

FORM C

SECURITIES AND EXCHANGE BOARD OF INDIA (PORTFOLIO MANAGERS) REGULATIONS, 1993.

Name of the Portfolio Manager: GEOJIT FINANCIAL SERVICES LIMITED
(formerly known as Geojit BNP Paribas
Financial Services Limited)
34/659-P, Civil Line Road,
Padivattom, Kochi - 682024.
Ph: 0484 - 2901000
Fax: 0484 - 2979695.
CIN:L67120KL1994PLC008403

Ref: SEBI Reg. No. INP000003203

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 by an independent chartered accountant on 25th April, 2017.

Date: 25.04.2017

Place: Kochi

DISCLOSURE DOCUMENT

- 1 This document has been filed with the Board along with the certificates in the prescribed format in terms of Regulation 14 of the SEBI (Portfolio Managers) Regulations, 1993.
- 2 The purpose of the document is to provide essential information about the portfolio services in a manner to assist and enable the investors in making decisions for engaging a Portfolio Manager.
- 3 The necessary information about the Portfolio Manager required by an investor before investing and the investor may also be advised to retain the document for future reference.
- 4 All the intermediaries involved in the scheme are registered with SEBI as on the date of the document.
- 5 Details of the principal officer:

Name: Unnikrishnan K D
Address: 34/659 – P, Civil Line Road,
Padivattom, Kochi – 682 024.
Phone No.: 0484 – 2901000.

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I. Disclaimer clause

The Document has been prepared in accordance with the SEBI (Portfolio Managers) Regulations, 1993 and filed with SEBI. Document has neither been approved nor disapproved by SEBI nor has SEBI certified the accuracy or adequacy of the contents of the Document.

II. Definitions

- a)DOCUMENT Document refers to the disclosure document.
- b)GFSL GFSL shall mean Geojit Financial Services Limited
- c)HUF HUF shall mean the Hindu Undivided Family as defined in Section 2(31) of the Income Tax Act, 1961.
- d)NRI NRI shall mean Non-resident Indian as defined in Section 2 (30) of the Income Tax Act, 1961.
- e)NAV 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.
- f)OCB OCB shall mean Overseas Corporate Bodies.
- g)PMS PMS shall mean Portfolio Management Services offered by Geojit.
- h)RBI RBI shall mean the Reserve Bank of India
- i)SEBI SEBI shall mean the Securities and Exchange Board of India.

III Company Profile

About the Company

Geojit Financial Services Limited today is a leading investment services company in India with a growing strategic presence in the Middle East.. The company rides on its rich experience in the capital market to offer its clients a wide portfolio of savings and investment solutions. The gamut of value-added products and services offered ranges from equities and derivatives to Mutual Funds, Life and General Insurance and third party Fixed Deposits. The needs of over 8,50,000 clients are met via multichannel services, a countrywide network of 511 offices, dedicated Customer Care centre, Internet and also through the state of the art Mobile Trading platform. Geojit also has membership in the National Stock Exchange of India Limited (NSE), the Bombay Stock Exchange Limited (BSE) and Metropolitan Stock Exchange of India Limited (MSEIL) and is listed in the NSE and BSE. In 2007, global banking major BNP Paribas joined the company's other major shareholders - Mr. C. J. George, KSIDC (Kerala State Industrial Development Corporation)

and Mr.RakeshJhunjunwala -when it took a stake to become the single largest shareholder. Strategic joint ventures and business partnerships in the Middle East Asia have provided the company with access to the large. Non-Resident Indian (NRI) population in the region. Geojit has an extensive presence in the Middle East region via joint ventures and partnerships. Barjeel Geojit Securities LLC, its joint venture with the Al Saud group is headquartered in Dubai, in the United Arab Emirates, and owns branches in Abu Dhabi, Al Ain and Sharjah. Al Oula Geojit Capital Co., the joint venture with the Al Johar group in Saudi Arabia is headquartered in Riyadh with a branch in Dammam.BBK Geojit Securities Co. K.S.C.C., located in Kuwait, is a joint venture with Bank of Bahrain and Kuwait and JZA. QBG Geojit Securities LLC is the joint venture with Qurum Business Group (QBG) and National Securities Co. and based in Oman. The company also has presence in Bahrain through a business partnership with Bank of Bahrain and Kuwait.

