

FORM C

SECURITIES AND EXCHANGE BOARD OF INDIA

(PORTFOLIO MANAGERS) REGULATIONS, 1993

(Regulation 14)

PORTFOLIO MANAGER

TRUSTLINE HOLDINGS PVT. LTD
6/13, Equinox Building, 3rd Floor, Eastern Wing,
North Avenue, Kesava Perumalpuram,
R.A. Puram ,
Chennai – 600028

We confirm that:

- i) The Disclosure Document forwarded to the Board is in accordance with the SEBI (Portfolio Managers) Regulations, 1993 and the guidelines and directives issued by the Board 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 in the Portfolio Management Scheme;
- iii) The Disclosure Document has been duly certified on 22.07.2026 by an independent chartered accountant whose details are given below:

C.G. Ramesh Babu,
M.No.204013
New - 36, Basement,
4th main Road, Gandhi Nagar,
Adyar, Chennai - 600020
Ph - 044 - 42117905 ,

Date : 22.07.2026

Place : Chennai

Signature of the Principal Officer :

Name of the Principal Officer : N. Arunagiri

Address of the Principal Officer : Tulive Manasav,
6(50) flat no.4D / 4th floor,
Thiruvengadam street,
Mandavelipakkam, Chennai – 600028.
Tel : 044-42083877



Disclosure Document
of
Portfolio Management Services

Offered by

TrustLine Holdings Pvt Ltd



Date: 22-07-2026

TRUSTLINE HOLDINGS PVT.LTD.

CIN:U74140TN2004PTC052809

SEBI Registration No : INP000002254
Unique id under MAPIN : 100284547

DISCLOSURE DOCUMENT FOR PORTFOLIO MANAGEMENT

- This disclosure document has been filed with SEBI along with the certificates in the prescribed format as per the terms of Regulation 14 of the SEBI (Portfolio Managers) regulations 1993 & Regulation 22 of SEBI (Portfolio Managers) Regulations, 2020 and subsequent amendments to the regulations till date.
- The purpose of this document is to provide essential information about the portfolio management services of TRUSTLINE HOLDINGS PRIVATE LIMITED (TrustLine), in a manner to facilitate investors to make informed decision while evaluating TrustLine for managing their portfolio.
- The necessary information about the Portfolio Manager required by an investor before investing is given herein and the investor is advised to retain this document for future reference.
- All the intermediaries involved in this scheme are registered with SEBI as on the date of this document.
- **Details of the Principal Officer:**

Name : Mr. Arunagiri N
Address : Tulive Manasav,
6(50) flat no.4D / 4th floor,
Thiruvengadam street,
Mandavelipakkam,
Chennai 600028
Telephone Number : 044 – 42083877
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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 assigned to them:

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

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

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



managed by the Portfolio Manager on behalf of the Clients.

8. **“Associate”** means (i) a body corporate in which a director or partner of the Portfolio Manager holds either individually or collectively, more than twenty percent of its paid-up equity share capital or partnership interest, as the case may be; or (ii) a body corporate which holds, either individually or collectively, more than twenty percent of the paid-up equity share capital or partnership interest, as the case may be of the Portfolio Manager.
9. **“Benchmark”** means an index selected by the Portfolio Manager in accordance with the Regulations, in respect of each Investment Approach to enable the Clients to evaluate the relative performance of the Portfolio Manager.
10. **“Board”** or **“SEBI”** means the Securities and Exchange Board of India established under section 3 of the Securities and Exchange Board of India Act, 1992.
11. **“Business Day”** means any day, which is not a Saturday, Sunday, or a day on which the banks or stock exchanges in India are authorized or required by Applicable Laws to remain closed or such other events as the Portfolio Manager may specify from time to time.
12. **“Client(s)”** / **“Investor(s)”** means any person who enters into an Agreement with the Portfolio Manager for availing the services of portfolio management as provided by the Portfolio Manager.
13. **“Custodian(s)”** means an entity registered with the SEBI as a custodian under the Applicable Laws and appointed by the Portfolio Manager, from time to time, primarily for custody of Securities of the Client.
14. **“Depository”** means the depository as defined in the Depositories Act, 1996 (22 of 1996).
15. **“Depository Account”** means an account of the Client or for the Client with an entity registered as a depository participant under the SEBI (Depositories and Participants) Regulations, 1996.
16. **“Direct 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.
17. **“Disclosure Document”** or **“Document”** means the disclosure document for offering portfolio management services prepared in accordance with the Regulations.
18. **“Distributor”** means a person/entity who may refer a Client to avail services of Portfolio Manager in lieu of commission/charges (whether known as channel partners, agents, referral interfaces or by any other name).
19. **“Eligible Investors”** means a Person who: (i) complies with the Applicable Laws, and (ii) is willing to execute necessary documentation as stipulated by the Portfolio Manager.
20. **“Fair Market Value”** means the price that the Security would ordinarily fetch on sale in the open market on the particular date.
21. **“Foreign Portfolio Investors”** or **“FPI”** means a person registered with SEBI as a foreign portfolio investor under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 as amended from time to time.



