



RAVI.S & CO.,
CHARTERED ACCOUNTANTS

Portfolio Management Department,
Securities and Exchange Board of India,
Mumbai-400051

CERTIFICATE

we have examined the "Disclosure Document-03-10-2024" of M/s. Way2Wealth Brokers Private Limited (Portfolio Managers Registration No. INP000000829), In our opinion and to the best of our judgment and as per the information and explanations provided to us, we certify that it is true and fair and enable the investor to make a well-informed decision.

For RAVI S & CO
Chartered Accountants
FRN: 014600S

CA RAVI S
Proprietor
MRN: 229778

UDIN: 24229778BKBJEG1078



Date: 03-10-2024
Place: Bengaluru

DISCLOSURE DOCUMENT
PORTFOLIO MANAGEMENT SERVICES

WAY2WEALTH BROKERS PRIVATE LIMITED

Rukmini Towers, 3rd & 4th Floor, No.3/1,
Platform Road, Sheshadripuram,
Bangalore-560020
(SEBI Regn. No. INP000000829)



WAY2WEALTH BROKERS PRIVATE LIMITED

DISCLOSURE DOCUMENT FOR
PORTFOLIO MANAGEMENT SERVICES

- (1) The Disclosure Document ("the Document") has been filed with the Securities and Exchange Board of India (SEBI) along-with the certificate in the specified format in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020
- (2) 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
- (3) The necessary information about the Portfolio Manager is provided in this Document. Investors are advised to retain the Disclosure Document for future reference
- (4) Way2Wealth Brokers Private Limited (WBPL) is registered with SEBI as Portfolio Manager having Registration No. INP000000829. WBPL is also registered with SEBI as a Stock-Broker (Registration No. INZ000178638), Depository Participant (Registration No. IN-DP-472-2020) and Research Analyst (Registration No. INH200002739).
- (5) Details of the principal officer designated by the portfolio manager are given below:

Name : Mr. Siddhant Punjabi
Address : Way2Wealth Brokers Private Limited
Rukmini Towers, 3rd & 4th Floor, No.3/1,
Platform Road, Sheshadripuram, Bangalore-560020

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I. DISCLAIMER CLAUSE

This Document sets forth concisely, the information about the portfolio services that a prospective investor should know before making an informed decision for engaging a Portfolio Manager. The particulars contained in the Document are in accordance with Securities & Exchange Board of India (Portfolio Managers) Regulations, 2020, as amended till date, and filed with Securities & Exchange Board of India (SEBI). This Document has neither been approved nor disapproved by SEBI nor has SEBI certified the accuracy or adequacy of the contents of the Document.

II. DEFINITIONS

In this Agreement, unless otherwise clearly indicated by, or inconsistent with, the context:

- a. a reference to any one gender includes a reference to all other genders, as well as to non-living entities;
- b. the singular includes the plural and vice versa;
- c. business day shall refer to the day on which there is no, or has not been, declared, public holiday under the Negotiable Instruments Act, 1881, and shall not include Saturdays and Sundays;
- d. the headings are used for convenience and ease of reference and are not to be construed in the construction or interpretation of any provision of this document.

“Client Registration Form” means the application, duly completed and signed by the Client and submitted to the Portfolio Manager to open a Portfolio Management Account.

“Portfolio Management Agreement” means the Agreement executed between the Client and the Portfolio Manager in connection with the Portfolio Management Account in the name of the Client.

“Portfolio” refers to the Portfolio Securities and Portfolio Funds, either originally tendered by the Client at the time of execution of Portfolio Agreement, or as existing at any point of time, while this Agreement is in force, and where the context so admits or requires, includes a part thereof.

“Portfolio Management Account” means an account opened and maintained by the Portfolio Manager in the name of the Client in its records to manage the Portfolio of the Client.

“Portfolio Manager” refers to Way2Wealth Brokers Private Limited (WBPL)

“Portfolio Funds” means and refers to the cash amounts tendered by the Client for the purpose of deployment in Portfolio Securities while constructing and/or maintaining Portfolio of the Client.

“Portfolio Securities / Securities” shall include, but be not limited to, shares (voting, non-voting and differential voting, and whether equity or preference), stocks, bonds (including government bonds, deep

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discount bonds, secured premium / promissory notes, debentures – non-convertible/fully/partly convertible), units of mutual funds (equity, debt, money market, tax schemes, liquid funds and whether growth or capital oriented), derivatives (options and futures), and all types of financial instruments, whether marketable or not, whether available for trading on any recognized stock exchange or not and issued by any company, body corporate or statutory authority or by government, whether central, state or local, but shall not include such securities or instruments in which investments are specifically barred under Rules and Regulations or any other relevant laws.

“Portfolio Value” means the aggregate of the Portfolio Funds and Value of Portfolio Securities.

“Model(s)” shall refer and include the plans as launched by the Portfolio Manager under the model / strategy viz.:

- Wealth Weaver (Growth Portfolio) – SENSEX & NIFTY
- Wealth Optimiser (Aggressive Growth portfolio) - SENSEX & NIFTY
- Wealth Escalator (Super Aggressive portfolio) - SENSEX & NIFTY
- Wealth Spiral (Dynamic model) - SENSEX & NIFTY
- Wealth Flexi Fund
- Wealth Absolute
- Wealth Focus
- Wealth Dominion
- Kalpavruksha

Shall invest in equity and debt market including nifty index options & mutual fund units in different proportion depending on the model opted by the investor

“Large cap Companies” mean companies which have market capitalization of greater than Rs. 50000 crores at any given time.

“Mid cap Companies” mean companies which have market capitalization of less than Rs. 50000 crores and greater than Rs. 1500 crores at any given time.

“Small cap Companies” mean companies which have market capitalization of less than Rs. 1500 crores at any given time.

“Blue Chip Companies” mean financially sound companies that have demonstrated its ability to pay dividends in both good and bad times.

