

To,
The Board of Directors,
Prisha Wealth Management Private Limited
HNO-MN18, Hub and Oak, C-360, LGF,
Defence Colony, South Delhi, New Delhi – 110024.

Certificate No.: 01/2024-25

Subject: Audit Report on compliance of Regulation 22 of SEBI (Investment Advisers) Regulations, 2013.

Dear Sir/Madam,

We have reviewed the client level segregation requirements of **Prisha Wealth Management Private Limited**, a SEBI registered Investment Adviser having Registration No. INA000019202, for the period April 01, 2024 to March 31, 2025, in terms of Regulation 22 of SEBI (Investment Advisers) Regulations, 2013 as amended from time to time ("the Regulations") and SEBI Circular No. SEBI/HO/IMD/DF1/CIR/P/2020/182 dated September 23, 2020 on "Guidelines for Investment Advisers".

Based on our independent verification, we hereby report and confirm that **Prisha Wealth Management Private Limited** has complied with the requirements of **client level segregation of distribution and advisory services** at the entity level and at the Group level of the Investment Advisor. 'Group' has been construed as defined under the Regulations during the audit period under review.

It is also confirmed that the IA has **not undertaken any distribution services** either directly or through any group entities during the period under review.

This report is intended solely for the use and submission by the Investment Adviser to the Regulatory Authority and should not be used for any other purpose(s) by the Investment Adviser or by other persons, nor should it be referred to or distributed for any purpose other than as required under the Regulations without our prior written consent.

For **ASAP & Associates LLP**
Chartered Accountants
LLPIN: 005713N

CA Anil Kumar Jain

Partner

Membership No.: 084559

UDIN: 24084559BMOFQV3522

Date: 16/09/2025

Place: Delhi

ASAP and ASSOCIATES LLP | CHARTERED ACCOUNTANTS

Delhi / Regd Office: 1, Temple Complex, Shiv Mandir, Tilak Bridge, New Delhi-110001
☎ +91-9560196060 ✉ info.delhi@asap.net.in 🌐 www.asap.net.in

LLPIN: AAP-7011

Offices at Delhi, Vasundhara and Kota

ANNEXURE

NOTE:

1. **Annual Audit Compliance Report (ACR)** - An investment adviser shall conduct yearly audit in respect of compliance with these regulations from a member of Institute of Chartered Accountants of India or Institute of Company Secretaries of India 71[or Institute of Cost Accountants of India] 72[and submit a report of the same as may be specified by the Board].
2. **Client Level Segregation** - As per Clause 2(xiii)(c)(iii) of SEBI Circular No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2025/003 dated January 08, 2025, an investment adviser shall maintain on record an annual certificate from a member of ICAI/ ICSI/ ICMAI or from an auditor confirming compliance with client level segregation requirements. Such annual certificate shall be obtained within six months of the end of the financial year.
3. **Action Taken Report (ATR)** - As per Clause 2(xiii)(c)(ii) of SEBI Circular No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2025/003 dated January 08, 2025, submit adverse findings of audit, if any, along with action taken thereof duly approved by the individual IA or management of non-individual IA to IAASB/SEBI within a period of one month from the date of the audit report but not later than October 31st of each year for the previous financial year.

Annual Compliance Audit Report for F. Y 2024-2025

| Name of Investment Adviser | PRISHA WEALTH MANAGEMENT PRIVATE LIMITED | | | | |
|--|--|--|--|---|---|
| SEBI Registration No. | INA000019202 | | | | |
| BSE Enlistment No. | 2172 | | | | |
| Entity type | PRIVATE LIMITED | | | | |
| Financial Year | 2024-2025 | | | | |
| Name and Contact Details of Principal Officer | PRITI GOEL, 9811273006 | | | | |
| Name and Contact Details of Compliance Officer | NIDHI GOYAL, 9811321971 | | | | |
| Total No. of Clients as on 31-03-2025 | 8 | | | | |
| Regulation | Particulars | Compliance Status (anyone status as applicable to respective point to be retained) | Reason for non-compliance/ applicability | Management Comments | |
| | | | | Whether Auditor comments accepted in case of non-compliance reported by auditor? (Yes/No) | Action taken on adverse findings (duly approved by the individual IA/management of the non-individual IA) |