22. **"Financial Year"** means the year starting from April 1 and ending on March 31 in the following year.
23. **"Funds" or "Capital Contribution"** means the monies managed by the Portfolio Manager on behalf of the Client pursuant to the Agreement and includes the monies mentioned in the account opening form, any further monies placed by the Client with the Portfolio Manager for being managed pursuant to the Agreement, the proceeds of sale or other realization of the portfolio and interest, dividend or other monies arising from the assets, so long as the same is managed by the Portfolio Manager.
24. **"Group Company"** shall mean an entity which is a holding, subsidiary, associate, subsidiary of a holding company to which it is also a subsidiary.¹
25. **"HUF"** means the Hindu Undivided Family as defined in Section 2(31) of the IT Act.
26. **"Investment Approach"** is a broad outlay of the type of Securities and permissible instruments to be invested in by the Portfolio Manager for the Client, taking into account factors specific to Clients and Securities and includes any of the current Investment Approach or such Investment Approach that may be introduced at any time in future by the Portfolio Manager.
27. **"IT Act"** means the Income Tax Act, 1961, as amended and restated from time to time along with the rules prescribed thereunder.
28. **"Large Value Accredited Investor"** means an Accredited Investor who has entered into an Agreement with the Portfolio Manager for a minimum investment amount of ten crore rupees.
29. **"Non-resident Investors" or "NRI(s)"** shall mean non-resident Indian as defined in Section 2 (30) of the IT Act.
30. **"NAV"** shall mean Net Asset Value, which is the price; that the investment would ordinarily fetch on sale in the open market on the relevant date, less any receivables and fees due.
31. **"NISM"** means the National Institute of Securities Markets, established by the Board.
32. **"Person"** includes an individual, a HUF, a corporation, a partnership (whether limited or unlimited), a limited liability company, a body of individuals, an association, a proprietorship, a trust, an institutional investor and any other entity or organization whether incorporated or not, whether Indian or foreign, including a government or an agency or instrumentality thereof.
33. **"Portfolio"** means the total holdings of all investments, Securities and Funds belonging to the Client.
34. **"Portfolio Manager"** means **TrustLine Holdings Pvt Ltd**, a company incorporated under the Companies Act, 2013, registered with SEBI as a portfolio manager bearing registration number INP000002254 and having its registered office at 6/13, 3rd Floor Equinox Building, Eastern Wing North Avenue, Kesava Perumalpuram, R.A. Puram, Chennai – 600028.
35. **"Principal Officer"** means an employee of the Portfolio Manager who has been designated as such by the Portfolio Manager and is responsible for:
 - (i) the decisions made by the Portfolio Manager for the management or administration of



- Portfolio of Securities or the Funds of the Client, as the case may be; and
(ii) all other operations of the Portfolio Manager

36. “**Regulations**” or “**SEBI Regulations**” means the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020, as amended/modified and reinstated from time to time and including the circulars/notifications issued pursuant thereto.

