To seek capital protection, while generating returns higher than inflation.<br><br>**Asset Allocation:** The portfolio manager may invest in securities, including but not limited to, stocks, fixed income instruments, hybrid instruments, mutual fund units, exchange traded funds, gold linked instruments, REITs, INVITs or any combination of any of these to attain the stated investment objective.<br><br>**Indicative Allocation:**<br><br>Equity: 0% – 25%<br>Fixed Income: 0% – 100%<br>Alternative Assets: 0% -20%<br><br>**Investment Horizon:** 2 to 3 years<br><br>**Risk Tolerance:** Low |

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| | **Risk specific to the portfolio:** Tactical allocations, if timed inaccurately, may cause portfolio to underperform. Some instruments using to construct portfolios may be illiquid. |
| **Sanctum Multi-Asset Portfolio Strategy** - **Enhancement** | **Investment Objective:** To grow the real value of initial investments in the medium term while attempting to deliver moderate capital appreciation over the longer term.<br><br>**Investment Approach and basis of security selection:**<br><br>The portfolio manager may invest in securities, including but not limited to, stocks, fixed income instruments, hybrid instruments, mutual fund units, exchange traded funds, gold linked instruments, REITs, INVITs or any combination of any of these to attain the stated investment objective.<br><br>Equity: 25%- 60%<br>Fixed Income: 25% – 65%<br>Alternative Assets: 0% -20%<br><br>**Investment Horizon:** 3 to 5 years<br><br>**Risk Tolerance:** Moderate<br><br>**Risk specific to the portfolio:** Tactical allocations, if timed inaccurately, may cause portfolio to underperform. Some instruments using to construct portfolios may be illiquid. |
| **Sanctum Multi-Asset Portfolio Strategy** - Generation | **Investment Objective:** To endeavor to achieve capital appreciation while accepting a higher degree of volatility.<br><br>**Investment Approach and basis of security selection:**<br><br>The portfolio manager may invest in securities, including but not limited to, stocks, fixed income instruments, hybrid instruments, mutual fund units, exchange traded funds, gold linked instruments, REITs, INVITs or any combination of any of these to attain the stated investment objective.<br><br>Equity: 50%-95%<br>Fixed Income: 0% – 50%<br>Alternative Assets: 0%-20%<br><br>**Investment Horizon:** Above 5 years<br><br>**Risk Tolerance:** High<br><br>**Risk specific to the portfolio:** Tactical allocations, if timed inaccurately, may cause portfolio to underperform. Some instruments used to construct portfolios may be illiquid. |

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| **Sanctum Multi-Asset Portfolio Strategy - Generation Plus** | **Investment Objective:** To endeavor to achieve capital appreciation while accepting a higher degree of volatility.<br><br>**Investment Approach and basis of security selection:**<br><br>The portfolio manager may invest in securities, including but not limited to, stocks, fixed income instruments, hybrid instruments, mutual fund units, exchange traded funds, , REITs, INVITs or any combination of any of these to attain the stated investment objective.<br><br>Equity: 50%-100%<br>Fixed Income: 0%-25%<br><br>**Investment Horizon:** Above 5 years<br><br>**Risk Tolerance:** High<br><br>**Risk specific to the portfolio:** Tactical allocations, if timed inaccurately, may cause portfolio to underperform. Some instruments used to construct portfolios may be illiquid. The investment approach allows for greater thematic exposure which increases risk.<br><br>**Benchmark:** The investment approach is to primarily invest in equity mutual funds across market cap and hence the benchmark is BSE 500 TRI |

**D. Real Estate Opportunities Strategy**

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| **Real Estate Opportunities Strategies** | **Investment Objective**: To generate superior returns over the long term by investing in securities offered by listed and unlisted companies involved in developing, constructing, owning, asset managing, project or facility managing and operating real estate assets and related infrastructure opportunities. The PM will seek to generate capital appreciation and/or regular income through dividends or interest paid out by such investments.<br><br>**Investment Approach and basis of security selection:** To actively manage exposures with an objective of profit booking along with exposure specific weightage rebalancing by monitoring and responding to changes in the fundamentals of individual exposures whenever required. The portfolio endeavors to invest in high-yielding secured debentures issued by companies participating directly or indirectly in the real estate sector. The portfolio may also hold equity or equity-related instruments, whether listed or unlisted (to the extent permitted by extant regulations) of the issuer or companies in the real estate sector by virtue of the option embedded in the debentures.<br><br>Indicative Allocation:<br><br>0% – 100% Equity<br><br>0% – 100% Debt<br><br>**Investment Horizon:** Medium to Long Term (1-5 years)<br><br>**Suitability:** Investors who are seeking high yield and liquidity. |

**Risk Tolerance:** High

**Risk specific to the portfolio:** Not predefined. Bespoke to each portfolio strategy.

These strategies are bespoke and hence benchmark is customized to each mandate.

## 5.2 Tailored Discretionary Services

In contrast to its' standard discretionary services, Sanctum offers a tailored discretionary mandate that allows the PM to design and manage investment portfolios of Clients in accordance with specific mandates, expected returns, risk appetite and time-horizon as defined by them. The choice of investment vehicles, type of securities, allocation, timing and management of all investment decisions will lie solely with the PM within the defined framework of extant Regulations and Clients' mandate agreement. All discretionary mandate portfolios are actively managed to optimize returns across the spectrum from conservative to aggressive allocations.

Additionally, the PM shall provide active reporting to keep Clients updated and informed on the performance of their portfolios. Periodic reviews with each Client would ensure that the portfolios are managed as per mandates. Any changes in the mandates will be recorded and agreed with Clients.

For portfolio construction a wide variety of instruments covering the entire spectrum of securities as permitted under the extant regulations would be available to the Portfolio Manager whether listed or otherwise, such as equity and equity related instruments, fixed income instruments, derivatives, alternative investment instruments (including Real Estate Investment Trusts, Infrastructure Investment Trust etc). For accredited investors, the Portfolio manager may invest upto 100% of the assets in unlisted securities or as per the limits provided by SEBI

**Indicative Allocation:**
Equity: 0%-100%
Debt: 0%-100%
Alternative: 0% - 100%
Or as allowed under regulations

**Risks specific to the Investment Approach:** Not predefined. Bespoke to each portfolio strategy.

Specific inclusions / exclusions of instruments and allocation parameters will be decided in conjunction with the Client at the time of the mandate agreement.

