

**PORTFOLIO MANAGEMENT SERVICES**  
**DISCLOSURE DOCUMENT**

Client:.....  
Account No.: .....  
Portfolio: .....  
Date: .....  
Distributor: .....

**Portfolio Manager-**

**SWASTIKA INVESTMART LIMITED**

CIN: L65910MH1992PLC067052

**Registered Office:** Flat No. 18, Floor 2, North Wing Madhaveswar, Coop. Hsg. Society Ltd.

Madhav Nagar, 11/12, S V Road, Andheri W, Mumbai, Mumbai City- 400058

**Administrative Office:** 48, Jaora Compound, M.Y.H. Road, Indore-452001

**Phone No.:** 0731 - 6644000

**Email id:** [compliance@swastika.co.in](mailto:compliance@swastika.co.in)

**Website:** <https://www.swastika.co.in/>

### **DISCLOSURE DOCUMENT**

- The 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.
- 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 Swastika Investmart Limited as a portfolio manager.
- The disclosure document sets forth concisely the necessary information about Swastika Investmart Limited required by an investor before investing, and the investor may also be advised to retain the document for future reference.
- Details of the principal officer designated by Swastika Investmart Limited are:

Name	-
Designation	-
Phone number	-
E-mail	-

- The Disclosure Document is dated \_\_\_\_\_

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## **I. DISCLAIMER**

This Disclosure document has been prepared in accordance with the SEBI (Portfolio Managers) Regulations, 2020 as amended from time to time 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. Swastika Investment Limited has based this document on information obtained from sources it believes to be reliable but which it has not independently verified and hence makes no guarantee, representation or warranty and accepts no responsibility or liability as to its accuracy or completeness. The information contained in this document is based upon publicly available information at the time of publication, which is subject to change from time to time.

This document is for information only and should not be construed as an offer or solicitation of an offer for managing the portfolio of any client. It does not have regard to specific investment objectives, financial situation and the particular needs of any specific person who may receive this document. Clients should seek financial advice regarding appropriateness of investing in any securities or investment approach / strategies that may have been discussed or recommended in this report and should understand that the views regarding the future prospects may or may not be realised.

Neither this document nor the product offerings have been registered in any jurisdiction other than in India. 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.

## **II. DEFINITIONS**

- (1) Act - The Securities and Exchange Board of India Act, 1992 (15 of 1992)
- (2) "Accredited investor" means any person who fulfils the eligibility criteria as specified by the Board and is granted a certificate of accreditation by an accreditation agency.
- (3) Chartered Accountant – A Chartered Accountant as defined in clause (b) of sub section (1) of Section 2 of the Chartered Accountant Act, 1949 (38 of 1949) and who has obtained a certificate of practice under sub section (1) of section 6 of that Act.
- (4) Client – Any individual, body corporate, partnership firm, HUF, association of person, body of individuals, trust, statutory authority, or any other person who enters into agreement with the Portfolio Manager for the managing of his Portfolio.

Foreign Portfolio Investors registered with the Board may avail of the services of a Portfolio Manager.

(5) “Co-investment Portfolio Manager” means a Portfolio Manager who is a Manager of a Category I or Category II Alternative Investment Fund(s); and:

(i) provides services only to the investors of such Category I or Category II Alternative Investment Fund(s); and

(ii) makes investment only in unlisted securities of investee companies where such Category I or Category II Alternative Investment Fund(s) make investments: Provided that the Co-investment Portfolio Manager may provide services to investors from any other Category I or Category II Alternative Investment Fund(s) which are managed by them and are also sponsored by the same Sponsor(s).

(6) Discretionary Portfolio Manager – means a portfolio manager who under a contract relating to portfolio management, exercises or may exercise, any degree of discretion as to the investment of funds or management of the portfolio of securities of the client, as the case may be

(7) Fund Manager – The individuals appointed by the Portfolio Manager who manages, advises or directs or undertakes on behalf of the Client (whether as a Discretionary portfolio Manager or otherwise) the management or administration of a portfolio of securities or the funds of the client, as the case may be.

(8) Funds – The moneys placed by the client with the Portfolio Manager and any accretions thereto.

(9) Non-discretionary Portfolio Manager – A portfolio Manager who manages funds in accordance with the directions of the Client.

(10) Person directly or indirectly connected – Any person being an associate, subsidiary, inter connected company or a company under the same management or in the same group.

(11) PMS Agreement – Includes contract entered between the portfolio Manager and the client for the management of funds or securities of the client.