37. “**Related Party**” means –

- (i) a director, partner or his relative;
- (ii) a key managerial personnel or his relative;
- (iii) a firm, in which a director, partner, manager or his relative is a partner;
- (iv) a private company in which a director, partner or manager or his relative is a member or director;
- (v) a public company in which a director, partner or manager is a director or holds along with his relatives, more than two per cent. of its paid-up share capital;
- (vi) any body corporate whose board of directors, managing director or manager is accustomed to act in accordance with the advice, directions or instructions of a director, partner or manager;
- (vii) any person on whose advice, directions or instructions a director, partner or manager is accustomed to act;

Provided that nothing in sub-clauses (vi) and (vii) shall apply to the advice, directions or instructions given in a professional capacity;

- (viii) any body corporate which is— (A) a holding, subsidiary or an associate company of the Portfolio Manager; or (B) a subsidiary of a holding company to which the Portfolio Manager is also a subsidiary; (C) an investing company or the venturer of the Portfolio Manager— The investing company or the venturer of the Portfolio Manager means a body corporate whose investment in the Portfolio Manager would result in the Portfolio Manager becoming an associate of the body corporate;
- (ix) a related party as defined under the applicable accounting standards;
- (x) such other person as may be specified by the Board:

Provided that,

- (a) any person or entity forming a part of the promoter or promoter group of the listed entity; or
- (b) any person or any entity, holding equity shares:
 - (i) of twenty per cent or more; or
 - (ii) of ten per cent or more, with effect from April 1, 2023; in the listed entity either directly or on a beneficial interest basis as provided under section 89 of the Companies Act, 2013, at any time, during the immediate preceding Financial Year; shall be deemed to be a related party;

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



3. Description

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

TrustLine Holdings Pvt Ltd, incorporated in March 2004, is a leading Chennai based Equity Research and Asset Management Firm. Financial Research is the core activity of TrustLine. The company tracks and studies over 950+ businesses in the small and medium Cap sector as part of its investment research. The company took the major initiative of obtaining SEBI registration for Portfolio Management Services in April 07 and availed the registration vide Reg. NO: **INP000002254** in July 07. As part of this business the company undertook major investments in the core areas of operations such as research and client investment management by IT enabling these functions. These investments underscore our strong commitment to grow this portfolio management services business in a focused and dedicated manner. We believe that specialization often produces very good business economics and builds durable competitive advantage. At TrustLine, Asset Management is our specialization and we will continue to focus on this space to grow our business. From this perspective we are a unique organization that is only into Asset Management with no other intermediary business like broking or any other related services. This sets us apart from competition and gives us a unique competitive advantage.

(II) Promoters of the Portfolio Manager, Directors and their Background:

1. Mr. ARUNAGIRI.N, Director (Principal Officer) DIN: 00934257

Mr. Arunagiri, (Passport No. **K1053723**), a resident Indian National is the promoter-director cum Principal Officer. Arun is an Engineering Graduate from REC, Trichy with additional qualification in "Business Finance and Financial Analysis" from ICFAI. He has to his credit a background of rich Industry experience spanning over 36+ years. Significant part of his career was with one of the most admired IT services co in India. Here he held various senior positions across diverse functions. He brings with him an enviable track record in Equity and Financial Research. He holds a valid certification from NSIM –Series –XXI-B and thus eligible to act as Principal Officer.

2. Ms. N.A. SOMASUNDARI, Director DIN: 01203003

Somasundari N.A., one of the Directors of the Company, is primarily responsible for the HR and IT functions since April 2023. She also drives the Compliance function and serves as the Compliance Officer. A significant part of this experience was in one of the leading IT services organizations in India. She has rich experience in implementing and redefining HCM solutions for different industry segments like manufacturing, Airline, Retail, Cultivation industry, etc. She was instrumental in managing the delivery of projects and in providing end-to-end solutions in the agile delivery model.

3. Mr. Vijay Kumar. S (Research Consultant)

Mr. Vijay Kumar, a resident Indian National is a significant minority shareholder in the Company. Vijay is a Post-Graduate Diploma in Management (MBA) and an Engineering Graduate with over 30+ years of Industry experience. Significant part of his career was with Dun & Bradstreet where he gained rich experience in security analysis and equity markets. He also brings in rich experience in Business Development from his tenure in a leading Telecom Service Provider in India.

(III) Group Companies/Firms:

The Promoters of TrustLine Holdings Pvt Ltd own a LLP in the name and style of "TRUSTLINE ADVISORS LLP" to act as Investment Managers for Alternate Investment Funds.

(IV) Details of Services Offered:

The Portfolio Manager offers only Discretionary Portfolio Management Services currently.



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

Penalties, pending Litigation or Proceedings, findings of Inspection or Investigations for which action may have been taken or initiated by any regulatory authority.