Evolution of the company

It all started in the year 1987 when Mr. C. J. George and Mr.Ranajit Kanjilal founded Geojit as a partnership firm. In 1993, Mr.Ranajit Kanjilal retired from the firm and Geojit became the proprietary concern of Mr. C .J. George. In 1994, it became a Public Limited Company named Geojit Securities Limited. The Kerala State Industrial Development Corporation Ltd. (KSIDC), in 1995, became a co- promoter of Geojit by acquiring a 24 percent stake in the company, the only instance in India even today, of a government entity-participating in the equity of a stock broking company. The year 1995 also saw Geojit being listed on the leading regional stock exchanges. Geojit listed at Bombay Stock Exchange, Mumbai (BSE) in the year 2000. The company's wholly owned subsidiary, Geojit Commodities Limited, launched Online Futures Trading in agri-commodities, precious metals and energy futures on multiple commodity exchanges in 2003.

This was also the year when the company was renamed as Geojit Financial Services Ltd. (GFSL). With effect from July 2005, the company is also listed at The National Stock Exchange (NSE).OnDecember 31, 2007, the company closed its commodities business and surrendered its membership in the various commodity exchanges held by Geojit Commodities Ltd. Global banking major BNP Paribas took a stake in the year 2007 to become the single largest shareholder. Consequently, Geojit Financial Services Limited was renamed Geojit BNP Paribas Financial Services Ltd. In 2017, following a mutually agreed upon change in the shareholder agreement, Geojit reverted to its earlier name of Geojit Financial Services Limited. The Board consists of professional directors; including a Kerala Government nominee. The Company is a charter

member of the Financial Planning Standards Board of India and is one of the largest Depository Participant (DP) brokers in the country.

Depository Services:

Depository Participant of National Securities Depository Ltd. (NSDL) &CDSL. The services offered include dematerialization of securities, handling of demat transactions, pledging and hypothecation of securities.

Distribution of Financial Products:

A range of financial products like mutual funds, insurance, bonds and Initial Public Offering (IPO) are distributed through its network of branches and online capabilities. GFSL has a dedicated sale team for marketing and distribution of financial products.

Derivatives Broking:

Offers trading and clearing services for index futures index options, stock futures, stock options and currency on the NSE, BSE and MSEIL.

NRI Services:

Offers related services currently to NRIs in the UAE, through a joint venture with Barjeel Geojit Securities LLC, Dubai having offices at Dubai, Abu Dhabi, Ras Al Khaimah, Sharjah. In Saudi Arabia through Al Oula Geojit Capital Company having office at Riyadh, Jiddha, Damam In Kuwait, BBK Geojit Securities Co. K.S.C.C and in Oman, Qurum Business Group Geojit Securities LLC.

Portfolio Management Services:

GFSL offers Portfolio Management Services to clients subject to SEBI guidelines and rules.

Promoters of the Portfolio Manager, Directors and their background.

Mr. A.P. Kurian, Chairman and Independent Non-Executive Director is the former Executive Trustee of Unit Trust of India. He is also on the Board of Granules India Limited, Muthoot Capital Services Ltd, Muthoot Fincorp Limited and Geojit Credits Pvt. Ltd. He was also an Advisor to the Economic Department of Reserve Bank of India. Mr. A.P. Kurian, a post graduate in Economics and Statistics and is on the Board of Geojit Financial Services since February 1995.

Mr. C. J. George, a financial services industry entrepreneur, has over 30

years of professional experience in the securities market. He has a Master's Degree in Commerce and is a Certified Financial Planner (CFPCM) from Financial Planning Standards Board, India.