(12) Portfolio – The total holdings of securities belonging to the client.

(13) Portfolio Manager – means a body corporate, which pursuant to a contract with a client, advises or directs or undertakes on behalf of the client (whether as a discretionary portfolio manager or otherwise) the management or administration of a portfolio of securities or funds of the client, as the case may be.

(14) Principal Officer – means an employee of the portfolio manager who has been designated as such by the portfolio manager and is responsible for:

(i) the decisions made by the portfolio manager for the management or administration of portfolio of securities or the funds of the client, as the case may be; and

(ii) all other operations of the portfolio manager.

(15) Regulations – The Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020 as may be amended by SEBI from time to time.

(16) SEBI – The Securities and Exchange Board of India.

(17) Securities – ‘Securities’ as per Securities Contracts (Regulation) Act, 1956 include:

- Shares, scrips, stocks, bonds, debentures, stock or other marketable securities of a like nature in or of any incorporated company or other body corporate.
- Derivatives (contracts which derive their value from the prices, or index of prices of underlying securities) 1

- Units or any other instrument issued by any collective investment scheme to the investors in such schemes.

- Security receipts as defined in clause (zg) of section 2 of the Securitisation and Reconstruction of Financial assets and Enforcement of Security Interest Act, 2002

- Units or any other instrument issued to the investors under any mutual fund schemes.

- Government securities
- Such other instruments as may be declared by the Central Government to be securities

- Rights or interests in securities.

(18) Securities Lending Scheme – The securities lending as per the Securities lending Scheme, 1997 specified by the Board as amended from time to time.

### III. **DESCRIPTION**

#### **(i). History, Present Business and Background of the Portfolio Manager:**

Swastika Investmart Ltd. (Formerly known as Swastika Fin-Lease Ltd.), a Public Limited Company, was incorporated in 1992. Company has its Registered Office at Mumbai and Administrative office at Indore (M.P.). It was promoted by Mr. Sunil Nyati belonging to the Swastika group of Rajasthan, engaged in diversified business since 1959.

In the year 1995 the company came out with a Public issue of 15 Lac equity shares of Rs. 10/- each for cash at par, aggregating Rs.150 Lacs. The shares of company are

listed on BSE. Swastika is one of the few listed companies, engaged in Stock broking and Capital Market activities.

Since incorporation till 1998, the company was actively involved in the field of Hire Purchase and Lease Finance. It started the stock broking business as a sub-broker in the year 1998 and after getting the experience and with the blessings of its satisfied customers, it took the Corporate Membership of NSE in 2000 and BSE in 2004. In 2002, Company acquired the Membership of NSE-Derivatives Segment. Later, it got registered with CDSL in 2006 as Depository Participant as well.

In the year 2007 the company has acquired membership of two premier Commodity Exchanges of India, NCDEX and MCX through its wholly owned subsidiary company Swastika Commodity Pvt. Ltd. It has also got the corporate membership of Currency Derivatives with NSE and MCX-SX in the year 2008. In the following years the Company has acquired membership of BSE-Derivatives Segment, USE, ICEX and NCDEX Spot Exchange and registered with NSDL AS Depository Participant. Over the years, Swastika has followed a consistent growth path and is established as one of the leading broking houses of the country with the support and confidence of its clients, investors, employees and associates. Today, the Swastika group is managed by a team of over 900 professional staff members and has got a nationwide network.

Swastika Investmart Limited, corporate member of all the premier stock and commodity exchanges, is providing best value for money through personalized services, committed to high standards of corporate governance, highest levels of transparency, accountability and integrity in all its activities.

**Current Activities:**

- Stock broking – NSE, BSE & MSEI - Equities & Derivatives.
- Commodity Trading – NCDEX, MCX & ICEX.
- Currency Broking - NSE - Currency Derivatives.
- Depository Services – CDSL & NSDL.
- Investment Advisory Services.
- Merchant Banking Services.
- Mutual Funds.
- Internet Based Trading.