“Government Bonds” mean a certificate of debt (usually interest-bearing or discounted) that is issued by government in order to raise money; the issuer is required to pay a fixed sum annually until maturity and then a fixed sum to repay the principal.

“Corporate Bonds” mean a debt security issued by a corporation and sold to investors

“Debt Funds” means an open ended mutual fund that invest in fixed income investments such as short-term or long-term bonds (government or corporate), securitized products, money market instruments or floating rate debt.

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“Money Market Funds” “Liquid Funds” “Liquid Plus Funds” means open ended mutual fund that invests in highly liquid short-term financial instruments (with maturities typically 90 days to less than one year) such as negotiable certificates of deposit, commercial paper, trade bill, treasury bills and usance bills; and pays money market account rates of interest

“Group Companies” means and refers to companies under the same management as mentioned to in Section 370 (1B) of the Companies Act, 1956.

“Related parties / Associates” shall have the same meaning as assigned in Accounting Standard 18 (AS-18), as specified by Institute of Chartered Accountants of India (ICAI).

‘Discretionary Portfolio Management Services’ means Portfolio Management Services where a Portfolio Manager exercises or may, under a contract relating to Portfolio Management, exercise any degree of discretion as to the investment or management of the portfolio of securities or the funds of the Client, as the case may be.

‘Non-Discretionary Portfolio Management Services’ means Portfolio Management Services where a Portfolio Manager acts on the instructions received from the Client with regard to investment of the funds of the Client under a contract relating to Portfolio Management and will exercise no discretion as to the investment or management of the portfolio of securities or the funds of the client, as the case may be.

In case of ‘Discretionary Portfolio Management Services’ & ‘Non-Discretionary Portfolio Management Services’ separate books of accounts are maintained and shares and money would be in clients name.

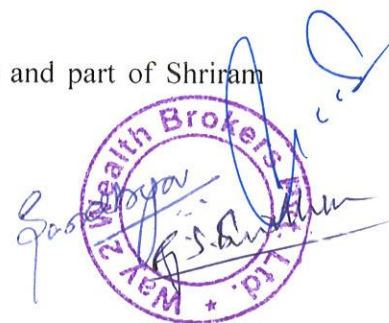
“Regulations” means SEBI (Portfolio Managers) Regulations, 2020 as amended from time to time.

“Value of Portfolio Securities” shall be computed as follows: (i) For the first time when tendered by the Client at the time of execution of this Agreement, the value of Portfolio Securities shall be as per the prices prevailing on the stock exchange (NSE / BSE), or where any such securities are unlisted, or in respect of which no market quotation is available, the value arrived at by mutual understanding, keeping in mind accepted accounting and investment valuation practices. (ii) Thereafter, the value shall be as per the prices prevailing on the stock exchange (NSE / BSE) at the time of computation, and for securities, which are unlisted / for which no market quotation is available, as stated above.

“Website” means the Portfolio Manager’s Internet website at www.way2wealth.com or at such other location as may be decided by the Portfolio Manager from time to time.

III. CONSTITUTION OF THE PORTFOLIO MANAGER**A. About Way2Wealth Brokers Private Limited**

Way2Wealth Brokers Private Limited was incorporated on August 16, 2000 and part of Shriram group which is one amongst the large financial services groups in India.



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We offer a wide range of products & services encompassing the needs of the Retail investor, HNI's, SMEs, Corporate and Institution clientele. We offer Stock Broking (via BSE, NSE, MSEI & MCX, Depository Services (NSDL & CDSL), Distribution of Mutual Funds products, Portfolio Management Services, Equity Research etc.

Way2Wealth has a very credible management team, with well over 150 man-years of experience amongst themselves. A strong leadership, respected within industry circles and recognized among competitors as being formidable and strong, demonstrates high quality and a visionary management style.

BOARD OF DIRECTORS AND THEIR BACKGROUND:

The Board of Directors of WBPL as on **31st March 2024** comprises of:

(1) Mr. G S Shridhar

Mr. G S Shridhar has 26 years of experience in various fields of Securities, Debt and Capital Market. Previously he was working in MEMG Securities Limited (formally ICDS Securities Limited), a SEBI Registered Stock Broker from 2004 to 2019. He joined Way2Wealth Group since 13.11.2019 and he has been appointed as Director since 29.12.2020 and currently working as Whole Time Director of Way2Wealth Brokers Private Limited. He is a Post Graduate in Business Administration and he also possess Engineering Degree BE.

(2) Mr. Amit Sankar Gupta

Mr. Amit Sankar Gupta has more than 20 years of experience in various fields of Securities, Debt and Capital Market, Finance, Business Advisory, Financial Planning, Operations, Accounting, Compliance & Audit functions. He has been appointed as Director since 29.12.2020. He is a Chartered Accountant by profession.

(3) Mr. Gentil Augustine

Mr. Gentil Augustine has more than 19 years of experience in various areas of Securities Debt and Capital Market, Wealth Management and Retail Stock Broking Operations. He joined Way2Wealth Group since 2007. He has been appointed as Director since 28.06.2021 and currently working as Whole Time Director of Way2Wealth Brokers Private Limited. He is a Post Graduate (MBA in HR)

(4) Mr. Manjit Singh

Mr. Manjit Singh has more than 23 years of experience in various areas of Securities Debt and Capital Market, He has been appointed as Independent Director of Way2Wealth Brokers Private Limited since 28.06.2021 and He is a Post Graduate (M.Sc.)

(5) Mr. Saleem Ali

Mr. Saleem Ali has more than 44 years of experience in Police Service, CBI, NDMA & HCCD He has been appointed as Independent Director of Way2Wealth Brokers Private Limited since 08.02.2022 and He is a Post Graduate (M.Sc. & MBA)



B. About Promoters

We are a part of Shriram group, which is one amongst the large financial services groups in India.

