

KEY INFORMATION AND DISCLOSURE DOCUMENT FOR INVESTMENT ADVISORY SERVICES UNDERTAKEN BY IIFL WEALTH MANAGEMENT LIMITED

The purpose of the 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.

The necessary information about the Investment Advisory is disclosed in this Disclosure Document and the Investor is advised to carefully read the entire document before making a decision and should retain it for future reference. Investors may view the updated document at website of the Investment Advisor.

The name, phone no., e-mail address of the Compliance Officer so designated by the Investment Advisor is:

Name of the Compliance Officer: Mr. Ashutosh Naik	
Phone:	(+91 - 22) 3958 5600
Email:	compliance_ia@iiflw.com
Website:	www.iiflw.com

1. DISCLAIMER

This document has been prepared in pursuant to regulation 15 and 18 of the Securities and Exchange Board of India (Investment Advisers) Regulations, 2013. This document has neither been approved nor disapproved by SEBI, nor has SEBI certified the accuracy or adequacy of the contents of this Document.

2. DEFINITIONS:

In this Disclosure Document, unless the context or meaning thereof otherwise requires, the following expressions shall have the meaning assigned to them hereunder respectively:

- a) "Act" means the Securities and Exchange Board of India Act, 1992 (15 of 1992);
- b) "Board" means the Securities and Exchange Board of India;
- c) "Client" or "Investor" means any person who registers with the Investment Adviser and enters into an Agreement with the Investment Adviser for availing the services of Investment Advisory;
- d) "Investment Advisory Services Agreement" includes contract entered between the Investment Adviser and the client for availing investment advisory services;
- e) "Investment Adviser" means IIFL Wealth Management Ltd, a company incorporated under the Companies Act, 1956 and having its corporate office at IIFL Centre, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel (W), Mumbai 400 013;
- f) "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;
- g) "Securities" shall include shares, scrips, stocks, bonds, warrants, options, futures, convertible debentures, non-convertible debentures, securitized instruments, fixed return investment, equity linked instruments or other marketable Securities of a like nature in or of any incorporated company or other body corporate,

IIFL WEALTH MANAGEMENT LIMITED

REGD. OFFICE:

IIFL HOUSE, SUN INFOTECH PARK, ROAD NO.16V, PLOT NO. B-23, MIDC, THANE INDUSTRIAL AREA, WAGLE ESTATE, THANE - 400 604. INDIA

(An IIFL Holding Company)

www.iiflw.com

CORPORATE OFFICE:

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TEL: (91-22) 3958 5600 | FAX: (91-22) 4646 4706

CIN: U74140MH2008PLC177884

negotiable instruments including issuance Bills of Exchange, deposits or other money market instruments, commercial paper, certificates of deposit, units issued by Mutual Funds (whether listed or unlisted), units of collective investment scheme, units of Venture Capital / Alternative investment funds, units/securities of REITs, investment products, portfolio management schemes managed by portfolio managers, mortgage backed or other asset backed Securities issued by any institution or body corporate cumulative convertible preference shares issued by any incorporated company and Securities issued by any incorporated company and Securities issued by the Central Government or a State Government for the purpose of raising public loan and having one of the forms specified in Clause 121 of Section 2 of the Public Debt Act 1944, American Depository Receipts, Global Depository Receipts, securities/units issued by offshore entities, any other new form of capital or money market instruments that maybe issued in the future by any incorporated company/ firm/ institution or Government subject to the same being permissible under applicable law and shall also include securities as defined under Securities Contracts (Regulation) Act, 1956;

Words and expressions used in this disclosure document and not expressly defined shall be interpreted according to their general meaning and usage. The definitions are not exhaustive. They have been included only for the purpose of clarity and shall in addition be interpreted according to their general meaning and usage and shall also carry meanings assigned to them in regulations governing Investment Advisory Services.