### **History or Major Events:**

- 1992 : Incorporation with registered Office at Mumbai.  
1993 : Actively involved in financing, hire purchase & leasing  
1995 : Came out with IPO and successfully Listed on BSE  
1998 : RBI Registered NBFC.  
2000 : Membership of NSE.  
2001 : Surrender of RBI License for NBFC.  
2002 : Membership of NSE Future & Option Segment.  
2003 : Setting up Research Desk.  
2004 : Membership of BSE.  
2005 : Company declared Dividend 10 % , first time Centralized Back Office Software implemented.  
2006 : Membership of CDSL Launching of Internet Trading platform  
2007 : Membership of NCDEX, Membership of MCX, Set up of Mutual Fund Desk.  
2008 : Membership of NSE's Currency Derivative Segment as well as MCX-SX  
2009 : Starting of SEBI Registered Portfolio Management Services  
2010 : Starting of NSDL Services, Membership of USE & ICEX  
2011 : Starting of NCDEX Spot Exchange.  
2012 : Starting of BSE F&O SEGMENT.  
2013 : Registration with SEBI as Category - I Merchant Banker.  
2016 : Lunched 15+ SME-IPO's on National Stock Exchange of India Limited and Bombay Stock Exchange.  
2017 : Awarded by NSE as Emerging Merchant Banker on NSE-Emerge.  
2017 : Registration with SEBI as Investment Advisor.

### **(ii). Promoters of the portfolio manager, directors and their background**

<b>Name</b>	<b>Designation</b>	<b>Background and qualifications</b>
Sunil Nyati	Managing Director	Mr. Sunil Nyati, presently serve as a Managing Director and Chairman in the company. He has experience in the broking services, also hold directorship in the associate and Group Companies. He has cleared Master degree in Business

		Administration in the year 2016 and holds a Bachelors degree in science.
Anita Nyati	Wholetime Director	Mrs. Anita Nyati presently serve as a Managing Director and Chairman in the company. She has experience in the broking services, also hold directorship in the associate and Group Companies. She has cleared Master degree in Business Administration in the year 2016 and holds a Bachelors degree in science.
Sunil Chordia	Director	Mr. Chordia is associated with the company as a director also hold directorship in other companies. He holds a master degree in business administration and DCMA.
Chandrashekhar Bobra	Director	Mr. Bobra serves as a director in the company and also holds directorships in other public and private limited companies and our group company's aswell. He holds a master degree in business administration
Raman Lal Bhutda	Director	Mr. Bhutda is associated with the company as a director. He holds a bachelors degree in Engineering and a master degree in business administration.

**(iii). Group Companies of the Portfolio Manager:**

1. Swastika Insurance and Broking Services Private Limited
2. Swastika Finmart Private Limited
3. Swastika Investmart (IFSC) Private Limited

**(iv). Details of the services being offered:**

The services provided by SIL are subject to the activities permitted under SEBI (Portfolio Managers) Regulations, 2020 as a Portfolio Manager and would include portfolio management advisory services, investment management, custody of securities, keeping track of corporate benefits associated with the securities, providing audited reports to clients on yearly basis. The Portfolio Manager shall act

in a fiduciary capacity and as a trustee and agent of the Client's account. The Portfolio Manager agrees to provide Portfolio Management Services (hereinafter referred to as 'the Services' which shall be in the nature of investment consultancy / management and may include the responsibility of managing, renewing and reshuffling the portfolio, buying and selling the securities, keeping safe custody of the securities and monitoring book closures, dividend, bonus, rights etc. so as to ensure that all the benefits accrue to the Client's Portfolio, for an agreed fee structure and for a definite period hereinafter described, entirely at the Client's risk. Where the service involves the giving of any advice or the provision of any information, the SIL shall use reasonable endeavors in order to ensure that such advice or information is accurate. SIL shall not be liable for any costs, claims, liabilities, expenses or losses which the Client may suffer as a result of relying on any such advice or information.

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

(i). There have been no penalties imposed on the Portfolio Manager by SEBI and no directions have been issued by SEBI under the Act, Rules or Regulations made thereunder.

(ii). There have been no penalties imposed for any economic offence and /or for violation of any securities laws.

(iii). There are no pending material litigation / legal proceedings against the Portfolio Manager / Key Personnel.

(iv). There has been no deficiency in the systems and operations of the portfolio Manager observed by SEBI or any regulatory agency.

(v). There are no enquiry/ adjudication proceedings initiated by SEBI against the portfolio manager, its directors, principal officer or employees or any other person connected directly / indirectly with the portfolio manager, its directors, principal officer or its employees, under the Act / Rules / Regulations made there under.

The above information has been disclosed in good faith as per the information available to the Portfolio Manager.