Established in 1974, Shriram Group is one of the reputed and most respected Groups in India in the financial services sector with an established track record of more than 45 years and strong fundamentals. The brand "Shriram" is one of the most trusted brands in India which lends a competitive edge in attracting customers and exploring untapped business potential. "People first" and "Serving the underserved" are the guiding principles followed at Shriram Group.

Shriram Credit Company Limited (SCCL) part of Shriram group has acquired our holding company M/s. Way2Wealth Securities Private Limited from Coffee Day group in December 2020. The transaction has been completed with necessary regulatory approvals.

C. Top Group Companies based on Turnover as on March 31, 2024

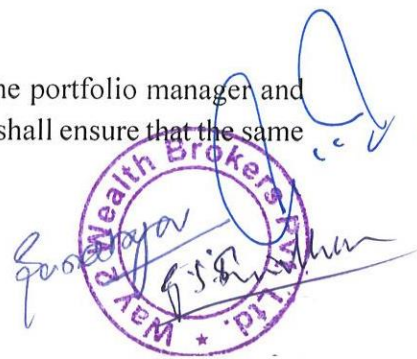
Sr. No.	Name of the Company	Turnover / Income for the Financial Year 2023-24 [Rs in Lakhs]	Remarks
1.	Shriram Credit Company Limited (Holding Company)	4003.62	Audited Financials 2023-24
2.	Way2Wealth Commodities Private Limited (Subsidiary Company)	30.56	Audited Financials 2023-24

D. Details of Services being offered:

We offer Discretionary portfolio management & Non-discretionary Portfolio Management Services (as per the individual agreement with the client) under various schemes.

III. FUNDAMENTAL ATTRIBUTES OF THE MODELS (SCHEMES)**(1) GENERAL :**

- (i) The Portfolio Manager as a policy will evaluate all the investment opportunity in the same parameter and keeping in view the investor profile and the objective of the model / strategy.
- (ii) Even in the event if the investment in associate companies of the portfolio manager and associate merits investment consideration the portfolio manager shall ensure that the same shall not exceed 20% of the aggregate portfolio value.



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- (iii) In the event if the Portfolio Manager makes an investment in the associate companies the same shall not exceed the market value or the fair value of the securities computed strictly in adherence to various accounting policies.
- (iv) The Services offered by the Portfolio Manager under the above models would be “Discretionary” in nature.
- (v) The Portfolio Manager reserves absolute right to register any person for providing services under any of the PMS models. Further, in respect of existing clients, the Portfolio Manager reserves the right to allow them to shift within models or register under any new model

(2) MODELS:**DISCRETIONARY****(i) Wealth Weaver**

Wealth Weaver is a 'growth model', which aims to achieve growth without excessive risk by investing in large and liquid stocks. This model is suitable for investors who are comfortable investing in equities, but would like to limit excessive fluctuations. Targeted returns would be better than, or in line with market returns.

(ii) Wealth Optimiser

Wealth Optimiser is an 'aggressive growth' model. The aim is to identify potential multi-baggers from mid-cap space, who can become large-caps of tomorrow. This model is apt for investors who have a capacity to take higher risk and accordingly seek higher capital appreciation.

(iii) Wealth Escalator

Wealth Escalator is a 'super aggressive growth' model, under this strategy the portfolio manager takes concentrated bets that are appropriate for investors who have substantial risk-tolerance levels and seek high capital appreciation

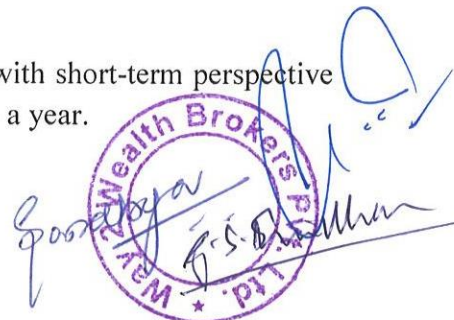
This model is suitable for investors who prefer to take higher risk for higher returns.

(iv) Wealth Spiral (Dynamic model)

A unique proposition, combining the Fundamental analysis, Technical analysis and sectoral momentum, to trade in quality stock just-in-time.

The model is designed and best suited for the momentum investor with a relatively short-term market view, to actively participate in the market momentum, while generating high returns.

This model would invest in momentum stocks and sectors, with short-term perspective ranging from 1 week to 6 months or on a selective basis, upto a year.



(v) **Wealth Flexi Fund:**

The investment objective of this scheme is to seek long term capital appreciation by creating a diversified portfolio of companies across market cap keeping in mind risk (stability) and returns (growth). The portfolio will pre-dominantly comprise of large cap companies, which will provide stability while trying to maximize returns by investing in high-growth mid-cap and small-cap companies.

Depending upon the market outlook, the Fund manager shall have the flexibility to switch between the market caps so as to minimize risks and optimize returns.

Investment approach of the scheme would be to create a portfolio of companies which offers combination of growth and value investing by selecting companies based on future potential, superior capital efficiency and favorable valuation parameters. The appropriate benchmark to compare the performance is BSE500.

Investment Approach	Tagged to strategy	Benchmark
Wealth Flexi	Equity	BSE500

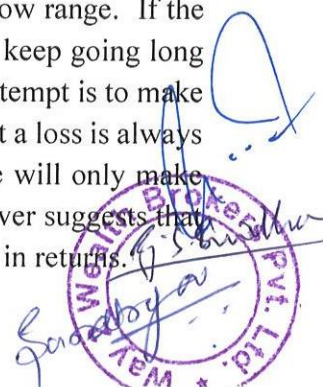
(vi) **Wealth Absolute**

The Investment objective of this model is to trade Nifty futures both long and short with an objective to make money both in rising and falling markets. Most investment strategies will make money only if the prices of the asset that they invest into actually rise during the tenure of the investment. This scheme will attempt to make money not just when asset prices rise but also when asset prices fall.

