



MONARCH
NETWORK CAPITAL

FORM C

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

Name	Monarch Network Capital Limited
Address	Registered Address: Unit No. 803-804A, 8 th Floor, X-Change Plaza, Block No. 53, Zone 5, Road- 5E, Gift City, Gandhinagar – 382355, Gujarat, India. Principal place of business/Correspondence Address: 301-302, 3 rd Floor, Arunachal Building, Barakhamba Road, New Delhi – 110001, India.
Phone Number	+91 011 40851303
Fax Number	--
Mobile Number	--
Email	pms.compliance@mnclgroup.com

We confirm that:

- (i) the Disclosure Document forwarded to SEBI is in accordance with the SEBI (Portfolio Managers) Regulations, 2020 and the guidelines and directives issued by SEBI from time to time;
- (ii) the disclosures made in the Document are true, fair and adequate to enable the investors to make a well informed decision regarding entrusting the management of the portfolio to us / investment through the Portfolio Manager;
- (iii) the Disclosure Document has been duly certified by an independent Chartered Accountant, as on December 11, 2025. The details of the Chartered Accountants are as follows:

Name of the Firm	:	Aneel Lasod and Associates
Registration Number	:	124609W
Partner	:	Aneel Lasod
Membership Number	:	040117
Address	:	A-1101-1103, Corporate Annexe, Sonawala Lane,

Monarch Network Capital Limited (CIN: L64990GJ1993PLC120014)

Regd. Off. : Unit No. 803-804 A, 8th Floor, X-Change Plaza, Block No. 53, Zone 5, Road-5E, Gift City, Gandhinagar - 382050, Gujarat.
Correspondence Add. : G Block, Laxmi Tower, B-Wing, 4th Floor, Bandra Kurla Complex, Bandra East, Mumbai - 400051.
T: +91-22-6647 6400 | E: reachus@mnclgroup.com | W: www.mnclgroup.com



MONARCH
NETWORK CAPITAL

		Near Udyog Bhawan, Goregaon (East), Mumbai – 400 063.
Telephone Number	:	022-2686 5408 / 2686 0878

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

For and on behalf of Monarch Network Capital Limited

Signature of the Principal Officer:

Md. Shaukat Ali



Md Shaukat Ali

Registered Address: 301-302, 3rd Floor, Arunachal Building,
Barakhamba Road, New Delhi – 110001, India

Date: December 11, 2025

Place: New Delhi

Monarch Network Capital Limited (CIN: L64990GJ1993PLC120014)

Regd. Off. : Unit No. 803-804 A, 8th Floor, X-Change Plaza, Block No. 53, Zone 5, Road-5E, Gift City, Gandhinagar - 382050, Gujarat.

Correspondence Add. : G Block, Laxmi Tower, B-Wing, 4th Floor, Bandra Kurla Complex, Bandra East, Mumbai - 400051.

T: +91-22-6647 6400 | **E:** reachus@mnclgroup.com | **W:** www.mnclgroup.com



CERTIFICATE

The Board of Directors,
Monarch Networth Capital Limited
1406, Unit No. 803-804A, 8TH Floor, X Change Plaza
Block No. 53, Zone 5, Road- 5E,
Gift City, Gandhinagar- 38235

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

1. The Disclosure Document and compliance with the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020 ("the SEBI Regulation") and the Master Circular issued by SEBI dated July 16, 2025, is the responsibility of the management of the company. Our responsibility is to report in accordance with the Guidance note on Audit Reports and Certificates for special purposes issued by the Institute of Chartered Accountants of India. Further, our scope of work did not involve us performing audit tests for the purpose of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statement taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial statement, specified elements, accounts or items thereof, for the purpose of this certificate. Accordingly, we do not express such opinion.

2. In respect of the information given in the Disclosure document, we state that:
 - i. The list of persons classified as Associates or group companies and list of related parties are relied upon as provided by the company.
 - ii. The Promoters and director's qualification, experience, ownership details are as declared by them and have been accepted without further verification.
 - iii. We have relied on the representations given by the management of the company about the penalties or litigations against the Portfolio Manager mentioned in the Disclosure document.
 - iv. We have relied on the representation made by the management that the Assets Under Management is NIL as on November 30, 2025.

Read with above and on the basis of our examination of the books of accounts, records, statements produced before us and to the best of our knowledge and according to the information, explanations and representations given to us, we certify that the disclosure made in the Disclosure Document dated December 11, 2025 are true and fair in accordance with the disclosure requirements laid down in Regulation 22 read with Schedule V to the SEBI Regulations. A management certified copy of the disclosure document is enclosed herewith.

This certificate is intended solely for the use in terms of requirement of SEBI relating to Portfolio management Services, and should not be used, copied or circulated for any other purpose without our return consent.

For Aneel Lasod and Associates
Chartered Accountants
Firm Regn.No.124609W

Aneel Lasod
(Partner)
Membership No.040117

Place: Mumbai
Date: 11-12-2025
UDIN: 25040117BMIBKQ6524



MONARCH NETWORK CAPITAL LIMITED

DISCLOSURE DOCUMENT

As required under Regulation 22 of the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020

Declaration:

- a) The Disclosure Document (hereinafter referred as the “**Document**”) has been filed with Securities and Exchange Board of India (“**SEBI**”) along with the certificate in the prescribed format in terms of Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020 (“**Regulations**”).
- b) The purpose of the Document is to provide essential information about the portfolio management services in a manner to assist and enable the investors in making informed decision for engaging “**Monarch Network Capital Limited**” (hereinafter referred as the “**Portfolio Manager**”) as the portfolio manager.
- c) The Document contains the necessary information about the Portfolio Manager required by an investor before investing, and the investor may also be advised to retain the Document for future reference.
- d) The name, phone number, e-mail address of the principal officer as designated by the Portfolio Manager along with the address of the Portfolio Manager is as follows:

PRINCIPAL OFFICER	PORTFOLIO MANAGER
Name : Md Shaukat Ali	Monarch Network Capital Limited
Phone : +91 9899230857	Registered Address: Unit No. 803-804A, 8 th Floor, X-Change Plaza, Block No. 53, Zone 5, Road- 5E, Gift City, Gandhinagar – 382355, Gujarat, India
E-Mail : shaukat.ali@mnclgroup.com	Communication Address: 301-302, 3rd Floor, Arunachal Building, Barakhamba Road, New Delhi – 110001, India



INDEX

Part-I Static section:

1. Disclaimer clause.....	3
2. Definitions	4
3. Description	9
4. Penalties, pending litigation or proceedings, findings of inspection or investigations for which action may have been taken or initiated by any regulatory authority	13
5. Services offered	14
6. Risk factors	18
7. Nature of expenses.....	23
8. Taxation	26
9. Accounting policies	33
10. Investors services	35
11. Details of diversification policy for portfolio manager:	37

Part-II Dynamic Section:

12. Client Representation	38
13. Financial Performance of Portfolio Manager (based on audited financial statements).....	42
14. Performance of the Portfolio Manager.....	43
15. Audit Observations (of the preceding 3 years)	44
16. Details of investments in the securities of related parties of the portfolio manager	45
17. General	46



MONARCH
NETWORK CAPITAL

PART- I - Static Section

1. Disclaimer Clause

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

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



2. Definitions

In this Disclosure Document, unless the context otherwise requires, the following words and expressions shall have the meaning specified herein:

- (a) **“Act”** means the Securities and Exchange Board of India Act, 1992.
- (b) **“Accreditation Agency”** means a subsidiary of a recognized stock exchange or a subsidiary of a depository or any other entity as may be specified by SEBI from time to time.
- (c) **“Accredited Investor”** means any person who is granted a certificate of accreditation by an accreditation agency who:
- (i) in case of an individual, HUF, family trust or sole proprietorship has:
 - (a) annual income of at least two crore rupees; or
 - (b) net worth of at least seven crore fifty lakh rupees, out of which not less than three crores seventy-five lakh rupees is in the form of financial assets; or
 - (c) annual income of at least one crore rupees and minimum net worth of five crore rupees, out of which not less than two crore fifty lakh rupees is in the form of financial assets.
 - (ii) in case of a body corporate, has net worth of at least fifty crore rupees;
 - (iii) in case of a trust other than family trust, has net worth of at least fifty crore rupees;
 - (iv) in case of a partnership firm set up under the Indian Partnership Act, 1932, each partner independently meets the eligibility criteria for accreditation:

Provided that the Central Government and the State Governments, developmental agencies set up under the aegis of the Central Government or the State Governments, funds set up by the Central Government or the State Governments, qualified institutional buyers as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Category I foreign portfolio investors, sovereign wealth funds and multilateral agencies and any other entity as may be specified by the Board from time to time, shall deemed to be an accredited investor and may not be required to obtain a certificate of accreditation.