**Investment Horizon:** not predefined, bespoke to each portfolio.

**Benchmark:**

**Sanctum Aggressive Strategy TDPMS**: The strategy will predominately invest in equities across market cap. Hence, the benchmark is BSE 500 TRI

**Sanctum Balanced Strategy TDPMS**: The allocation would be in equities, fixed income and alternate assets. Since the benchmark available are all balanced (50% equity + 50% other assets) benchmarks, NSE Multi-Asset Index-2 is the chosen benchmark for the investment approach.

NSE Multi Asset Index-2 Composition:

20%: Nifty Medium Duration Index

50%: Nifty 500

20%: Nifty Arbitrage Index

10%: INVIT/REIT

**Sanctum Conservative Strategy TDPMS**: As the portfolio will predominantly comprise of fixed income instruments or fixed income-oriented instrument the chosen benchmark for the investment approach is CRISIL Composite Bond Fund Index

### 5.3 Non-Discretionary Services (NDPMS)

Under this service, the portfolio will be managed as per the requirements of the Client after due consultation. The Client shall have sole and complete discretion to decide on the recommended investment; all investment decisions will be communicated to Clients and portfolio actions will only be with the express consent of Clients. The PM shall manage transaction execution, accounting, management of corporate benefits, valuation and reporting on behalf of the Client.

For portfolio construction a wide variety of instruments covering the entire spectrum of instruments spanning equity and equity related instruments, fixed income instruments, derivatives, alternative instruments (including Real Estate Investment Trusts, Infrastructure Investment Trust etc.) as permitted under the extant regulations would be available to the Portfolio Manager. Further the Portfolio manager may also invest upto 25% of the assets in unlisted securities with consent from the Client. For accredited investors, the Portfolio manager may invest upto 100% of the assets in unlisted securities or as per the limits provided by SEBI.

**Indicative Allocation:**
Equity: 0%-100%
Debt: 0%-100%
Alternative: 0% - 100%
Or as allowed under regulations

**Risks specific to the Investment Approach:** Not predefined. Bespoke to each portfolio strategy.

Specific inclusions / exclusions of instruments and allocation parameters will be decided in conjunction with the Client at the time of the mandate agreement.

**Investment Horizon:** not predefined, bespoke to each portfolio.

**Benchmark:**

**Sanctum Aggressive Strategy (Non-Discretionary)**: The strategy will predominately invest in equities across market cap. Hence, the benchmark is BSE 500 TRI

**Sanctum Balanced Strategy (Non-Discretionary)**: The allocation would be in equities, fixed income and alternate assets. Since the benchmark available are all balanced (50% equity + 50% other assets) benchmarks, NSE Multi-Asset Index-2 is the chosen benchmark for the investment approach.

NSE Multi Asset Index-2 Composition:

20%: Nifty Medium Duration Index

50%: Nifty 500

20%: Nifty Arbitrage Index

10%: INVIT/REIT

**Sanctum Conservative Strategy (Non-Discretionary)**: As the portfolio will predominately comprise of fixed income instruments the chosen benchmark for the investment approach is CRISIL Composite Bond Fund Index

### 5.4 Tailored Advisory Services

Under Tailored Advisory Services, Sanctum provides customized investment solutions depending on the Client's investment objectives through a dedicated investment advisor.

Sanctum employs a blend of active and passive investment strategies to identify and implement tactical investment opportunities. The investment strategy advised could be an optimal combination of instruments from various asset classes. For portfolio construction a wide variety of instruments covering the entire spectrum of equity and equity related instruments, fixed income instruments, derivatives, alternative instruments (including Real Estate Investment Trusts, Infrastructure Investment Trust etc.) as permitted under the extant regulations would be available to the Portfolio Manager. The Portfolio manager may also recommend investment upto 25% of the assets in unlisted securities. For accredited investors the Portfolio manager may invest upto 100% of the assets in unlisted securities or as per the limits provided by SEBI.

**Indicative Allocation**
Equity: 0%-100%
Debt: 0%-100%
Alternative: 0% - 100%
Or as allowed under regulations

**Risks specific to the Investment Approach:** Not predefined. Bespoke to each portfolio strategy.

Specific inclusions / exclusions of instruments and allocation parameters will be decided in conjunction with the Client at the time of the mandate agreement.

**Investment Horizon:** not predefined, bespoke to each portfolio.

These strategies are bespoke and hence benchmark is customized to each mandate.

Post recommendation, to ensure that the Client's portfolio remains in line with the investment objective, Sanctum's research and portfolio management teams constantly monitor and analyze markets, enabling them to advise Clients on necessary adjustments ranging from a subtle recalibration to a major shift in strategy.

Clients may or may not adhere to the advice provided by the PM and all other incidental activities pertaining to execution and settlement are solely the Client's responsibility.

### 5.5 Standard Features of the Services Under Sanctum PMS

Described below are standard features of all Strategies offered under Sanctum's portfolio management services:

- For accredited investors, all terms will be bespoke and may or may not align with description of various investment approaches mentioned herein.
- For non-accredited investors:
- The minimum amount to be invested under the Regulations is ₹50 Lakhs (as prescribed by the regulations from time to time). However, the PM reserves the discretion to fix a higher minimum amount on individual strategies.
- Investment under the various options and strategies of the Service will only be as per the guidelines stated in the Regulations.
- Uninvested amounts forming part of the Client's Assets may, under instruction from the client and at the discretion of the PM, be held in cash or deployed in liquid fund schemes, Exchange Traded Funds, debt oriented schemes of mutual funds, gilt funds, bank deposits or other short-term investment avenues.
- The PM may, with the consent of the Client, lend securities in Clients' portfolios through an Approved Intermediary, for interest.
- The PM will not invest any of the funds of the Client in shares, mutual funds, debt, deposits and/or other financial instruments of group companies of the PM.
- Benchmark for all Strategies would be as per SEBI stipulation. It could be an asset class specific benchmark and/or blended benchmark depending on the composition of the Strategy.

