Key information and disclosure document for advisory services under Portfolio Management Services undertaken by Angel One Investment Managers & Advisors Private Limited (IFSC Branch)

Key Information	
Entity Name	Angel One Investment Managers & Advisors Private Limited (IFSC Branch)
Brand Name	"**AOIMAPL by Angel One**" or " **Ionic Asset**"
Type of Registration	Registered FME (Non-retail)
FME Registration no.	FDM2025FNR0810
Validity of registration	Perpetual
CIN	U66190MH2024PTC426314U
Registered Address	Office No. 601, 6th Floor, Ackruti Star, Chakala MIDC, Central Road, Mumbai - 400093, Maharashtra, India.
IFSC Branch Address	Unit no. 163, Ground floor, Pragya Accelerator-II, Building – 15 B, Block 15, Road No. 1C, Zone – 1, GIFT SEZ, GIFT City, Gandhinagar, Gujarat - 382355
Contact	8657977424

Investment advisory disclosure document for investment advisory services as a part of Portfolio Management Service (PMS) activity under Fund Management Entity (FME) undertaken by Angel One Investment Managers & Advisors Private Limited (IFSC Branch) (hereinafter referred to as AOIMAPL)

The purpose of the investment advisory disclosure document ("**Disclosure Document**") is to provide essential information about the investment advisory services in a manner to assist and enable the Investors in making decisions for engaging an investment advisor.

i. The necessary information about the Investment Adviser is disclosed in this Disclosure Document and the Investor is advised to carefully read the entire document and is advised to retain it for future reference.
ii. The name, phone no., e-mail address of the Compliance Officer so designated by the Investment Advisor is:

Name of the Compliance Officer	Miss. Khushboo Thakker
Email	khushboo.thakker@ionic.in
Phone	+919427028138

1. Disclaimers:

i. Investments in securities markets are subject to market risks. Read all the related documents carefully before investing.
ii. This document is intended only for the personal use of the prospective investors to whom it is addressed or delivered and must not be reproduced or redistributed in any form to any other person without prior written consent of Angel One Investment Advisors & Private Limited (IFSC Branch).
iii. This document does not purport to be all-inclusive / comprehensive, nor does it contain all the information which a prospective investor may desire for making decisions for engaging the Investment Advisor.

2. Background of the Investment Advisor:

i. Brief profile of the Angel One Investment Managers & Advisors Private Limited ("The company")

Angel One Investment Managers & Advisors Private Limited (IFSC Branch) is registered as a Fund Management Entity under International Financial Services Centre Authority (Fund Management) Regulations, 2025 as amended from time to time and the circulars and guidelines issued there under from time to time, vide IFSCA Reg. No.: FDM2025FNR0810 dated March 25, 2025.

Promoters of Angel One Investment Managers & Advisors Private Limited

a. Angel One Wealth Limited, Promoter

Angel One Investment Managers & Advisors Private Limited is promoted by Angel One Wealth Limited (formerly known as Angel One Wealth Management Limited) (hereinafter referred to as "**AOWL**"). AOWL carries on the business of providing all kind of distribution services, wealth management, insurance products including life, general and health and financial planning products in accordance with the applicable laws and to carry on the business of advising on investments in stocks, shares, securities, debentures, bonds, warrants, depository receipts, commodities, currency, real estate, options, derivatives and all kinds of financial instruments including portfolio management services, mutual funds, market linked debentures, fixed income products, structured products, alternate products, corporate fixed deposits, gold related products, primary & secondary market corporate bonds, small savings investment plans, retirement plans, IPOs, REITs, INVITs, unit linked policies, insurance policies, and any other wealth management products either onshore or offshore and providing financial and investment advisory services, management and facilitation services, conducting analysis, assessment and research, related to any industry, funds, national and international stock market and providing investment recommendations, and consultancy or broking services to any person whether in India or abroad including but not limited to Individuals, government, semi-government, venture capital funds, private investors, angel investors, trusts, institutional investors, banks, companies, bodies corporate (whether incorporated or not), in India or abroad and to act as managers, advisors, brokers, executors, trustees, administrators, attorneys, representative, or nominee and to manage the investments, assets and funds of such persons. AOWL also has technological capabilities to develop tech platforms like internal business management software, customer facing websites and mobile applications; and automation of processes.