| | | | | | |
|-------------------------|--|---|--|--|--|
| <p>Regulation 2 (s)</p> | <p>Is "principal officer" in case of non-individual investment adviser engaged: (i) solely in providing investment advisory services, shall mean the managing director or designated director or managing partner or executive chairman of the board or equivalent management body who is responsible for the overall function of the business and operations of non-individual investment adviser; (ii) in the activities other than investment advisory services, through separate departments/divisions, may be the person at the management level who is a business head or unit head, responsible for the overall function of the business and operations related to investment advisory services: Provided that in case of non-individual investment adviser being a partnership firm, one</p> | <p>Complied - Undertaking has been provided by the Principal Officer, confirming that they are designated as per SEBI (Investment Advisers) Regulations, 2013, and are solely responsible for overseeing investment advisory functions and compliance, with no involvement in non-advisory activities of the entity.</p> | | | |
|-------------------------|--|---|--|--|--|

| | | | | | |
|--------------|--|---|--|--|--|
| | of the partners shall be designated as its principal officer. | | | | |
| Regulation 3 | <u>Application for grant of certificate</u> (1) No person shall act as an investment adviser or hold itself out as an investment adviser unless he has obtained a certificate of registration from the Board under these regulations. | Complied – The entity holds a valid SEBI registration as an Investment Adviser and supporting incorporation documents in compliance with Regulation 3(1) | | | |
| Regulation 6 | <u>Consideration of application and eligibility criteria</u> Regulation 6 states all matters, which are relevant for the purpose of grant of certificate of registration. | Complied – The application sufficiently satisfies the eligibility criteria under Regulation 6. | | | |
| Regulation 7 | <u>Qualification and certification requirement.</u> An individual investment adviser or a principal officer of a non-individual investment adviser registered as an investment adviser under these regulations and persons associated with investment advice shall have minimum qualification and | Complied – The principal officer and associated persons meet the qualification and certification criteria under Regulation 7(1) & 7(2). No deviations observed. | | | |

| | | | | | |
|---|--|--|--|--|--|
| | certification requirements as mentioned in Regulation 7(1) and 7(2). | | | | |
| SEBI Circular Ref. No. SEBI/HO/IMD/DF1/CIR/P/2020/182 (Dated September 23, 2020) Clause 2(iv) | <u>Qualification and certification requirement.</u> Existing individual IAs above fifty years of age shall not be required to comply with the qualification and experience requirements specified under Regulation 7(1) (a) and 7(1) (b) of the amended IA Regulations. However, such IAs shall hold NISM accredited certifications and comply with other conditions as specified under Regulation 7(2) of the amended IA regulations at all times. | Not Applicable | Exemption under Reg. 7(1) applies only to individual IAs above 50 years; Prisha Wealth is a non-individual IA, hence not applicable. | | |
| Regulation 8 | <u>Net worth</u> (1) Investment advisers who are non-individuals shall have a net worth of not less than fifty lakh rupees. (2) Investment advisers who are individuals shall have net tangible assets of value not less than five lakh rupees. | Complied — as Rs. 1 Lakh Deposit maintained in compliance with the amended Regulation 8 deposit requirement | | | |

| | | | | | |
|------------------|---|--|--|--|--|
| Regulation 13(b) | <p><u>Conditions of certificate:</u> The investment adviser shall inform the Board in writing, if any information or particulars previously submitted to the Board are found to be false or misleading in any material particular or if there is any material change in the information already submitted.</p> | <p>Complied – An undertaking has been obtained from Ms. Priti Goel (Principal Officer) confirming that, in accordance with the SEBI (Investment Advisers) Regulations, 2013 (as amended in 2020 and 2021) and Point VI of the SEBI IA Master Circular dated June 27, 2025, she will promptly report any material event to SEBI. No such event was observed and reported during FY 24-25.</p> | | | |
| Regulation 13(c) | <p><u>Conditions of certificate:</u> The investment adviser, not being an individual, shall include the words 'investment adviser' in its name: Provided that if the investment advisory service is being provided by a separately identifiable department or division or a subsidiary, then such separately identifiable department or</p> | <p>Complied – The entity has consistently included "Investment Adviser" in its name across statutory documents, agreements, and client communications.</p> | | | |