(i) Cases of penalties imposed by SEBI or the directions issued by the SEBI Act, or Rules or Regulations made thereunder.	None
(ii) The nature of the penalty/direction	Not applicable
(iii) Penalties imposed for any economic offence and/ or for violation of any securities laws	None
(iv) Any pending material litigation/legal proceedings against the Portfolio Manager/Key Personnel with separate disclosure regarding pending criminal cases, if any.	None
(v) Any deficiency in the systems and operations of the Portfolio Manager observed by the Board or any regulatory agency.	None
(vi) Any enquiry/adjudication proceedings initiated by the Board against the Portfolio Manager or its Directors, Principal Officer or Employee or any person directly or indirectly connected with the Portfolio Manager or its Directors, Principal Officer or Employee, under the Act or Rules or Regulations made thereunder.	There is a final order dated 25.01.2024 from the Board against two individuals for the trading violations in their individual trading accounts. Though this order has nothing to do with our company, since it's related to our employees (who have already been terminated from service), we disclose this information here as a part of our endeavor to follow the right governance practice.

5. Services Offered

Discretionary Portfolio Management

This service provides discretionary portfolio management to clients. The key objective of this service is to raise the investor's capital at an above-average long-term return through our unique Research and Margin of Safety-based long-term investment approach. Any Individual, NRI and Corporate can join PMS with a minimum initial investment of Rupees Fifty Lakhs. We currently have two investment schemes, details of which are given in Annexure I.

PMS Objective/Policy

- Portfolio may comprise of shares, bonds, and cash, in accordance with an agreed strategy between the Portfolio Manager and client.
- The Portfolio Manager has absolute discretion to make investment decisions on the client's behalf.
- Potential for long-term capital growth through focus on Margin-Of-Safety.
- Ensures efficient management and swift reaction as circumstances dictate.
- Quarterly performance reports and Monthly transaction reports.

The investments under the Portfolio Management Services (PMS) are made on behalf of the investors. The Portfolio Manager maintains a common pool account for handling the funds of the investors in the case of resident accounts. For this purpose, the Portfolio Manager has opened a common bank account styled "TrustLine Holdings Pvt. Ltd. - A/c PMS" (operated by custodian). However, listed securities will be held in the client's DMAT account (non-pool operation). For this purpose, separate DMAT accounts will be opened in the name of the investors, which will be operated by the Portfolio Manager (via custodian), duly authorised by the investors through a Power of Attorney.

The portfolio managers' decision (taken in good faith) in deployment of the Clients' account is absolute and final and cannot be called in question or be open to review at time during the currency of the agreement or any time thereafter except on the ground of malafide, fraud, conflict of interest or gross negligence.

Client On-boarding:

Clients will have the option to come through either direct or indirect onboarding (through distribution/channel partner/referral, etc.). **Direct onboarding is the default option.**

The minimum investment amount for enrolling in the Portfolio Management Services is INR 50.00 Lakhs. [Rupees Fifty Lakhs]. Clients are required to maintain the investment Corpus Value at or above the prescribed minimum investment threshold throughout the tenure of the PMS account.



6. Risk factors

A. General Risks 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) [Past performance of the Portfolio Manager does not indicate the future performance of the same or any other Investment Approach in future or any other future Investment Approach of the Portfolio Manager. [OR] The Portfolio Manager has no previous experience/track record in the field of portfolio management services. However, the Principal Officer, directors and other key management personnel of the Portfolio Manager have rich individual experience.]
- (4) The names of the Investment Approach do not in any manner indicate their prospects or returns.
- (5) Appreciation in any of the Investment Approach can be restricted in the event of a high asset allocation to cash, when stock appreciates. The performance of any Investment Approach may also be affected due to any other asset allocation factors.
- (6) When investments are restricted to a particular or few sector(s) under any Investment Approach; there arises a risk called non-diversification or concentration risk. If the sector(s), for any reason, fails to perform, the Portfolio value will be adversely affected.
- (7) Each Portfolio will be exposed to various risks depending on the investment objective, Investment Approach and the asset allocation. The investment objective, Investment Approach and the asset allocation may differ from Client to Client. However, generally, highly concentrated Portfolios with lesser number of stocks will be more volatile than a Portfolio with a larger number of stocks.
- (8) The values of the Portfolio may be affected by changes in the general market conditions and factors and forces affecting the capital markets, in particular, level of interest rates, various market related factors, trading volumes, settlement periods, transfer procedures, currency exchange rates, foreign investments, changes in government policies, taxation, political, economic and other developments, closure of stock exchanges, etc.
- (9) The Portfolio Manager shall act in fiduciary capacity in relation to the Client's Funds and shall endeavour to mitigate any potential conflict of interest that could arise while dealing in a manner which is not detrimental to the Client.