3. BACKGROUND OF INVESTMENT ADVISER

a) History, Present Business and Background of the Investment Adviser:

IIFL Wealth Management Limited (IIFLW) has been incorporated on January 17, 2008 under the Companies Act, 1956. IIFLW Services Limited is registered with SEBI as Portfolio Manager, Stock Broker, Depository Participant and Investment Advisor. IIFLW is also registered with AMFI as a distributor of mutual funds. IIFLW provides wealth management services to various HNI / Ultra HNI clients and inter alia distributes various securities and financial products, including mutual funds, alternative investment funds, debentures and structured products. IIFLW acts as the Sponsor to IIFL Mutual Fund, Co-Sponsor to Schemes of Alternative Investment Funds; The associate/group companies of IIFLW acts as Investment Manager to schemes of Mutual Funds, Alternative Investment Funds, Venture Capital Funds, provides Portfolio Management Services, Trustee Services, Investment Advisory Services, Distribution Services, Non-Banking Financial Services, Housing Finance, Merchant Banking Services, Business Process Outsourcing activities.

Registration Details of IIFLW:

1] CIN No.: U74140MH2008PLC177884; 2] SEBI PMS Regn. No INP000002676: 3] Stock Broker Registration: National Stock Exchange of India Ltd. SEBI Regn. No. : INZ000011437, Bombay Stock Exchange Ltd. SEBI Regn. No.: INZ000011437 4] SEBI DP Regn. IN-DP-271-2016; 5] AMFI Regn No. : 5956 6] Investment Adviser : INA000007067.

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b) Promoters of the Investment Adviser, directors and their background:

i. Promoters of IIFL Wealth Management Ltd.

IIFLW is subsidiary of IIFL Holdings Limited (IIFL). IIFL and its subsidiaries, is one of the leading players in the Indian financial services space. IIFL offers advice and execution platform for the entire range of financial services covering products ranging from Equities and derivatives, Wealth management, Asset management, Insurance, Fixed deposits, Loans, Investment Banking, GOI bonds and other small savings instruments.

ii. The Board of Directors of IIFL Wealth Management Ltd.

MR. NIRMAL JAIN (Chairman & Director)

Nirmal Jain, MBA (IIM, Ahmedabad) and a Chartered and Cost Accountant, founded India's leading financial services company India Infoline Ltd. in 1995, providing globally acclaimed financial services in equities and commodities broking, life insurance and mutual funds distribution, among others. Mr. Jain began his career in 1989 with Hindustan Lever's commodity export business, contributing tremendously to its growth. He was also associated with Inquire- Indian Equity Research, which he co-founded in 1994 to set new standards in equity research in India.

MR. R. VENKATARAMAN (Director)

R Venkataraman, co-promoter and Executive Director of India Infoline Ltd., is a B. Tech (Electronics and Electrical Communications Engineering, IIT Kharagpur) and an MBA (IIM Bangalore). He joined India Infoline board in July 1999. He previously held senior managerial positions in ICICI Limited, including ICICI Securities Limited, their investment banking joint venture with J P Morgan of USA and with BZW and Taib Capital Corporation Limited. He was also Assistant Vice President with G E Capital Services India Limited in their private equity division, possessing a varied experience of more than 16 years in the financial services sector.

MR. KARAN BHAGAT (Managing Director)

Mr. Karan Bhagat has an experience of more than 13 years. He holds an M.B.A. finance from IIM Bangalore. He was associated with Kotak Group for more than 3 years in their Wealth Management division. Karan has been leading the IIFL Wealth group for more than 7 years, which he founded in 2008.

MR. YATIN SHAH (Whole Time Director)

Mr. Yatin Shah has an experience of more than 13 years. He holds an M.Sc. in Finance from Cass Business School, London. He started his career with Khandawala Securities in Equity Research. Earlier he was associated with Kotak Group for more than 3 years in their Wealth Management division.