## 6. Risk Factors

### A. General Risks Factors

1. General Risks Factors 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. [OR] The Portfolio Manager has no previous experience/track record in the field of portfolio management services. However, the Principal Officer, directors and other key management personnel of the Portfolio Manager have rich individual experience.]
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

1. 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.
2. 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.

3. 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**

1. 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.
2. 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.
3. 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.
4. 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**

1. 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.
2. 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**

1. 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.
2. 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.
3. Past performance of the sponsors, asset management company (AMC)/fund does not indicate the future performance of the schemes of the fund.
4. 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.
5. 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 12 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.
6. The Portfolio Manager shall not be liable for any default, negligence, lapse error or fraud on the part of the AMC/the fund.
7. 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.
8. 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**

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**

1. 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.
2. 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.

3. 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.

**H. Disclosure of Conflict of Interest**

1. Sanctum may have a distribution/referral agreement with any third-party fund/entity and may receive upfront and/or performance linked distribution/referral fee from such fund/entity, which shall be disclosed to the clients. Clients have an option of getting on-boarded directly, without intermediation of persons engaged in distribution services.

2. The Client recognizes that the Portfolio Manager may have direct or indirect interest or a relationship with another party, which may involve a potential conflict with the Portfolio Manager's duty to the Client. The Portfolio Manager has implemented policies and processes in order to address such conflicting situations. The Client agrees and accepts that the Portfolio Manager may, from time to time:

   a) Purchase or sell on behalf of the Client, any Security forming part of the portfolio of the Portfolio Manager or its other clients or which is otherwise purchased, sold or traded by the Portfolio Manager on its own account or on account of its other client(s).
   b) Have a commercial or other relationship or agreement with stockbrokers, banks and companies with whom or through whom transactions are carried out for purchase and sale of any of the Securities or with any Issuer of Securities whose Securities are purchased and/or sold for the Client.
   c) Deal on the Client's behalf with any Associate of the Portfolio Manager (subject to restrictions prescribed in the Regulations) as long as the terms are as favorable to the Client as would be ordinarily obtained from a service provider which is not an Associate.
   d) Purchase or sell Securities inter-se among its clients even if there exists any other business relation with the Client.
   e) Have business relationship with Companies or Corporations whose Securities are privately placed and hold, purchase or sell to the Client's account from such stock of Securities.
   f) The Portfolio Manager may receive commissions and other payments from issuers, lead managers, and other intermediaries in respect of purchase, sale or other dealings in Securities done on behalf of the Client pursuant to this Agreement.

**I. Risks Associated with Portfolio Management Services and Underlying Investments**

The portfolio manager bears no responsibility or liability for losses resulting from operations of the portfolio schemes:

1. Unlisted securities in a portfolio tend to be illiquid and their price discovery may be inefficient. This could potentially cause substantial loss of capital.
2. Structured products carry risks similar to the risks described above for fixed income instruments. Additionally, returns of structured products may be lower than the prevalent market interest rates

or even zero or negative depending on the movement of the underlying index.

3. Any investments in overseas market carries additional risk along with other above mentioned like fluctuations in foreign exchange rates, nature of securities market of the country concerned, repatriation of capital due to exchange controls and political and economic circumstances.

4. The The Portfolio Manager may engage advisors and consultants for investment advice/recommendations. The Portfolio Manager may or may not follow the advice provided. The appointment of such advisors or consultants and the advice received, whether acted upon or not, may not necessarily lead to the desired results. If the advice from the consultant is unsuitable, not executed in a timely manner, or even if it is satisfactory and successfully implemented but market conditions are unfavourable, the desired outcomes may not be achieved.

5. Credit Risk: This occurs when a Counterparty defaults on a transaction before settlement and therefore, the Counterparties are compelled to negotiate, at the then prevailing (possibly unfavorable) market price, in order to maintain the validity of the hedge. For exchange-traded derivatives, the risk is mitigated as the Exchange provides guaranteed settlement, but one takes the performance risk on the Exchange.

## 7. Nature of Expenses

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

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| **Management Fee** | This is applied either as a fixed amount or as a percentage of the quantum of funds (AUM) managed, or a combination of the two. In any case, the fee shall not exceed 3% p.a. of the Client's AUM. |
| **Performance Fee** | This fee is linked to portfolio returns and is computed using the high-water mark principle over the life of the investment. In case of interim contributions or withdrawals of funds by clients, this is charged on a proportionate basis after adjusting the high-water mark. The frequency of charging this fee shall not be less than quarterly, except in instances of premature or early withdrawal, and only on the increase in portfolio value more than the previously achieved high water mark. This fee is over and above the management fee mentioned above.<br><br>Performance Fee range: 0%-25% of return in excess of 8% - 25% |
| **Exit Load** | In case client portfolio is redeemed in part or full, the exit load charged shall be as under:-<br><br>1. In the first year of investment, maximum of 3% of the amount redeemed<br><br>2. In the second year of investment, maximum of 2% of the amount<br><br>3. In the third year of investment, maximum of 1% of the amount redeemed<br><br>4. After a period of three years from the date of investment, no exit load. |
| **Custody / Depository Fee** | The charges relating to costs associated with operating depository accounts, safe custody and transfer charges for shares, bonds and units, dematerialization, settlement and other charges in connection with the operation and management of the Portfolios.<br><br>Not exceeding 15 bps |
| **Registrar & Transfer Agent Fee** | Charges payable to registrars and transfer agents in connection with transfer of physical securities including stamp charges, cost of affidavits, notary charges, postage and courier charges.<br><br>Not exceeding 15 bps |
| **Brokerage, Transaction Charges** | Brokerage charges, distribution charges and other charges like service charge, stamp duty, transaction costs, securities transactions tax, turnover tax, exit and entry loads on the purchase and sale of securities.<br><br>Brokerage as per actuals & Transaction charges excluding plus statutory levies such as stamp duty, taxes, CESS, etc., for Cash Equities: not exceeding 100 bps<br><br>For Derivatives: not exceeding 150 per lot<br><br>For Fixed Income securities: not exceeding 25 bps |

| | |
|---|---|
| **Securities Lending & Borrowing Charges** | The charges pertaining to the lending of securities, costs of borrowing including interest, and costs associated with transfers of securities connected with the lending and borrowing transfer operations. |
| **Certification & Professional Charges** | Charges payable for professional services like accounting, taxation and legal services, notarizations, etc., for certifications, attestations required by bankers or regulatory authorities.<br>Not exceeding Rs 10000 per annum |
| **Incidental Expenses** | Charges related to courier expenses, legal fees, stamp duty, service tax, fund transfers, operation of bank accounts and such other sundry charges.<br>Not exceeding Rs 5000 per annum |
| **Other Charges** | Charges related to reporting the transactions to RBI under the Portfolio Investment Scheme (PIS) for NRI clients.<br>Not exceeding Rs 25 bps |

**Please Note: -**

1. Operating expenses excluding brokerage, over and above the fees charged for Portfolio Management Service, shall not exceed 0.50% per annum of the client's average daily Assets under Management (AUM).