B. Risk associated with equity and equity related instruments

- (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. Risk associated with debt and money market securities

(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 indicative types of costs and expenses for clients availing the Portfolio Management services.

PMS FEE

Fixed Fee: Not exceeding 3% per annum of the Daily Average Portfolio Value. This is payable on a quarterly basis at the end of each financial quarter.

Performance Fee: Not exceeding 25% of the profits in excess of hurdle rate of minimum 8%. This is payable at the end of every client year. Performance fee is computed applying high-watermark principles. For the purpose of computing returns in the subsequent year, value of the portfolio at the beginning of the year would be value of the portfolio before charging of the performance fees previous year.

Portfolio Manager Website provides a fee calculation tool that highlights various fee options with multi-year fee calculations & also incorporates the high watermark principle, wherever applicable.

Exit Load: In case client portfolio is redeemed in part or full, the exit load charged shall be as under:

Intrinsic Value Fund: Before two years of investment, a maximum of 2% of the amount redeemed.

Intrinsic Floater Fund: Before one year of investment, a maximum of 1% of the amount redeemed.

OTHER EXPENSES

No upfront fees shall be charged by the Portfolio Managers, either directly or indirectly, to the clients.

No charges except statutory charges shall be levied, at the time of on-boarding of clients directly.

Brokerage on buying/selling, depository charges, legal charges, custodial and other transaction related expenses would be charged at actuals.

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

FEE CALCULATION TOOL

The Portfolio Manager has provided a Fee Calculation Tool on its website for the convenience of prospective and on-boarding clients to estimate the applicable fees based on the proposed investment amount.

The fee calculated by the tool is indicative and for informational purposes only. The actual fees payable shall be governed by the Portfolio Management Services Agreement and the agreed fee structure. The output of the tool does not constitute a binding commitment or investment advice.

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 Income Tax Act 2025 ("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 67 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 1st April 2025:

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

On and after 1st April 2025:

“Specified Mutual Fund” means, —

- a 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*
- 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 198 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 Assesseees. 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 up to 31 January 2018, a mechanism has been provided to “step up” the COA of Securities. Under this mechanism, COA is substituted with FMV, where sale consideration is higher than the FMV. Where sale value is higher than the COA but not higher than the FMV, the sale value is deemed as the COA.

Specifically in case of long term capital gains arising on sale of shares or units acquired originally as unlisted shares/units up to 31 January 2018, COA is substituted with the “indexed COA” (instead of FMV) where sale consideration is higher than the indexed COA. Where sale value is higher than the COA but not higher than the indexed COA, the sale value is deemed as the COA. This benefit is available only in the case where the shares or units, not listed on a recognized 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 70 (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 VIII or rebated under Section 156 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 clause 208) are taxable at the rate of 10% under Section 210 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 214 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 212 (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 196 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 76 of the IT Act. The unlisted bonds and unlisted debentures have been brought within the ambit of Section 76 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 26 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 108 read with section 111 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 [both fixed fee & performance fee]

J. Income Tax

Under the portfolio management scheme, responsibility of the income tax payment on the income earned from PMS activities is on the investors. However the Portfolio Manager will provide adequate statements required for the accounting purpose.



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 recognized as of the trade date and not as of the settlement date, so that the effect of all investments traded during a Financial Year are recorded and reflected in the financial statements for that year.
- (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 majorities 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

(i) **Name, address and telephone number of the investor relations officer:**

Mrs. N.A.Somasundari
Compliance Officer
TrustLine Holdings Pvt. Ltd.,
6/13, Equinox Building, 3rd Floor, Eastern Wing,
North Avenue, Kesava Perumalpuram, R.A.Puram,
Chennai – 600 028
Ph – 044 – 42083877

(ii) **Grievances Redressal and Dispute Settlement Mechanism:**

The Relationship Manager is the interface between the Portfolio Manager and the Client. An investor/client shall first take up his/her/their grievance by lodging a complaint directly with the Portfolio Manager. <https://trustlineindia.com/grievance>.