- (d) **“Advisory Services”** means advising on the portfolio approach, investment and divestment of individual Securities in the Client’s Portfolio, entirely at the Client’s risk, in terms of the Regulations and the Agreement.
- (e) **“Agreement”** or **“Portfolio Management Services Agreement”** or **“PMS Agreement”** means agreement executed between the Portfolio Manager and its Client for providing portfolio management services and shall include all schedules and annexures attached thereto and any amendments made to this agreement by the parties in writing, in terms of Regulation 22 and Schedule IV of the Regulations.
- (f) **“Applicable Law/s”** means any applicable statute, law, ordinance, regulation, rule, order, bye-law, administrative interpretation, writ, injunction, directive, judgment or decree or other instrument including the Regulations which has a force of law, as is in force from time to time.



- (g) **“Assets Under Management”** or **“AUM”** means aggregate net asset value of the Portfolio managed by the Portfolio Manager on behalf of the Clients.
- (h) **“Associate”** means (i) a body corporate in which a director or partner of the Portfolio Manager holds either individually or collectively, more than twenty percent of its paid-up equity share capital or partnership interest, as the case may be; or (ii) a body corporate which holds, either individually or collectively, more than twenty percent of the paid-up equity share capital or partnership interest, as the case may be of the Portfolio Manager.
- (i) **“Benchmark”** means an index selected by the Portfolio Manager in accordance with the Regulations, in respect of each Investment Approach to enable the Clients to evaluate the relative performance of the Portfolio Manager.
- (j) **“Board”** or **“SEBI”** means the Securities and Exchange Board of India established under section 3 of the Securities and Exchange Board of India Act, 1992.
- (k) **“Business Day”** means any day, which is not a Saturday, Sunday, or a day on which the banks or stock exchanges in India are authorized or required by Applicable Laws to remain closed or such other events as the Portfolio Manager may specify from time to time.
- (l) **“Client(s)”** / **“Investor(s)”** means any person who enters into an Agreement with the Portfolio Manager for availing the services of portfolio management as provided by the Portfolio Manager.
- (m) **“Custodian(s)”** means an entity registered with the SEBI as a custodian under the Applicable Laws and appointed by the Portfolio Manager, from time to time, primarily for custody of Securities of the Client.
- (n) **“Chartered Accountant”** means a Chartered Accountant as defined in clause (b) of subsection (1) of section 2 of the Chartered Accountants Act, 1949 (38 of 1949) and who has obtained a certificate of practice under sub-section (1) of section 6 of that Act.
- (o) **“Depository”** means the depository as defined in the Depositories Act, 1996 (22 of 1996).
- (p) **“Depository Account”** means an account of the Client or for the Client with an entity registered as a depository participant under the SEBI (Depositories and Participants) Regulations, 1996.
- (q) **“Direct on-boarding”** means an option provided to clients to be on-boarded directly with the Portfolio Manager without intermediation of persons engaged in distribution services.
- (r) **“Disclosure Document”** or **“Document”** means the disclosure document for offering portfolio management services prepared in accordance with the Regulations.



- (s) **“Distributor”** means a person/entity who may refer a Client to avail services of Portfolio Manager in lieu of commission/charges (whether known as channel partners, agents, referral interfaces or by any other name).
- (t) **“Eligible Investors”** means a Person who: (i) complies with the Applicable Laws, and (ii) is willing to execute necessary documentation as stipulated by the Portfolio Manager.
- (u) **“Exit Load”** means the withdrawal charge/s payable to the Portfolio Manager in accordance with the terms of the Agreement and this Document.
- (v) **“Fair Market Value”** means the price that the Security would ordinarily fetch on sale in the open market on the particular date.
- (w) **“Foreign Portfolio Investors”** or **“FPI”** means a person registered with SEBI as a foreign portfolio investor under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 as amended from time to time.
- (x) **“Financial Year”** means the year starting from April 1 and ending on March 31 in the following year.
- (y) **“Funds”** or **“Capital Contribution”** means the monies managed by the Portfolio Manager on behalf of the Client pursuant to the Agreement and includes the monies mentioned in the account opening form, any further monies placed by the Client with the Portfolio Manager for being managed pursuant to the Agreement, the proceeds of sale or other realization of the portfolio and interest, dividend or other monies arising from the assets, so long as the same is managed by the Portfolio Manager.
- (z) **“Group Company”** shall mean an entity which is a holding, subsidiary, associate, subsidiary of a holding company to which it is also a subsidiary.
- (aa) **“HUF”** means the Hindu Undivided Family as defined in Section 2(31) of the IT Act.
- (bb) **“Investment Approach”** is a broad outlay of the type of Securities and permissible instruments to be invested in by the Portfolio Manager for the Client, taking into account factors specific to Clients and Securities and includes any of the current Investment Approach or such Investment Approach that may be introduced at any time in future by the Portfolio Manager.
- (cc) **“IT Act”** means the Income Tax Act, 1961, as amended and restated from time to time along with the rules prescribed thereunder.
- (dd) **“Large Value Accredited Investor”** means an Accredited Investor who has entered into an Agreement with the Portfolio Manager for a minimum investment amount of ten crore rupees.



- (ee) **“Non-resident Investors”** or **“NRI(s)”** shall mean non-resident Indian as defined in Section 2 (30) of the IT Act.
- (ff) **“NAV”** shall mean Net Asset Value, which is the price; that the investment would ordinarily fetch on sale in the open market on the relevant date, less any receivables and fees due.
- (gg) **“NISM”** means the National Institute of Securities Markets, established by the Board.
- (hh) **“Person”** includes an individual, a HUF, a corporation, a partnership (whether limited or unlimited), a limited liability company, a body of individuals, an association, a proprietorship, a trust, an institutional investor and any other entity or organization whether incorporated or not, whether Indian or foreign, including a government or an agency or instrumentality thereof.
- (ii) **“Portfolio or Client Portfolio”** means the total holdings of all investments, Securities and Funds belonging to the Client.
- (jj) **“Portfolio Manager”** means Monarch Network Capital Limited, a company incorporated under the Companies Act, 1956, registered with SEBI as a portfolio manager bearing registration number INP000006059 and having its registered office at Unit No. 803-804A, 8th Floor, X-Change Plaza, Block No. 53, Zone 5, Road- 5E, Gift City, Gandhinagar – 382355, Gujarat, India which pursuant to a contract or arrangement with a Client/Investor, advises or directs or undertakes on behalf of the Client/Investor (whether as a discretionary Portfolio Manager or otherwise) the management or administration of a portfolio of securities or the funds of the Client/Investor, as the case may be.
- (kk) **“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
- (ll) **“PML Laws”** means the Prevention of Money Laundering Act, 2002, Prevention of Money laundering (Maintenance of Records) Rules, 2005, the guidelines/circulars issued by SEBI thereto as amended and modified from time to time.
- (mm) **“Regulations”** or **“SEBI Regulations”** means the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020, as amended/modified and reinstated from time to time and including the circulars/notifications issued pursuant thereto.
- (nn) **“Related Party”** means –
- (i) a director, partner or his relative;



- (ii) a key managerial personnel or his relative;
- (iii) a firm, in which a director, partner, manager or his relative is a partner;
- (iv) a private company in which a director, partner or manager or his relative is a member or director;
- (v) a public company in which a director, partner or manager is a director or holds along with his relatives, more than two per cent. of its paid-up share capital;
- (vi) any body corporate whose board of directors, managing director or manager is accustomed to act in accordance with the advice, directions or instructions of a director, partner or manager;
- (vii) any person on whose advice, directions or instructions a director, partner or manager is accustomed to act:
Provided that nothing in sub-clauses (vi) and (vii) shall apply to the advice, directions or instructions given in a professional capacity;
- (viii) any body corporate which is— (A) a holding, subsidiary or an associate company of the Portfolio Manager; or (B) a subsidiary of a holding company to which the Portfolio Manager is also a subsidiary; (C) an investing company or the venturer of the Portfolio Manager— The investing company or the venturer of the Portfolio Manager means a body corporate whose investment in the Portfolio Manager would result in the Portfolio Manager becoming an associate of the body corporate;
- (ix) a related party as defined under the applicable accounting standards;
- (x) such other person as may be specified by the Board:
Provided that,
 - (a) any person or entity forming a part of the promoter or promoter group of the listed entity;
or
 - (b) any person or any entity, holding equity shares:
 - (i) of twenty per cent or more; or
 - (ii) of ten per cent or more, with effect from April 1, 2023; in the listed entity either directly or on a beneficial interest basis as provided under section 89 of the Companies Act, 2013, at any time, during the immediate preceding Financial Year; shall be deemed to be a related party;

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

(pp) "Term" means the term of the Agreement as reflected in the respective Agreement entered with the Client by the Portfolio Manager.