2. All applicable fees will be calculated for 366 days in the leap year instead of 365 days.

3. The PMS Fee Calculator, which illustrates the fee calculation logic and its impact on the invested amount across various scenarios, is available on the Sanctum website. It can be accessed via the PMS fee calculator hyperlink provided here or through the dedicated tab on the website.

## 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 rates 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 up to 22 July 2024 | Position on or after 23 July 2024 | Characterization of Holding |
|---|---|---|---|
| Listed Securities, other than units, units of equity-oriented mutual funds, units of UTI and 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) months or less | Twenty-four (24) months or less | Short-term capital asset |
| Other Securities, other than Specified Mutual Fund or Market Linked Debenture acquired on or after 1 April 2023, unlisted bond or unlisted debenture | More than thirty-six (36) months | More than thirty-six (36) months | Long-term capital asset |
| | Thirty-six (36) months or less | Thirty-six (36) months or less | Short-term capital asset |
| Specified Mutual Fund or Market Linked Debenture acquired on or after 1 April 2023 | Any period | Any period | Twenty-four (24) months |
| Unlisted bond or unlisted debenture | More than thirty-six (36) months | More than thirty-six (36) months | Long-term capital asset |
| | Thirty-six (36) months or less | Thirty-six (36) months or less | 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) 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 up to 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 16 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 assets (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 transfers. 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 purposes 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. 17

**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 substances 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 Income tax 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:

(a) the name, address, taxpayer identification number and date and place of birth;

(b) where an entity has one or more controlling persons that are reportable persons:

(i) the name and address of the entity, TIN assigned to the entity by the country of its residence; and

(ii) 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.

(c) account number (or functional equivalent in the absence of an account number);

(d) account balance or value (including, in the case of a cash value insurance contract or annuity co ntract, the cash value or surrender value) at the end of the relevant calendar year; and

(e) the 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).

**I. Goods and Services Tax on services provided by the portfolio manager**

Goods and Services Tax (GST) will be applicable on services provided by the Portfolio Manager to its Clients. Accordingly, GST at the rate of 18% would be levied on fees if any, payable towards portfolio management fee.

## 9. Accounting Policies

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

**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. Investors Services

**10.1 Contact Information**

Name, address and telephone number of the investor relations officer who shall attend to the investor queries and complaints are as under:

Mr. Rishabh Kumar (Compliance Officer)
1401, Tower 2, 14th Floor, One International Center, Senapati Bapat Marg, Elphinstone Road
Mumbai - 400013, Maharashtra, India
Phone: +91 (0)22 61779500
compliance@sanctumwealth.com
www.sanctumwealth.com

The designated official shall ensure prompt investor services. The PM ensures that this official has the necessary authority, independence and empowerment to handle investor complaints.

**10.2 Grievance Redressal and Dispute Settlement Mechanism**

In case of any disputes or grievance the client may contact the concerned official at the aforementioned address or send an email to grievance@sanctumwealth.com.

The PM shall endeavor to address all complaints regarding service deficiencies or causes of grievance, for whatever reason, in a reasonable and prompt manner. If investors remain dissatisfied with the remedies offered, they may seek redress through the regulatory mechanisms described below.

**SEBI Scores Platform**

- SEBI has launched a centralized web-based complaints redress system (SCORES 2.0), which enables investors to lodge and follow up their complaints and track the status of redressal from anywhere. This also enables the market intermediaries and listed companies to receive complaints from investors against them, redress such complaints and report redressal.
- All the activities starting from lodging of a complaint till its disposal by SEBI would be carried out online in an automated environment and the status of every complaint can be viewed online at any time.
- An investor, who is not familiar with SCORES or does not have access to SCORES, can lodge complaints in physical form. However, such complaints would be scanned and uploaded in SCORES for processing.

**Settlement of Disputes**

All disputes, differences, claims and questions which shall arise either during or after the existence of the agreement with a client or in any way relating to any of the provision therein shall, in the first place be settled by mutual discussions failing which, it shall be referred to and settled by arbitration to be held in Mumbai in accordance with the provisions of the Arbitration and Conciliation Act, 1996.

## 11. Details of the diversification policy of the portfolio manager

Portfolio diversification is a strategy to balance out risk and reward. This allows to reduce risks by allocating the funds across various investment class. It helps to reduce overall volatility of the investment portfolio.

The Portfolio Manager shall focus through a collection of core holdings and may or may not seek diversification across the various sectors of the equity market. Securities shall be chosen amongst a wide spectrum of market capitalizations. However, from time to time, Portfolio Manager may tactically also choose to invest in money market instruments, units of mutual funds, ETFs, or permissible securities/ products in accordance with applicable laws. The Portfolio Manager may also, from time to time, engage in hedging strategies by investing in derivatives and permissible securities/instruments as per applicable laws. Non-discretionary portfolios are customized to the client's requirements, to suit their specific investment objectives.

For investments in securities of Associates/Related Parties, the Portfolio Manager shall comply with the following:

| Security | Limit for investment in single associate/related party (as percentage of Client's AUM) | Limit for investment across multiple associates/related parties (as percentage of Client's AUM) |
|---|---|---|
| Equity | 15% | 25% |
| Debt and hybrid securities | 15% | 25% |
| Equity + Debt + Hybrid securities | 30% | |

The Portfolio Manager shall invest up to a maximum of 30 percent of the client's AUM in the securities of its Associates/Related parties their own associates/related parties. The Portfolio Manager shall ensure compliance with the above limits.

Hybrid securities include units of Real Estate Investment Trusts (REITs), units of Infrastructure Investment Trusts (InvITs), convertible debt securities and other securities of like nature.