| | | | | | |
|------------------|--|----------------|---|--|--|
| | division or subsidiary shall include the words 'investment adviser' in its name; | | | | |
| Regulation 13(d) | <u>Conditions of certificate:</u> An individuals registered as investment advisers shall use the term 'investment adviser' in all their correspondences with their clients53[:] 54[Provided that part-time investment adviser registered under these regulations shall use the term 'part-time investment adviser' in all their correspondences with their clients.] | Not Applicable | The condition regarding the use of the term "Investment Adviser" or "Part-time Investment Adviser" in client correspondences is applicable only to individual IAs. Since Prisha Wealth Management Pvt. Ltd. is a non-individual IA (company), this condition is not applicable. | | |
| Regulation 13(e) | <u>Registration as Non-Individual Investment Advisor</u> Individuals registered as investment advisers whose number of clients exceed three hundred at any point of time or the fee collected during the financial year exceeds three crore rupees, whichever is earlier shall – | Not Applicable | This provision is not applicable, since Prisha Wealth is already registered as a non-individual IA | | |

| | | | | | |
|--|---|--|--|--|--|
| | <p>a. Apply for grant of in-principle registration as non-individual investment adviser;</p> <p>b. The in-principle registration shall be valid for a period of three months to assist in the transition from registration as individual investment adviser to non-individual investment adviser;</p> <p>c. On completion of the transition period or upon grant of certificate of registration as non-individual investment adviser, whichever is earlier, investment adviser shall surrender his registration as individual investment adviser.</p> | | | | |
|--|---|--|--|--|--|

| | | | | | |
|--------------------------------------|--|---|--|--|--|
| Regulation 13(f) | The number of clients of a part-time investment adviser shall not exceed seventy-five in total at any point of time. | Not Applicable | This provision is not applicable, as it applies only to individuals registered as part-time investment advisers. Since Prisha Wealth is a non-individual IA (company) and not registered as a part-time adviser, | | |
| Regulation 15 (7) | Has an investment advisor entered into transactions on its own account which is contrary to its advice given to clients for a period of fifteen days from the day of such advice | Not Applicable : Undertaking confirmed by the Principal Officer to have refrained from any transactions contrary to client advice for 15 days, as per Point VI(10) of the SEBI IA Master Circular (June 2025). We also checked the transaction for Principal officer. | | | |
| Regulation 15 other than sub point 7 | <u>General Responsibility</u> Whether IA has followed all the responsibilities as mentioned regulation 15? | Complied - Undertaking for adherence to General Responsibility has been obtained. including acting in a fiduciary capacity towards clients, ensuring fair treatment, maintaining integrity, and avoiding or disclosing conflicts of interest. | | | |

| | | | | | |
|--|---|--|--|--|--|
| <p>Regulation 15A read with SEBI Circular Ref. No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2025/003 (Dated January 08, 2025) Clause 2(viii)</p> | <p><u>Fees</u> Investment Adviser shall be entitled to charge fees for providing investment advice from a client in the manner as specified by the Board namely - Assets under Advice (AUA) mode or Fixed fee mode.</p> | <p>Complied - Undertaking - Fees The Investment Adviser has undertaken to charge fees for providing investment advice only in the manner specified by SEBI, i.e., either under the Assets under Advice (AUA) mode or the Fixed Fee mode, in compliance with the SEBI (Investment Advisers) Regulations, 2013 and the applicable provisions of the SEBI IA Master Circular.</p> | | | |
| <p>SEBI Circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause 2(2.1)</p> | <p><u>Restriction on free trial</u> IAs shall not provide free trial for any products/services to prospective clients.</p> | <p>Complied - Undertaking - Restriction on Free Trial - The Investment Adviser has undertaken not to provide any free trial for products or services to prospective clients, in compliance with the SEBI (Investment Advisers) Regulations, 2013 and the</p> | | | |

| | | | | | |
|---|--|---|--|--|--|
| | | applicable provisions of the SEBI IA Master Circular. Reviewed client agreements and on boarding communications | | | |
| SEBI Circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause 2(2.1) | <u>Non acceptance of part payments</u> IAs shall not accept part payments (where some part of the fee is paid in advance) for any product/service. | Signed client agreements have been reviewed and found to appropriately document fee arrangements. | | | |
| Regulation 16 | <u>Risk profiling</u> This involves profiling, assessing the risk appetite of each client individually, and communication of such profile to the respective client. | Complied - Client risk profiling and communication protocols are in accordance with regulatory requirements. | | | |
| SEBI Master Circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause 2(2.2) | <u>Risk profiling</u> Whether IA has obtain consent of the client on completed risk profile either through registered email or physical document. | Complied - Reviewed sample client risk profiling forms and deviation forms. Consent from clients on completed risk profiles was obtained. | | | |
| Regulation 17 | <u>Suitability</u> Investment adviser shall ensure suitability of the advice being provided to the client. | Complied - Conducted a review of sample client files to confirm the suitability of investment advice. | | | |