The terms that are used herein and not defined herein, except where the context otherwise so requires, shall have the same meanings as are assigned to them under the Regulations, as may be in force and as amended from time to time.



3. Description

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

The Portfolio Manager is a company incorporated under the provisions of the Companies Act, 1956 having corporate identification number (CIN) L64920GJ1993PLC120014. It has a portfolio manager license (registration number INP000006059) to offer discretionary portfolio management services, non-discretionary portfolio management services, and advisory services to high net-worth individuals (HNIs), institutional clients, corporates, Accredited Investors, Large Value Accredited Investors and other permissible class of investors.

(ii) Promoters of the Portfolio Manager, directors and their background:

(a) Mr. Vaibhav Shah, *Managing Director*

Mr. Vaibhav Jayantilal Shah, with over 31 years of experience in the financial markets, is a co-founder of the Monarch Group (now merged with Network Stock Broking Limited). Under his visionary leadership, the Group is poised for transformative growth. His entrepreneurial acumen has driven expansion in branch networks, media presence, and brand development, while his strategic initiatives have forged enduring partnerships with clients, vendors, and stakeholders. A pragmatic leader, Mr. Shah has a proven track record of building highperforming teams that deliver accelerated growth, cost optimisation, and superior service quality.

(b) Mrs. Manju Bafna, *Whole Time Director*

Mrs. Manju Suresh Bafna brings over 28 years of expertise in capital markets and administrative affairs. Holding a Bachelor of Science degree from Mumbai University, she excels in organisational management, human resources, and operational efficiency. Her contributions have been instrumental in the Group's success and continuous enrichment.

(c) Mr. Ashok Bafna, *Whole Time Director*

Mr. Ashok Daulatraj Bafna, with over 21 years of experience in brokerage, oversees the Company's business affairs, aligning strategic objectives with financial planning. His deep understanding of capital markets enables effective management of administrative, compliance, and risk-related activities. He plays a pivotal role in cash supervision and capital-raising strategies to support the Group's expansion.



(d) Ms. Avni Chouhan, *Independent Director*

Ms. Avni Chouhan is the founder of M/s Avni & Associates, a practicing company secretary firm established in 2017. She brings over 9 years of professional experience in corporate and securities law, having begun her career with a leading listed company in Ahmedabad.

A qualified and registered Independent Director with the Indian Institute of Corporate Affairs, she also serves on the Boards of various listed companies. Academically, she secured an AllIndia Rank and Udaipur 1st Rank in the Company Secretary Professional Examinations (2014) and has contributed as a member of the Editorial Committee of the ICSI Ahmedabad Chapter.

(e) Mr. Sathish Kumar, *Independent Director*

Mr. Sathish Kumar Pazhamalai is an experienced stock broker and film producer with 18+ years in financial markets and a growing footprint in the entertainment industry. He is known for strategic thinking, market insight, and a creative approach to storytelling and investment alike. He obtained his Masters in International Business from Bharathiyar University, Coimbatore in 2005.

(f) Mr. Anish Sugathan, *Independent Director*

Mr. Anish Sugathan is Chairperson of the Strategy Area and the Centre for Sustainability and Corporate Governance Research at the Indian Institute of Management, Ahmedabad. A PhD from IIM Bangalore and post-doctoral fellow at Harvard Kennedy School, he has also been a visiting research fellow at Princeton University.

He has served on the Board of UGVCL, advised several start-ups in energy-tech and impact investment, and is a member of expert committees of the National Green Tribunal and Bureau of Indian Standards. His research on sustainable development and corporate governance has been widely published and recognised internationally.

(iii) Top 10 Group companies/firms of the Portfolio Manager on turnover basis (as per audited financial statements):

Based on the latest audited financial statements as on March 31, 2025, the following are the group companies of the Portfolio Manager:

- Monarch Network Finserve Private Limited,
- Monarch Network Capital IFSC Private Limited, and
- Monarch Network Investment Advisors Private Limited.



(iv) Details of the services being offered: Discretionary, Non-Discretionary and Advisory

The Portfolio Manager proposes to carry out discretionary portfolio management services and if opportunity arises it also proposes to render non-discretionary portfolio management services and advisory services.

The key features of all the said services are provided as follows:

1. Discretionary Services:

Under the discretionary PMS, the choice as well as the timings of the investment decisions rest solely with the Portfolio Manager and the Portfolio Manager can exercise any degree of discretion in the investments or management of assets of the Client. The Securities invested/divested by the Portfolio Manager for Clients may differ from Client to Client. In case of Large Value Accredited Investors, the Portfolio Manager may invest up to 100% of the assets under management of such Investors in unlisted securities, subject to the terms of the Agreement executed. The Portfolio Manager's decision (taken in good faith) in deployment of the Client's account is absolute and final and cannot be called in question or be open to review at any time during the currency of the Agreement or any time except on the ground of fraud, malafide intent, conflict of interest (other than those already disclosed in the Agreement) or gross negligence. This right of the Portfolio Manager shall be exercised strictly in accordance with the Applicable Laws. Periodical statements in respect of the Client's assets under management shall be sent to the respective Clients in accordance with the Agreement and the Regulations.

2. Non - Discretionary Services:

Under the non-discretionary PMS, the assets of the Client are managed in consultation with the Client. Under this service, the assets are managed as per the requirements of the Client after due consultation with the Client. The Client has complete discretion to decide on the investment (quantity and price or amount). The Portfolio Manager, *inter alia*, manages transaction execution, accounting, recording or corporate benefits, valuation and reporting aspects on behalf of the Client. In case of Large Value Accredited Investors, the Portfolio Manager may invest up to 100% of the assets under management of such Investors in unlisted securities.

3. Advisory Services:

The Portfolio Manager may provide investment advisory services, in terms of the Regulations, which shall include the responsibility of advising on the Portfolio, Investment Approach and investment and divestment of individual Securities on the Client Portfolio, for an agreed fee structure and for a defined period, entirely at the Client's risk to all eligible



category of Investors. The Portfolio Manager shall be solely acting as an advisor to the Client Portfolio and shall not be responsible for the investment/divestment of Securities and/or any administrative activities on the Client Portfolio. The Portfolio Manager shall provide advisory services in accordance with such guidelines and/or directives issued by the regulatory authorities and/or the Client, from time to time, in this regard. In case of Large Value Accredited Investors, the Portfolio Manager may advice to invest up to 100% of the assets under management of such Investors in unlisted securities.

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

Direct Onboarding of Clients:

A direct onboarding facility for Clients is available on the website of the Portfolio Manager to enable Clients to have direct interaction with the Portfolio Manager rather than routing through any distributors or other partners offering referral services of a similar nature.

For more details about the same, the Client is requested to contact Investor relation officer/ compliance officer.

Contact Person	Address	Contact No.	Email
Investor Relation Officer	301-302, 3 rd Floor, Arunachal Building,	+91 011 40851303	monarchpms@mnclgroup.com
Compliance Officer	Barakhamba Road, New Delhi – 110001, India	+91 011 40851312	pms.compliance@mnclgroup.com

Digital Onboarding of Clients:

A digital onboarding facility for Clients is available on the website of the Portfolio Manager for on-boarding of client through digital mode. For more details about the same, the Client is requested to contact Investor relation officer / compliance officer or access the following link: www.mnclgroup.com

Contact Person	Address	Contact No.	Email
Investor Relation Officer	301-302, 3 rd Floor, Arunachal Building,	+91 011 40851303	monarchpms@mnclgroup.com
Compliance Officer	Barakhamba Road, New Delhi – 110001, India	+91 011 40851312	pms.compliance@mnclgroup.com



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

There are no pending penalties, pending litigation or proceedings, findings of inspection or investigations for which action may have been taken or to the best of knowledge of the Portfolio Manager initiated by any regulatory authority against the Portfolio Manager under registration no INP000006059 or any of its employees or directors of any nature whatsoever.