ii. Profiles of the Board of Directors of the Company

a. Mr. Dharmendra Jain – Executive Director

Mr. Dharmendra Jain was the head of Investment Products and Solutions at Kotak Private since Dec 2018. He was instrumental in charting out the investment strategy across asset classes suitable for wealthy individuals, domestic corporates and non-resident Indians. He managed a team of 15 high quality professionals in product management. Product conceptualization and development, scanning best-in-class product providers, due diligence, commercial negotiations and marketing through internal stakeholders were his key objectives.

He has played a key role in recognizing the changing preference of HNIs and UHNIs and accordingly built a strong alternates platform for Kotak Private. Kotak Private is one of the preferred partners for raising private capital through AIFs. A project to upskill and made remarkable impact on relationship managers to adapt to new paradigms.

He was a part of the leadership team in Kotak Private and was an official spokesperson for Kotak Investment Advisors.

He is Chartered Accountant and have Bachelor Degree in Commerce. He has overall experience of more than 2 decades with more than 16 years in wealth management. Prior to Kotak, he was the Head of Investment Solutions at ASK Wealth Advisors, a boutique wealth and asset management firm. He was a part of the key leadership and strategy team in his 7 years stint with ASK. He has also worked in ICICI Bank between 2006 to 2011 in International Banking Group assisting NRI clients for their investments in India products.

b. Mr. Amit Majumdar – Non-Executive Director

Amit Majumdar is the Director of Angel One Investment Managers & Advisors Private Limited and is also a Whole-time Director of Angel One Limited, the ultimate holding company and a Director of Angel One Wealth Limited (formerly known as Angel One Wealth Management Limited), holding company. With almost 3 decades of experience in the financial services industry, he brings deep expertise across business strategy and growth, mergers and acquisitions, operations, risk

management, and compliance.. Amit has a proven track record of driving profitable retail scale operations in dynamic market environments, leading large teams, and executing business process reengineering initiatives. His leadership is defined by a relentless focus on sustainable growth, operational efficiency, and long-term value creation. Before rejoining Angel One, Amit held senior leadership roles at Wellspring Healthcare Pvt. Ltd. and AGS Transact Technologies Ltd. In his prior assignments, he had contributed to strategic and financial advisory mandates at leading firms including EY, Chohung Bank, Rabo India Finance Pvt. Ltd. (a wholly owned subsidiary of Rabobank International), and Ambit Corporate Finance Pte Ltd.. From 2004 to 2015, during his earlier stint at Angel One as Executive Director and Chief Strategy Officer, Amit played a pivotal role in driving sustained, profitable growth and building scalable, efficient operations that contributed to the company's market leadership.

c. Mr. Subhash Menon – Non-Executive Director

Subhash Menon is a Director of Angel One Investment Managers & Advisors Private Limited and is also the Chief Human Resources Officer of Angel One Limited, the ultimate holding company and a Director of Angel One Wealth Limited (formerly known as Angel One Wealth Management Limited), holding company. He has been associated with Angel One Group since November 17, 2015. With over 20 years of expertise, steers Angel One's HR strategy. Under his leadership, Angel One has been recognized as one of the Best Workplaces in India for 3 consecutive years (Ranked 25 out of 100 Best Companies to work for in 2024) along with several other recognitions like Best Workplace in FinTech, for Women & for Millennials and India. Since joining in November 2015, he's transformed HR policies, processes, boosting productivity with best in class learning and development initiatives, shaping up not only the very core of HR at Angel One, but also fostering diversity, inclusivity and equal opportunities for all. He holds a Bachelor's degree of Science from University of Mumbai and Master of Human Resources Development Management from Narsee Monjee Institute of Management Studies. Prior to joining this, Subhash worked with IndiaFirst Life Insurance Co. Ltd. in leadership roles helping the company achieve industry recognition for its workplace environment. He also served in significant HR roles at SBI Life Insurance Co. Ltd., and USV Limited.