| | | | | | |
|--|---|---|--|--|--|
| <p>SEBI Circular Ref. No. SEBI/HO/IMD/DF1/CIR/P/2020/182 (Dated September 23, 2020) Clause 2(viii)</p> <p>And SEBI Circular Ref No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2025/003 (Dated January 08, 2025) Clause 1.2(viii)(b) – (c)</p> | <p><u>Risk profiling and suitability for non-individual clients.</u></p> <p>(a) In case of non-individual clients, IA shall use the investment policy as approved by board/management team of such non-individual clients for risk profiling and suitability analysis.</p> <p>(b) The discretion to share the investment policy/relevant excerpts of the policy shall lie with the non-individual client. However, IA shall have discretion not to onboard non-individual clients if they are unable to do risk profiling of the non-individual client in the absence of investment policy.</p> | <p>Complied - Reviewed on boarding documentation and advisory communications for non- individual clients.</p> | | | |
| <p>Regulation 18</p> | <p><u>Disclosure to clients</u> This involves disclosure of all prescribed information by the investment adviser to its clients.</p> | <p>Complied</p> | | | |
| <p>Regulation 19</p> | <p><u>Maintenance of records</u> This regulation requires maintenance of prescribed records, preservation of the</p> | <p>Complied - Reviewed sample client documents including agreements, KYC</p> | | | |

| | | | | | |
|--|---|--|---|--|--|
| | same and audit of such records by the prescribed professional. | records, risk profiles, and advisory communications | | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause 1.2(vi) | <u>Maintenance of record.</u> IA shall maintain and preserve records of interactions, with all clients including prospective clients, where any conversation related to advice has taken place as prescribed. | Complied - Reviewed sample client documents including agreements, KYC records, risk profiles, and advisory communications | | | |
| SEBI Circular Ref. No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2025/003 (Dated January 08, 2025) Clause 2 (xii) | <u>Maintenance of record</u> Regulation 22A of the IA Regulations provides that IAs may provide implementation services to the advisory clients in securities market. In this regard, IAs providing implementation/execution services shall maintain call recording of every consent for implementation/execution obtained from the client if advice/execution is given through telephone call. All such communications shall have time stamped to maintain clear audit trail. | Not Applicable | Prisha Wealth does not provide implementation/execution services or handle client trading accounts. Accordingly, the requirement to maintain call recordings of client consent for execution is not applicable. Only advisory services are provided, and records of advice are maintained in compliance with SEBI requirements. | | |

| | | | | | |
|---|--|--|--|--|--|
| SEBI Circular Ref. No. SEBI/HO/IMD/DF1/CIR/P/2020/182 (Dated September 23, 2020) Clause 2(ii) | <u>Agreement between IA and the client.</u> IA shall enter into an investment advisory agreement with its clients as prescribed and shall ensure that neither any investment advice is rendered, nor any fee is charged until the client has signed the aforesaid agreement and a copy of the signed agreement is provided to the client. | Complied - Verified client agreements for 3 sample clients, including 'Most Important Terms & Conditions' (MITC) and all consents obtained from clients, ensuring completeness and proper execution as per IA Regulations. | | | |
| SEBI Circular Ref. No. SEBI/HO/MIRSD/ MIRSD-PoD- 1/P/CIR/2025/003 (Dated January 08, 2025) Clause 2 (xi) | <u>Agreement between IA and the client.</u> The agreement shall also include the Most Important Terms and Conditions (MITC) to be disclosed by IAs. Consent of client to agreement between IA and client may be signed by the client in person or through any other legally acceptable mode including DigiLocker enabled Aadhaar based e- signature facility. | Complied - Verified client agreements for 3 sample clients, including 'Most Important Terms & Conditions' (MITC) and all consents obtained from clients, ensuring completeness and proper execution as per IA Regulations. | | | |
| Regulation 19A And SEBI Circular Ref. No. | Whether an investment adviser has maintained a functional website containing such details as | Complied - Reviewed the investment adviser's functional website. - Compliant with | | | |