Sr. No.	Particulars	Status
1.	All cases of penalties imposed by SEBI or the directions issued by SEBI under the SEBI Act, 1992 or Rules or Regulations made there under	Nil
2.	The nature of the penalty/direction	Not Applicable
3.	Penalties/fines imposed for any economic offence and/ or for violation of any securities laws	There is no Penalty levied as on 31/03/2025.
4.	Any pending material litigation/legal proceedings against the Portfolio Manager/key personnel with separate disclosure regarding pending criminal cases, if any	There is no material litigation against Portfolio Manager (Monarch Network Capital Limited).
5.	Any deficiency in the systems and operations of the Portfolio Manager observed by the SEBI or any regulatory agency	Under surprise visit conducted by the SEBI officials on May 10, 2024, deficiency/advisory letter was raised by the SEBI on May 27, 2024 w.r.t. non-appointment of Principal Officer, Compliance Officer of Portfolio Manager and Marchant Banking was common and incorrect data submitted in monthly SEBI. Corrective steps were taken to rectify the deficiencies and the same was communicated to SEBI via letter dated September 23, 2024 and Standard Operating Process has been enhanced to avoid any such deficiency.
6.	Any enquiry/ adjudication proceedings initiated by SEBI against the Portfolio Manager or its directors, principal officer or employee or any person directly or indirectly connected with the Portfolio Manager or its directors, principal officer or employee, under the Act or rules or regulations made thereunder	Nil



5. Services Offered

(i) **The present investment objectives and policies including the types of securities in which it generally invests:**

(a) **Investment Objective**

The investment objective of the Portfolio Manager is to offer portfolio management services and advisory services, where it will have the sole and absolute discretion to deploy assets across Securities as per the Agreement. This may include decisions to buy and sell Securities, reshuffling portfolio holdings, keeping safe custody of the securities and monitoring book closures and corporate actions so that the due benefits accrue to the Client Portfolio, for an agreed fee structure and for a definite time frame as clearly defined, entirely at the Client's risk. The portfolio of a Client may differ from that of another Client investing in the same Investment Approach as per the discretion of the Portfolio Manager.

The Portfolio Manager shall not accept Capital Contribution of less than INR 50,00,000 (Indian Rupees fifty lakh) from the Client and/or such other amount as may be prescribed under the Regulations. In case of Large Value Accredited Investor, the minimum Capital Contribution shall be INR 10 crore (Indian Rupees ten crore) in the capital market to avail the regulatory relaxation. However, he/she may invest any other amount in the PMS as specified under the Applicable Laws. The minimum Capital Contribution per Client shall be applicable for new Clients. However, the said minimum Capital Contribution shall not be applicable to Accredited Investors and shall be as agreed with the Portfolio Manager.

Under discretionary and non-discretionary service, the Portfolio Manager may invest in various portfolios with different terms and conditions from time to time. Discretionary and non-discretionary services are being offered under various strategies with various terms and conditions.

(b) **Type of securities in which Portfolio Manager will invest**

The Portfolio Manager may invest Capital Contributions in Securities and any other permissible securities/instruments/products as per the Applicable Laws, in such manner and through such markets as it may deem fit in the interest of the Client. The investment in Securities shall primarily comprise of:

- listed equity and preference shares of Indian companies,
- listed debentures, bonds and secured premium notes, including tax exempt bonds of Indian companies and corporations;
- units and other instruments of mutual funds or ETFs;
- listed InVITs and REITs;



- money market instruments such as government securities, commercial papers, trade bill, treasury bills, certificate of deposit and usance bill;
- listed options, futures, swaps and such other derivatives as may be permitted from time to time;
- unlisted securities;
- such other securities/instruments as specific by SEBI from time to time.

Under the discretionary PMS, the Capital Contribution shall be invested in listed securities only. In case of Large Value Accredited Investors, the Portfolio Manager may invest up to 100% of the assets under management of such Investors in unlisted Securities.

Whereas, under the non-discretionary PMS, the Capital Contribution shall be invested in listed and/or unlisted securities (provided that investment in unlisted securities shall not exceed 25% (twenty-five percent) of the assets under management of such Client) and managed in consultation with the Client. In case of Large Value Accredited Investors, the Portfolio Manager may advice to invest up to 100% of the assets under management of such Investors in unlisted securities.

Following limits shall be followed with respect to investment in debt and hybrid securities:

- Portfolio Managers shall not invest Clients' funds in unrated securities of associate companies / related parties.
- Under discretionary portfolio management services, no investment shall be made in below investment grade securities.
- Under non-discretionary portfolio management services, no investment shall be made in below investment grade listed securities. However, Portfolio Manager may invest up to 10% of Client's asset under management in unlisted unrated debt and hybrid securities of issuers other than associate companies / related parties. Such investment in unlisted, unrated debt and hybrid securities shall be within maximum limit of 25% (twenty-five per cent) for investment in unlisted securities as stated under regulation 24 (4) of the Regulations.
- Investments of Clients' funds shall be basis credit rating as may be specified by SEBI from time to time.

All investments in debt & hybrid securities under all the strategies mentioned herein shall be in compliance with the aforementioned provisions and SEBI circulars issued in this regard from time to time.

Asset classes for investment will always be subject to the scope of investments as may be agreed upon between the Portfolio Manager and the Client by way of any agreement, explicit or implied including this Disclosure Document, addenda thereof, other documents and communications in writing and emails duly authenticated and exchanged between the Client and Portfolio Manager.



(ii) **Investment Approach of the Portfolio Manager**
Under Discretionary Portfolio Management Services:
a. Monarch Wealth Creator Fund

Investment Objective	To consistently generate wealth for our investors through disciplined stock selection and diligent allocation of investment capital across the stocks/sectors.
Description of types of securities	Listed Equity
Basis of selection of such types of securities as part of the investment approach	<p>Our investment methodology for this fund blends two approaches with a flexible fund allocation under each approach*:</p> <p>(a) Thematic Approach involves identifying the emerging investment themes and choosing the stocks which has the fundamental strength to capitalize on the theme. For Stock selection within a theme we rely on our proprietary framework, which evaluates a company on various parameters like business strength, total addressable market, superior management quality, cash generation capacity, high return ratios and efficient capital allocation. Our framework designates appropriate weight to each fundamental parameters. To further mitigate the portfolio risk, we choose multiple emerging themes across various sectors, to keep allocation in one stock/sector under check.</p> <p>(b) Momentum Approach involves a dynamic fund allocation to stocks that are in momentum or expected to do well because of some corporate actions/ business transformation/ structural changes/ macro-economic environment. We identify the momentum stocks based on both fundamental and quantitative parameters.</p> <p><i>*Unutilized fund can be invested in securities listed in Clause 5 (b) of the Disclosure Document.</i></p>
Allocation of portfolio across types of securities*	90-100% Equity and 0-10% Cash & Cash Equivalent.
Appropriate benchmark to compare performance and basis for choice of benchmark	The Portfolio Manager endeavours to invest in a portfolio of companies across market capitalization which are appropriately represented by the BSE 500 Index,
Indicative tenure or Investment horizon	5 Years
Risks associated with the investment approach	Disciplined stock selection and adequate diversification keeps the risk low. However, investing in equity market entails risk as mentioned in Clause (6) of the Disclosure Documents
Category	Flexi Cap
Number of Scrips	Up to 30 Scrips
Strategy	Equity
Other salient features, if any	Nil



***Change in allocation of portfolio:** Subject to regulation, the asset allocation pattern indicated above may change from time to time, keeping in view market conditions, market opportunities, applicable regulations and political and economic factors. It must be clearly understood that the percentages stated above are only indicative and not absolute and that they can vary substantially, depending upon the perception of the Investment Manager, the intention being at all times to seek to protect the interests of the Investors. Such changes in the investment pattern will be for short term and defensive considerations.