The aforementioned limits shall be applicable only to direct investments by Portfolio Managers in equity and debt/hybrid securities of their own associates/related parties and not to any investments in the Mutual Funds. With respect to investments in debt and hybrid securities, the Portfolio Manager shall ensure compliance with the following:

- Under discretionary portfolio management services, the Portfolio Manager shall not make any investment in unrated and below investment grade securities.
- Under non-discretionary portfolio management services, the Portfolio Manager shall not make any investment in unrated and below investment grade securities.

However, Portfolio Manager may invest up to 10% of the assets under management of such clients in unlisted unrated securities of issuers other than associates/related parties of Portfolio Manager. The said investment in unlisted unrated debt and hybrid securities shall be within the maximum specified limit of 25% for investment in unlisted securities under Regulation 24(4) of the PMS Regulations.

# Part- II

# Dynamic Section

## 12.. Client Representation

Category of clients serviced, as on **31st March 2026**

| Category of Clients | Type of Strategy | Number of Clients | Funds Managed (₹ Crores) |
|---|---|---|---|
| Associates/ group companies | Discretionary | - | - |
| | Non-Discretionary | - | - |
| | Advisory | - | - |
| Others | Discretionary | 187 | 411.89 |
| | Non-Discretionary | 9 | 45.73 |
| | Advisory | 2 | 51.3 |
| **Total** | | 198 | 508.92 |

Category of clients serviced, as on **31st March 2025**

| Category of Clients | Type of Strategy | Number of Clients | Funds Managed (₹ Crores) |
|---|---|---|---|
| Associates / group companies | Discretionary | - | - |
| | Non-Discretionary | - | - |
| | Advisory | - | - |
| Others | Discretionary | 198 | 387.41 |
| | Non-Discretionary | 17 | 38.49 |
| | Advisory | - | - |
| **Total** | | 215 | 425.9 |

Category of clients serviced, as on **31st March 2024**

| Category of Clients | Type of Strategy | Number of Clients | Funds Managed (₹ Crores) |
|---|---|---|---|
| Associates/ group companies | Discretionary | - | - |
| | Non-Discretionary | - | - |
| | Advisory | - | - |
| Others | Discretionary | 265 | 486.05 |
| | Non-Discretionary | 18 | 39.48 |
| | Advisory | 0 | 0 |
| **Total** | | 283 | 525.53 |

Sanctum does not have an Associate/Group Companies as clients in its PMS proposition.

## Related Party Transactions As On March 2026.

**I.** Enterprises over which Key Management Personnel and their relatives have significant influence and enterprises having a Key Management Personnel in common where transactions have taken place during the year – as mentioned below in point number III

**II. a Key Management Personnel**

a. Shivaashish Gupta, - CEO, Director

**II.b Subsidiary**

Sanctum Wealth Advisors Private Limited

**II.c Firm in which Director is Partner**

Multiples Private Equity Fund II LLP (Partner – Sudhir Variyar)

**II.d Parties exercising significant influence**

Plenty Private Equity Fund I Limited

Nixa Capital Management Pte. Ltd

**IV. Disclosure of transactions with related parties**

**(Rs. In Lakhs)**

| Particulars | Mar 31, 2026 | Mar 31, 2025 | Mar 31, 2024 |
|---|---|---|---|
| | (In ₹ lakhs) | (In ₹ lakhs) | (In ₹ lakhs) |
| | | | |
| **Name of the party and nature of transactions** | | | |
| **With Key Management Personnel** | | | |
| ***CEO & Director*** | | | |
| Remuneration | 277.74 | 243.98 | 238.22 |
| Issue of Compulsory Convertible Debentures & Premium thereon | - | 10.42 | - |
| Issue of equity shares of Rs. 10 each on account of conversion of compulsory convertible preference shares | - | - | - |
| Loans received | - | - | - |
| Loans repaid | - | - | - |
| Interest paid on Loan | - | - | - |
| | | | |
| **With Subsidiary Company** | | | |
| ***Sanctum Wealth Advisors Private Limited*** | | | |
| Loan given during the year | - | - | - |
| Interest Income on Loan given | - | - | - |
| Payment received against advances for expenses/(Advances for expenses) (Net) | - | 0.22 | - |
| Payment received back against loan given | - | - | - |
| Investment made in Subsidiary | 14.08 | - | - |
| Legal & Professional Fees (Facilitation Charges) | - | 21.95 | 56.98 |

| | | | |
|---|---|---|---|
| Reimbursement of Taxes | 153.52 | - | - |
| Loan received during the year | 1150 | - | - |
| Loan repaid | 25 | - | - |
| Interest expense on Loan taken | 55.61 | - | - |
| | | | |
| ***Sanctum Foundation*** | | | |
| Loan given during the year | - | - | - |
| Interest Income on Loan given | - | - | - |
| Donation made | - | - | - |
| | | | |
| **Parties exercising significant influence** | | | |
| ***Plenty Private Equity Fund I Limited*** | | | |
| Interest on Compulsory Convertible Debentures | - | - | - |
| Issue of equity shares on account of conversion of compulsory convertible preference shares | - | - | - |
| Issue of equity shares on account of conversion of compulsory convertible debentures | - | - | - |
| | | | |
| ***Xander Credit Pte Ltd*** | | | |
| Issue of equity shares including share premium | - | - | - |
| | | | |
| **Firm in which director is partner** | | | |
| ***Multiples Private Equity Fund II LLP*** | | | |
| Issue of Compulsory Convertible Debentures & Premium thereon | - | - | - |
| Interest on Compulsory Convertible Debentures | - | - | - |
| Issue of equity shares on account of conversion of compulsory convertible preference shares | - | - | - |
| Issue of equity shares on account of conversion of compulsory convertible debentures | - | - | - |
| | | | |
| ***Multiples Alternate Asset Management Private Limited*** | | | |
| Income from Distribution of Financial Products | 52.66 | 58.41 | 220.23 |
| | | | |
| ***Multiples Asset Management IFSC LLP*** | | | |
| Income from Distribution of Financial Products | 1.23 | 1.23 | 20.12 |
| | | | |
| **With Director** | | | |
| ***Mr. Jayesh Parekh*** | | | |
| Issue of Compulsory Convertible Debentures & Premium thereon | - | - | - |
| Interest on Compulsory Convertible Debentures | - | - | - |
| Issue of equity shares on account of conversion of compulsory convertible preference shares | - | - | - |
| Issue of equity shares on account of conversion of compulsory convertible debentures | - | - | - |