| | | | | |
|---|---|--|--|--|
| | may be specified by the Board? | SEBI's requirement for maintaining a functional website with specified details. | | |
| <p>Regulation 20 (1) and SEBI Circular Ref. No. SEBI/HO/MIRSD/ MIRSD-PoD-1/P/CIR/2025/003 (Dated January 08, 2025) Clause 2 (v) (a)</p> | <p><u>Appointment of Compliance officer</u> An investment adviser shall appoint a compliance officer who shall be responsible for monitoring the compliance by the investment adviser.</p> <p>Whereas an independent professional appointed as compliance officer holds certifications from NISM by passing the following certification examinations-</p> <ul style="list-style-type: none"> •NISM-Series-X-A: Investment Adviser (Level 1) Certification Examination, •NISM-Series-X-B: Investment Adviser (Level 2) Certification Examination, •NISM-Series-X-C: Investment Adviser Certification (Renewal) Examination, and | <p>Complied - We have obtained the confirmation that the compliance officer is not involved in providing investment advisory services.</p> | | |

| | | | | | |
|--|---|---|--|--|--|
| | <p>•NISM-Series-III A: Securities Intermediaries Compliance (Non-Fund) Certification Examination</p> | | | | |
| <p>Regulation 21</p> <p>And</p> <p>SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause - V(7)</p> | <p><u>Redressal of investor grievances through SEBI Complaints Redress system (SCORES) Platform:</u></p> <p>7.2 - IAs shall prominently display in their offices the information about the grievance redressal mechanism available to investors.</p> <p>7.3 - IAs shall also followed the Master Circular (SEBI/HO/OIAE/IGRD/P/CIR/2022) and Circular (SEBI/HO/OIAE/IGRD/CI R/P/2023/156 dated September 20, 2023) Issued by SEBI on the redressal of investor grievances through the SEBI Complaints Redress System (SCORES) and complied with it.</p> | <p>Compliant with SEBI's grievance redressal mechanism requirements and SCORES</p> | | | |
| <p>Regulation 22,</p> <p>SEBI Circular Ref. No. SEBI/HO/IMD/DF1/CIR/P/2020/182 (Dated September 23, 2020) Clause 2(i)</p> | <p><u>Client level segregation of advisory and distribution activities.</u></p> <p>(1) Has the annual client level segregation requirement been</p> | <p>Compliant : – Advisory Services Only – The Investment Adviser has undertaken to provide only advisory services</p> | | | |

| | | | | | |
|--|---|--|--|--|--|
| | <p>certified by an auditor (in case of individual IA) and its statutory auditor (in case of a non-individual IA) [Certificate of auditor to be attached along with]</p> <p>(2) An individual investment adviser shall not provide distribution services.</p> <p>(3) The family of an individual investment adviser shall not provide distribution services to the client advised by the individual investment adviser and no individual investment adviser shall provide advice to a client who is receiving distribution services from other family members.</p> <p>(4) A non-individual investment adviser shall have client level segregation at group level for investment advisory and distribution services.</p> <p>(5) Non-individual investment adviser shall maintain an arm's length relationship between its activities as investment adviser and distributor by providing</p> | <p>and not offer implementation. No commission, referral fee, or indirect benefit for execution is accepted by the IA, its group entities, or family members, in compliance with the SEBI (Investment Advisers) Regulations, 2013 and the SEBI IA Master Circular.</p> | | | |
|--|---|--|--|--|--|

| | | | | | |
|----------------|---|----------------|--|--|--|
| | <p>advisory services through a separately identifiable department or division.</p> <p>(6) Compliance and monitoring process for client segregation at group or family level shall be in accordance with the guidelines as prescribed in the referred circular.</p> | | | | |
| Regulation 22A | <p><u>Implementation of advice or execution</u></p> <p>(1) Investment adviser may provide implementation services to advisory clients, provided no consideration shall be obtained directly or indirectly either at group level or at family level.</p> <p>(2) Investment adviser shall provide implementation services only through direct schemes.</p> <p>(3) Investment adviser or group or family of investment adviser shall not charge any implementation fees from the client.</p> <p>(4) The client shall not be under any obligation to avail implementation services offered by the investment adviser.</p> | Not Applicable | <p>Prisha Wealth provides only advisory services and does not offer implementation/execution services.</p> <p>Hence, there is no consideration, no group-level commission, and no obligation imposed on clients.</p> | | |