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

The Portfolio Manager, before investing in the securities of the associates/group companies, will evaluate such investments to be made under the Portfolio. Investments in the securities of the group companies made by the Portfolio Manager will be subject to the prudential limits prescribed under Agreement executed with respective client and the same will be subject to the Applicable Laws/Regulations/Guidelines.



6. Risk factors

A. General Risk Factors:

- 1) Investment in Securities, whether on the basis of fundamental or technical analysis or otherwise, is subject to market risks which include price fluctuations, impact cost, basis risk etc.
- 2) The Portfolio Manager does not assure that the objectives of any of the Investment Approach will be achieved and investors are not being offered any guaranteed returns. The investments may not be suitable to all the investors.
- 3) The Portfolio Manager has no previous experience/track record in the field of portfolio management services. However, the Principal Officer, directors and other key management personnel of the Portfolio Manager have rich individual experience.
- 4) The names of the Investment Approach do not in any manner indicate their prospects or returns.
- 5) Appreciation in any of the Investment Approach can be restricted in the event of a high asset allocation to cash, when stock appreciates. The performance of any Investment Approach may also be affected due to any other asset allocation factors.
- 6) When investments are restricted to a particular or few sector(s) under any Investment Approach; there arises a risk called non-diversification or concentration risk. If the sector(s), for any reason, fails to perform, the Portfolio value will be adversely affected.
- 7) Each Portfolio will be exposed to various risks depending on the investment objective, Investment Approach and the asset allocation. The investment objective, Investment Approach and the asset allocation may differ from Client to Client. However, generally, highly concentrated Portfolios with lesser number of stocks will be more volatile than a Portfolio with a larger number of stocks.
- 8) The values of the Portfolio may be affected by changes in the general market conditions and factors and forces affecting the capital markets, in particular, level of interest rates, various market related factors, trading volumes, settlement periods, transfer procedures, currency exchange rates, foreign investments, changes in government policies, taxation, political, economic and other developments, closure of stock exchanges, etc.



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

B. Risks associated with equity and equity related instruments

- 10) Equity and equity related instruments by nature are volatile and prone to price fluctuations on a daily basis due to macro and micro economic factors. The value of equity and equity related instruments may fluctuate due to factors affecting the securities markets such as volume and volatility in the capital markets, interest rates, currency exchange rates, changes in law/policies of the government, taxation laws, political, economic or other developments, which may have an adverse impact on individual Securities, a specific sector or all sectors. Consequently, the value of the Client's Portfolio may be adversely affected.
- 11) Equity and equity related instruments listed on the stock exchange carry lower liquidity risk, however the Portfolio Manager's ability to sell these investments is limited by the overall trading volume on the stock exchanges. In certain cases, settlement periods may be extended significantly by unforeseen circumstances. The inability of the Portfolio Manager to make intended Securities purchases due to settlement problems could cause the Client to miss certain investment opportunities. Similarly, the inability to sell Securities held in the Portfolio may result, at times, in potential losses to the Portfolio, should there be a subsequent decline in the value of Securities held in the Client's Portfolio.
- 12) Risk may also arise due to an inherent nature/risk in the stock markets such as, volatility, market scams, circular trading, price rigging, liquidity changes, de-listing of Securities or market closure, relatively small number of scrip's accounting for a large proportion of trading volume among others.

C. Risks associated with debt and money market securities

Some of the common risks associated with investment in debt and money market securities are mentioned below. These risks include but are not restricted to:

- 13) **Interest Rate Risk:** Fixed income and money market Securities run interest-rate risk. Generally, when interest rates rise, prices of existing fixed income Securities fall and when interest rate falls, the prices increase. In case of floating rate Securities, an additional risk could arise because of the changes in the spreads of floating rate Securities. With the increase in the spread of floating rate Securities, the price can fall and with decrease in spread of floating rate Securities, the prices can rise.
- 14) **Liquidity or Marketability Risk:** The ability of the Portfolio Manager to execute sale/purchase order is dependent on the liquidity or marketability. The primary measure of liquidity risk is the



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

- 15) **Credit Risk:** Credit risk or default risk refers to the risk that an issuer of a fixed income security may default (i.e., will be unable to make timely principal and interest payments on the security). Because of this risk corporate debentures are sold at a higher yield above those offered on government Securities which are sovereign obligations and free of credit risk. Normally, the value of a fixed income security will fluctuate depending upon the changes in the perceived level of credit risk as well as any actual event of default. The greater the credit risk, the greater the yield required for someone to be compensated for the increased risk.
- 16) **Reinvestment Risk:** This refers to the interest rate risk at which the intermediate cash flows received from the Securities in the Portfolio including maturity proceeds are reinvested. Investments in fixed income Securities may carry re-investment risk as interest rates prevailing on the interest or maturity due dates may differ from the original coupon of the debt security. Consequently, the proceeds may get invested at a lower rate.

D. Risk associated with derivatives instruments

- 17) The use of derivative requires an understanding not only of the underlying instrument but of the derivative itself. Derivative products are leveraged instruments and can provide disproportionate gains as well as disproportionate losses to the investor. Execution of such strategies depends upon the ability of the Portfolio Manager to identify such opportunities. Identification and execution of the strategies to be pursued by the Portfolio Manager involve uncertainty and decision of Portfolio Manager may not always be profitable. No assurance can be given that the Portfolio Manager will be able to identify or execute such strategies.
- 18) Derivative products are specialized instruments that require investment techniques and risk analysis different from those associated with stocks and bonds. Derivatives require the maintenance of adequate controls to monitor the transactions entered into, the ability to assess the risk that a derivative adds to the portfolio and the ability to forecast price of interest rate movements correctly. The risks associated with the use of derivatives are different from or possibly greater than, the risks associated with investing directly in securities and other traditional investments. Other risks include settlement risk, risk of mispricing or improper valuation and the inability of the derivative to correlate perfectly with underlying assets, rates and indices, illiquidity risk whereby the Portfolio Manager may not be able to sell or purchase derivative quickly enough at a fair price.



E. Risk associated with investments in mutual fund schemes

- 19) Mutual funds and securities investments are subject to market risks and there is no assurance or guarantee that the objectives of the schemes will be achieved. The various factors which impact the value of the scheme's investments include, but are not limited to, fluctuations in markets, interest rates, prevailing political and economic environment, changes in government policy, tax laws in various countries, liquidity of the underlying instruments, settlement periods, trading volumes, etc.
- 20) As with any securities investment, the NAV of the units issued under the schemes can go up or down, depending on the factors and forces affecting the capital markets.
- 21) Past performance of the sponsors, asset management company (AMC)/fund does not indicate the future performance of the schemes of the fund.
- 22) The Portfolio Manager shall not be responsible for liquidity of the scheme's investments which at times, be restricted by trading volumes and settlement periods. The time taken by the scheme for redemption of units may be significant in the event of an inordinately large number of redemption requests or of a restructuring of the schemes.
- 23) The Portfolio Manager shall not responsible, if the AMC/ fund does not comply with the provisions of SEBI (Mutual Funds) Regulations, 1996 or any other circular or acts as amended from time to time. The Portfolio Manager shall also not be liable for any changes in the offer document(s)/scheme information document(s) of the scheme(s), which may vary substantially depending on the market risks, general economic and political conditions in India and other countries globally, the monetary and interest policies, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices, the performance of the financial markets in India and globally.
- 24) The Portfolio Manager shall not be liable for any default, negligence, lapse error or fraud on the part of the AMC/the fund.
- 25) While it would be the endeavor of the Portfolio Manager to invest in the schemes in a manner, which will seek to maximize returns, the performance of the underlying schemes may vary which may lead to the returns of this portfolio being adversely impacted.
- 26) The scheme specific risk factors of each of the underlying schemes become applicable where the Portfolio Manager invests in any underlying scheme. Investors who intend to invest in this portfolio are required to and are deemed to have read and understood the risk factors of the underlying schemes.



F. Risk arising out of Non-diversification

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

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

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

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

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



7. Nature of expenses

The following are the general costs and expenses to be borne by the Clients availing the services of the Portfolio Manager. However, the exact nature of expenses relating to each of the following services is annexed to the Agreement in respect of each of the services provided.