**Closing Balance**

**(Rs. In Lakhs)**

| **Particulars** | **Mar 31, 2026** | **Mar 31, 2025** | **Mar 31, 2024** |
|---|---|---|---|
| | **(In ₹ lakhs)** | **(In ₹ lakhs)** | **(In ₹ lakhs)** |
| | | | |
| **Name of the party and nature of transactions** | | | |
| ***Sanctum Wealth Advisors Private Limited*** | | | |
| Investments | 1905 | 1905 | 1905 |
| Loans and advances to related parties | - | - | - |
| Advance recoverable towards expenses from related party | 23.71 | 21.95 | - |
| Interest accrued on Loans and advances to related parties | 50.05 | - | - |
| Loan received from related party | 1125 | - | - |
| Equity investments in subsidiary pursuant to group share based payments | 14.08 | - | - |
| | | | |
| ***Sanctum Foundation*** | | | |
| Investments | - | 5 | 5 |
| Loans and advances to related parties | - | - | - |
| Interest accrued on Loans and advances to related parties | - | - | - |
| | | | |
| ***Plenty Private Equity Fund I Limited*** | | | |
| Equity Share Capital | - | - | 791.45 |
| Compulsory Convertible Preference Share Capital | - | - | - |
| Compulsory Convertible Debentures | - | - | - |
| | | | |
| ***Multiples Private Equity Fund II LLP*** | | | |
| Equity Share Capital | - | - | 80.92 |
| Compulsory Convertible Preference Share Capital | - | - | - |
| Compulsory Convertible Debentures | - | - | - |
| | | | |
| ***Multiples Alternate Asset Management Private Limited*** | | | |
| Trade Receivable | - | - | 66.39 |
| | | | |
| ***Multiples Asset Management IFSC LLP*** | | | |
| Trade Receivable | - | - | 20.12 |
| | | | |
| ***Xander Credit Pte Ltd / Nixa Capital Management Pte. Limited (formerly Xander Capital Management Pte. Ltd.)*** | | | |
| Equity Share Capital | - | - | 622.64 |
| | | | |
| ***Shivaashish Gupta*** | | | |

| | | | |
|---|---|---|---|
| Equity Share Capital | - | - | 209.7 |
| Equity Share Capital (partly paid-up equity shares, called up Rs. 0.10 per share) | - | - | 0.75 |
| Compulsory Convertible Preference Share Capital | - | - | - |
| | | | |
| ***Mr. Jayesh Parekh*** | | | |
| Equity Share Capital | - | - | 65.67 |
| Compulsory Convertible Preference Share Capital | - | - | - |
| Compulsory Convertible Debentures | - | - | - |

Note 1: Remuneration paid to key managerial personnel excludes gratuity and compensated absences which are not allocated on per employee basis.

**V. Details of investment of clients' funds in the securities of related parties or associates is disclosed herewith – Nil.**

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

# 13. The Financial Performance of the Portfolio Manager

## 13.1 Audited Balance Sheet

| Particulars | Mar 31, 2026 (In ₹ lakhs) | Mar 31, 2025 (In ₹ lakhs) | Mar 31, 2024 (In ₹ lakhs) |
|---|---|---|---|
| | | | |
| **Equity & Liabilities** | | | |
| Shareholder's Funds | | | |
| Share capital | 2,065.28 | 2,065.28 | 2,065.28 |
| Reserves and surplus | 2,767.09 | 4,810.74 | 5,834.90 |
| | | | |
| | | | |
| **Non-Current Liabilities** | | | |
| Long-term liabilities | 0.83 | 0.83 | - |
| Long-term provisions | 394.89 | 278.94 | 270.93 |
| **Current Liabilities** | | | |
| Short term Borrowings | 1,125.00 | - | - |
| Trade payables | 269.50 | 156.37 | 4,233.57 |
| Other current liabilities | 4,928.06 | 4,944.38 | 1,844.90 |
| Short Term Provisions | 252.87 | 100.00 | 73.41 |
| **Total Equity & Liabilities** | **11,803.52** | **12,356.54** | **14,322.99** |
| | | | |
| **Assets** | | | |
| **Non-Current Assets** | | | |
| Tangible assets | 629.57 | 700.97 | 46.85 |
| Intangible assets | 0.68 | 4.03 | 7.72 |
| Non-Current Investments | 1,919.08 | 1,905.00 | 1,905.00 |
| Long-term loans and advances | 204.32 | 64.48 | 142.81 |
| Other Non-Current Assets | 503.98 | 400.84 | 1,875.40 |
| **Current Assets** | | | |
| **Current Investments** | **628.56** | **585.89** | - |
| Stock in Trade (Securities) | - | - | - |
| Cash and Cash Equivalents | 2,451.38 | 3,880.37 | 6,699.05 |
| Short-term Loans and Advances | 561.96 | 602.24 | 678.38 |
| Trade Receivables | 1,917.13 | 1,068.31 | 1,036.21 |
| Other Current Assets | 2,986.85 | 3,144.41 | 1,931.57 |
| **Total Assets** | **11,803.51** | **12,356.54** | **14,322.99** |

### 13.2 Profit & Loss Statement

| Particulars | Mar 31, 2026 (In ₹ lakhs) | Mar 31, 2025 (In ₹ lakhs) | Mar 31, 2024 (In ₹ lakhs) |
|---|---|---|---|
| | | | |
| **Revenue** | | | |
| Revenue from Operations | 7138.66 | 6467.41 | 5704.88 |
| Other Income | 116.16 | 168.91 | 277.31 |
| **Total Revenue (I)** | **7254.82** | **6636.32** | **5982.19** |
| | | | |
| **Expenses** | | | |
| Employee Benefits Expense | 6609.06 | 5231.91 | 4894.31 |
| Depreciation and Amortization Expense | 181.36 | 77.41 | 12.91 |
| Finance Cost | 58.37 | 2.23 | 4.82 |
| Other Expenses | 2463.35 | 2363.52 | 2166.9 |
| **Total Expenses (II)** | **9312.14** | **7675.07** | **7078.94** |
| | | | |
| **Profit / (Loss) Before Tax (I - II)** | **-2057.32** | **-1038.75** | **-1096.75** |
| | | | |
| Less: Tax Expense: | | | |
| Deferred Tax Expense / (Credit) | - | - | - |
| | | | |
| **Profit / (Loss) For the Year** | **-2057.32** | **-1038.75** | **-1096.75** |

## 14. Performance of the Portfolio Manager

The performance of the PM given herewith is calculated using weighted average rate of return incorporating client tenure as on March 31, 2026 and is benchmarked against the respective indices. The calculation has been done as per provisions stated in pt. E (13) of the SEBI Guidelines for Portfolio Managers SEBI/HO/IMD/DF1/CIR/P/2020/26 dated February 13, 2020.