His directorships other than in Geojit group companies include V-Guard Industries Ltd. Mr. George has memberships in many professional bodies and is at present the Managing Committee Member of the Associated Chambers of Commerce & Industry of India (ASSOCHAM), New Delhi; the Advisory Committee Member of Indian Clearing Corporation Limited (ICCL) and Bombay Stock Exchange, Mumbai. He was a member of the Executive Committee of National Stock Exchange (NSE), Mumbai and National Securities Depository Limited (NSDL), Mumbai. He is the past Chairman of Kerala State Council of CII and a recipient of Management Leadership Award of Kerala Management Association. He was on the Board of Directors of Kerala State Industrial Development Corporation Limited (KSIDC)

Mr. Rakesh Jhunjhunwala, Non-Executive Director - A legendary long-term investor in the country's capital markets. He is one of the few, who shares his insights on successful investing with the people at large through his articles, interviews and presentations. He is a Director on the Board of several companies in India, which includes Aptech Ltd, Delta Corp Limited, and Metro Shoes Limited etc. Rakesh Jhunjhunwala, a Graduate in Commerce from Sydneham College of Commerce & Economics, Mumbai and a member of the Institute of Chartered Accountants of India, is on the Board of Geojit Financial Services since March 2005.

Mr. Mahesh Vyas, Independent Non-Executive Director is the Managing Director and CEO of the Centre for Monitoring Indian Economy Pvt. Ltd (CMIE) which is India's leading private sector and independent think tank. It provides economic and business information, analysis and forecasts. He joined CMIE in 1980. During his over 35 years at the CMIE, he has worked in most departments, ranging from macroeconomics to firm level studies. Most of the research work focused on integration of micro-economic observations with a macro economic forecasting framework. He is on the Board of Geojit Financial Services since July 2003.

Mr. Ramanathan Bupathy, Independent Non-Executive Director is a practicing Chartered Accountant for the last 40 years. He is a Director of Jubilant Industries Limited, Jubilant Agri and Consumer Products Limited, Geojit Technologies. Mr. R. Bupathy, a Graduate in Commerce and a

Fellow Member of the Institute of Chartered Accountants of India, is on the Board of Geojit Financial Services since January, 2006.

Mr.Punnoose George, Non-Executive Director is an industrialist of repute with interests in manufacturing industries, plantations and educational institutions. He is the Executive Director of Kottukulam Group, Kottayam. Punnoose George, a Graduate in Engineering and an LLM holder is on the Board of Geojit Financial Services since April, 1995.

Dr.M.Beena, Non-Executive Director - Kerala State Industrial Development Corporation Limited (KSIDC) nominated Dr. M. Beena as its nominee on the Board of the Company. Born in Thiruvananthapuram, Dr. M. Beena, IAS is a medical doctor by profession. She joined the Indian Administrative Services from Kerala Cadre in the year 1999. She started her career as the Assistant Collector of Kottayam District in 2001 and later became the Sub Collector of the district in 2002. She served as the Deputy Secretary in the General Administration Department, Trivandrum during the year 2004. Currently Dr. M. Beena, IAS is the Managing Director of KSIDC Limited.

Broking Member, Investment Advisor for PMS Transactions:

The Portfolio Manager, Geojit Financial Services Ltd., is also a Trading Member of NSE and BSE, all Buy/Sell transactions are done through Geojit Financial Services Ltd. We get investment advices from Sundaram Asset Management Co. Ltd for Advantage Portfolio and Freedom Portfolio.

Key persons account details:

| Name | Designation | Enroll Date | Investment Amount | Nav As on 31.03.2017 |
|--------------------------------|------------------------------------|-------------|-------------------|----------------------|
| Mr. Ramanathan Bupathy | Independent Non Executive Director | 14.08.2015 | 25, 00, 000 | 26,90,606.51 |
| Mr. Madhavan Nair Balachandran | Vice President (Geojit Credits) | 27.05.2011 | 5, 00, 000 | 12,12,101.61 |
| Mrs. Jaya Jacob Alexander | Chief Human Resources | 30.09.2010 | 5, 00, 000 | 10,00,518.20 |