An indicative management fee structure for the Investment Approach under the Discretionary Portfolio Management Services is given below:

Fee Head	Year 1	Year 2	Year 3	Year 4 onward
Fixed Management Fee	0.5-1.5%	0.5-1.5%	0.5-1.5%	0.5-1.5%
Hurdle Rate	10-15%	10-15%	10-15%	10-15%
Performance Fee	15-20%	15-20%	15-20%	15-20%
Exit Load	0.0-1.0%	0.0-1.0%	0.0-1.0%	NIL

(i) Management Fee:

The Management Fee relates to the portfolio management services offered to the Clients. The fee may be a fixed charge or a percentage of the quantum of the funds being managed as mutually agreed in the Agreement.

(ii) Advisory fees:

The advisory fees relate to the advisory services offered by the Portfolio Manager to the client. The fee may be a fixed charge or a percentage of the quantum of the funds being advised as mutually agreed in the Agreement.

(iii) Performance Fee:

The performance fee relates to the share of profits charged by the Portfolio Manager, subject to achieving a minimum mutually agreed return on investment i.e., hurdle rate and high water mark principle as per the details provided in the Agreement.

(iv) Exit Load:

The Portfolio Manager may charge early withdrawal fee as a percentage of the value of the Portfolio /withdrawn Portfolio as per the terms and conditions of a particular product as agreed in the Agreement.

In case of Large Value Accredited Investors, the quantum and manner of Exit Load applicable to such Large Value Accredited Investor shall be as per the Agreement.



(v) Certification and professional charges:

Charges payable for outsourced professional services like accounting, taxation and legal services, notarizations etc. for certifications, attestations required by bankers or regulatory authorities, at actuals.

(vi) Other fees and expenses:

The Portfolio Manager may incur the following expenses which shall be charged on actuals to the Client:

1. Transaction expenses including, but not limited to, statutory fees, documentation charges, statutory levies, stamp duty, registration charges, commissions, charges for transactions in Securities, custodial fees, fees for fund accounting, valuation charges, audit and verification fees, depository charges, and other similar or associated fees, charges and levies, legal fees, incidental expenses etc.;
2. Brokerage shall be charged at actuals;
3. Legal and statutory expenses including litigation expenses, if any, in relation to the Portfolio;
4. Statutory taxes and levies, if any, payable in connection with the Portfolio;
5. Valuation expenses, valuer fees, audit fees, levies and charges; and
6. All other costs, expenses, charges, levies, duties, administrative, statutory, revenue levies and other incidental costs, fees, expenses not specifically covered above, whether agreed upon in the Agreement or not, arising out of or in the course of managing or operating the Portfolio.

Following charges are common across all the strategies and are charged on actual basis as negotiated by the portfolio manager with the concerned agencies/service provider:

- (a) Brokerage & Transaction Cost:** The brokerage charges and other charges like Service Tax and Education and Secondary and Higher Education Cess thereon, Stamp Duty, transaction costs, Securities Transaction Tax, Turnover Tax, Exit and entry loads on the purchase and sale of shares, stocks, bonds, debt, deposits, units and other financial instruments. The charges under this head shall be as agreed between the Portfolio Manager and the empanelled broker as duly mentioned in the agreement with client.
- (b) Custodian & Depository Charges:** The charges relating to opening and operation of dematerialized accounts, custody and transfer charges for shares, bonds and units, dematerialization and other charges in connection with the operation and management of the depository accounts. The charges under this head shall be as agreed between the Portfolio Manager and the custodian as duly mentioned in the agreement with client.
- (c) Registrar and transfer agent fee:** Charges payable to registrars and transfer agents in connection with effecting transfer of securities and bonds including stamp charges cost of affidavits, notary charges, postage stamp and courier charges.



MONARCH
NETWORK CAPITAL

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

Provided the Portfolio Manager shall not charge any up-front fees to the Client whether directly or indirectly. Notwithstanding the above, the Portfolio Manager may charge up-front costs and expenses so attributable to the Client in terms of the Agreement.



8. Taxation

A. General

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

B. Tax deducted at source

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

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

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

C. Long term capital gains

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

Period of Holding

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



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

• **Definition of Specified Mutual Fund:**

Before April 01, 2025:

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

On and after April 01, 2025:

“Specified Mutual Fund” means, —

- (a) a Mutual Fund by whatever name called, which invests more than sixty-five per cent. of its total proceeds in debt and money market instruments; or
- (b) a fund which invests sixty-five per cent. or more of its total proceeds in units of a fund referred to in sub-clause (a).

• **Definition of debt and money market instruments:**

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



- **Definition of Market Linked Debenture:**

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

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

The Finance Act 2018 changed the method of taxation of long-term capital gains from transfer of listed equity shares and units of equity oriented fund or business trust.

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

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

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

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

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

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



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

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

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

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

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

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

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

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

D. Short term capital gains

Section 111A of the IT Act provides that short-term capital gains arising on sale of listed equity shares of a company or units of equity oriented fund or units of a business trust are chargeable to income tax at a concessional rate of 15% plus applicable surcharge and cess, provided such transactions are entered on a recognized stock exchange and are chargeable to Securities Transaction Tax (STT). This tax rate has been increased from 15% to 20% with effect from 23 July 2024. However, the above shall not be applicable to transaction undertaken on a recognized stock exchange located in any International Financial Services Centre and where the consideration for



such transaction is paid or payable in foreign currency. Further, Section 48 provides that no deduction shall be allowed in respect of STT paid for the purpose of computing Capital Gains.

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

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

E. Profits and gains of business or profession

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

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

F. Losses under the head capital gains/business income

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

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

G. General Anti Avoidance Rules (GAAR)

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

- The arrangement creates rights or obligations which are ordinarily not created between parties dealing at arm's length;
- It results in directly / indirectly misuse or abuse of the IT Act;
- It lacks commercial substance or is deemed to lack commercial substance in whole or in part; or



- It is entered into, or carried out, by means, or in a manner, which is not normally employed for bona fide purposes.

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

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

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

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

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

H. FATCA Guidelines

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

- (a) the name, address, taxpayer identification number and date and place of birth;
- (b) where an entity has one or more controlling persons that are reportable persons:
 - (i) the name and address of the entity, TIN assigned to the entity by the country of its residence; and
 - (ii) the name, address, date of birth, place of birth of each such controlling person and TIN assigned to such controlling person by the country of his residence.
- (c) account number (or functional equivalent in the absence of an account number);



- (d) account balance or value (including, in the case of a cash value insurance contract or annuity contract, the cash value or surrender value) at the end of the relevant calendar year; and
- (e) the total gross amount paid or credited to the account holder with respect to the account during the relevant calendar year.

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

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

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



9. Accounting policies

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

A. Client Accounting

1. The Portfolio Manager shall maintain a separate Portfolio record in the name of the Client in its book for accounting the assets of the Client and any receipt, income in connection therewith as provided under Regulations. Proper books of accounts, records, and documents shall be maintained to explain transactions and disclose the financial position of the Client's Portfolio at any time.
2. The books of account of the Client shall be maintained on an historical cost basis.
3. Transactions for purchase or sale of investments shall be recognised as of the trade date and not as of the settlement date, so that the effect of all investments traded during a Financial Year are recorded and reflected in the financial statements for that year.
4. All expenses will be accounted on due or payment basis, whichever is earlier.
5. The cost of investments acquired or purchased shall include brokerage, stamp charges and any charges customarily included in the broker's contract note. In respect of privately placed debt instruments any front-end discount offered shall be reduced from the cost of the investment. Sales are accounted based on proceeds net of brokerage, stamp duty, transaction charges and exit loads in case of units of mutual fund. Securities transaction tax, demat charges and Custodian fees on purchase/ sale transaction would be accounted as expense on receipt of bills. Transaction fees on unsettled trades are accounted for as and when debited by the Custodian.
6. Tax deducted at source (TDS) shall be considered as withdrawal of portfolio and debited accordingly.

B. Recognition of portfolio investments and accrual of income

7. In determining the holding cost of investments and the gains or loss on sale of investments, the "first in first out" (FIFO) method will be followed.
8. Unrealized gains/losses are the differences, between the current market value/NAV and the historical cost of the Securities. For derivatives and futures and options, unrealized gains and losses will be calculated by marking to market the open positions.
9. Dividend on equity shares and interest on debt instruments shall be accounted on accrual basis. Further, mutual fund dividend shall be accounted on receipt basis.
10. Bonus shares/units to which the security/scrip in the portfolio becomes entitled will be recognized only when the original share/scrip on which bonus entitlement accrues are traded on the stock exchange on an ex-bonus basis.
11. Similarly, right entitlements will be recognized only when the original shares/security on which the right entitlement accrues is traded on the stock exchange on the ex-right basis.
12. In respect of all interest-bearing Securities, income shall be accrued on a day-to-day basis as it is earned.



