









CATCH THEM YOUNG - INVESTMENT IN PROMISING UNLISTED STOCKS BEFORE IPO















Modern Businesses – Traditional Businesses Startups Commodity Business -Information Technology **Enabled Services (ITES)** steel, cement, etc. Pharma - Research Infrastructure **Petrochemicals** driven **Financial Services** Banks Retail HDFC securities



Features of Traditional Businesses	<u>Features of Modern Businesses – Startups</u>
Large investments in tangible assets like land, plant & machinery, stock, receivables, etc.	Large investments in intangible assets like human capital, technology, brand-building, customer acquisition cost, cost of creating unique experience, etc.
Comparatively <u>shorter</u> <u>gestation</u> period.	Longer gestation period.
Risk of capital loss on the lower side.	High risk of capital loss. For securities
Valuation are at par with the business value created.	Command premium valuations over and above the business value.



CATCH THEM YOUNG **Investment in Promising Unlisted Stocks before IPO**

Investment in Traditional Businesses	<u>Investment in Modern</u> <u>Businesses – Startups</u>
Through promoters contribution, debt (loans), raising equity from capital markets, etc.	Through <u>risk capital</u> from <u>Angel</u> investors, <u>Venture Capitalist</u> <u>Funds</u> , <u>Private Equity Funds</u> , etc.
Low risk – <u>Limited return</u> potential.	High risk – <u>High return</u> potential.
Easy & convenient monitoring by the investor.	Monitoring by the investor requires special insight and understanding.
Exit from the investment is orderly & calibrated.	Exit from the investment is by taking a call.



What is the consequence of missing to 'CATCH THEM' YOUNG'?

- ✓ Greatest success stories to come from the businesses of the modern times who are the game changers.
- ✓ The returns on such stocks could be multi-bagger.

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- ✓ <u>Ordinary returns</u> in equity asset class <u>Traditional</u> businesses <u>Extraordinary return</u> in equity asset class – <u>Modern</u> businesses
- ✓ They <u>come for IPO</u> when the success story is very much <u>evident</u> and visible to the world at large.

What are the hazards to 'CATCH THEM YOUNG'?

- ✓ Inability to select the <u>right business idea/proposal</u>.
- ✓ Inability to monitor their <u>developments</u> and <u>performance</u>.
- ✓ Every good idea should be executed in a highly efficient manner.
- ✓ Risk of losing capital.
- ✓ Finding exit opportunity at the right time



What is the way out to 'CATCH THEM YOUNG' and not encounter the hazards?

- ✓ <u>Investing</u> in companies which are not in the <u>baby</u> stage, <u>child</u> stage, but are <u>young</u>.
- ✓ Risk of infant & child mortality is eliminated.
- ✓ The <u>valuations</u> are not that of a fully <u>grown adult</u> or an elderly.

What is the way out to 'CATCH THEM YOUNG' and not encounter the hazards?

- Supply of stocks available from Employees Stock Ownership Plans (ESOP) and shareholders who have been allotted shares on preferential basis. Thus, the universe of unlisted stocks is large, far & wide.
- Just because a particular stock is unlisted does not make it a worthy investment option.

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Invest in companies which satisfies a certain set of parameters for stock selection.

Success stories of investing in Unlisted Stocks before IPO

(Based on the prices as on 31-12-2021)

No.	Name of company	Pre IPO price band (Rs.)	Listing price in IPO (Rs.)	Current price (Rs.)	
1	RBL Bank Ltd.	60-80	274	127	
2	Avenue Supermarts Ltd.	200-250	603	4671	
3	BSE Ltd.	200-300	1065	1919	
4	ICICI Lombard General Insurance Co Ltd.	450-470	650	1401	

Source: Information from market sources















Parameters for selecting an Unlisted Stock

- 1. <u>Liquidity</u> Adequate availability of stock for wider participation.
- 2. Business activity Modern business
- 3. Promoter Reliable
- 4. Track record Long or Short but strong.

HDFC securities

Parameters for selecting an Unlisted Stock

- 5. MOAT Competitive advantage available.
- 6. <u>Possibility of value unlocking</u> Chances of going for IPO.
- 7. <u>Comfort in longer holding period</u> For delays in IPO.
- 8. Fair valuation In comparison to industry peers.

Procedure for investment in Unlisted Stocks for Resident Indians

Minimum investment amount to invest through our company: Rs.50,000.

- ✓ Step 1: Opening a demat trading account with any broker if it is not there.
- ✓ Step 2: <u>Deal confirmation</u> by investor to be given along with images of certain basic documents like cancelled cheque, PAN card, etc.
- ✓ Step 3: Payment through bank account at the agreed price.
- ✓ Step 4: Transfer to the demat account of the investor immediately on payment confirmation.

