

JOINDRE CAPITAL SERVICES LTD

Portfolio Management Services – Disclosure Document

Under Regulation 22 of Securities and Exchange Board of India
(Portfolio Managers) Regulation, 2020

The Disclosure Document (“**Disclosure Document**”) has been filed with the Securities and Exchange Board of India (SEBI) along with the certificate in the prescribed format in terms of Regulation 22 of the SEBI (Portfolio Manager) Regulations, 2020.

The purpose of the Disclosure Document is to provide essential information about the Portfolio Management Services to assist and enable the investors in making informed decision for engaging a Portfolio Manager.

The Disclosure Document contains necessary information about the Portfolio Manager required by an investor before investing. The investor should carefully read the Document prior to making a decision to avail the Portfolio Management Services and retain the Disclosure Document for future reference.

Details of Portfolio Manager

Name	JOINDRE CAPITAL SERVICES LTD
SEBI Registration No. (PMS):	INP000006138
Address:	JOINDRE CAPITAL SERVICES LTD 29-32, 3 rd Floor, 9/15 Bansilal Building Homi Modi Street, Fort, Mumbai-400023 Tel No. 91-22-40334731/40334733 Email: pms@joindre.com , info@joindre.com , Website: www.joindre.pms.com

Contact detail of the Principal Officer so designated by the Portfolio Manager

Name of the Principal Officer	Mr. Jayaram Venkatasubramanian
Address:	Joindre Capital Services Ltd., Shri Lakshmi, No.5, Appakannu Lane, Lakshmipuram, Royapettah, Chennai-600014 Telephone No: 044-47 862846 E-mail: pms@joindre.com , jayaram.v@joindre.com , jayaram.v1@gmail.com

Date: 08-07-2024

Place: Mumbai



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1. Disclaimer Clause

The particulars given in this Disclosure Document have been prepared in accordance with the Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020 and the same has been filed with SEBI. This Disclosure Document has neither been approved nor disapproved by SEBI, nor has SEBI certified the accuracy or adequacy of the contents of the Disclosure Document.

Pursuant to Regulation 22 of the SEBI (Portfolio Managers) Regulations, 2020, Joindre Capital Services Ltd hereby declares that the Portfolio Management Services rendered in accordance with the content hereof, are rendered without guaranteeing or assuring, either directly or indirectly, any returns.

2. Definitions

"Act" means the Securities and Exchange Board of India, Act 1992 (15 of 1992).

"Advisory Services" shall mean the non-binding investment advisory services rendered by the Portfolio Manager to the Client. The Portfolio Manager shall be solely acting as an advisor to the Portfolio of the Client and shall not be responsible for the investment/disinvestment of Securities.

"Agreement" means the agreement between Portfolio Manager and its Client and shall include all schedules and documents attached thereto.

"Application" means the application made by the Client to the Portfolio Manager as more particularly described in the Agreement, for investing the monies and/or Securities mentioned therein with the Portfolio Manager for rendering the services.

"Assets" means the Portfolio and/or the Funds as the case may be.

"Bank Account" means one or more accounts opened, maintained and operated by the Portfolio Manager with any of the Scheduled Commercial Banks in the name of the Client or the Product (as may be applicable).

"Board" means the Securities and Exchange Board of India established under sub-section (1) of Section 3 of the Securities and Exchange Board of India Act.

"Chartered Accountant" means a Chartered Accountant as defined in Clause (b) of Sub-section (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.

"Client"/ "Investor" means the person/entity that enters into an Agreement with the Portfolio Manager for availing portfolio management service with the portfolio manager by executing the portfolio management agreement.

"Client Level" shall mean the Product under which all the Assets of the Client shall be managed on an individual basis through a separate Bank Account and Depository Account which will be opened in the name of the Client and operated by the Portfolio Manager.

"Custodian" means any person who carries on or proposes to carry on the business of providing custodial services and shall be registered with SEBI.

"Depository Account" means one or more account or accounts opened, maintained and operated by Portfolio Manager in the name of client with any depository or depository participant registered under the SEBI (Depositories and Participants) Regulations 1996.

"Disclosure Document" shall mean this disclosure document filed by the Portfolio Manager with SEBI and as may be amended by the Portfolio Manager from time to time pursuant to the Regulations.



"Discretionary Portfolio Management Services" shall mean the portfolio management services rendered to the Client, by the Portfolio Manager individually and independently, exercising its full discretion and/or advising and/or directing and/or undertaking on behalf of the Client, in respect of investments or management or administration of the Portfolio of the Assets of the Client in accordance with the various provisions of the Act, Rules, Regulations and/or laws in force and amendments made therein from time to time and on the terms and conditions set out in this Agreement.

"Non-Discretionary Portfolio Management Services" shall mean service wherein Portfolio Manager shall manage the Assets in accordance with the directions of the Client under oral or written consents/ instructions.