The scheme will invest 80% of its corpus into liquid funds which will be used as margin to trade Nifty futures. The remaining 20% will be used as cash for MTM purposes. The scheme will NEVER leverage i.e. the total gross exposure in Nifty will never be more than the client's total investment in the scheme. The returns from the scheme will comprise the returns from trading and the returns from the liquid fund. The liquid fund returns will reduce the volatility of returns of the scheme.

The Nifty trading is done using a trend following methodology. The Fund manager will never attempt to catch the top or bottom of the market. The attempt will always be to position in the direction of market's movement. So if Nifty future starts moving up the fund manager will try and remain long in the Nifty. If the market changes direction and starts moving down then the scheme will cut its long position and go short on the market. In this manner the scheme will make money if the Nifty either trends up or trends down.

The scheme will lose money when the Nifty becomes volatile in a narrow range. If the Nifty moves up and down in a very narrow range then the scheme will keep going long and short on the Nifty and lose money on both the sides. So while the attempt is to make an absolute return irrespective of market conditions, the fact remains that a loss is always a possibility. There is no guarantee explicit or implicit that the scheme will only make money. This is NOT a risk-free arbitrage product. Our experience however suggests that one should make a positive return on an annual basis with low volatility in returns.



(vii) Wealth Focus:

Wealth Focus – The objective of the portfolio is to focus on long term wealth creation. In the process it will invest in Indian equities & maintain a concentrated portfolio. The scheme ensures agnostic to market capitalization & sectorial exposure

Scheme has a strategic category allocation which will be based on broader market expectation. We aim to reduce overall portfolio risk by sectorial exposure.

(viii) Wealth Dominion:

The focus of the portfolio is to create long term wealth for investors by investing in companies which are market leaders in their respective industry or companies having monopolistic business within their industry. The portfolio will be a concentrated and agnostic to market capitalization and sectorial exposure.

The scheme will invest in companies which has unique businesses and have an edge over peers and deliver sustainable long term growth in the top and bottom line.

We aim to reduce the risk by changing the allocation between large, mid and small cap companies based on forward looking valuation and overall market expectation. If required, we will increase the allocation to cash or money market instruments to reduce the risk

(ix) Kalpavruksha:

The Investment objective of this model is to generate steady regular income in a tax efficient manner with focus on long term capital appreciation and reduced portfolio volatility.

Plus is a mutual fund portfolio strategy that invests into a basket of underlying Mutual Funds with an objective to generate consistent risk adjusted returns over a period of time. Each basket has been designed based on the risk profile of the investment portfolio and intends to invest in a well-diversified blend of investments. Each portfolio contains a number of highly rated underlying funds that aim to outperform their respective benchmarks.

The scheme provides clients four plans to choose from depending upon their risk profile. They are:

- Ultra Conservative
- Conservative
- Moderate
- Aggressive
- Plus- Equity – Aggressive
- Plus- Balanced-Moderate
- Plus- Debt- Conservative



(3) SERVICES OFFERED:

Way2Wealth's Portfolio Management division focuses on the management of investment portfolios for high net worth individuals and corporate entities. Our goal is to provide our clients with a framework for the creation and preservation of wealth. Our strategy is to question, listen, learn and research. We question the clients' needs and priorities, and through our research we provide answers and solutions that are designed to help achieve these investment goals. We put our financial and investment experience and education to work, thus ensuring steady portfolio maintenance and success.

Our philosophy may be summarized as follows:

- A high level of personal service and management attention with complete confidentiality
- A disciplined investment approach to all elements of the investment process to produce consistent results
- Monthly portfolio reports and quarterly newsletters

We aim to build and protect the assets of our clients to suit each individual's requirement. We strive to achieve consistent long-term performance for our clients. Client portfolios shall be invested in the following securities; equities, debt, derivatives, debentures, mutual funds, and money market instruments. Percentage allocation to each class of securities shall be based on the client's risk profile as identified from the Client Registration Form (CRF).

In general, clients will fall into different risk profile categories for which asset allocation models follow:

<i>Wealth Weaver (Growth Portfolio)</i>		<i>Wealth Escalator (Super Aggressive portfolio)</i>	
	%		%
Equity	50-100	Equity	40-100
Blue Chips	0-100	Blue Chips	0-70
Mid Cap	0-30	Mid Cap	20-60
Small Cap	0	Small Cap	0-50
Cash / Debt and Money Market Funds	0-50	Cash / Debt and Money Market Funds	0-10
Debt Funds and money market funds	0	Debt Funds and money market funds	0-10
Government Bonds	0	Government Bonds	0-10
Corporate Bonds	10	Corporate Bonds	0-10
	100		

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<i>Wealth Optimizer (Aggressive Growth portfolio)</i>		<i>Wealth Spiral (Dynamic Model)</i>	
Equity	% 50-100	Equity	20-100
Blue Chips	0-30	Blue Chips	30-80
Mid Cap	Oct-90	Mid Cap	30-80
Small Cap	- Oct-50	Small Cap	30-80
Cash / Debt and Money Market Funds		Cash / Debt and Money Market Funds	0-40
Debt Funds and money market funds	0-50	Debt Funds and money market funds	
Government Bonds	0-50	Government Bonds	0-50
Corporate Bonds	0-50	Corporate Bonds	0-50
	100		100
<i>Wealth Dominion</i>		<i>Wealth Flexi Fund</i>	
Equity	% 75-100	Equity	% 0 - 100
Large cap	0-100	Large Cap	0-100
Mid cap	0-80	Mid Cap	0-50
Small cap	0-50		
Debt / Cash:	0-25	Small Cap	0-100
Debt / Money Market Funds /		Debt/ Money market funds/	
Overnight Funds / Mutual Funds / ETF		Overnight funds/ Mutual Funds/	0-100
/ Cash		ETF/ Cash	
<i>Wealth Absolute</i>	%	<i>Wealth Focus</i>	
Nifty [futures & options]	0-20	Equity	20-80
		Large Caps	50-100
		Mid Cap	0-40
		Small Cap	0-20
		Debt	
		(Mutual Funds and Secondary	
		Bonds, Listed Debt securities	20-80
		like NCDs, Tax free Bonds etc)	
		Exchange Traded ETFs	0-20
Debt and Money Market funds	0-80		