**V. SERVICES OFFERED**

The services provided by SIL are subject to the activities permitted under SEBI (Portfolio Managers) Regulations, 2020 as a Portfolio Manager and would include portfolio management advisory services, investment management, custody of securities, keeping track of corporate benefits associated with the securities, providing audited reports to clients on yearly basis. The Portfolio manager shall act in a fiduciary capacity and as a trustee and agent of the Client's account. The Portfolio Manager agrees to provide Portfolio Management Services (hereinafter referred to as 'the Services' which shall be in the nature of investment consultancy / management and may include the responsibility of managing, renewing and reshuffling the portfolio, buying and selling the securities, keeping safe custody of the securities and monitoring book closures, dividend, bonus, rights etc. so as to ensure that all the benefits accrue to the Client's Portfolio, for an agreed fee structure and for a definite period hereinafter described, entirely at the Client's risk. Where the service involves the giving of any advice or the provision of any information, the SIL shall use reasonable endeavors in order to ensure that such advice or information is accurate. SIL shall not be liable for any costs, claims, liabilities, expenses or losses which the Client may suffer as a result of relying on any such advice or information.

## **VI. RISK FACTORS**

The securities investments are subject to market risks and there is no assurance or guarantee that the objective of the investments will be achieved and past performance of the portfolio manager does not indicate its future performance.

### a) General Risk Factors

- ✓ Securities investments are subject to market risks and there is no assurance or guarantee that the objectives of the Portfolio will be achieved.
- ✓ Past performance of the Portfolio Manager or any of its Group / Global Associate Companies do not indicate the future performance of the portfolio.
- ✓ Clients are not being offered any guaranteed or assured return/s i.e. either of principal or appreciation on the portfolio.
- ✓ The names of the product / Portfolio do not in any manner indicate their prospects or returns. The various factors which may impact the value of the portfolio investments include, but are not limited to, fluctuations in the

equity and bond markets, fluctuations in interest rates, prevailing political and economic environment, changes in government policy, factors specific to the issuer of the securities, tax laws, liquidity of the underlying instruments, settlement periods, trading volumes etc.

- ✓ Clients may note that Portfolio Manager's investment decisions may not be always profitable, as actual market movements may be at variance with anticipated trends.

b) Market Risk:

- ✓ Securities investments are subject to market risks and there is no assurance or guarantee that the objectives of the Portfolio will be achieved. The valuation of the portfolio's investments, may be affected generally by factors affecting securities markets, such as economic activity, price and volume volatility in the capital markets, interest rates, currency exchange risk, changes in policies of the Government, taxation laws or any other appropriate authority policies and other political and economic developments which may have an adverse bearing on individual securities, a specific sector or all sectors including equity and debt markets. There will be no prior intimation or prior indication given to the Clients when the composition / asset allocation pattern changes.
- ✓ The securities that the Portfolio Manager invests in would be exposed to price changes on a day-to-day basis. These price changes may occur due to instrument specific factors as well as general macroeconomic conditions.
- ✓ Markets are volatile and can decline significantly in response to adverse issuer, political, regulatory, market, or economic developments. The Portfolio may be subject to price volatility due to factors such as interest sensitivity, market perception, and creditworthiness of issuer and market liquidity.
- ✓ Different parts of the market can react differently to these developments. The value of an individual security or particular type of security can be more volatile than the market as a whole and can perform differently from the value of the market as a whole.
- ✓ Trading volumes, settlement periods and transfer procedures may restrict the liquidity of the investments made by the Portfolio. Different segments of the Indian financial markets have different settlement periods and such periods may be extended significantly by unforeseen circumstances. The

inability of the Portfolio Manager to make intended securities purchases due to settlement problems could cause the Portfolio to miss certain investment opportunities. By the same rationale, the inability to sell securities held in the portfolio due to the absence of a well-developed and liquid secondary market would result, at times, in potential losses to the Portfolio, in case of a subsequent decline in the value of securities held in the Portfolio.

- ✓ The Portfolio Manager may, considering the overall level of risk of the portfolio, invest in lower rated securities offering higher yields. This may increase the risk of the portfolio. Such investments shall be subject to the scope of investments as laid down in the Agreement.
- ✓ Securities, which are not quoted on the stock exchanges, are inherently illiquid in nature and carry a larger amount of liquidity risk, in comparison to securities that are listed on the exchanges or offer other exit options to the Client, including a put option. This may increase the risk of the portfolio. Such investments shall be subject to the scope of investments as laid down in the Agreement.
- ✓ While securities that are listed on the stock exchange carry lower liquidity risk, the ability to sell these investments is limited by the overall trading volume on the stock exchanges. Money market securities & fixed income securities lack a well-developed secondary market, which may restrict the selling ability of the Portfolio and may lead to the investment incurring losses till the security is finally sold.
- ✓ The Portfolio Manager may, subject to authorisation by the Client in writing, participate in securities lending. The Portfolio Manager may not be able to sell / lend out securities, which can lead to temporary illiquidity. There are risks inherent in securities lending, including the risk of failure of the other party, in this case the approved intermediary to comply with the terms of the agreement. Such failure can result in a possible loss of rights to the collateral, the inability of the approved intermediary to return the securities deposited by the lender and the possible loss of corporate benefits accruing thereon.