3. Disciplinary history:

a. No penalties / directions have been issued by IFSCA under the IFSCA Regulations made there under against the FME relating to Advisory services.

b. There are no pending material litigations or legal proceedings, findings of inspections or investigations for which action has been taken or initiated by any regulatory authority against the Investment Adviser or its Directors, or employees.

4. Services offered and terms of offerings:

AOIMAPL shall provide non-binding investment advisory services to the Client, including but not limited to advice relating to investing in, purchasing, selling or otherwise dealing in Securities, and advice on investment portfolio containing Securities, whether written, oral or through any other means of communication for the benefit of the Client and shall include financial planning.

The advisory services offered would include:

a. Advising on investment opportunities across asset classes
b. Structure standardized or customized model portfolios
c. Advise on various Securities (public and private market) and portfolio containing Securities and structuring of financial instruments
d. Advise on corporate treasury
e. Financial planning involving analysis of Clients' current financial situation, identification of their financial goals, and developing and recommending financial strategies to realize such goals.
f. any other services incidental to the above.

While AOIMAPL will render investment advisory services, the discretion to execute the transactions and responsibility for execution /settlement of the transactions will lie solely with the Client.

The performance / returns of the Securities advised may vary significantly from the data depicted by the Investment Advisor. The data depicted by the Investment Advisor is not verified by any regulatory authority and does not provide any guarantee of returns or performance. The Investment Advisor does not provide any guarantee on the future performance. No claims may be made or entertained for any variances between the performance depictions and that of the Securities within Client portfolios. Neither the Investment Adviser, nor its Directors, employees, affiliates shall in any way be liable for any variation noticed in the returns of individual portfolios. Performance of AOIMAPL shall have no bearing on the expected performance of a Client's portfolio. AOIMAPL also does not guarantee or assure any minimum or risk-free returns. Past performance of the financial products, instruments and the Securities advised by AOIMAPL may or may not be sustained in future and should not be used as a basis for comparison with other investments.

5. Risk Factors:

The value of the investments and the expected returns may be affected generally by factors affecting financial and securities markets, such as price and volume, volatility in interest rates, currency exchange rates, changes in regulatory and administrative policies of the Government or any other appropriate authority (including tax laws) or other political, economic, and other developments as detailed below:

i. Portfolio entities/ Companies Risk: The performance of the model portfolio will depend upon the business performance of the portfolio entities. Investment Adviser focuses on studying the business and the sustainability with focus on studying the balance sheet will help the Investment Adviser in mitigating these sector or company risks.

ii. Valuation Risk: Investment Adviser will assess the portfolio entities from varied valuation parameters in order to establish whether the valuations are reasonable while creating the model portfolio and reassess the same from time to time.

iii. Market Risk: Investment Adviser endeavours to create a portfolio of entities /companies using bottom-up fundamental research rather than trying to time the markets. However, in order to mitigate Market Risk, the Investment Advisor will monitor and analyse the market and economic circumstances from time to time that may affect the performance of the portfolio entities.

iv. Liquidity Risk: While investing in equities and Portfolio Entities, liquidity constraints are potential near-term risk while investing and disinvesting the Portfolio Entities. The Investment Adviser endeavours to mitigate the risks by creating a portfolio with a medium to long term time horizon.

v. Other Risks: The advisory portfolio offered by the Investment Advisor is suitable for clients with "Aggressive"/ "High Risk" risk profile. The Investment Advisory does not offer any assured / guaranteed returns.