| Share Holding of Promoter and Non Promoter | | | | |
|--|--|---------------------|---------------------|-------------------------|
| Shareholding Pattern of Geojit Financial Services Ltd as on 31.03.2017 | | | | |
| Category Code | Category of Shareholder | No. of Shareholders | Total No. of Shares | % of Total Shareholding |
| (A) | Shareholding of Promoter and Promoter Group | | | |
| (1) | Indian | | | |
| (a) | Individuals/Hindu Undivided Family | 11 | 49218812 | 20.90 |
| (b) | Bodies Corporate | 2 | 21873650 | 9.29 |
| (2) | Foreign | | | |
| (a) | Bodies Corporate | 1 | 76688959 | 32.56 |
| (B) | Public Shareholding | | | |
| (1) | Institutions | | | |
| (a) | Mutual Funds / UTI | 2 | 4971940 | 2.11 |
| (b) | Financial Institutions/ Banks | 2 | 15040 | 0.01 |
| (c) | Foreign Financial Institutions | | | |
| (d) | Foreign Portfolio Investment – Individual | 1 | 460833 | 0.19 |
| (e) | Foreign Portfolio Investment – Corporate | 5 | 5194908 | 2.20 |
| (2) | Non – Institutions | | | |
| (a) | Bodies Corporate | 271 | 2439253 | 1.04 |
| (b) | i. Individual shareholders holding nominal share capital upto Rs.2 Lakh. | 29704 | 25692334 | 10.91 |
| (c) | ii. Individual share holders holding nominal share capital in excess of Rs.2 Lakh. | 20 | 7589971 | 3.22 |
| (d) | Trusts | 2 | 40400 | 0.02 |
| (e) | Directors & Their Relatives | 5 | 32880100 | 13.96 |
| (f) | Non Resident Indians | 751 | 6890732 | 2.92 |
| (g) | Clearing Members | 204 | 693740 | 0.29 |
| (h) | Hindu undivided families | 439 | 893993 | 0.38 |
| | TOTAL (A) + (B) | 31420 | 235544665 | 100 |

c) Subsidiary Companies

Geojit Credits (P) Ltd. is registered with the Reserve Bank of India as a Non Banking Finance Company. It is engaged in the business of lending. The company does not accept deposits from the public

Geojit Technologies (P) Ltd. is engaged in providing software solutions with strong domain expertise in financial services such as Broking, Depository, Derivatives, Banking, etc. It also offers development, procurement assistance, implementation, guidance and support services.

Geojit Investment Services Ltd. engaged in the business of Corporate agency of Life and General insurance companies

Geojit Financial Management Services (P) Ltd. engaged in the business of insurance distribution.

Geojit Financial Distribution (P) Ltd. formerly engaged in the business of distribution of Mutual Funds and Insurance products

Qurum Business Group Geojit Securities LLC (QBG Geojit Securities LLC) formerly known as Geojit Qurum Business Group Financial Services LLC, is a tie up between Geojit Financial Services and Omani companies – Qurum Business Group and National Securities Co SAOG. QBG Geojit Securities is one of the licensed Financial Intermediary in Oman dealing in non Omani Securities which includes, Shares, Mutual Funds, Depository services etc.

Overseas Joint Ventures

Barjeel Geojit Securities LLC is Geojit Financial Services' joint venture with the Al Saud Group. Barjeel Geojit is a financial intermediary and the first Indian licensed brokerage company in UAE which offers a wide range of financial products and services, from all the major markets in the world catering to the varied investment needs that suits investors multiple risk appetite. Barjeel is also a Broker/Clearing Member of the Dubai Gold & Commodities Exchange.

Al Oula Geojit Capital Company is Geojit Financial Services' joint venture in Saudi Arabia with the Al Johar Group. Al Oula Geojit Capital is a joint-stock company licensed by the Saudi Capital Market Authority, to trade as principal and agent, and underwriting as well as Portfolio Management Service (PMS) and Fund Management Service. The company also offers services of Arrangement, Advisory and Custody. Al Oula Geojit Capital is committed to provide high quality financial services to its customers.

Associates

BBK Geojit Securities Co. K.S.C.C., formerly known as BBK Geojit

Financials Brokerage Company K.S.C, is an associate between Geojit Financial Services, Bank of Bahrain and Kuwait (BBK) along with JZ Associates. BBK Geojit is the first India based equity brokerage firm to set up a branch and start operations in Kuwait to provide investment solutions to NRI clients in Kuwait.