c) Concentration Risk:

The scheme may pursue only a limited degree of diversification. It may invest a greater proportion of assets in the securities of very few issuers (within the limits permitted by regulation) (e.g. only 5 corporate bond issuers) and / or be

concentrated on only one or a few market sectors. This could have negative implications on the performance of the scheme. The scheme may be more sensitive to economic, business, political or other changes and this may lead to sizeable fluctuation in the Net Asset Value of the scheme.

d) Liquidity Risk:

The liquidity of the Portfolio's investment is inherently restricted by trading volumes in the securities in which the Portfolio invests. A lower level of liquidity affecting an individual security or derivative or an entire market at the same time, may have an adverse bearing on the value of the Portfolio's assets. More importantly, this may affect the Portfolio's ability to sell particular securities quickly enough to minimise impact cost, as and when necessary to meet requirements of liquidity or to sell securities in response to triggers such as a specific economic / corporate event.

Trading volumes, settlement periods and transfer procedures may restrict the liquidity of a few or all of the investments and may affect the liquidity of the investments of the Portfolio.

The Portfolio may be unable to implement purchase or sale decisions when the markets turn illiquid, missing some investment opportunities or limiting ability to face redemptions. The lack of liquidity could also lead to the risk that the sale price of a security could be substantially lower than the fair value of the security.

e) Risk associated with investing in equities:

The risks associated with investments in equities (and similar instruments) include significant fluctuations in prices. The impact of fluctuations is likely to be accentuated for short-term investments. The risk that the performance of one or more companies' declines or stagnates may have a negative impact on the performance of the Portfolio as a whole at any given time.

Stock markets are volatile and can decline significantly in response to political, regulatory, economic, market and stock-specific developments etc. Different parts of the market can react differently to these developments. The stock-specific volatility may also change over a period of time as the characteristic of the stock undergoes a change in terms of market-cap category. The Portfolio may hold such securities for only a very short time, which could tend to increase the costs.

The Portfolio may invest in growth stocks which may be more volatile than the market in general and may react differently to economic, political and market

developments and to specific information about the issuer. Growth stocks traditionally show higher volatility than other stocks, especially over short periods. These stocks may also be more expensive in relation to their profits than the market in general. Consequently, growth stocks may react with more volatility to variations in profit growth.

The objective of the Portfolio may be to amplify market movements, which results in a higher than average volatility.

The Portfolio Manager may temporarily adopt a more defensive approach if it considers that the equity market or economy of the countries in which the Portfolio invests is experiencing excessive volatility, a persistent general decline, or other unfavourable conditions. In such circumstances, the Portfolio may be unable to achieve or pursue its investment objective

The Portfolio may invest in companies making an initial public offering. In such cases there is a risk that the price of the newly floated share is more volatile due to factors such as the absence of previous trading, unseasonal transactions and the limited number of securities available for trading.

f) Legal Risk:

The Portfolio may be affected by the actions of governments and regulatory bodies. Legislation could be imposed retrospectively or may be issued in the form of internal regulations which the public may not be aware of. Legislation (including legislation relating to tax) or regulation may be introduced which inhibits the Portfolio from pursuing their strategies or which renders an existing strategy less profitable than anticipated. Such actions may take any form, for example restrictions on investment strategies in any given market sector (for example restrictions on short selling in the financial sector) or changing requirements (for example increased disclosure to market) and may be imposed without prior warning by any regulator.

g) Inflation Risk:

Over time, yields of short-term investments may not keep pace with inflation, leading to a reduction in the Clients' purchasing power.

h) Taxation Risk:

The value of an investment may be affected by the application of tax laws, including withholding tax, or changes in government or economic or monetary policy from time to time as may be applicable to specific clients. As such, no guarantee can be given that the financial objectives will actually be achieved. The tax information described in this Disclosure Document is as available under the prevailing taxation laws. This could be changed at any moment by regulation. Further, there can be no guarantee that the tax position or the proposed tax position prevailing at the time of an investment in the specified Portfolio as applicable to specific Clients will endure indefinitely.