| | | | | | |
|--|---|---|--|--|--|
| SEBI Circular Ref. No. SEBI/HO/IMD/DF1/CIR/P/2020/182 (Dated September 23, 2020) Clause 2(ix) | <u>Display of details on website and in other communication channels.</u> IAs shall prominently display the information as prescribed, on its website, mobile app, printed or electronic materials, know your client forms, client agreements and other correspondences with the clients. | Compliant – All required information is prominently displayed across prescribed platforms | | | |
| SEBI/HO/IMD/IMD-II CIS/P/CIR/2021/0686 (Dated December 13, 2021) and SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause - V (8) & SEBI/HO/IMD/IMD-II CIS/P/CIR/2021/0686 (Dated December 13, 2021) | <u>Publishing Investor Charter and disclosure of Investor Complaints</u> (1) All registered investment advisers are required to publish investor charter on their websites and mobile applications. If registered investment adviser do not have websites/mobile applications, then as a one-time measure, investor charter to be sent to the investors on their registered e-mail address. (2) All registered investment advisers are required to disclose the details of investor complaints by 7th of the succeeding month on a monthly basis on their websites and mobile applications. If investment | Complied - Investor Charter and monthly investor complaint disclosure found published on the website in the prescribed format. No deviation observed. | | | |

| | | | | | |
|--|---|---|---|--|--|
| | adviser do not have websites/mobile applications, status of investor complaints to be sent to the investors on their registered email ids on a monthly basis. | | | | |
| TRAI Guidelines - SEBI/HO/MIRSD/DoS-2/P/OW/2023/0000011041/1 (Dated March 16, 2023) and BASL Circular No. 20230329-1 dated March 29, 2023 | Telecom Regulatory Authority of India (TRAI) - Guidelines to curb spam SMSes and misuse of Headers and Content Templates by unauthorised Telemarketers (UTMs) | Not Applicable | Prisha Wealth does not use SMS or any advertisement medium (headers/content templates) for client communication or marketing. Hence, TRAI's guidelines on controlling spam SMSes and misuse of templates are not applicable. | | |
| Usage of brand name/trade name - SEBI/HO/MIRSD/ MIRSD-PoD-2/P/CIR/2023/52 (Dated April 06, 2023) and BASL Circular No. 20230411-1 dated April 11, 2023 And SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - 10 (2) | Compliance to Usage of brand name/trade name by Investment Advisers (IA) | Compliant – The Investment Adviser has undertaken to adhere to SEBI's brand name and trade name guidelines, ensuring no misrepresentation or likelihood of confusion with any other SEBI-registered entity. | | | |
| SEBI / BASL Inspections | Last SEBI / BASL Inspection carried out date and period of inspection. Whether complied with inspection observations. | Not Applicable | No SEBI / BASL inspection conducted till date; hence, not applicable. | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 - Point II(2) | <u>Whether IAs have complied with the following points:-</u> | Complied - Undertaking – for Compliant with risk | | | |

| | | | | | |
|---|--|---|---|--|--|
| | 2.1 - Restriction on free trial 2.2 - Proper risk profiling and consent of client on risk profiling 2.3 - Receiving fees through banking channel only 2.4 - Display of complaints status on website | profiling, transaction statement maintenance, and complaint status disclosure requirements. | | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 Clause - IV(6) and (SEBI/HO/MIRSD2/DOR/CIR/P/2020/221 dated November 03, 2020) | <u>Advisory for Financial Sector Organizations regarding Software as a Service (SaaS) based solutions</u> Compliance of the SEBI circular for Advisory for financial Sector Organizations regarding Software as a Service (SaaS) based solutions for half-yearly ended 31st March and 30th September. | Not Applicable | Prisha Wealth does not use any SaaS-based solution for advisory operations. Accordingly, the compliance requirement under the SEBI circular is not applicable. | | |
| SEBI Circular no. SEBI/HO/MIRSD/ MIRSD-PoD-2/P/CIR/2023/51 dated April 05, 2023 - VI(9) And SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - 10 (1) | <u>Advertisement code</u> Investment Advisers shall ensure compliance with the advertisement code | Not Applicable | Prisha Wealth does not carry out advertisements or promotional campaigns in any medium. Hence, the provisions of the Advertisement Code are presently not applicable. However, if any advertisement is undertaken in the future, the company shall ensure strict compliance with SEBI's Advertisement Code. | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - 10 (1) (d) (i) | <u>Advertisement code</u> Whether advertisements were published with the | Not Applicable | The Company has not issued/published any advertisements during the reporting period. | | |