The details are given in the table below:

| Particulars | | FY 2025-26 | | FY 2024-25 | | FY 2023-24 | |
|---|---|---|---|---|---|---|---|
| Portfolios | Benchmark | Portfolios | Benchmark | Portfolios | Benchmark | Portfolios | Benchmark |
| | | | | | | | |
| Sanctum FinEdge | BSE 500 TRI Index | 0.00 | -3.12 | 1.22 | 5.96 | 20.97 | 40.16 |
| Sanctum Global Allocator | NIFTY 50 TRI Index | 34.88 | -3.99 | 5.21 | 6.65 | 11.46 | 30.08 |
| Sanctum Indian Olympians | NIFTY 50 TRI Index | -0.83 | -3.99 | 4.97 | 6.65 | 23.03 | 30.08 |
| Sanctum Indian Titans | BSE 500 TRI Index | -6.67 | -3.12 | 4.99 | 5.96 | 25.50 | 40.16 |
| Sanctum Liquid Management | CRISIL Composite Bond Fund Index | 4.30 | 3.58 | 8.95 | 8.79 | 5.33 | 8.24 |
| Sanctum Multi Asset Portfolios - Enhancement | NSE Multi Asset Index 2 | 12.52 | 3.27 | 11.96 | 7.52 | 23.82 | 23.62 |
| Sanctum Multi Asset Portfolios - Generation | NSE Multi Asset Index 2 | 10.26 | 3.27 | 12.45 | 7.52 | 35.11 | 23.62 |
| Sanctum Multi Asset Portfolios - Generation Plus | BSE 500 TRI Index | NA | NA | NA | NA | NA | NA |
| Sanctum Multi Asset Portfolios - Shield | NSE Multi Asset Index 2 | 11.68 | 3.27 | 10.17 | 7.52 | 14.53 | 23.62 |
| Sanctum Thematic Strategies - Sanctum Select Series 1 | BSE 500 TRI Index | NA | NA | NA | NA | NA | NA |
| Tailored Discretionary Portfolio - Aggressive | BSE 500 TRI Index | -6.20 | -3.12 | 6.91 | 5.96 | 34.22 | 40.16 |
| Tailored Discretionary Portfolio - Balanced | NSE Multi Asset Index 2 | 12.47 | 3.27 | -0.10 | 7.52 | 4.22 | 23.62 |
| Non-Discretionary Portfolio - Aggressive | BSE 500 TRI Index | -3.37 | -3.12 | 5.95 | 5.96 | 27.36 | 40.16 |
| Non-Discretionary Portfolio - Balanced | NSE Multi Asset Index 2 | 0.00 | 3.27 | 0.00 | 7.52 | 0.00 | 23.62 |
| Non-Discretionary Portfolio - Conservative | CRISIL Composite Bond Fund Index | 0.00 | 3.58 | 0.00 | 8.79 | 7.80 | 8.24 |
| Advisory | | 4.39 | NA | 0.00 | NA | 0.00 | NA |

*Since structured product are carried on cost basis and in the year of maturity / redemption the whole amount is booked
N.A. means Not Applicable as portfolio was not in existence for the entire period or had no clients during the period.
The Portfolio Manager does not assure targeted returns or guarantee capital under the portfolio.
The percentage of returns is worked out on the basis of TWRR method to give a fair picture of the returns to the PMS clients.
For portfolios started during the financial year, the returns for the portfolio and benchmark have been calculated since inception of the portfolio.
The broad procedure followed for computation of returns is described below:
° All the clients who have been active during the reporting period are considered for the above review.
° Performance of the portfolio is calculated by TWRR method by taking into consideration the total AUM of the product on daily basis including the impact of new / additional investments and partial /full redemption by the clients.
^ Structured products are carried on cost in books and at the time of maturity / redemption the whole maturity amount (principal + coupon) is booked. Since the performance calculation is done on TWRR method, the returns look higher than normal IRR earned on the product.
*Portfolios of the clients in the respective investment approaches were either consolidated into Sanctum Aggressive Strategy (TD) / Sanctum Aggressive Strategy (ND) / Sanctum Conservative Strategy (ND) or redeemed by clients.

## 15. Audit Observations of preceding 3 years

There are no adverse audit observations in the preceding 3 financial years.

| Particulars | Audit Observations |
|---|---|
| FY 2025-2026 | No Audit Observations |
| FY 2024-2025 | No Audit Observations |
| FY 2023-2024 | No Audit Observations |

## 16. Details of investments in the securities of related parties of the portfolio manager

| Sr. No. | Investment Approach, If any | Name of the Associated/Related Party | Investment amount (cost of investment) as on last day of the previous calendar quarter (INR in crores) | Value of investment as on last day of the previous calendar quarter (INR in crores) | Percentage of total AUM as on last day of the previous calendar quarter |
|---|---|---|---|---|---|
| 1 | Sanctum FinEdge | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 2 | Sanctum Global Allocator | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 3 | Sanctum Indian Olympians | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 4 | Sanctum Indian Titans | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 5 | Sanctum Liquid Management | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 6 | Sanctum Multi Asset Portfolios - Enhancement | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 7 | Sanctum Multi Asset Portfolios - Generation | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 8 | Sanctum Multi Asset Portfolios - Generation Plus | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 9 | Sanctum Multi Asset Portfolios - Shield | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 10 | Sanctum Thematic Strategies - Sanctum Select Series 1 | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 11 | Tailored Discretionary Portfolio - Aggressive | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 12 | Tailored Discretionary Portfolio - Balanced | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 13 | Non-Discretionary Portfolio - Aggressive | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 14 | Non-Discretionary Portfolio - Balanced | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 15 | Non-Discretionary Portfolio - Conservative | Not Applicable | Not Applicable | Not Applicable | Not Applicable |
| 16 | Advisory | Not Applicable | Not Applicable | Not Applicable | Not Applicable |

## Disclaimer

This document has been prepared by Sanctum Wealth Private Limited ("Sanctum") for information and discussion purposes and for the sole use of the recipient intending to avail of Portfolio Management Services from Sanctum.