IV Litigation and penalties

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

| | |
|---|---|
| Cases of penalties imposed by SEBI or the Directions issued by SEBI under the SEBI Act or Rules or Regulations made there under. | 1. During the SEBI Inspection Jan 2006 certain observations were made which was subsequently rectified and reported to SEBI. |
| | 2. Non – Compliance with regulation 9 (1) of the SEBI (Portfolio Managers) Regulations, 1993 and also SEBI Circular No. SEBI/IMD/DOF-1/SRP/Cir No.1/93251/2007 Dated: May 11, 2007. |
| | 3. SEBI issued an administrative warning in November 2016 pertaining to our Stock Broking function for some deficiencies noted during its inspection held in 2015. |
| The nature of penalty / direction | Warning |
| Penalties imposed for any economic offence and / or for violation of any securities laws | None |
| Any pending material litigation/legal Proceedings against the portfolio manager/ key personnel with separate disclosure regarding pending criminal cases, if any. | None |
| Any deficiency in the systems and operations of the portfolio manager observed by the Board or any regulatory agency. | None |
| Any enquiry / adjudication proceedings initiated by the Board against the portfolio managers 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 there under. | None |

No penalties, pending litigations or proceedings, findings of inspection or investigations have been taken or initiated by any regulatory authority against the group companies.

V Services offered

1. Discretionary Portfolio Management - This service provides discretionary portfolio management for capital appreciation through investment in equities. Presently two Products are offered:

•**PMS 1 (ADVANTAGE PORTFOLIO)** Positioned to invest predominantly in equities of Mid cap & Small cap companies.

The fund will normally invest in stocks of Mid cap & Small cap companies having sound track record, quality management, earnings and growth potential, strong fundamentals.

•**PMS 2 (FREEDOM PORTFOLIO)** To invest across a wide gamut of fundamentally strong business in the large cap, mid cap and small cap stocks. To identify mispriced stocks with high growth potential and available at reasonable valuations.

Features

Portfolio may comprise of shares, bonds, mutual funds and cash in accordance with an agreed strategy with the portfolio manager and client. A dedicated, qualified portfolio manager is assigned. The portfolio manager has discretion to make investment decisions on the client's behalf.

Benefits

- Potential of long-term capital growth.
- Portfolio manager takes full charge of investment decisions.
- Ensures efficient management and swift reaction as circumstances dictate.
- Regular reports are provided.

Eligibility

- Initial investment of Rs. 25, 00, 000/- (from 10th February 2012) for each account for residents and NRIs.
- Available to Resident and Non-Resident individuals, HUF and corporate investors.

Geojit will not invest PMS funds in its subsidiary or associate companies. The investment of PMS funds will not be made in derivative products. In the

event of deciding to invest PMS funds in derivative products; necessary disclosures shall be made in the Disclosure Document.

VI. Risk associated with PMS

Investment under Portfolio Management Service’s Scheme will be made only after detailed analysis of the market and also in accordance with the SEBI Rules and Regulations. However, Geojit does not give any assurance or guarantee that the objectives of the scheme will be achieved as investment in equity market is subject to market risks.

VII. Performance of the Portfolio Manager

Advantage Portfolio - For the last 3 Years

| Weighted average Return | 2016-17 | 2015-16 | 2014-15 |
|--------------------------------|----------------|----------------|----------------|
| Advantage Portfolio | 21.10% | 0.02% | 62.65% |
| Nifty Free float Midcap 100 | 34.62% | -3.23% | 56.28% |

Freedom Portfolio – For the last 3 years

| Weighted average Return | 2016-17 | 2015-16 | 2014-15 |
|--------------------------------|----------------|----------------|----------------|
| Freedom Portfolio | 19.86% | -11.03% | 39.19% |
| CNX 500 | 23.43% | -8.11% | 30.70% |

The past performance of Geojit as a Portfolio Manager is not indicative and does not guarantee future performance of the scheme.