Procedure for investment in Unlisted Stocks for Non-**Resident Indians (NRI)**

- Minimum investment amount to invest through our company: Rs.50,000.
- Step 1: Opening a demat trading account with any broker if it is not there.
- Step 2: Deal confirmation by investor to be given along with images of certain basic documents like cancelled cheque, PAN card, etc.
- Step 3: Payment through NRO bank account at the agreed price. (Payment through NRE bank account will require FDI compliances.)

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- Step 4: Transfer to the demat account of the investor immediately on payment confirmation.
- Step 5: Transfer from NRO bank to NRE bank account after sale under the U.S. \$1 million scheme for repatriation abroad.



Procedure for investment in Unlisted Stocks for minor investor

- ✓ Demat account can be opened in the <u>name of a minor</u>. The account will be operated by a guardian till the minor becomes major. Guardian has to be the father or in his absence mother.
- ✓ Trading account of a minor <u>can be opened for disposal</u> of shares received by IPO, Gift /Donation etc it can be operated by the <u>Guardian</u> till he/she attains majority.
- ✓ Minor cannot be a joint holder in a demat account. The guardian and the minor have to strictly comply with the applicable KYC norms.

 (Source: SEBI FAQ)



Procedure for investment in Unlisted Stocks for minor investor

A minor's demat can be continued when the minor becomes major. However, on attaining majority, the erstwhile minor should confirm the balance in his/her account and he/she has to complete formalities as are required for opening a demat account to

✓ Other <u>steps & terms</u> remain the same as mentioned in the earlier slides.

(Source: SEBI FAQ)

continue in the same account/s.

Investment horizon for Unlisted Stocks

- Worthwhile to hold investments for a period of <u>at least 5 years</u> & beyond ideally to fetch the <u>best returns</u> for such investments. Do not invest funds which are attached with a <u>goal</u>.
- ✓ The <u>price discovery</u> of the <u>particular stock</u> generally happens after the IPO.
- ✓ Exit opportunity is available before IPO. However, there could be a lack of liquidity in the market at certain times.
- √ The investor must remain <u>patient</u> during this journey.













Portfolio based investment approach

- ✓ <u>Diversification</u> Do not put all eggs in one basket.
- ✓ <u>Sectoral</u> diversification
- ✓ <u>Business</u> diversification
- ✓ Promoter diversification
- ✓ Likelihood of the company going for an <u>IPO</u>.



Stock 1: Reliance Retail Ltd.

- **Key features:**
- Reliance Retail Limited, is a subsidiary of Reliance Industries Limited which operates the retail business and is central to consumer-facing businesses.
- It is <u>India's largest retailer</u> by reach, scale, revenue and profitability with the most extensive store network in the country. It is more than five times in terms of its turnover as compared to its subordinate retail competitor.
- It has in a short time forged strong and enduring bonds with millions of consumers by providing them an unlimited choice, outstanding value proposition, superior quality and unmatched experience across all its stores.
- The operating model is based on customer-centricity while leveraging common centers of excellence in technology, business processes, and supply chain.

Stock 1: Reliance Retail Ltd.

- Reliance Retail has adopted a <u>multi-prong strategy</u> and operates a chain of neighborhood stores, supermarkets, wholesale cash & carry stores, specialty stores, and online stores and has <u>democratized access</u> to a variety of products and services across diverse segments for Indian consumers.
- ✓ More importantly, it has built a <u>strong and unwavering foundation</u> through its extraordinary people. The <u>nationwide</u> network of retail stores offers a <u>world-class shopping environment</u> and <u>unmatched customer experience</u>.
- ✓ The Face Value (F.V.) of is Rs.10/- per share.

 The price per share as on Dec 2020 was Rs.1420/- per share.

 The price per share as on March 2021 was Rs.1559/- per share.

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- ✓ Annual report for F.Y. 20-21:



Stock 1: Reliance Retail Ltd.

Valuation in comparison to industry peer:

(Based on the prices as on 05-05-2022)

Ratio	<u>Formula</u>	Reliance Retail Ltd.	<u>Avenue</u> <u>Supermarts Ltd.</u> (Dmart)	
1. Return on Equity (ROE)	Profit after Tax/Total Equity (Shareholders Funds)	18.11%	9.47%	
2. Price to Equity (P/E)	Market capitalization/Profit after Tax	394.17	219.19	
3. Price to Book Value (P/B)	Market capitalization/Total Equity (Shareholders Funds)	71.40	DFC s 20.76 es	
4. Price to sales (P/S)	Market capitalization/Total Sales	13.73	10.74	

Source: Annual Report of respective companies for F.Y. 2020-21



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Investment in Promising Unlisted Stocks before IPO²

Stock 1: Reliance Retail Ltd.