Persons into whose possession this document or any copy thereof may come, must inform themselves about and observe any legal restrictions on the distribution of this document and the offering and/or products and services described herein. Sanctum shall not be held responsible for any damages or losses that occur from transactions and/or services in defiance with the restrictions.

**FORM C**

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

We confirm that:

The Disclosure Document forwarded to the Securities and Exchange Board of India ("SEBI" or "Board") is in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and the guidelines and directives issued by the Board from time to time.

The Disclosures made in the Disclosure Document are true, fair and adequate to enable the investors to make a well-informed decisions regarding entrusting the management of their portfolio to us or investment in the Portfolio Management service.

The Disclosure Document has been duly certified by an independent Chartered Accountant on September 03, 2026.

CA Ashish A. Shah
Shah Kapadia & Associates, Chartered Accountants
Office no. 328, 3rd Floor, Champaklal Industrial Estate, Plot No. 105, Sion Koliwada Road, Sion East
Mumbai – 400022.
Tel.: 022 4974 1224
Email - SKA@theSKA.in
Membership No. 129598

A copy of the said certificate issued by M/s Shah Kapadia & Associates, Chartered Accountants to the effect that the disclosures made in the document are in conformity with the requirement of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020 and is true, fair and adequate to enable the investors to make a well-informed decision, is enclosed.

For Sanctum Wealth Private Limited
Ravindra Malani
Principal Officer

Sanctum Wealth Private Limited
1401, Tower 2, 14th Floor, One International Center
Senapati Bapat Marg, Elphinstone Road
Mumbai 400013, Maharashtra, India

Date: September 03, 2026
Place: Mumbai

**For and on behalf of Sanctum Wealth Private Limited**

| Name | Signature |
|---|---|
| Mr. Shivaashish Madhukar Gupta<br><br>**Director and Chief Executive Officer** | SHIVAASHISH GUPTA Digitally signed by SHIVAASHISH GUPTA Date: 2026.09.07 09:56:15 +05'30' |

SHAH KAPADIA & ASSOCIATES
CHARTERED ACCOUNTANTS
**Office No. 328, 3rd floor, Champaklal Industrial Estate, Plot No. 105,**
**Sion Koliwada Road, Sion East, Mumbai 400022.**
Tel No: 022-49741224 | Web: www.theSKA.in | Email: SKA@theSKA.in

# CERTIFICATE

The Board of Directors,
**Sanctum Wealth Private Limited**
1401, Tower 2, 14th Floor,
One International Center,
Senapati Bapat Marg, Elphinstone Road,
Mumbai – 400013.

1. You have requested us to provide a certificate on the Disclosure document for Portfolio Management services ("the Disclosure Document") of Sanctum Wealth Private Limited ("the Company"). We understand that the disclosure document is required to be submitted to the Securities and Exchange Board of India ("the SEBI").

2. The Disclosure Document and compliance with the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020 ("the SEBI Regulations") and the applicable circulars, guidelines and directions issued by SEBI from time to time, is the responsibility of the management of the Company. Our responsibility is to report in accordance with the Guidance note on Audit Reports and Certificates for special purposes issued by the Institute of Chartered Accountants of India. Further, our scope of work did not involve us performing audit tests for the purpose of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statement taken as a whole. We have not conducted an audit, the objective of which would be the expression of an opinion on the financial statement, specified elements, accounts or items thereof, for the purpose of this certificate. Accordingly, we do not express such opinion.

3. In respect of the information given in the Disclosure document, we state that:
   i. The list of people classified as Associates or group companies and list of related parties are relied upon as provided by the company.
   ii. The Promoters and director's qualification, experience and ownership details are as declared by them and have been accepted without further verification.
   iii. We have relied on the representations given by the management of the company about the penalties or litigations against the Portfolio Manager mentioned in the Disclosure document.
   iv. We have relied on the representation made by the management regarding the Assets under management of Rs. 508.92 Crores as on 31st March 2026.
   v. Regarding TWRR calculation method, we have been informed by the management that TWRR has been calculated by their software as per the logic specified by SEBI.
   vi. Our certification is based on the audited Balance sheet of the company for the year ended March 31, 2026, audited by M S K A & Associates LLP Chartered Accountants and examination of other records, data made available and information and explanations provided to us.

SHAH KAPADIA & ASSOCIATES
CHARTERED ACCOUNTANTS
**Office No. 328, 3rd floor, Champaklal Industrial Estate, Plot No. 105,**
**Sion Koliwada Road, Sion East, Mumbai 400022.**
Tel No: 022-49741224 | Web: www.theSKA.in | Email: SKA@theSKA.in

4. Read with above and on the basis of our examination of the books of accounts, records, statements produced before us and to the best of our knowledge and according to the information, explanations and representations given to us, we certify that the disclosure made in the Disclosure Document dated 03rd September 2026 are true and fair in accordance with the disclosure requirements laid down in Regulation 22 read with Schedule V to the SEBI Regulations. A management certified copy of the disclosure document is enclosed herewith.

5. This certificate is intended solely for the use of the management of the company for the purpose of providing essential information about the Portfolio Management Services (PMS) in a manner to assist and enable the investors in making informed decision for engaging a Portfolio Manager.

**For Shah Kapadia & Associates,**
Chartered Accountants
Firm Reg. No. 132378W

Ashish Arunkumar Shah
Digitally signed by Ashish Arunkumar Shah
Date: 2026.09.04 16:00:06 +05'30'

**CA Ashish A. Shah** (Partner)
Membership No.: 129598
Date: 04 September 2026
Place: Mumbai
UDIN: 26129598CZYARF2616