The value of investments may appreciate or depreciate as the case may be, depending upon the various external factors affecting the securities market. NAV of the scheme may be affected by asset allocation and diversification policies of the Portfolio Manager from time to time, and risk arising out of non-diversifications if any.

VIII. Client Representation

| Category of Clients | No. of Clients | Funds managed (Rs. In lakhs) |
|------------------------------|-----------------------|---|
| Associates / Group Companies | Nil | Nil |
| As on 31.03.2015 | 534 | 9564 |
| As on 31.03.2016 | 648 | 13,894 |
| As on 31.03.2017 | 585 | 15,403 |

IX. GEOJIT FINANCIAL SERVICES LIMITED

| GEOJIT FINANCIAL SERVICES LIMITED CONSOLIDATED BALANCE SHEET AS ON 31.03.2016 | | | | |
|--|--|-----------------|-------------------------|-------------------------|
| Particulars | | Note No. | As at 31.03.2016 | As at 31.03.2015 |
| A | EQUITY AND LIABILITIES | | | |
| 1 | Shareholders' funds | | | |
| | a) Share Capital | 3 | 23,48,98,476 | 23,13,83,195 |
| | b) Reserves and Surplus | 4 | 4,66,56,02,217 | 4,45,20,51,847 |
| | | | 4,90,05,00,693 | 4,68,34,35,042 |
| 2 | Share Application Money Pending allotment | | | |
| | | | 4,70,678 | 16,441 |
| 3 | Minority Interests | | | |
| | | | 47,97,27,447 | 40,39,37,831 |
| 4 | Capital Reserve on consolidation | | | |
| | | | 32,22,003 | 17,24,540 |
| 5 | Non - Current Liabilities | | | |
| | a) Long - term Liabilities | 5 | 2,16,80,377 | 2,44,81,610 |
| | b) Other Long - term Liabilities | | - | - |
| | c) Long - term Provisions | 6 | 2,15,99,437 | 1,55,87,146 |
| | | | 4,32,79,814 | 4,00,68,756 |
| 6 | Current Liabilities | | | |
| | a) Short - term Borrowings | 7 | - | 4,54,16,000 |
| | b) Trade payables | 8 | - | - |
| | i) Total outstanding dues of micro enterprises and small enterprises | | | |
| | ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | | 19,30,78,550 | 23,66,97,301 |
| | c) Other Current Liabilities | 9 | 1,44,07,45,800 | 1,28,58,98,515 |
| | d) Short - term Provisions | 10 | 73,83,119 | 51,98,04,038 |
| | | | 1,64,12,07,469 | 2,08,78,15,854 |
| | TOTAL | | 7,06,84,08,104 | 7,21,69,98,464 |
| B | ASSETS | | | |
| 1 | Non - Current Assets | | | |
| | a) Fixed Assets | | | |
| | i) Tangible Assets | 11A | 55,03,94,073 | 52,08,05,448 |
| | ii) Intangible Assets | 11B | 7,33,20,819 | 8,36,75,710 |
| | iii) Capital Work -in Progress - Tangible Assets | | - | - |
| | iv) Capital Work - in Progress - Intangible Assets | | 32,79,833 | - |
| | | | 62,69,94,725 | 60,44,81,158 |
| | b) Goodwill on Consolidation | | 34,88,52,742 | 34,88,52,742 |
| | c) Non - Current Investments | 12 | 1,71,15,669 | 1,87,99,230 |
| | d) Deferred Tax Assets (Net) | 13 | 3,38,60,000 | 5,09,27,100 |
| | e) Long - term Loans and Advances | 14 | 1,23,26,08,933 | 1,22,63,60,649 |
| | f) Other Non - Current Assets | 15 | 25,96,927 | 31,27,421 |
| | | | 2,26,20,28,996 | 2,25,25,48,300 |
| 2 | Current Assets | | | |
| | a) Current Investments | 16 | 76,38,72,710 | 1,03,31,80,569 |
| | b) Trade Receivables | 17 | 1,08,15,90,424 | 1,24,53,98,310 |
| | c) Cash and Cash equivalents | 18 | 2,08,97,10,531 | 2,04,51,97,415 |
| | d) Short - term Loans and Advances | 19 | 31,98,89,357 | 29,97,56,274 |
| | e) Other Current Assets | 20 | 55,13,16,086 | 34,09,17,596 |
| | | | 4,80,63,79,108 | 4,96,44,50,164 |
| | TOTAL | | 7,06,84,08,104 | 7,21,69,98,464 |