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<i>Kalpavruksha</i>	%	<i>Kalpavruksha</i>	%
Ultra conservative		Conservative	
Equity Oriented Exposure (Equity MF, REIT, InvIT)	0-5	Equity Oriented Exposure (Equity MF, REIT, InvIT)	20-30
Non-Equity Exposure (G-Sec, Corporate Bonds, Gold, Debt, Multi-asset plans)	95-100	Non-Equity Exposure (G-Sec, Corporate Bonds, Gold, Debt, Multi-asset plans)	70-80
Moderate		Kalpavruksha - Aggressive	
Equity Oriented Exposure (Equity MF, REIT, InvIT)	30-50	Equity Oriented Exposure (Equity MF, REIT, InvIT)	50-75
Non-Equity Exposure (G-Sec, Corporate Bonds, Gold, Debt, Multi-asset plans)	50-70	Non-Equity Exposure (G-Sec, Corporate Bonds, Gold, Debt, Multi-asset plans)	25-50
Plus- Equity – Aggressive		Plus- Balanced-Moderate	
Equity Oriented Exposure	75 -100	Equity Oriented Exposure	50-75
Non-Equity Exposure	0-25	Non-Equity Exposure	25-50
Plus- Debt- Conservative			
Equity Oriented Exposure	0-10		
Non-Equity Exposure	90-100		

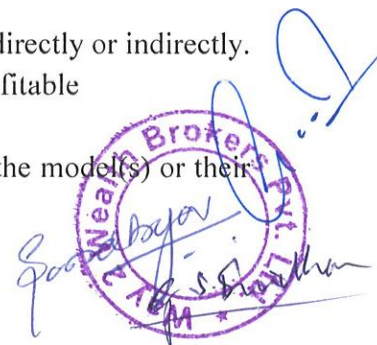
Asset allocation strategy as well as the definitions such as Blue Chip, Large Cap, Mid Cap and Small Cap specified in the document may change depending on the fluctuations in the Market condition or market cap of the scrips

Asset Allocation

How you divide your investment portfolio among various asset classes is the most important decision you can make about your money. Studies have shown that asset allocation is the primary determinant of investment performance over time. Diversifying your investment capital among different asset categories and industry sectors each with a proven long-term track record of generating attractive returns is a more important factor in investment performance than individual security selection or market timing. We will be diversifying client portfolios using equities, debt, mutual funds, and money-market securities.

IV. RISK FACTORS

- (i) The securities and mutual fund investments are subject to market risk and there is no assurance or guarantee that the objectives of the model (s) will be achieved
- (ii) Investors are not being offered a guaranteed or assured rate of return either directly or indirectly. Investment decisions made by the Portfolio Manager may not always be profitable
- (iii) Names of the model(s) do not in any manner indicate either the quality of the model(s) or their future prospects and returns



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- (iv) To the extent that the model(s) invest in the fixed income securities, the value of the portfolio shall be affected by changes in the general level of interest rates
- (v) Debt securities are subject to the risk of an issuer's inability to meet interest and principal payments on its debt obligations (credit risk) and price volatility due to factors such as changes in interest rates, general level of market liquidity and market perception of the creditworthiness of the issuer, among others (market risk)
- (vi) Investments in derivative instruments are subject to high levels of risk. Use of derivative instrument is made to enhance the portfolio returns but there can be greater levels of loss to the portfolio as a result of investment in derivative instruments.
- (vii) Pending deployment of funds in securities in terms of the investment objective, the funds of the model shall be invested in short term deposits of scheduled commercial banks and liquid schemes of mutual funds
- (viii) The model may invest a part of its corpus in debt and money market instruments, in order to manage its liquidity requirements from time to time
- (ix) Any act, omission or commission of the Portfolio Manager will be solely at the risk of the Client and the Portfolio Manager will not be liable for any act, omission or commission taken or failure to act save and except in cases of negligence, willful default and/or fraud of the Portfolio Manager
- (x) The liability of the client shall not exceed his investment with Portfolio Manager
- (xi) Investments in securities are subject to market risks and there is no assurance or guarantees that the objectives of any of the models will be achieved. The past performance of the Portfolio Manager in any model/option is not indicative of the future performance in the same model/option or in any other model /option either existing or that may be offered. The name/definitions of the models/option do not in any manner indicate their prospects or returns
- (xii) Asset allocation strategy as well as the definitions such as Blue Chip, Large Cap, Mid Cap and Small Cap specified in the document may change depending on the fluctuations in the Market condition or market cap of the scrips.

Client Representation

Year	Category of Clients (Group Companies / Others)	No. of Clients	Funds Managed (in crores)	Discretionary / Non-Discretionary
2023-24	Individual	47	64.30	Discretionary
	Corporate	1	0.59	Discretionary
	NRI	7	8.16	Discretionary
	Individual	3	1.75	Non-Discretionary
2022-23	Individual	57	57.26	Discretionary

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	Corporate	1	0.48	Discretionary
	NRI	5	5.9	Discretionary
	Individual	4	1.78	Non-Discretionary
	NRI	1	0.28	Non-Discretionary
2021-22	Individual	64	58.47	Discretionary
	Corporate	1	0.51	Discretionary
	NRI	7	7.29	Discretionary
	Individual	6	2.22	Non-Discretionary
	NRI	3	3.6	Non-Discretionary
2020-21	Individual	66	43.98	Discretionary
	Corporate	2	0.7	Discretionary
	NRI	5	7.16	Discretionary
	Individual	11	3.02	Non-Discretionary
	NRI	3	2.93	Non-Discretionary

There has been no commercial transaction in relation with the PMS activity with the related parties as per the standard prescribed by the ICAI except for the fact that some of the key management personnel and relatives of such personnel, directors and officers of the company could also be clients of PMS Models.