"Fees/Advisory Fee" shall mean any consideration including lump sum payable by the Client for availing of Portfolio Manager Services.

"Funds" means the monies managed by the Portfolio Manager on behalf of the Client pursuant to the Agreement and includes the monies mentioned in the Application, any further monies that may be placed by the Client with the Portfolio Manager from time to time, for being managed pursuant to this Agreement, the proceeds of the 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.

"Financial year" means the year starting from April 1 and ending on 31st March of the following year.

"Net Asset Value" (NAV) for the Products shall be calculated using the following method: NAV= Market value of all investments + Cash + Balance in ledger account with broker + Dividend/interest receivable - accrued expenses including Portfolio Management Fee.

"Nonresident Indian (NRI)" shall have the meaning defined under Foreign Exchange Management Act, 1999.

"Parties" means the Portfolio Manager and the Client.

"Person" includes any individual, partners in partnership, central or state government, company, body corporate, co-operative society, corporation, trust, society, Hindu Undivided family or any other body of persons, whether incorporated or not.

"Portfolio Manager" means any person who pursuant to a contract or arrangement with a Client, advises or directs or undertakes on behalf of the client the management or administration of portfolio of securities or the funds of the client, as the case maybe. For the purpose of this Disclosure Document, Portfolio Manager is Joindre Capital Services Limited.

"Portfolio" means the Securities managed by the Portfolio Manager on behalf of the Client pursuant to this Agreement and includes any Securities mentioned in the Application, any further Securities that may be placed by the Client with the Portfolio Manager from time to time, for being managed pursuant to this Agreement, Securities acquired by the Portfolio Manager through investment of Funds and bonus and rights shares in respect of Securities forming part of the Portfolio, so long as the same is managed by the Portfolio Manager.

"Principal Officer" means a director or any senior management employee of the Portfolio Manager, who is responsible for the activities of the portfolio management and has been designated as principal officer by the Portfolio Manager.

"Regulations" means the Securities and Exchange Board of India (Portfolio Managers) Regulation, 2020, and as may be amended from time to time.

"SEBI" means the Securities and Exchange Board of India established under sub-section (1) of Section 3 of the Securities and Exchange Board of India Act 1992.



"Product" means any current investment Products or such Products that may be introduced at any time in the future by the Portfolio Manager.

"Securities" means the securities defined in the Securities Contracts (Regulation) Act, 1956 and includes:

- i. Shares, Scrip's, Stocks, Bonds, Debentures, Debenture Stock or other marketable securities of a like nature in or of any incorporated company or other body corporate;
- l(a) Derivative;
- l(b) Units or any other instrument issued by any collective investment scheme to the investors in such schemes;
- l(c) Security receipt as defined in clause (zg) of section 2 of the Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002;
- l(d) Units or any other such instrument issued to the investors under any mutual fund scheme;
- l(e) Government securities;
- l(f) such other instruments as may be declared by the Central Government to be securities; and Rights or interest in securities;

Any reference to laws and regulations in this document shall be deemed to include such laws and regulations as may be amended, revised, updated and/or supplemented from time to time. Words and expressions used in this Disclosure Document and not expressly defined shall be interpreted according to their general meaning and usage.

3. Description

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

Joindre Capital Services Ltd. was incorporated in the year 1995 by a group of professionals who had vast experience in Capital Market in their individual capacities. The Company is listed on BSE and trading cum clearing member of BSE/NSE in cash and derivative segment and trading member of MSEI in currency derivatives. The Company is also a Depository Participant of Central Depository Services Ltd. and providing depository services to the Clients. Joindre started offering Portfolio Management Service on the 5th of November 2018 and the company has a qualified and experienced team of professionals who have been successfully and efficiently managing the client's funds.

b) Promoters of the Portfolio Manager and Directors:

1. Mr. Anil Mutha

Mr. Anil Mutha is one of the promoters of the Company and is the Whole Time Directors of the company since its inception. He is B. Com, A.C.A., LLB, M. Com and A.C.W.A., having capital market experience of more than 3 decades. He is also a director in M/s. Mutha Resources Pvt. Ltd.; M/s. Ringmen Investment & Finance Pvt. Ltd. and M/s. Mutha Industries Pvt. Ltd.

2. Mr. Subhash Agarwal

Mr. Subhash Agarwal is one of the promoters of the Company and is the Whole Time Directors of the company since its inception. He is B.Com, A.C.A., having capital market experience of more than 3 decades. He is also a director in M/s. Pinky Ventures Pvt. Ltd.

3. Mr. Dinesh Khandelwal

Mr. Dinesh Khandelwal is one of the promoters of the Company and is the Whole Time Directors of the company since its inception. He is B.Com, having capital market experience of more than 3 decades.

4. Mr. Paras Bathia

Mr. Paras Bathia is one of the promoters of the Company and is the Whole Time Directors of the company since 9th July 1998. He is B.Com, having capital market experience of more than 3 decades.