X. Related Party Disclosures

| Nature of Relationship | Name of Related Party | Nature of Transaction | For the Year Ended 31 March, 2016 | | For the Year Ended 31 March, 2015 | |
|--|----------------------------|---|-----------------------------------|-----------------------|-----------------------------------|-------------|
| | | | | Receivable/ (Payable) | | Balance |
| Entity having Significant Interest in the Company | BNP Paribas SA | Bank charges | 4,995 | 3,38,64,129 | 6,657 | 2,42,37,696 |
| | | Rent received | 1,20,000 | | 75,000 | |
| | | Rent Paid | 28,82,575 | | 30,91,993 | |
| | | Software Income | 12,98,23,428 | | 5,89,54,945 | |
| | | Expenses recovered | 1,48,695 | | 2,54,622 | |
| | | Dividend paid | 21,08,94,637 | | 76,68,896 | |
| Key Management Person - Managing Director of Geojit BNP Paribas Financial Services Limited | Mr. C. J. George | Salary and allowances | 1,61,23,620 | -16,80,000 | 2,18,52,646 | -63,66,055 |
| | | Brokerage income | - | | 3,800 | |
| | | Dividend paid | 11,90,18,999 | | 43,26,964 | |
| Relative of Key Management Person - Sons of Mr. C. J. George | Mr. Jones George | Salary and allowances | 2,83,303 | - | 3,33,211 | - |
| | | Brokerage income | 10,000 | | - | |
| | | AMC Income | 766 | | - | |
| | | Dividend paid | 3,75,000 | | 10,000 | |
| | Mr. Jyothis Abraham George | Brokerage income | 3,061 | - | 1,503 | - |
| | | AMC Income | 350 | | - | |
| Dividend paid | | 3,05,976 | 8,840 | | | |
| Relative of Key Management Person - Wife of Mr. C. J. George | Ms. Shiny George | Dividend paid | 1,38,54,500 | - | 5,03,800 | - |
| Relative of Key Management Person - Sisters of Mr. C. J. George | Susan Raju | Dividend paid | 8,250 | -53 | - | 83 |
| | | AMC Collected | - | | 1,339 | |
| | Sally Sampath | Dividend paid | 13,750 | -11 | - | 53 |
| | | AMC Collected | - | | 426 | |
| | | Brokerage income | - | | 450 | |
| Entity over which Relative of Key Management Person has Control | Geofin Comtrade Limited | Expenses reimbursed | 4,57,274 | -3,77,964 | 23,88,315 | -14,00,000 |
| | | Expenses recovered | 14,48,935 | | 21,76,667 | |
| | | Warehouse Charges (Agri-Products) Recovered | 17,48,863 | | - | |
| | | Cost recovery for shared services | 39,39,323 | | 1,67,75,160 | |
| | | Royalty income | - | | 39,10,763 | |
| | | | | | | |

| | | | | | | |
|--|---|-------------------------------------|-----------|------------|-------------|-----------|
| | | Referral fees | 14,11,468 | | 26,48,594 | |
| | | Remiser commission | 1,00,474 | | 481 | |
| | | Rent deposit accepted | - | | - | |
| | | Rent deposit refunded | 22,450 | | 71,346 | |
| | | Rent received | 30,99,318 | | 29,61,740 | |
| | | Deposit given | - | | - | |
| | | Deposit refunded | 20,000 | | - | |
| | | Purchase of fixed assets | - | | - | |
| | | Sale of fixed assets | - | | 30,286 | |
| | Geofin Capital Services Limited | Rent received | 23,764 | -14,42,642 | - | - |
| | | Rent deposit accepted | 22,450 | | - | - |
| | | Deposit Accepted | 10,00,000 | | - | - |
| | | Commission Paid | 11,85,486 | | - | - |
| | | Expenses recovered | 1,035 | | - | - |
| Trust under the control of the Company | Geojit Foundation | Contribution towards CSR activities | 24,28,040 | - | - | - |
| Entity having Significant influence in one of the subsidiary Companies (Geojit Technologies Private Limited) | Cortal Consors S.A | Software Income | - | - | 8,52,73,021 | - |
| | | Expenses recovered | - | | 1,61,030 | |
| | BNP Paribas India Solutions Private limited | Software Income | 5,77,577 | 6,59,520 | 14,16,960 | 6,47,194 |
| | | Advance software income | - | -4,32,395 | - | -4,33,972 |