In case the Client is not satisfied with the redressal by the Portfolio Manager, the Client may raise its grievance/complaint on SEBI's web-based complaints redressal system (SCORES), vide <http://scores.sebi.gov.in>

If the client is still not satisfied with the outcome of its grievance/complaint on the SCORES platform, the Client may approach the Online Dispute Resolution mechanism on <https://smartodr.in/login>, for seeking resolution in accordance with the framework specified by SEBI vide its Master Circular for Online Dispute Resolution bearing no. **SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated Dec 28, 2023**.

The Portfolio Manager may also initiate dispute resolution through the ODR Portal after having given due notice of at least 15 calendar days to the investor/client for resolution of the dispute which has not been satisfactorily resolved with them.



11. Details of the diversification policy of the portfolio manager

The PMS strategy seeks to achieve reasonable diversification through the construction of a model portfolio comprising approximately 27–30 stocks across multiple sectors. Stock selection follows a bottom-up investment approach, with investments identified based on the fundamental merits of individual businesses rather than sectoral or thematic allocations. While the portfolio is built around high-conviction investment ideas, the overall portfolio construction process seeks to maintain an appropriate balance between conviction and diversification.

Portfolio exposures are monitored on an ongoing basis to ensure that individual security and sector allocations remain within internally prescribed concentration limits and the applicable regulatory framework. The portfolio is periodically reviewed and rebalanced, where considered appropriate, in response to changes in valuation, business fundamentals, risk-reward profile, and overall portfolio composition. This disciplined portfolio construction and risk management process is intended to mitigate stock-specific and sector-specific concentration risks while maintaining alignment with the investment objectives of the strategy.



Part-II- Dynamic Section

12. Client Representation

1. The Portfolio Manager has commenced operations w.e.f Sep. 2007.

Category of Clients	30-Jun-2026		31-Mar-2026		31-Mar-2025		31-Mar-2024	
	No. of clients	Funds Managed (Rs. Cr.)	No. of clients	Funds Managed (Rs. Cr.)	No. of clients	Funds Managed (Rs. Cr.)	No. of clients	Funds Managed (Rs. Cr.)
Individual-Resident	551	791.71	547	612.71	557	641.34	531	743.35
Non-Resident Indian	67	117.46	64	83.75	57	72.46	48	67.03
Non-Individuals	9	10.73	9	8.66	8	14.05	8	18.64
Total	627	919.90	620	705.12	622	727.86	587	829.02

Client Profile:

Our client base is predominantly from the IT sector. We believe that we have a natural advantage from our promoter's rich experience in the IT industry in terms of strong network of senior professionals in that sector that we can tap into for building our client base. Over the years, we have built a very strong client following of senior management professionals from leading organizations in our PMS business. Today, our client base has grown to over 627+ and figures CEOs, CFOs, Vice-Presidents from globally admired organizations. This gives us a unique positioning and durable competitive edge

Custodian:-

AXIS BANK LIMITED
Custodial Services
2nd Floor, The Ruby,
Senapati Bapat Marg, Dadar West
Mumbai – 400 028



2. Related Party Transactions

The following are the funds of related parties that are managed by TrustLine Holdings Pvt. Ltd. under the PMS Scheme.

Sl. No	Client Name	AUM as on 30th June 2026
1	MRS N A SOMA SUNDARI	8,86,76,151
2	MR S BAGAVATHY APPAN	86,18,008
3	MRS KRISHNAVENI NATARAJAN	2,91,47,502
4	MRS B SHUNMUGAM	2,29,44,287
5	MRS GOMATHI ULAGANATHAN	1,60,04,909
6	MR NALLASIVAM N	1,27,33,184
7	MR THIRUGNANASAMBANDAM S	95,29,885
8	MR CHOCKALINGAM NAINAR	1,87,34,016
9	MRS ANURADHA PAZHANITHAYAPPAN	1,16,89,244
10	MRS VEENA THANGAMANI	61,24,616
11	MR VIVEK ARUNAGIRI	71,49,953
12	MR SUBRAMANIAN SURIYAN	50,16,298
13	MR NALLASIVAN VALASUBRAMANIAN	74,76,535
Total		24,38,44,589

TrustLine Holdings Pvt Ltd has made INR.10.00 Crores commitment towards contribution in M/s.TrustLine Deep Alpha AIF II, a SEBI-registered Category III Alternative Investment Fund and Contributed INR 5.50 Crores till 31st March 2026.