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

C. Valuation of portfolio investments

14. Investments in listed equity shall be valued at the last quoted closing price on the stock exchange. When the Securities are traded on more than one recognised stock exchange, the Securities shall be valued at the last quoted closing price on the stock exchange where the security is principally traded. It would be left to the portfolio manager to select the appropriate stock exchange, but the reasons for the selection should be recorded in writing. There should, however, be no objection for all scrips being valued at the prices quoted on the stock exchange where a majority in value of the investments are principally traded. When on a particular valuation day, a security has not been traded on the selected stock exchange, the value at which it is traded on another stock exchange may be used. When a security is not traded on any stock exchange on a particular valuation day, the value at which it was traded on the selected stock exchange or any other stock exchange, as the case may be, on the earliest previous day may be used provided such date is not more than thirty days prior to the valuation date.
15. Investments in units of a mutual fund are valued at NAV of the relevant scheme. Provided investments in mutual funds shall be through direct plans only.
16. Debt Securities and money market Securities shall be valued as per the prices given by third party valuation agencies or in accordance with guidelines prescribed by Association of Portfolio Managers in India (APMI) from time to time.
17. Unlisted equities are valued at prices provided by independent valuer appointed by the Portfolio Manager basis the International Private Equity and Venture Capital Valuation (IPEV) Guidelines on a semi-annual basis.
18. In case of any other Securities, the same are valued as per the standard valuation norms applicable to the mutual funds.

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

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



10. Investors services

The Portfolio Manager seeks to provide the Clients a high standard of service. The Portfolio Manager is committed to put in place and upgrade on a continuous basis the systems and procedures that will enable effective servicing through the use of technology. The Client servicing essentially involves:

- (a) Reporting Portfolio actions and Client's statement of accounts at pre-defined frequency;
- (b) Attending to and addressing any Client query with least lead time;
- (c) Ensuring Portfolio reviews at predefined frequency.

(i) Name, address and telephone number of the investor relation officer who shall attend to the investor queries and complaints:

If client is having any grievance/complaint, he/she/it has to follow the following Escalation Matrix for registering the Grievances/complaint

Contact Person	Address	Contact No.	Email
Grievance officer	301-302, 3 rd Floor, Arunachal Building, Barakhamba Road, New Delhi – 110001, India	+91 011 40851303	pms.grievance.mnclgroup.com
Compliance officer		+91 011 40851312	pms.compliance@mnclgroup.com

(ii) Grievance redressal and dispute settlement mechanism:

The aforesaid personnel of the Portfolio Manager shall attend to and address any Client query/concern/grievance at the earliest. The Portfolio Manager will ensure that this official is vested with the necessary authority and independence to handle Client complaints. The aforesaid official will immediately identify the grievance and take appropriate steps to eliminate the causes of such grievances to the satisfaction of the Client.

Grievances/concerns, if any, which may not be resolved/satisfactorily addressed in aforesaid manner shall be redressed through the administrative mechanism by the designated compliance officer, namely Ms. Bhumika Gowda, subject to the Regulations. The compliance officer will endeavor to address such grievance in a reasonable manner and time. The coordinates of the compliance officer are provided as under:

Name	Ms. Bhumika Gowda
Address	301-302, 3 rd Floor, Arunachal Building, Barakhamba Road, New Delhi – 110001, India
Contact No.	011- 40851303
Email id	pms.grievance@mnclgroup.com

If the Client still remains dissatisfied with the remedies offered or the stand taken by the compliance officer, the Client and the Portfolio Manager shall abide by the following mechanisms:



Any dispute unresolved by the above internal grievance redressal mechanism of the Portfolio Manager, can be submitted to mediation / conciliation / arbitration under online dispute resolution as specified by SEBI vide its circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 updated as on December 20, 2023 and further amendments thereto.

Without prejudice to anything stated above, the Client can also register its grievance/complaint through SCORES (SEBI COmplaints REDress System), post which the complaint will be either routed to the Portfolio Manager or to SEBI (as applicable), which may then forward the complaint to the Portfolio Manager and the Portfolio Manager will suitably address the same. SCORES is available at <http://scores.gov.in>.

Further, SEBI circular no. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 4, 2023), on “Online Resolution of Disputes in the Indian Securities Market”, a common Online Dispute Resolution Portal (“**ODR Portal**”) which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market has been established.

Without prejudice to anything stated above, the Client can also register its grievance/complaint through SMART ODR Portal (Securities Market Approach for Resolution through ODR Portal), which can be accessed via the following link – <https://smartodr.in/login>.



11. Details of the diversification policy of the portfolio manager

This policy has been laid down to ensure the risk is spread across different asset classes, issuers and time horizon within the framework laid down in the specific Investment Approach. The Portfolio Manager follows a rule-based approach to investments. In this approach, Securities are eliminated by analyzing past data and selected based on rules / bottom-up or top-down research approach. This results in a well-diversified portfolio with broad based caps for weightages on individual stocks as well as sector. The Portfolio Manager shall periodically review the portfolios to maintain appropriate portfolio mix depending upon investment goals, market conditions, risk tolerance and liquidity requirement to ensure diversification and meet long term goals. However, the Clients need to understand that too much diversification require large capital investment and may also lead to muted returns. Further, portfolio churning for achieving diversification may not be effective on a long term basis in achievement of investment goals. Accordingly, diversification shall be undertaken while balancing risk and return to achieve desired results in achieving investment goals. Following broad diversification policy have been laid out to mitigate the unsystematic risks of the Client Portfolio:

The Portfolio Manager shall invest up to a maximum of 30% (thirty percent) of the Client's assets under management in the Securities of its own associates/related parties. Further, the Portfolio Manager shall ensure compliance with the following limits:

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

The aforementioned limits shall be applicable only to direct investments by the Portfolio Manager in equity and debt/hybrid securities of its own associates/related parties and not to any investments in the mutual funds.

Hybrid securities includes units of Real Estate Investment Trusts, units of Infrastructure Investment Trusts, convertible debt securities and other securities of like nature.



Part-II- Dynamic Section

12. Client Representation

- (i) The Portfolio Manager has no previous experience/track record in the field of portfolio management services and has obtained a certificate of registration to function as a portfolio manager only on July 11, 2018, and has not commenced operations. Therefore, the Portfolio Manager has no record of representing any persons/entities in the capacity of a portfolio manager.
- (ii) Complete disclosure in respect of transactions with related parties as per the standards specified by the Institute of Chartered Accountants of India.

Please find below the details of the related parties as per the standalone financial statements of the Portfolio Manager as on March 31, 2025:

A. Related party where control exists irrespective whether transactions have occurred or not:

I. Subsidiary Companies

- 1 Monarch Network Finserve Private Limited
- 2 Monarch Network Investment Advisors Private Limited
- 3 Monarch Network Capital IFSC Private Limited
- 4 Monarch Network Asset Management Private Limited (Incorporated on August 28, 2025)
- 5 Monarch Network Trustee Private Limited (Incorporated on September 25, 2025)

B. Other related parties where transactions have occurred during the year

I. Promoters/ KMP and their relatives of the Company

1. Vaibhav Shah (Promoter/Managing Director)
2. Manju Bafna (Promoter/Wholetime Director)
3. Ashok Bafna (Promoter/Wholetime Director)
4. Chetan Bohra (Independent Director) (Date of Cessation 13/02/2025)
5. Avni Chouhan (Independent Director)
6. Satish Kumar (Independent Director)
7. Gaurav Bhandari (Chief Executive Officer)
8. Himanshu Shah (Promoter)
9. Suresh Bafna (Promoter)
10. Bankim Shah (Promoter)
11. Bela Shah (Promoter)
12. Shailen Shah (Promoter)