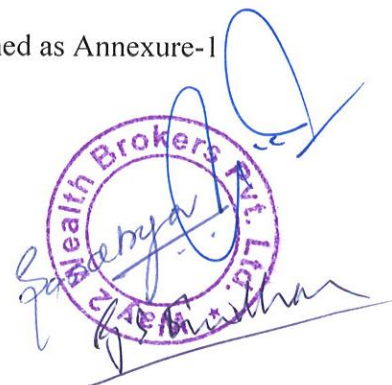
VI. FINANCIAL PERFORMANCE

- (i) Financial Performance of Way2Wealth Brokers Private Limited based on audited financial statements

Particulars	2023-24 [Rs in Lakhs]	2022-23 [Rs in Lakhs]	2021-22 [Rs in Lakhs]
Total Income	8578.91	6182.16	6738.79
Expenses	8521.90	6995.69	6726.21
Operating Profit /(Loss)Before Tax	57.01	(813.54)	12.58
Provision for taxation	1.35	(168.43)	89.62
Operating Profit / (Loss) After Tax	55.66	(645.11)	(77.04)

- (ii) Portfolio Management performance

Portfolio Management performance for the last three years has been attached as Annexure-1



VII. AUDIT OBSERVATIONS

Period	Audit observation
April 2023 – March 2024	NIL
April 2022 – March 2023	NIL
April 2021 – March 2022	NIL

VIII. FEES & EXPENSES
(i) Investment management and advisory fees

The Portfolio Management fees relate to the portfolio management services offered to the Clients. The fees may be a fixed charge or a percentage of quantum of the funds being managed or shall be linked to the performance of the portfolio of each Client or a combination of these

The Client would be individually intimated about the fees charged to him by way of an annexure to the PMS agreement

General

- The Portfolio Manager shall send a monthly Portfolio statement to each client
- Any deviation on the portfolio management fees, shall be at the discretion of the Portfolio Manager

(ii) Depository / Custodian charges

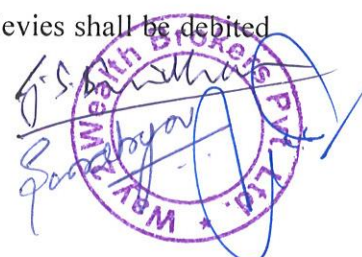
Charges relating to opening and operation of demat account, custodian charges, dematerialization and rematerialization, etc. shall be debited on actuals based on bills received from Depository Participant / Custodian (Axis Bank)

(iii) Registrar & Transfer Agents' charges

Fees payable to the Registrars and Transfer Agents in connection with effecting transfer of any or all of the securities and bonds including stamp duty, cost of affidavits, notary charges, postage stamps and courier charges shall be debited on actuals based on bills received in this regard

(iv) Other cost & charges

Charges like fund accounting, stamp duty, transaction cost and statutory levies such as Goods & service tax, securities transaction tax, SEBI turnover fees and such other levies shall be debited on actuals based on bills received in this regard



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Portfolio Manager will generally execute all broking transactions and Depository Operations under these models through itself i.e. Way2Wealth Brokers Private Limited which is registered with Bombay Stock Exchange Limited and National Stock Exchange of India Limited as a stock broker and is also a Registered Depository Participant (DP) in NSDL, CDSL. Portfolio Manager shall have the option of executing his broking transactions through any other SEBI Registered Broker and Depository Participant

Portfolio Manager will generally execute all mutual fund transactions under these models through Way2Wealth Brokers Private Limited which is registered with Association of Mutual Funds of India (AMFI) bearing AMFI Certificate No. ARN 77558. Portfolio Manager shall have the option of executing mutual fund transactions through any other AMFI Registered distributor

(v) **Certification charges or professional charges**

The charges payable to outsourced professional services like accounting, taxation and any legal services, notarization, etc. shall be debited on actuals based on bills received in this regard

(vi) **Fees and charges in respect of investment in mutual funds, if any**

Expenses charged by Mutual Funds towards management fees and other incidental expenses and such fees and charges shall be debited on actuals based on bills received in this regard

(vii) **Any other incidental or ancillary expenses**

All incidental and ancillary expenses not covered but incurred by the Portfolio Manager on behalf of the Client shall be charged to the Client

IX. TAXATION ASPECTS

The Portfolio Manager shall provide information on tax deducted at source (TDS) along with the documents relating to client within a period of two months from end of each Financial Year

The statement of Account of transactions undertaken on behalf of the client for his portfolio shall be provided and documents, information relating to the Tax Deducted at Source (TDS) on such transactions shall also be provided to the client to enable him to compute his tax liability

However, the Portfolio Manager is not at all obliged to undertake tax planning of the Client. In the event of any demand being made or raised on the Portfolio Manager by any taxation or revenue authorities to pay any sums of money towards purported tax liability in connection with or arising from the Portfolio, or transactions carried out in respect thereof, the Client shall authorise the Portfolio Manager to comply with and settle the demand and pay such amount and debit the Client's account accordingly and shall indemnify the Portfolio Manager in respect of costs charges and expenses and liabilities and other amounts for taxes discharged or to be discharged by the Portfolio Manager. The client shall be liable to pay directly or reimburse any additional tax liabilities to Portfolio Managers, which could not be set off against the credit lying in the client account.

Investors are requested to consult their tax advisors for any issues relating to taxation matters.