13. Financial Performance

Abstract of Profit and Loss A/c for the Year ended 31/03/2026 and for the last four Financial Years:

PARTICULARS	FY 2022-23 [Audited]	FY 2023-24 [Audited]	FY 2024-25 [Audited]	FY 2025-26 [Audited]
<u>INCOME:-</u>				
Portfolio Management Fee	54,999,824	137,885,172	126,437,434	95,885,496
Net Gain on Sale of Investments	(7,663,095)	28,383,410	25,479,241	67,035,477
Dividends & Other Income	9,386,843	4,982,084	8,862,792	10,269,593
Miscellaneous Income	976,720	1,498,005		
Total Income	57,700,292	172,748,671	160,779,467	173,190,567
<u>EXPENDITURE:-</u>				
Administrative & Selling Expenses	32,683,166	44,183,940	49,828,239	52,484,336
Profit Before Depreciation and Taxation	25,017,126	128,591,377	110,951,228	120,706,231
Less: Depreciation	149,866	299,168	1,454,578	13,65,391
Profit After Depreciation	24,867,260	128,265,565	109,496,650	119,340,840
Less: Provision for Tax	9,486,809	29,913,593	25,536,675	15,931,108
FBT Payable	-	-	-	-
Deferred Tax Liability / (Asset)	14,460	122,340	(49,544)	3706
Extra Ordinary Item Income/ (Expenses)				
Interim Dividend Paid	-	-	-	-
Profit Carried to Balance Sheet	15,365,992	98,229,632	84,009,519	103,406,025



Balance Sheet as at 31/03/2026 and for the last four Financial Years:

PARTICULARS	FY 2022-23 As on 31.03.2023 [Audited]	FY 2023-24 As on 31.03.2024 [Audited]	FY 2024-25 As on 31.03.2025 [Audited]	FY 2025-26 As on 31.03.2026 [Audited]
SOURCES OF FUNDS:-				
<u>SHAREHOLDERS FUNDS:</u>				
Equity Share Capital	1,285,410	1,287,970	1,290,260	1,292,510
Reserves & Surplus	334,581,840	434,337,216	519,857,884	624,781,946
Deferred Tax Liability	-	80,083	30,539	34,245
<u>BORROWED FUNDS:</u>				
Secured Loan		2,515,602	2,089,967	1,631,991
TOTAL	335,867,250	438,220,871	523,268,650	627,740,692
APPLICATION OF FUNDS:-				
<u>FIXED ASSETS:</u>				
Net Block	805,571	5,292,874	4,343,444	4,681,562
Goodwill	62,390	62,390	62,390	62,390
<u>INVESTMENTS:</u>	335,690,990	427,136,885	517,544,279	612,904,002
<u>CURRENT ASSETS:</u>				
Cash & Bank Balances	307,587			
Advances Deposits/NCA	1,251,183	197,411	560,368	843,720
Sundry Debtors/Receivables	153,677	11,218,536	1,138,189	1,144,901
Other Current Assets	10,254,885	690,404	64,078	21,684,506
		31,751,406	26,828,375	15,686,028
Sub Total	348,526,283	476,349,906	550,541,123	657,007,110
Less : Current Liabilities	12,701,290	38,129,035	27,272,473	29,266,418
Sub Total	335,824,993	438,220,871	523,268,650	627,740,692
Deferred Tax Asset	42,257	-	-	-
TOTAL	335,867,250	438,220,871	523,268,650	627,740,692



14. Performance of Portfolio Manager

Cumulative performance returns on TWRR basis (Time-Weighted-Rate-of>Returns) of Intrinsic (Value Fund) & Intrinsic Floater Fund (Arbitrage) are tabulated hereunder:

Performance Data (as on 30 th June 2026)		TWRR Return (%)								
		1 Month	3 Months	6 Months	1 Year	2 Year	3 Year	4 Year	5 Year	Since Inception
Equity	Intrinsic - Value Fund (TWRR Unitised)	6.69	31.79	14.07	10.31	4.01	12.90	19.22	15.70	16.56
Equity	S&P BSE 500 (TRI)	1.73	12.10	(3.53)	(1.96)	1.52	12.52	15.28	12.20	11.55
Hybrid	Intrinsic Floater Fund - Arbitrage (TWRR Unitised)	0.54	7.34	(1.61)	(0.18)	2.93	7.75	10.47	9.42	10.31
Hybrid	NIFTY 50 Hybrid Composite Debt 50-50 Index	1.96	5.10	(3.09)	(1.11)	3.57	7.84	9.74	8.09	10.54

Note 1: The above returns are Net of all expenses, including the Performance Fee expenses. The performance data provided above is not verified by SEBI.