XI. Nature of Expenses

GFSL offers two fee structures to the investors to choose from:

Option 1 - Flat fee of 3% p.a. charged on a quarterly basis on the average of the beginning and ending NAV.

Option 2 - Flat fee of 1 % p.a. charged on a quarterly basis on the average of the beginning and ending NAV.

An additional performance fee @ 20% is charged on gain in NAV over and above 12% p.a. This is based on the high watermark concept charged at the end of the year or on withdrawal.

Other Expenses

0.25 percent brokerage to Resident clients and 0.35 percent brokerage to NRI clients are charged on every transaction. The Buy/Sell prices are shown net of cost. Custodial and other transaction related expenses would be charged at actual.

XII. Tax provisions

Clients will be responsible and liable for taxes under the provisions of the Income Tax Act; 1961 for any income generated out of the investment made in the Portfolio Management Scheme. Presently, Geojit will not deduct tax on the capital gains generated out of the investment made in the Portfolio Management Scheme. However, this will be subject to any of the provisions of the Income Tax Act, 1961 or the Finance Bill, as applicable. Geojit shall provide adequate statements to the clients for accounting purpose.

For Non-Resident clients, the short-term capital gains tax is deducted at source by the bank.

XIII. Accounting policies

a) Profit or loss on sale of investment is calculated by using the ‘first in first out’ method.

b) Geojit is complying with the following accounting standards issued to the extent applicable to us by the Institute of the Chartered Accountants of India.

- Investments are valued in accordance with Accounting Standard 2 - Valuation of Inventories.
- Revenue arising from interest and dividend are accounted in accordance with Accounting Standard 9 - Revenue Recognition.

c) The investments under the Portfolio Management Scheme (PMS) are made on behalf of and in the respective names of the investors. Hence, Separate bank accounts and Demat, accounts are opened in the name of the investors, which are operated by the portfolio manager duly authorized by a Power of Attorney. However, the portfolio manager may maintain a common pool account for handling the funds and securities of the investors. For, this purpose, the portfolio manager may open a common bank account to be named as “Geojit Financial Service Ltd. - PMS A/C ” and a common Demat Account to be named as “Geojit Financial Services Ltd. - PMS A/C”for Advantage Portfolio and Freedom Portfolio.

XIV. Grievance redressal and dispute settlement mechanism

Geojit shall ensure timely and prompt redress of any grievances or dispute with the client. Name, address and telephone no. of person in charge of customer support services.

Mr. K R Ramanan

General Manager- Compliance & Ethics

Geojit Financial Services Ltd.

34/659P, Civil Line Road,Padivattom, Kochi – 682 024.

Tele: 0484 2901362, Fax: 0484 - 2979695.

Email: grievances@geojit.com

Any grievances which are not attended within 15 days of hoist can be escalated to the next level. The name, address and telephone no. of person in charge of compliance:

Mr.Zacharia K G,

Compliance Officer,

Geojit Financial Services Ltd.

34/659P, Civil Line Road,Padivattom, Kochi – 682 024.

Tele: 0484 2901330, Fax: 0484 - 2979695.

Email: zacharia@geojit.com

Any unresolved dispute between Geojit and the client shall be settled through arbitration as per the terms of the agreement, under the Arbitration & Conciliation Act1996.

Investors can also raise their complaints through "Scores". SCORES facilitates you to lodge your complaint online with SEBI and subsequently view its status. <http://scores.gov.in/>

Dated this 25th day of April 2017 at Kochi.