| | | | | | |
|--|---|--|--|--|--|
| | prior approval of Exchange? | | Accordingly, the requirement of obtaining prior approval from the Exchange / BASL is not applicable | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI (11) | <p><u>Facilitating transaction in Mutual Fund schemes through the Stock Exchange Infrastructure</u></p> <p>Compliance of aforementioned point VI (11) of master circular by registered investment advisers</p> | Not Applicable | <p>The Company is registered as a Non-Individual IA and provides only advisory services.</p> <p>It does not facilitate or execute client transactions in Mutual Fund schemes through any medium, including Stock Exchange infrastructure.</p> | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(12) | <p><u>Unauthenticated news circulated by SEBI Registered Market Intermediaries through various modes of communication:</u></p> <p>Compliance of aforementioned point VI (12) of master circular by registered investment advisers</p> | Not Applicable | <p>The Company does not circulate any market news, rumours, or unauthorized communications through SMS, social media, or other modes. Communication with clients is restricted to advisory services and provided through formal, verifiable channels only.</p> | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI (13) | <p><u>Guidelines on Outsourcing of Activities by Intermediaries</u></p> <p>Compliance of aforementioned point VI (13) of master circular by registered investment advisers</p> | <p>Complied -</p> <p>Undertaking -</p> <p>Outsourcing of Activities - The Investment Adviser has undertaken that no core investment advisory activity has been outsourced, except for company secretarial functions.</p> | | | |

| | | | | | |
|--|--|----------------|--|-----|---|
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(14) | <u>Framework for Regulatory Sandbox:</u> Compliance of aforementioned point VI (14) of master circular by registered investment advisers | Not Applicable | The Company does not circulate any market news, rumours, or unauthorized communications through SMS, social media, or other modes. Communication with clients is restricted to advisory services and provided through formal, verifiable channels only. | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI (15) | <u>General Guidelines for dealing with Conflicts of Interest of Intermediaries and their Associated Persons in Securities Market:</u> Compliance of aforementioned point VI (15) of master circular by registered investment advisers | complied | | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(16) | <u>Approach to securities market data access and terms of usage of data provided by data sources in Indian securities market:</u> Compliance of aforementioned point VI (16) of master circular by registered investment advisers | COMPLIED | Data source for securities market information link for "each of the data point obtained" from respective Asset Management Company's website is well provided and is explicitly visible, both in the excel where product comparison is explained with different assets management company and also in the email when the formal investment advice is provided to the clients. Currently using unpaid/public sources (i.e. Asset Management Companies Websites | Yes | Implemented effective 15 th August 2025 "The Investment Adviser may use information and data from publicly available sources (such as stock exchanges, SEBI, RBI, AMFI, other regulatory websites, Asset Management Companies, etc) and paid sources (if any) for providing investment advice. Sample evidenced. |

| | | | | | |
|--|---|----------|---|--|------------------------|
| | | | <p>whose products are advised to clients); any future use of paid sources will be disclosed to clients as per Point VI (16) of SEBI IA Master Circular.</p> <p>Adequate disclaimer on signatures, investment agreement, disclosures used already in place.</p> | | |
| <p>SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(17)</p> | <p><u>Guidelines on Anti-Money Laundering (AML) Standards and Combating the Financing of Terrorism (CFT) / Obligations of Securities Market Intermediaries under the Prevention of Money Laundering Act, 2002 and Rules framed there under:</u> Compliance of aforementioned point VI (17) of master circular by registered investment advisers</p> | Complied | <p>Account Opening procedure dated 25th Aug 24 and revised on 27th May 25 was shared along with Board Meeting dated 4th Sep 24 documents where it was labeled/ approved as well.</p> <p>It is requested to note that Prisha Wealth on-board clients via legally approved Investment Advisory Agreement where client name, address, contact phone number, email ID, PAN, Bank Details/ Account No, Residence Status are all obtained and signed by client & the advisor/ signatory. In addition, client provides PII (personally identifiable information) documents such as PAN Card and Aadhaar/Passport etc. for performing independent KYC by Prisha through its two registered KYC Registration Agencies</p> | | Implemented AML Policy |