Note 2: Inception date for Intrinsic (Value Fund) is 01-09-2007 & Inception date for Intrinsic Floater (Arbitrage Fund) is 01-07-2012

Note 3: Benchmark for reporting performance of Intrinsic Value Fund is S&P BSE 500 TRI and for Intrinsic floater fund is NIFTY 50 Hybrid composite Debt 50-50 Index.



15. Audit Observations

There are no Audit observations in the last three years.



16. Conflict of Interest

The portfolio manager has conflict of interest under following sources as listed below:

1. Proprietary Investments
2. Related Party Transactions
3. Sponsor for TrustLine Deep Alpha AIF [Alternate Investment Fund]
4. Associate concern, M/s TrustLine Advisors LLP, is the Investment Manager for TrustLine Deep Alpha AIF

The portfolio manager shall ensure fair treatment to all his customers while providing unbiased services and render high standards of service and ensure that he shall not put his Interest above those of his Clients.

The company hereby confirms that neither the company nor its key managerial personnel have any kind of Interest in any other businesses, except the group Company/Firm mentioned in para 3(III) above



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

The details of related party transactions are listed out in detail in Para 12 above. Besides, the details of investments of clients' funds by the portfolio manager in the securities of its related parties or associates are given in table here below:

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 investments as on last day of the previous calendar quarter (INR in crores)	Percentage of total AUM as on last day of the previous calendar quarter
1	NIL	NIL	NIL	NIL	NIL

Note: Portfolio Managers shall update any material changes in the above information in the Disclosure Document and uploaded on the company website within 7 days

for TrustLine Holdings Pvt. Ltd.



Arunagiri N
Managing Director

for TrustLine Holdings Pvt. Ltd



Somasundari. N.A
Director

Date: 22.07.2026
Place: Chennai



Annexure-I		
Annexure to point 5 : Details of the various Investment plans offered by TRUSTLINE		
Investment Plan	<i>Intrinsic Value Fund</i>	<i>Intrinsic Floater Fund</i>
Investment Objective	Aims to generate capital appreciation by investing in a concentrated basket of stocks from the universe of small and mid cap space to earn superior risk-adjusted returns.	Aims to provide the Investor with returns through a primary focus on event-driven low risk arbitrage opportunities. Corporate events include only already announced and confirmed events.
Investment Style	Bottom up identification of undervalued stocks from small and medium cap using fundamental analysis. Invest in high growth companies with high incremental return on equity and generating sustained free cash flows over forecast period resulting in value appreciation.	Stocks selected from the universe of event-driven / corporate action based opportunities (e.g. stocks of companies undergoing corporate actions such as delisting, demerger, buy-back, open-offer, right issues etc).
Client Profile	Targeted at experienced clients seeking capital appreciation despite the risk of poor diversification. Must be willing and able to assume high volatility in the portfolio.	Clients looking for return profile similar to FD/FMP debt instruments by investing in low risk event driven equity opportunities aiming for at least 200 to 300 basis points alpha from above mentioned debt instruments.
Investment Portfolio	Limited number of well researched stock positions enhances probability of success. Number of stocks ideally in the range of 20-25. Exposure in single stock < 20%.	Stocks selected from the universe of event-driven / corporate action based opportunities (e.g. stocks of companies undergoing corporate actions such as delisting, demerger, buy-back, open-offer, right issues etc).
Investor's expected horizon	36+ months	12-18 months
Portfolio Turnover	Very low turn-over likely	Medium turnover is most likely.
Client's risk and asset allocation	Since it is concentrated equity portfolio. It is assumed that the client has done his asset allocation. Under this plan, the portfolio may not be diversified.	This is targeted towards client's low risk debt allocation portfolio.
Use of hedging Instruments	NO	NO
Minimum Portfolio Size	Rs.50 Lakhs cash or equivalent value of approved securities per client.	Rs.50 lakhs cash or equivalent value of approved securities per client.