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MR. NILESH VIKAMSEY (Independent Director)

Mr. Vikamsey is a practicing Chartered Accountant for 27 years and Senior Partner at M/s Khimji Kunverji & Co., Chartered Accountants, a member firm of HLB International, a world-wide organization of professional accounting firms and business advisers, ranked amongst the top 12 accounting groups in the world. Mr. Vikamsey is an elected member of the Central Council of Institute of Chartered Accountant of India (ICAI). He is Board Member of India Infoline Ltd. since February 2005

MR. AMIT SHAH

Mr. Amit Shah is a Chartered Financial Analyst (CFA) from ICFAI and holds a graduate degree in Commerce. He has more than fifteen years of experience in the financial services industry, including nine years advising institutional investors in North America and Singapore. Prior to IIFL, Amit has been associated with Kotak and CITI Groups Wealth Management business.

MS. GEETA MATHUR (Independent Director)

Mrs. Geeta Mathur is a Chartered Accountant, specialising in the area of project, corporate and structured finance, treasury, investor relations and strategic planning. She started her career with ICICI, where she worked for over 10 years in the field of project, corporate and structured finance as well represented ICICI on the Board of reputed companies such as Eicher Motors, Siel Limited etc. She then worked in various capacities in large organisations such as IBM and Emaar MGF across areas of Corporate Finance, Treasury, Risk Management and Investor relations. She is currently on the board of several large listed companies including Motherson Sumi Limited, NIIT Limited and RSWM. She is a graduate in Commerce from Shriram College of Commerce, Delhi University and did her articles with Price Waterhouse while pursuing her CA.

MR. SANDEEP NAIK:

Sandeep Naik joined General Atlantic in 2012 as head of the firm's India & Southeast Asia business, based in Mumbai. He also serves on the firm's Executive Committee. Sandeep manages and oversees all of GA's investments in the region, including House of Anita Dongre, Citius Tech, IndusInd, Garena and National Stock Exchange. Sandeep holds a BTech in Instrumentation Engineering from the University of Mumbai, an M.S. in Biomedical Engineering from the Medical College of Virginia and an M.B.A. in Finance from The Wharton School of Business, University of Pennsylvania. He was also selected as a Young Global Leader by the World Economic Forum and served on the Global Agenda Council of New Order of Economic Thinking.

MR. SHANTANU RASTOGI:

Shantanu Rastogi works from General Atlantic's Mumbai office where he focuses on investments in the Internet & Technology, Retail and Consumer, and Healthcare sectors in India. He serves on the board of directors of House of Anita Dongre. Prior to joining General Atlantic, Shantanu was a Principal at Apex Partners. Previously Shantanu was a consultant at McKinsey & Co. in Mumbai. Shantanu graduated from the Indian Institute of Technology and completed his M.B.A. at the Wharton School.

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4. DISCIPLINARY HISTORY:

- i. No penalties / directions have been issued by SEBI under the SEBI Act or Regulations made there under against the Investment Adviser relating to Investment Advisory services.
- ii. 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.

5. SERVICES OFFERED AND TERMS:

IIFLW 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 or investment products, and advice on investment portfolio containing securities or investment products, whether written, oral or through any other means of communication for the benefit of the client.

The advisory services offered would include:

- i. advising on investment opportunities across asset classes;
- ii. Structure standardized or customized model portfolios
- iii. advise on various investment products and securities (public and private market) and structuring of financial instruments
- iv. advise on corporate treasury
- v. Advise on taxation on investments and investment transactions
- vi. Advise on regulatory matters, concerning investment transactions
- vii. financial planning involving analysis of clients' current financial situation, identification of their financial goals, and developing and recommending financial strategies to realize such goals
- viii. any other services incidental to the above.

While IIFLW 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.