i) Valuation Risk:

This risk relates to the fact that markets, in specific situations and due to lack of volumes of transactions, do not enable an accurate assessment of the fair value of invested assets. In such cases, valuation risk represents the possibility that, when a financial instrument matures or is sold in the market, the amount received is less than anticipated, incurring a loss to the portfolio.

j) Operational Risk:

Operational risk addresses the risk of trading and back office or administration issues that may result in a loss to the Portfolio. This could be the result of oversight, ineffective securities processing procedures, computer systems problems or human error. There could also be risk associated with grouping of orders. For instance, at the time of placing the trades, the portfolio manager shall group orders on behalf of all clients managed by him, provided it is unlikely to be detrimental overall for any of the clients whose orders have been included. However, such grouping may have a detrimental effect to the client compared to the execution of an individual order for the client. Some markets may be less regulated than most of the other international markets, hence, the services related to custody and liquidation for the Portfolio in such markets could be more risky.

k) Specific Risk Factors pertaining to Exclusive Portfolio:

Subject to the stated investment objective, since this is a relatively concentrated investment strategy, if the selected stocks do not perform as expected by the Portfolio Manager of the portfolio, the portfolio's performance may be adversely

affected due to a risk associated with low diversification. As the portfolio intends to make concentrated investment in stocks with limited degree of diversification, portfolio may be overweight on those stocks which may impact performance negatively to a considerable extent and hence, the benchmark index provided herein may or may not be outperformed. Further, the Portfolio may be more sensitive to economic, business, political or other changes and this may lead to sizeable fluctuation in the value of the Portfolio.

l) Specific Risk Factors pertaining to Thematic Sector Select Portfolio:

Subject to the stated investment objective, since this is a relatively concentrated investment strategy, if the selected sectors do not perform as expected by the Portfolio Manager of the portfolio, the portfolio's performance may be adversely affected due to a risk associated with non-diversification. As the portfolio intends to make primary investment in stocks of companies in a few select sectors, therefore portfolio could be concentrated or may be overweight on those stocks which may impact performance negatively to a considerable extent and hence, the benchmark index provided herein may or may not be outperformed. Further, the Portfolio may be more sensitive to economic, business, political or other changes and this may lead to sizeable fluctuation in the value of the Portfolio.

**VII. CLIENT REPRESENTATION**

<b>(i) Category of Clients</b>	<b>No. of Clients</b>	<b>Funds Managed</b>	<b>Discretionary / Non-discretionary/ Advisory</b>
Associates / Group Companies (Last 3 years)			
<b>Others:</b>			
As on March 31, 2022			
As on March 31, 2021			
As on March 31, 2020			

(ii) Complete disclosure in respect of transactions with related parties as per the standards specified by the Institute of Chartered Accountants of India is as follows:

Based on the audited accounts for the period ended March 31, 2022:

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Portfolio Management Services | Swastika Investmart Limited  
SEBI registration no.: INZ000192732

## **A. Related Parties**

### **Subsidiaries:**

Swastika Fin-Mart Private Ltd.  
Swastika Insurance Broking Services Ltd.  
Swastika Investmart (IFSC) Pvt.Ltd.

### **Key Management Personnel/individuals having control or significant influence:**

Mr. Sunil Nyati  
Mrs. Anita Nyati  
Mr. Anil Nyati  
Mr. Raman Lal Bhutda  
Mr. Sunil Chordia  
Mr. Chandrashekhar Bobra  
Mr. Mahendra Kumar Sharma  
Mr. Parth Nyati  
Mrs. Shikha Bansal

### **Enterprises owned/controlled by Key Managerial Personnel or individuals having control or significant influence:**

Sunil Nyati H.U.F.  
Mahendra Kumar Sharma HUF  
Swastika Agrocom Private Limited

### **Other parties being relatives of Key Management Personnel with whom transactions have taken place during the year:**

Sita Nyati  
Mrs.Anju Agiwal  
Mr. S. N. Maheshwari  
Mrs.Krishna Prabha Maheshwari  
Mrs.Manjubala Baheti  
Mrs. Vanadana Nyati  
Mr. Vandit Nyati

Mrs. Megha Nyati  
Mrs. Madhu Sharma  
Ms. Prerna Bobra

**B. Transactions with related parties were made on terms equivalent to those that prevail in an arm's length transactions:**