The Investment Adviser shall not incur any liability by reason of any loss, which a Client may suffer by reason of any depletion in the value of the assets under advice, which may result by reason of fluctuation in asset value, or by reason of non-performance or underperformance of the securities/funds or any other market conditions.

6. Holdings and Disclosure of Interest:

AOIMAPL or its affiliates or employees/directors or funds advised/managed by AOIMAPL may have same or contra positions in personal or fiduciary capacity in the securities/stocks advised to the Clients. Investors should take caution while executing the advice based on their risk/return profile and suitability.

7. Conflict of Interest:

Considering AOIMAPL is registered as FME may act as Investment Manager to IFSCA registered AIF. a potential conflict of interest could be perceived between the investments and disinvestments decisions undertaken by the schemes/AIF managed by it and investments and disinvestments advise provided to investment advisory clients.

The conflicts of interest may arise in relation to the various activities carried out by AOIMAPL and its affiliate/group entities and their respective directors/partners, officers employees, agents, it's associates/ affiliates/ group companies and their respective directors/officers/employees/agents (collectively, the "**Relevant Parties**") which are engaged in broad spectrum of activities in the financial services sector.

There could be multiple portfolios/schemes/funds under the management of AOIMAPL as a Portfolio Manager/Investment Manager/Advisor to other funds/approaches and/or any of the Relevant Parties, thereby presenting possibility of conflict of interest in allocating investment opportunities amongst portfolios. AOIMAPL will endeavour to resolve any such conflicts in a reasonable manner as it deems fit.

The Relevant Party(ies) shall exercise a standard of good faith in their dealings with the various activities and any of its investee entities. AOIMAPL will be transparent and make disclosures with respect to conflicts of interest situation that AOIMAPL determines may have arisen (or which seem likely to arise) between the Relevant Parties and the various activities of AOIMAPL (or any of its investee entities).

AOIMAPL maintains and operates effective organisational and administrative arrangements with the view of taking all reasonable steps to identify, continuously monitor and manage conflicts of interest. Some of the potential conflicts of interest situations are provided below. It is not intended to provide a comprehensive list of conflicts of interest or account of the processes and procedures which AOIMAPL adopts in connection with the management of conflicts of interest but is instead intended to be a statement of principles with which AOIMAPL seeks to manage foreseeable conflicts of interest. AOIMAPL may identify additional conflicts of interest situations from time to time, which will be managed/mitigated with the help of the principles identified herein and by also taking into account further processes which AOIMAPL may develop over the period of time. The following are the potential conflicts of interest situations that may arise:

a. The Relevant Parties providing services to the Investor will have, in addition to their responsibilities for the Investor, responsibilities for other companies, projects and clients. Accordingly, they may have conflicts of interests in allocating management time and other resources amongst the various activities of AOIMAPL and such other projects and clients.

b. AOIMAPL and/or any of the Relevant Parties can act as manager/advisor to any of the portfolio entity/ies, charge fee for the services rendered to them, provide broad range of financial services, from time to time and earn fee in addition to the fee charged to the Investor.

c. AOIMAPL, as Portfolio Manager or Investment Advisor or Investment Manager, may affect transactions in securities and/or provide services to investee entities in respect of which any of its affiliate/group company may benefit from a commission or fee.

d. AOIMAPL and/or any of the Relevant Parties, while managing the funds of Investor, may from time-to-time effect transactions in securities in which AOIMAPL may have a financial or other business interest.

e. AOIMAPL and/or any of the Relevant Parties and/or its advisory clients or managed clients like mutual funds may have existing similar or contra positions in the stocks/ recommended in the client's account and may execute their trades at different timeline.

f. AOIMAPL may or may not have a similar position as approach/advise in its other products/services funds where it acts as portfolio manager/investment manager/advisor.

g. Certain Relevant Parties may also serve as employees or partner(s)/director(s) of the company within the group. In such situations, the employee or director is considered to be in a "dual hat" situation, which may result in conflicts of interest due to duties to differing entities.