| | | | | | |
|--|--|--|--|--|--|
| | | | <p>(CERSA) and CDSL Ventures). Sample records of completed KYCs were shared with the auditors on request. The client risk profile form determines the risk appetite of the client in line with risk profiling guidelines of SEBI master circular and the same form additionally captures information from client such as employment status/ category (both primary and secondary), identification documents provided, dependent status, information regarding financial status of client (total investments, liabilities, income bracket, etc).</p> <p>Prisha Wealth places reliance on KYC records updated by Prisha staff on CERSA) and CDSL ventures portal as obtained from client during on-boarding, and it is carefully reviewed and approved by CERSA) and CDSL Ventures authorised team as per SEBI KYC Circular.</p> | | |
|--|--|--|--|--|--|

| | | | | | |
|---|---|--|--|-----|---|
| | | | However, the AML policy can be implemented as suggested, effective from 26 August 2025. | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(18) | <u>Know Your Client (KYC) Norms for the Securities market</u> Whether IA had followed the master circular no. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023 on 'Know Your Client (KYC) norms for securities market'. | Complied - - Verified KYC supporting documents including CDSL records/ email confirmation (wherever applicable in samples reviewed) and CERSA1 records; found in compliance | | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(19) | <u>Simplification of requirements for grant of accreditation to investors</u> Compliance of aforementioned point VI (19) of master circular by registered investment advisers | Not Applicable | The Company currently does not have any Accredited Investor (AI) clients. Hence, the requirement relating to grant/recognition of accreditation is Not Applicable. | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(20) | <u>Periodic reporting format for Investment Advisers</u> Whether IA had submitted the periodic | Complied - - Verified records of periodic submissions for half years ended | Out of the two halves yearly reporting, there was a mismatch in the advisory fee reported in the second half-yearly returns (for period | Yes | Effective 13 th Aug 25, implemented an internal reconciliation process before submission of periodic returns, ensuring advisory fee as per books |

| | | | | | |
|---|---|---|--|--|---|
| | submission for half year ended as on 31-03-2024 and 30-09-2024 | 31-03-2024 and 30-09-2024; found in compliance. | ending Mar'25) as compared to the financial statements. However, the discrepancy was immediately rectified on being highlighted on 12 th Aug 25, and informed/ submitted to BSE on their member portal on 13th Aug, 2025. | | of accounts, client agreements, and financial statements is aligned. We have documented / uploaded the rectification communication with BSE for audit trail. |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(21.1) | <u>Other reporting requirements</u> Whether Complaint Data has been displayed by IAs on their website/ mobile application by 07 th of the succeeding month | Complied – Complaint data verified on IA's website and grievance score sheet; found displayed in accordance | | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2024/50 dated May 21, 2024 - VI(21.2) | <u>Other reporting requirements</u> Whether Undertaking on compliance of the advisory for Financial Sector Organizations regarding Software as a Service (SaaS) based solutions to be submitted half yearly. | Not Applicable | The Company has not availed/implemented any SaaS-based solutions for its advisory operations. Accordingly, the requirement of half-yearly submission of undertaking is Not Applicable. | | |
| SEBI Master circular Ref. No. SEBI/HO/MIRSD-PoD-2/P/CIR/2023/89/ dated June 15, 2023 - VII | <u>Reporting Requirements:</u> IA has followed and complied to all reporting requirement as per VII of Master Circular | Complied – Verified records of periodic submissions for half years ended 31-03-2024 and 30-09-2024; found in compliance | | | |

| | | | | | |
|---|---|---|--|--|--|
| SEBI Master circular Ref. No. SEBI/HO/MIRSD-PoD-2/P/CIR/2023/89/ dated June 15, 2023 - VIII | <u>ANNEXURES</u> Has IA followed all the annexures as prescribed in point VIII of Master circular | Complied – Annexures have been complied. | | | |
|---|---|---|--|--|--|

P. J. Jha

Signature of Director



For ASAP and Associates LLP

Chartered Accountant

FRN: 005713N

Anil Kumar Jain

Anil Kumar Jain

Partner

Membership no. 084559

UDIN No.: 25084559BM0FQV3522

Date: 16/09/2025

Place: New Delhi