*(Rs. In Lakhs)*

<b>S. No.</b>	<b>Related Parties</b>	<b>For the year ended 31<sup>st</sup> March, 2022</b>	<b>For the year ended 31<sup>st</sup> March, 2022</b>
<b>1.</b>	<b>Subsidiaries</b>		
	Loan Taken- Swastika Fin-Mart Private Ltd	8604.06	4,352.84
	Repayment of Loan- Swastika Fin-Mart Private Ltd.	8604.06	4,352.84
	Interest Paid- Swastika Fin-Mart Private Ltd.	6.68	53.98
	Reimbursement of expenses- -Swastika Fin-Mart Private Ltd.	48.00	84.00
	-Swastika Investmart (IFSC) Pvt. Ltd.	2.97	0.00
<b>2.</b>	<b>Key Management Personnel/individuals having control or significant influence:- Employee Benefits Expenses</b>		
	Sunil Nyati	61.51	49.51
	Anita Nyati	37.51	28.51
	Mr. Anil Nyati*	0.00	6.00
	Mr. Parth Nyati**	29.51	28.51
	Mr. Mahendra Kumar Sharma***	24.00	3.00
	Mr. Shikha Bansal	5.58	4.80
	<b>Sitting Fees</b>		
	Chandrashekhar Bobra	0.23	0.30
	Raman Lal Bhutda	0.17	0.08
<b>3.</b>	<b>Enterprises owned/controlled by Key Managerial Personnel or individuals having control or significant influence:-</b>		
	<b>Sale of property</b> Swastika Agrocom Private Limited	350.00	0.00
	<b>Rent Paid</b>		

	Sunil Nyati H.U.F.	5.50	4.25
	<b>Brokerage Received</b>		
	Swastika Fin-Mart Private Ltd.	0.00	0.21
	Anita Nyati	0.03	0.00
	S. N. Maheshwari	0.02	0.00
	Mahendra Kumar Sharma***	0.19	0.02
	Anju Agiwal	0.06	0.01
	Manjubala Baheti	0.03	0.05
	Madhu Sharma	0.30	0.05
	Mahendra Kumar Sharma HUF	0.09	0.01
	Chandrashekhar Bobra	0.02	0.00
	Prerna Bobra	0.04	0.00

**Terms and Conditions of transactions with Related Parties:**

The sales to and purchases from related parties are made in the normal course of business and on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended March 31, 2022, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

\* Mr. Anil Nyati has been resigned from the position of Non Executive Director w.e.f Aug 01, 2020

\*\* Mr. Parth Nyati has been resigned from the position of Chief Financial Officer w.e.f Feb 15, 2021.

\*\*\* Mr. Mahendra Kumar Sharma has been appointed as new CFO w.e.f. Feb 16, 2021

**VIII. FINANCIAL PERFORMANCE OF THE PORTFOLIO MANAGER**

*(Rs. In Lakhs)*

S. No.	Particulars	As on 31.03.2022 (Audited)	As on 31.03.2021 (Audited)
1.	Turnover / Total Income	7709.50	7176.15
2.	Profit after Tax	855.90	1008.84

3.	Equity Capital (FV Rs. 10/- each)	295.57	295.57
4.	Free Reserves		
5.	Networth		
6.	Earnings per share (Rs.)	28.92	34.09
7.	Book value per share (Rs.)		
8.	Percentage of dividend paid		

#### **IX. PORTFOLIO MANAGEMENT PERFORMANCE**

Portfolio Management performance of the portfolio manager for the last three years, and in case of discretionary portfolio manager disclosure of performance indicators calculated using 'Time Weighted Rate of Return' method in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020.

Disclosure of performance of the portfolio manager for the last 3 years:

Particulars	F.Y. 1	F.Y. 2	F.Y. 3

#### **X. AUDIT OBSERVATIONS**

There were no material observations made by the auditors in the preceding 3 years and the Independent Auditor's Report does not contain any qualification, reservation or adverse remark or disclaimer.

#### **XI. NATURE OF EXPENSES**

The Portfolio Manager may charge fees and expenses connected with managing the portfolios. The exact nature of these fees and expenses would form part of the Client Agreement. The fees and expenses could vary depending on the asset class / type of portfolio and not all these fees may apply to all portfolios.

i) The client agrees that under the terms of this agreement the Portfolio Manager fees structure for each investment style will be computed on the fund managed as agree upon in the Capital allocation and Fee Structure mentioned in the Client Agreement.