X. ACCOUNTING POLICIES

- (1) The Portfolio Manager shall:
 - (a) aggregate purchase / sales of securities for economies of scale, and in such a case, it shall do inter-se allocation of securities on a pro-rata basis and at the weighted average price of the day's transactions As specified by the Institute of the Chartered Accounts of India, our portfolio management service shall maintain separate client-wise accounts
 - (b) have the option of allocating purchase / sale of securities to investor's portfolio based on PMS Manager's complete discretion, wherever necessary, subject to all investor's to whom such transactions are allocated receive the same at weighted average price of execution. This would be deemed necessary in case the actual quantity acquired / sold is less than 1% of the portfolio of the Client
 - (c) not keep any open position in respect of allocation of sales or purchases effected in a day
 - (d) do purchase or sale transactions between that of its other customers and Client's accounts or between two Client's accounts, but the same shall be at the prevailing market prices
 - (e) value the investments of each client separately on FIFO method, at the prevailing market price
- (2) Accruals, accretion, benefit, allotment, calls, call refund, return, prevailing entitlement, substitute/ replacement any other benefits including dividend, interest, right, bonus, accrual in respect of client account shall be received by Portfolio Manager either in his own name or in the name of the client but in either case it shall be credited in the client's account
- (3) There have been no material Audit Observations in the proceeding 3 years in relation with the PMS activities.

XI. SERVICES TO INVESTORS

- (a) Rights of the Investors:
 - (i) A monthly Performance Review Report shall be sent to the Investor, in order to keep them updated about the status of their portfolio. The investor is also entitled to an Annual Portfolio Performance Report. These reports will also be provided as and when requested by the client
 - (ii) The Investor can also avail a facility for online monitoring of the investment portfolio with a restricted access from the Portfolio Manager section on www.way2wealth.com



Disclosure Document

- (iii) The portfolio accounts of the Portfolio Manager shall be audited annually by an independent Chartered Accountant and a copy of the certificate issued by the Chartered Accountant shall be given to the investor
 - (iv) The investor is entitled to appoint a Chartered Accountant to audit the books and accounts of the Portfolio Manager relating to his transactions and the Portfolio Manager shall co-operate with such Chartered Accountant in the course of audit
 - (v) On the termination of the agreement, the Portfolio Manager shall furnish a detailed statement of accounts to the investor and settle the account with the investor
 - (vi) At the end of the stipulated tenure, the investor has the option of either renewing the model or receiving the portfolio value in the form of a Cheque, Demand Draft or delivery of actual securities / receipt, depending upon the model, which he has opted for.
- (b) The details of Compliance Officer of the Portfolio Manager are as under:

Ms. Sandhya

Way2Wealth Brokers Private Limited

Rukmini Towers, 3rd & 4th Floor, No.3/1,

Platform Road, Sheshadripuram, Bangalore-560020

Phone No: 080 4367 6869; Fax: 080 4367 6999

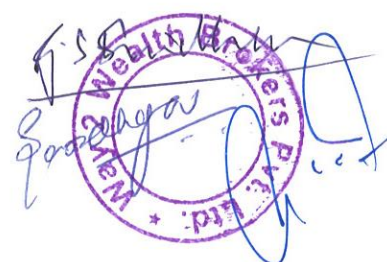
Kind Attention: Portfolio Management Division

(c) Investor Grievance Redressal Mechanism:

Where the Client has any grievances, he should promptly notify the same to the Investor's Relations Officer of Portfolio Manager in writing or e-mail us at grievance@way2wealth.com, giving sufficient details to enable the Portfolio Manager to take necessary steps. The Portfolio Manager upon receipt of such grievance shall take prompt action to resolve the same.

XII. RELATED PARTY INVESTMENTS

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
1.	N/A	N/A	N/A	N/A	N/A



Disclosure Document
XII. PENALTIES & PENDING LITIGATIONS

- | | | |
|-------|---|-----|
| (i) | Penalties imposed for any economic offence and/ or for violation of any securities laws | NIL |
| (ii) | Pending material litigation / legal proceedings against the Portfolio Manager / key personnel with separate disclosure regarding pending criminal cases, if any | NIL |
| (iii) | Any deficiency in the systems and operations of the Portfolio Manager observed by the SEBI or any regulatory agency | NIL |
| (iv) | 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. | 1 |
| | <p>i. Case is pertaining to broking operations of M/s. Way2Wealth Brokers Private Limited</p> | |
| (v) | Cases of penalties imposed by SEBI under the SEBI Act or any of its regulations against the Portfolio Manager | 2 |

Cases are pertaining as trading member of National Stock Exchange.

i. Way2Wealth Brokers Private Limited v/s Securities Exchange Board of India (Whole Time Member)

In the matter of co-location, SEBI via Whole Time Member Order dated April 30 2019, imposed a penalty over Way2wealth and barred W2W from accepting new client enrolment for one year.

Way2wealth Brokers filed an appeal with SAT against SEBI WTM Order (326/2019) SEBI vide its order of August 9, 2023 SAT set aside penalty imposed by SEBI and partly allowed the order.

Furthermore the SAT order is challenged by SEBI and they have appealed before Supreme Court and currently awaiting further proceedings (CA.6471-6478/2023)

ii. Way2Wealth Brokers Private Limited v/s Securities Exchange Board of India (Adjudication Order)

In the matter of co-location, SEBI via its Adjudication Order dated June 28, 2022 had imposed a monetary penalty on W2W and KMPs. Way2wealth Challenged the SEBI AO order at SAT, (482/2022) ,SAT in its order



Disclosure Document

dated Dec 14, 2023 reduced the penalty against Company and KMPs, which is complied with.


Furthermore the SAT order is challenged by SEBI and they have appealed before Supreme Court and currently awaiting further proceedings (CA.4273- 4286 of 2024)


(vi) The nature of the penalty/direction

NA

The above information is to the best of the Company's knowledge and information

For Way2Wealth Brokers Private Limited


G S Shridhar
Whole Time Director


Sandhya
Compliance Officer




Gentil Augustine
Whole Time Director

Date: 04/10/2024

Place: Bangalore



XIII. INSTRUCTIONS

Please read the Disclosure Document containing the terms of the Models offered by the Portfolio Manager. All applicants are deemed to have accepted the terms subject to which the services are being provided and bind themselves to the terms upon signing the Registration Form and other related documents.