6. DISCLOSURES

With respect the investment advisory services offered by:

- i. The investment advisory services are being provided by Investment Advisory division of IIFLW and there is segregation of activities and arm's length relationship from other activities;
- ii. IIFLW for its own proprietary purposes may invest / divest in various securities / investments, from time to time at its own discretion which will be undertaken by a separate and dedicated team. The said segregation will ensure avoidance of conflict of interest with regard to the investment advisory and related business of the Company. Such proprietary investment transactions may at times be contrary to the investment advice or other related business or actions. The above is also applicable to activities carried on by IIFL Group activities;
- iii. IIFLW and its holding, group, associate companies are engaged in providing various financial services and in connection with any advice provided by IIFLW on securities or investment products so offered by the group

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- companies, the said group companies may earn fees or remuneration in form of arranger fees, distribution fees, depository fees, referral fees, advisory fees, management fees, trustee fees, Commission, brokerage, transaction charges, underwriting charges, issue management fees and other fees;
- iv. IIFLW is the sponsor to Schemes of Mutual Fund, Alternative Investment Funds and the subsidiaries of IIFL Wealth Management acts as Investment Manager and Trustee to Scheme(s) of Mutual Fund, Alternative Investment Funds and Venture Capital Fund (which may be part of investment advice) and accordingly they may earn management and trustee fees, for the same;
 - v. India Infoline Limited (IIL) (an associate company) and IIFLW are registered with SEBI as stock broker and would earn brokerage for any securities traded by client through IIL and/or IIFLW. However, there is no obligation on client to avail the broking services of IIL/IIFLW. IIFLW may also earn referral fees for referring the Client to any broker, including IIL / IIFLW;
 - vi. IIFLW may advise clients on securities but does not enter into principal to principal transactions with its advisory clients for such securities. Non-investment advisory clients may enter transactions on Principal to Principal with IIFL W or its subsidiaries in the normal course of its business for transacting in select securities, where IIFLW would act as a seller or a buyer of the security;
 - vii. Except to the extent required by law, IIFLW will not disclose any Confidential Information about the Client obtained during the course of preparing a financial plan for the Client to any third party without the prior consent of the Client, written or otherwise, affording the Client the opportunity to object. The term 'Confidential information' shall include Client's personal information, family details, income, expenses, investments, assets and liabilities declared by the Client;
 - viii. It may be noted that investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds unless they can afford to take the risk of losing their investment. Investors are advised to undertake necessary due diligence including specific attention towards warnings, disclaimers in document advertising materials relating to an investment product recommended before making an investment decision. For making an investment decision, investors must rely on their own examination of the Company including the risks involved. Investors should note that income from investment in such securities, if any, may fluctuate and that each security's price or value may rise or fall. Accordingly, investors may receive back less than originally invested. Neither IIFLW, its associates, group companies nor any of its employees shall be liable for any direct, indirect, special, incidental, consequential, punitive or exemplary damages, including lost profits arising in any way from the information contained in this material.
 - ix. There is no obligation or compulsion to buy or invest in the products mentioned in the presentation/report through IIFLW or its associates and you may invest in the products/services at your discretion through any other product or service provider. Any fees and charges, payable by you for the execution/distribution services availed by you, must be paid directly to the respective service provider and not through the Investment Advisory Department.

7. NATURE OF COSTS AND EXPENSES FOR CLIENTS:

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

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8. INVESTOR SERVICES:

Contact Information: Name, address and telephone number of the Clients relations officer who shall attend to the Client queries and complaints.

Name : Khushnuma Damania

Email : clientservicing@iiflw.com

Address: IIFL Wealth Management Ltd.,
IIFL Centre, Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel (W),
Mumbai - 400 013, India.
Tel: +91 22 3958 5600

The official mentioned above will ensure prompt Investor services. The Investment Adviser will ensure that this official is vested with the necessary authority, independence and the wherewithal to handle Client queries and complaints.

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 regulator 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 and Conciliation Act, 1996, or any statutory requirement, modification or re-enactment thereof. Such Arbitration proceedings shall be held at Mumbai or such other place as the Investment Adviser thinks fit

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