Dividend history:

<u>Year</u>	2018-19	2019-20	2020-21
Total Dividend (Rs. in Cr.)	0	0	0
No. of shares (Cr.)	RETAILO	499.04	499.04
Dividend per share (Rs.)	0	0.00	0

Source: Annual Report of respective financial years

Stock 2: Tata Technologies Ltd.

- > Key features:
- Tata Technologies is a global leader, backed by the <u>prestigious Tata Group</u>, which has established several other <u>successful technological ventures</u>. It is engaged in <u>engineering services outsourcing</u> and <u>product development IT services</u> to the global manufacturing industry.
- ✓ A company of <u>innovators</u>, specialists in the <u>design engineering space</u>, who apply <u>cutting-edge technology</u> to provide a competitive advantage to customers in the manufacturing sector.
- Tata Technologies is headquartered in Singapore, with regional headquarters in the United States (Novi, Michigan), India (Pune) and the UK (Warwick) with a combined global workforce of more than 8,500 employees serving clients worldwide from facilities in North America, Europe, and the Asia-Pacific region.

Stock 2: Tata Technologies Ltd.

- The company is a <u>strategic partner</u> for developing complete vehicles, engineering subsystems and components, managing the New Product Introduction (NPI) process through collaborative engineering tools, such as Product Lifecycle Management (PLM) and tying together information created and used throughout the extended manufacturing enterprise.
- It is looking to align its business portfolio with new markets and opportunities by investing in embedded electronics, digital, and software segments.
- ✓ The Face Value (F.V.) of is Rs.10/- per share. The price per share as on Dec 2020 was Rs.1325/- per share. The securities The price per share as on March 2021 was Rs.1785/- per share.
- **Annual report for F.Y. 20-21:**



Stock 2: Tata Technologies Ltd.

Valuation in comparison to industry peer: (Based on the prices as on 05-05-2022)

Ratio	<u>Formula</u>	<u>Tata</u> <u>Technologies</u> <u>Ltd.</u>	L&T Technology Services Ltd.
1. Return on Equity (ROE)	Profit after Tax/Total Equity (Shareholders Funds)	11.17%	20.15%
2. Price to Equity (P/E)	Market capitalization/Profit after Tax	105.08	62.77
3. Price to Book Value (P/B)	Market capitalization/Total Equity (Shareholders Funds)	11.73	12.65 FC securities
4. Price to sales (P/S)	Market capitalization/Total Sales	10.56	8.51
	Source: Annual Report of	respective compan	ies for F.Y. 2020-21



Stock 2: Tata Technologies Ltd.

Dividend history:

				1741	I ECHIN	OLOGIES
<u>Year</u>	<u> 2015-16</u>	2016-17	2017-18	2018-19	2019-20	2020-21
Total Dividend (Rs. in Cr.)	388.06	180.95	204.85	152.74	181.49	0
		Palia	1CA			
No. of shares (Cr.)	4.302	4.303	4.210	3.405	4.304	4.18
		,				
		Y.				
Dividend per share (Rs.)	90.19	42.05	48.66	44.86	42.16	0

Source: Annual Report of respective financial years



Stock 3: NSE of India Ltd.

- Key features:
- The National Stock Exchange of India Ltd. (NSE) is the leading stock exchange in India and the second largest in the world by nos. of trades in equity shares from January to June 2018, according to the World Federation of Exchanges (WFE) report.
- ✓ The NSE accounts for the leading market share (by total turnover) in India 93.2% in equity cash trading and 99.9% in equity derivatives trading during 2019-20.
- ✓ It was incorporated in 1992. It was recognized as a stock exchange by SEBI in April 1993 and commenced operations in 1994 with the launch of the wholesale debt market, followed shortly after by the launch of the cash market segment.

Stock 3: NSE of India Ltd.

- ✓ It has a fully-integrated business model comprising of <u>exchange listings</u>, <u>trading services</u>, <u>clearing and settlement services</u>, <u>indices</u>, <u>market data feeds</u>, <u>technology solutions</u>, and <u>financial education offerings</u>.
- ✓ NSE is a <u>pioneer in technology</u> and <u>ensures the reliability and performance</u> of its systems through a culture of <u>innovation</u> and <u>investment in technology</u>.
- ✓ It also oversees <u>compliance by trading</u> and <u>clearing members and listed</u> companies with the <u>rules and regulations</u> of the exchange.
- It believes that the scale and breadth of its products and services <u>sustained</u> <u>leadership positions</u> across multiple asset classes in India and globally enable it to be highly <u>reactive</u> to market demands and changes and <u>deliver innovation</u> in both trading and non-trading businesses.

Stock 3: NSE of India Ltd.

- ✓ The Face Value (F.V.) of is Re.1/- per share. The price per share as on Dec 2020 was Rs.1850/- per share. The price per share as on March 2021 was Rs.1963/- per share.
- **Annual report for F.Y. 20-21:**



Stock 3: NSE of India Ltd.