13. Kinnari Shah (Promoter)
14. Hemangi Shah (Promoter)
15. Nitesh Tanwar (Company Secretary)
16. Govinda Meghani (Chief Financial Officer) (Date of appointment 16/09/2024)
17. Vaidik Bafna (Son of Ashok Bafna)
18. Darshika Shah (Spouse of Shailen Shah)
19. Dimple Bafna (Spouse of Brother of Ashok Bafna)
20. Khushi Bafna (Daughter of Ashok Bafna)
21. Mahek Shah (Daughter of Shailen Shah)
22. Manish Bafna (Brother of Ashok Bafna)
23. Manish Bafna HUF (HUF of Brother of Ashok Bafna)
24. Manjula Shah (Mother of Shailen Shah)
25. Nirmi Shah (Daughter of Shailen Shah)
26. Nitin Shah (Brother of Shailen Shah)
27. Nitin Shah HUF (HUF of Brother of Shailen Shah)
28. Savita Bafna (Spouse of Ashok Bafna)
29. Anushree Shah (Daughter of Himanshu Shah)
30. Vrushali Shah (Daughter of Himanshu Shah)
31. Kavish Shah (Son of Vaibhav Shah)
32. Neelam Shah (Spouse of Brother of Shailen Shah)
33. Prerana Rai (Spouse of Gaurav Bhandari)
34. Ashok Bafna HUF (HUF of Ashok Bafna)
35. Himanshu Shah HUF (HUF of Himanshu Shah)
36. Shailen Shah HUF (HUF of Shailen Shah)

II. Enterprises over which Directors/ Promoter/ KMP and their relatives exercise significant influence

- 1 Premjayanti Properties
- 2 Monarch Infra Ventures
- 3 Krone Investments
- 4 Vibrant Investments
- 5 Mahaveer Equibiz
- 6 Monarch Comtrade Private Limited
- 7 Monarch Infraparks Private Limited
- 8 Premjayanti Enterprises Private Limited
- 9 Yantra E Solar Private Limited
- 10 K & K Ventures
- 11 Krone Finstock Private Limited
- 12 R K Investments
- 13 Opp Basket Private Limited
- 14 Simandhar Securities Private Limited



III. Promoters and their relatives

- 1 Mr. Vaibhav Shah (Managing Director/ Promoter)
- 2 Mrs. Manju Bafna (Wholetime Director/ Promoter)
- 3 Mr. Ashok Bafna (Wholetime Director/ Promoter)
- 4 Mrs. Kinnari Shah (Promoter)
- 5 Mr. Bankim Shah (Promoter/ Operation Head)
- 6 Mr. Himanshu Shah (Promoter)
- 7 Mr. Suresh Bafna (Promoter)
- 8 Mrs. Bela Shah (Promoter)
- 9 Mr. Shailen Shah (Promoter /President Institutional Desk)
- 10 Mrs. Hemangi B. Shah (Promoter)
- 11 Mr. Vaidik Ashok Bafna (Son Of Promoter)
- 12 Mrs. Darshika Shailen Shah (Spouse Of Promoter)
- 13 Ms. Dimple Bafna (Related To Promoter)
- 14 Ms. Khushi Ashok Bafna (Daughter Of Promoter)
- 15 Ms. Mahek Shailen Shah (Daughter Of Promoter)
- 16 Mr. Manish Bafna (Brother Of Promoter)
- 17 Manish Bafna HUF (Related To Promoter)
- 18 Mrs. Manjula Ramesh Shah (Mother Of Promoter)
- 19 Nirmi Shah (Daughter Of Shailen Shah)
- 20 Mr. Nitin Ramesh Shah (Brother Of Promoter)
- 21 Nitin Ramesh Shah HUF (Related To Promoter)
- 22 Mrs. Savita Ashok Bafna (Spouse Of Promoter)
- 23 Ms. Anushree Shah (Daughter Of Promoter)
- 24 Vrushali Shah (Daughter Of Himanshu Shah)
- 25 Mr. Kavish Shah (Son Of Promoter)
- 26 Neelam Shah (Spouse of Brother of Shailen Shah)
- 27 Ashok Bafna HUF (Related To Promoter Director)
- 28 Himanshu Shah HUF (Related To Promoter)
- 29 Bankim Shah HUF (Related To Promoter)
- 30 Shailen Shah HUF (HUF of Shailen Shah)
- 31 Prerna Rai (Spouse Of Gaurav Bhandari)

IV. Directors / Key Management Personnel

- 1 Mr. Vaibhav Shah (Managing Director)
- 2 Mrs. Manju Bafna (Wholetime Director)
- 3 Mr. Ashok Bafna (Wholetime Director)
- 4 Ms. Avni Chouhan (Independent Director)
- 5 Mr. Satish Kumar (Independent Director)
- 6 Mr. Anish Sugathan, (Independent Director) appointed w.e.f. April 22, 2025



MONARCH
NETWORTH CAPITAL

- 7 Mr. Gaurav Bhandari (CEO)
- 8 Mr. Nitesh Tanwar (Company Secretary) appointed w.e.f. March 12, 2024
- 9 Mr. Govinda Meghani (Chief Financial Officer) appointed w.e.f. September 16, 2024

For details of transactions with the related parties, please refer to the financial statements available on the website (www.mnclgroup.com) of the Portfolio Manager.



13. Financial Performance

(Currency: Indian Rupees in lakhs)

Particulars	As on March 31, 2023	As on March 31, 2024	As on March 31, 2025
Paid-up Share Capital	3,386.95	3,386.95	7,846.09
Securities premium reserve	5,224.09	5,224.09	30,786.28
Retained earnings	11,521.70	22,834.40	36,890.87
Total Income	15,127.40	27,179.90	32,296.24
Profit/(Loss) Before Tax	4,720.45	15,514.60	18,637.27
Profit/(Loss) After Tax	3,483.81	11,651.40	14,395.16

Note: The financial information disclosed in above table is as per standalone financials.



MONARCH
NETWORK CAPITAL

14. Performance of Portfolio Manager

The Portfolio Manager has no previous experience/track record in the field of portfolio management services. Accordingly, the same is not applicable.



MONARCH
NETWORK CAPITAL

15. Audit Observations

There have been no audit observations by the statutory auditors.



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

Investments in the securities of associates/related parties of Portfolio Manager:

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

17. General

Prevention of Money Laundering

The Portfolio Manager shall presume that the identity of the Client and the information disclosed by the Client is true and correct. It will also be presumed that the funds invested by the Client through the services of the Portfolio Manager come from legitimate sources / manner only and does not involve and is not designated for the purpose of any contravention or evasion of the provisions of the Income Tax Act, 1961, PML Laws, Prevention of Corruption Act, 1988 and/or any other Applicable Law in force and the investor is duly entitled to invest the said funds.

To ensure appropriate identification of the Client(s) under its Know Your Client (“**KYC**”) policy and with a view to monitor transactions in order to prevent money laundering, the Portfolio Manager (itself or through its nominated agency as permissible under Applicable Laws) reserves the right to seek information, record Investor’s telephonic calls and/or obtain and retain documentation for establishing the identity of the investor, proof of residence, source of funds, etc.

Where the funds invested are for the benefit of a person (beneficiary) other than the person in whose name the investments are made and/or registered, the Client shall provide an undertaking that the Client, holding the funds/Securities in his name, is legally authorised/entitled to invest the said funds/securities through the services of the Portfolio Manager, for the benefit of the beneficiaries.

The Portfolio Manager will not seek fresh KYC from the Clients who are already KYC Registration Agency (“**KRA**”) compliant except the information required under any new KYC requirement. The Clients who are not KRA compliant, the information will be procured by the Portfolio Manager and uploaded.

The Portfolio Manager, and its directors, employees, agents and service providers shall not be liable in any manner for any claims arising whatsoever on account of freezing the Client’s account/rejection of any application or mandatory repayment/returning of funds due to non-compliance with the provisions of the PML Laws and KYC policy.

If the Portfolio Manager believes that transaction is suspicious in nature within the purview of the PML Laws, then it will report the same to FIU-IND.



Notwithstanding anything contained in this Document, the provisions of the Regulations, PML Laws and the guidelines there under shall be applicable. Clients/Investors are advised to read the Document carefully before entering into an Agreement with the Portfolio Manager.

For and on behalf of Monarch Network Capital Limited

NAME: Vaibhav Shah Managing Director DIN: 00572666	:	
NAME: Ashok Bafna Whole Time Director DIN: 01431472	:	

Place: **Mumbai**

Date: **December 11, 2025**