h. The attorneys, accountants, and other professionals, who perform services for AOIMAPL may, and in some cases do, also perform services for the Relevant Parties.

i. AOIMAPL while acting as the investment manager, portfolio manager of the schemes/funds/PMS may from time-to-time effect transactions in securities issued by a investee entity that is otherwise a (i) client or (ii) investee company of any of the affiliate/associate/group companies of AOIMAPL or of the team of AOIMAPL. It may also effect transactions by the fund/approach in securities in which an affiliate/associate/group company may have a financial or other commercial interest at any time;

j. Investments in investee entities in which Relevant Parties have Interests AOIMAPL while acting as the portfolio manager/Investment Manager may from time-to-time effect transactions in securities issued by a investee entity that is otherwise a (i) client or (ii) investee company of any of the affiliate/associate/group companies of AOIMAPL or of the team of AOIMAPL. It may also effect transactions by the approach in securities in which an affiliate/associate/group company may have a financial or other commercial interest at any time;

k. Purchase from and sale of investments to Relevant Parties
AOIMAPL may purchase investments from or sell investments to Relevant Parties. In such cases, conflicts may arise in determining the price and terms of the sale or purchase as the case may be.

l. The Investment Manager/Sponsor and/or its associates/affiliates may make warehoused investments in the Entities within the advisory strategies. The transfer of such warehoused investments to the fund is expected to be at such price as the Investment Manager may decide in accordance with this Memorandum, which may not necessarily reflect an accurate intrinsic value of the warehoused investment.

m. The Client shall not be under any obligation to avail the execution, or any other such services offered by the advisory division of AOIMAPL or affiliate of AOIMAPL.

8. Other Disclosures:

This document is intended only for the personal use of the prospective investors (herein after referred as the Clients) to whom it is addressed or delivered and must not be reproduced or redistributed in any form to any other person without prior written consent of AOIMAPL. This document does not purport to be all-inclusive, nor does it contain all of the information which a prospective investor may desire. This document is neither approved, certified nor its contents is verified by IFSCA.

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AOIMAPL (including its affiliates) and any of its Directors, officers, employees, and other personnel will not accept any

liability, loss, damage of any nature, including but not limited to direct, indirect, punitive, special, exemplary, consequential, as also any loss of profit in any way arising from the use of this document or any information in any manner whatsoever.

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Prospective investors/clients are advised to review this Document, the Disclosure Document, the Client Agreement, representations and presentation(s) and other related documents carefully and in its entirety and seek clarification wherever required from the IFSCA Registered Intermediary/ AOIMAPL. Prospective investors should make an independent assessment, and consult their own counsel, business advisor and tax advisor as to legal, business and tax related matters concerning this document and the other related documents before investing with /though AOIMAPL.

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AOIMAPL (including its affiliates) may offer services in nature of advisory, consultancy, portfolio management, investment management of funds which may conflict with each other.

AOIMAPL operates from within India and is subject to Indian laws and any dispute shall be resolved in the courts of Gandhinagar, Gujarat only unless different place is mentioned in the Investment Advisory Agreement.

9. Nature of costs and expenses for Clients:

Fees & charge relating to investment advisory services is referred in the Investment Advisory Agreement.

10. Investor services:

Grievance Redressal and Dispute Settlement Mechanism

The Investment Adviser has in place a dedicated system for addressing all complaints regarding service deficiencies or causes for grievance, for whatever reason, in a reasonable manner and time. If the Investor remains dissatisfied with the remedies offered or the stand taken by the Investment Adviser, the Investor may approach the IFSCA under whose purview the product is being regulated.

All disputes, differences, claims and questions whatsoever arising between the Client and the Investment Adviser and/ or their respective representatives shall be settled in accordance with and subject to the provisions of The arbitration & Reconciliation Act, or any statutory requirement, modification or re-enactment thereof. Such Arbitration proceedings shall be held at Gandhinagar or such other place as the Investment Adviser thinks fit.