Procedure for Subscribing to the Model(s):

- (i) Fill the PMS Registration form in full, specifically mentioning the Model the Client wishes to opt
- (ii) Execute a Portfolio Management Agreement on a non-judicial stamp paper, of such value as may be applicable to the respective States of the Clients
- (iii) Execute a Power of Attorney, in favour of Way2Wealth Brokers Private Limited, duly notarized on a non-judicial stamp paper of Rs. 100/-
- (iv) Fill up and sign the Depository account opening form and depository agreement. (Securities already held by the investor and which are being offered for the model, need to be transferred to a separate account, to be opened by the investor with Way2Wealth Brokers Private Limited or such other DP mandated for the purpose of the model)
- (v) If the investor is offering his existing portfolio for the model, he has to provide the list of securities in the format annexed along with the agreement. The acceptance of any securities offered by the investor would be at the sole discretion of Portfolio Manager
- (vi) The Portfolio Management Service shall begin once all the formalities are complete to the satisfaction of Portfolio Manager
- (vii) WBPL will have the sole discretion regarding acceptance of a person as an investor



Annexure-1

Strategy	upto 31/03/2022				upto 31/03/2023				upto 31/03/2024				upto 30/09/2024			
	No of Clients	Value	Corpus	Annualised Return % Scheme	No of Clients	Value	Corpus	Annualised Return % Scheme	No of Clients	Value	Corpus	Annualised Return % Scheme	No of Clients	Value	Corpus	Annualised Return % Scheme
Wealth Optimiser (Aggressive Growth) Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	4	8,24,04,188	1,56,03,087	15.47	19.08	8,67,78,711	1,20,31,243	10.10	-0.55	5	16,50,05,533	1,08,31,243	96.16	19,36,15,183	1,64,68,757	36.59
	4	8,24,04,188	1,56,03,087	15.47	19.08	8,67,78,711	1,20,31,243	10.10	-0.55	5	16,50,05,533	1,08,31,243	96.16	19,36,15,183	1,64,68,757	36.59
Wealth Weaver (Growth) Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	5	3,04,76,918	47,64,409	18.57	19.12	3,03,25,102	40,14,656	2.53	-0.52	5	3,91,12,570	31,64,656	32.72	2,53,97,548	8,64,656	15.63
	5	3,04,76,918	47,64,409	18.57	19.12	3,03,25,102	40,14,656	2.53	-0.52	5	3,91,12,570	31,64,656	32.72	2,53,97,548	8,64,656	15.63
Wealth Spiral (Dynamic Fund) Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	6	2,92,03,976	1,29,72,953	40.72	18.94	1,93,44,627	99,39,923	-5.82	-0.51	4	1,77,86,080	57,39,923	39.22	1,31,04,357	27,90,000	15.76
	6	2,92,03,976	1,29,72,953	40.72	18.94	1,93,44,627	99,39,923	-5.82	-0.51	4	1,77,86,080	57,39,923	39.22	1,31,04,357	27,90,000	15.76
Wealth Flexi Fund Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	1	4,39,10,259	66,96,653	2.56	18.55	4,32,24,724	51,96,653	1.87	-0.56	1	4,80,39,235	37,96,653	14.44	5,25,20,547	37,96,653	9.33
	1	4,39,10,259	66,96,653	2.56	18.55	4,32,24,724	51,96,653	1.87	-0.56	1	4,80,39,235	37,96,653	14.44	5,25,20,547	37,96,653	9.33
Wealth Focus Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	48	44,29,96,201	38,43,05,238	7.18	16.29	41,25,13,480	40,63,64,550	-10.70	0.33	34	42,34,04,106	29,07,34,704	34.77	41,16,73,715	22,39,34,893	15.22
	48	44,29,96,201	38,43,05,238	7.18	16.29	41,25,13,480	40,63,64,550	-10.70	0.33	34	42,34,04,106	29,07,34,704	34.77	41,16,73,715	22,39,34,893	15.22
Wealth Dominion Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	8	3,80,94,508	3,90,64,308	-2.75	0.53	3,87,18,283	4,56,41,642	-13.05	-2.57	4	1,50,17,030	1,35,00,100	34.04	1,16,92,511	85,00,100	19.43
	8	3,80,94,508	3,90,64,308	-2.75	0.53	3,87,18,283	4,56,41,642	-13.05	-2.57	4	1,50,17,030	1,35,00,100	34.04	1,16,92,511	85,00,100	19.43
Kalpanavruksha - Ultra Conservative Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	0	0	0	0.00	0.00	58,98,940	55,00,000	6.55	7.67	1	58,98,940	55,00,000	6.55	61,66,718	55,00,000	4.54
	0	0	0	0.00	0.00	58,98,940	55,00,000	6.55	7.67	1	58,98,940	55,00,000	6.55	61,66,718	55,00,000	4.54
Kalpanavruksha - Moderate Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	0	0	0	0.00	0.00	58,98,940	55,00,000	6.55	7.67	1	58,98,940	55,00,000	6.55	61,66,718	55,00,000	4.54
	0	0	0	0.00	0.00	58,98,940	55,00,000	6.55	7.67	1	58,98,940	55,00,000	6.55	61,66,718	55,00,000	4.54
Non-Discretionary Portfolio Associates / Group Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	9	5,81,17,808	4,36,50,112	18.87	18.87	5,81,17,808	4,36,50,112	5.81	-0.68	3	1,75,19,292	98,63,783	40.08	1,44,20,921	73,62,783	17.72
	9	5,81,17,808	4,36,50,112	18.87	18.87	5,81,17,808	4,36,50,112	5.81	-0.68	3	1,75,19,292	98,63,783	40.08	1,44,20,921	73,62,783	17.72

Note: The computation of annualised return for the respective schemes and S&P CNX Nifty is based on TVRR

[Handwritten Signature]