- Funds managed refer to the initial corpus plus or minus booked profit / losses, income and expenditure and mark to mark out standing position. The client authorized the Portfolio Manager to debit the fee at the end of the every quarter or when client close before the quarter end.
- Profit computation for profit share fees shall be net of all cost and tack into account the mark to market impact on outstanding position on the computation date.
  - ii) Brokerage charges for market operation would not be exceed \_\_\_%. of the transaction value and other incidental charges like GST, STT, Turnover Fee ,DP Charges, Bank charges, stamp duty etc, which will be charged to the client at actual.
  - iii) All out of pocket expenses incurred towards Custodian charges, Administrative depositories services, share transfer charges, legal charges, Audit and conveyance will be charges to clients account as stated in the discloser document.
  - iv) It is agreed that all expenses as listed in this agreement and in the discloser document will be debited to the clients account marinated by the Portfolio Manager and the amount will be reimbursed periodically.
  - v) The portfolio Manager agrees to obtain prior written approval from the client if any expenditure is to be incurred in excess of \_\_% of the corpus.
  - vi) The client further agrees to the leave of portfolio management fees for the whole year if the account is closed before the completion of one year from the date of commencement.
  - vii) The Client agrees to pay to the Portfolio Manager, an entry load or exit load on the inflow / withdrawal of assets, as may be decided by the Portfolio Manager from time to time. Charging of entry load / exit load shall be at the sole discretion of the Portfolio Manager.

## **XII. TAXATION**

Any income tax and other direct tax liability on the investments, the Funds, the yield (i.e., income / profits from the investments made by SIL on behalf of the fund of the Client, net of the transaction cost incurred by SIL and other returns will be solely borne by the Client. In the event of there being any withholding tax or tax deductible at source relating to any income received by SIL on behalf of the Client on the investments, the credit in respect thereof shall be passed onto the Client if legally permissible and practicable to do. In the event of SIL paying any taxes on behalf of the Client, SIL may debit the same to the Client's account and the Client agrees to reimburse the same to SIL forthwith.

### **XIII. ACCOUNTING POLICIES**

The Client shall invest with the Portfolio Manager an initial corpus of an amount not less than Rs. 50 lacs (Rupees Fifty lacs only) or such other minimum as stipulated by SEBI from time to time in the form of cash / securities and / or a combination of both aggregating to this minimum stipulated amount. The Client may on one or more occasion(s) or on a continual basis make further placement of fund/ securities under the service. The portfolio management shall maintain client wise transaction and books of account for the client. The funds received from the client, investment and all credits to the accounts of the client like dividend, interest or any other beneficial interest on the investment and debits for all expenses shall be properly reflected to Client's account.

**The following Accounting policy will be applied for the portfolio investments of Clients:**

1. Investments in Equities, Mutual Funds and Debt instruments will be valued at the closing market prices of Bombay Stock Exchange or National stock Exchange as the case may be, or the Repurchase Net Asset Value declared for the relevant Strategy on the date of the report or any cutoff date or the market value of the debt instrument at the cutoff date. Alternatively, the last available prices on the exchange or the most recent Net Asset Value will be reckoned.
2. Purchase / Sale consideration will be calculated by applying the "weighted average cost" method.
3. Realised gains / loss will be reckoned for the current / most recent sale on FIFO basis.
4. For derivatives and futures and options, unrealized gains and losses will be calculated by marking to market the open positions.
5. Unrealized gains / losses are the differences, between the current market value / Net Asset Value and the historical cost of the Securities.
6. Dividends on shares and units in mutual funds shall be accounted on ex-dividend date, interest, stock lending fees earned etc., shall be accounted on receipt basis. The interest on debt instruments shall be accounted on receipt basis.
7. The Portfolio Manager can adopt any specific norms or methodology for valuation of investments or accounting the same at its discretion.

**XIV. INVESTORS SERVICES**

**(i). Details of the investor relation officer who shall attend to the investor queries and complaints:**

**Name:**

**Address:**

**Telephone No.:**

**(ii). Grievance redressal and dispute settlement mechanism:**

The Company has designated an exclusive e-mail id i.e [info@swastika.co.in](mailto:info@swastika.co.in) to enable the investors to register their complaints / send correspondence, if any.

The company has constituted Stakeholders' Relationship Committee of the Board in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. This Committee deals with stakeholder relations and grievances raised by the investors in a timely and effective manner and to the satisfaction of investors.

**Investor Grievance Policy:**

**Date:** \_\_\_\_\_ **Name and signature of at least two Directors/ Designated Partners of Portfolio Manager:**

**Place:** \_\_\_\_\_