Valuation in comparison to industry peer:

(Based on the prices as on 05-05-2022)

<u>Ratio</u>	<u>Formula</u>	NSE of India Ltd.	BSE Ltd.
1. Return on Equity (ROE)	Profit after Tax/Total Equity (Shareholders Funds)	30.71%	7.64%
2. Price to Equity (P/E)	Market capitalization/Profit after Tax	49.45	112.44
3. Price to Book Value (P/B)	Market capitalization/Total Equity (Shareholders Funds)	15.19	8.59 DFC securities
4. Price to sales (P/S)	Market capitalization/Total Sales	31.42	9.21

Source: Annual Report of respective companies for F.Y. 2020-21



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Stock 3: NSE of India Ltd.

Dividend history:

				11.11	A I ECHI	NOLOGIES
<u>Year</u>	<u>2015-16</u>	2016-17	<u>2017-18</u>	2018-19	<u>2019-20</u>	<u>2020-21</u>
Total Dividend (Rs. in Cr.)	357.75	686.25	952.88	154.54	881.1	544.5
		Palia	nca			
No. of shares (Cr.)	4.500	49.500	49.500	49.500	49.500	49.5
		1				
Dividend per share (Rs.)	79.50	13.86	19.25	3.12	17.80	11.00

Source: Annual Report of respective financial years



Stock 3: NSE of India Ltd.

Operational aspects in buying stocks of the above company

- Prior approval of NSE of India Ltd. is required to satisfy them of having a clean financial history.
- Long drawn documentation and paperwork involved for approval process.
- Approval process can last up to nearly 4 months.
- Minimum net worth of the buyer should be at least 3-4 times the amount of shares intended for purchase.
- Minimum lot size is 1000 shares valuing Rs.20 lakhs approximately.



Stock 4: HDFC Securities Ltd.

- **Key features:**
- HDFC Securities Limited is a financial services intermediary and a subsidiary of HDFC Bank, which is a leading private sector bank in India.
- It is one of the leading stock broking companies in India and has completed 20 years of operation with headquarters in Mumbai and branches across major cities and towns in India.
- Along with offering stock broking services, HDFC securities is one of the oldest broking houses in India with its operations into distribution of various financial products. **HDFC** securities
- The Company has more than 262 branches across 161 cities in the country and also has multiple digital platforms to enable its customers to have easy access to its products.

Stock 4: HDFC Securities Ltd.

- It is a corporate member of both the BSE and the NSE and is well known with professional traders for its comprehensive online trading portal offerings.
- ✓ The Face Value (F.V.) of is Rs.10/- per share. The price per share as on Dec 2020 was Rs.9000/- per share. The price per share as on March 2021 was Rs.9765/- per share.

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Annual report for F.Y. 20-21:



Stock 4: HDFC Securities Ltd.

Valuation in comparison to industry peer:

(Based on the prices as on 05-05-2022)

Ratio	<u>Formula</u>	HDFC Securities Ltd.	ICICI Securities Ltd.
1. Return on Equity (ROE)	Profit after Tax/Total Equity (Shareholders Funds)	47.51%	59.18%
2. Price to Equity (P/E)	Market capitalization/Profit after Tax	40.58	15.98
3. Price to Book Value (P/B)	Market capitalization/Total Equity (Shareholders Funds)	19.28	9.46
4. Price to sales (P/S)	Market capitalization/Total Sales	20.86	6.60

Source: Annual Report of respective companies for F.Y. 2020-21



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Stock 4: HDFC Securities Ltd.

Dividend history:

				HAN.	IN TECH	MOLOGIES
<u>Year</u>	<u> 2015-16</u>	2016-17	2017-18	2018-19	2019-20	2020-21
Total Dividend (Rs. in						
Cr.)	30.97	61.93	30.97	155.85	297.69	500.98
		Kella	ncevi			
No. of shares (Cr.)	1.548	1.548	1.555	1.561	1.573	1.577
Dividend per share		Y				
(Rs.)	20.00	40.00	19.91	99.82	189.25	317.68

Source: Annual Report of respective financial years



Stock 5: HDB Financial Services Ltd.

- Key features:
- ✓ HDB Financial Services (HDBFS) is a leading Non-Banking Financial Company (NBFC) promoted by HDFC Bank Ltd. that caters to the growing needs of an aspirational India, serving both Retail & Commercial Clients.
- ✓ It is a Systemically Important Non-Deposit taking Non-Banking Financial Company (NBFC). Incorporated in 2008, it is a well-established business with strong capitalization.
- ✓ Products of the Company: The current product portfolio consists of three main categories i.e. Loans, Fee-based products, and BPO services.

Stock 5: HDB Financial Services Ltd.

- ✓ It is accredited with CARE AAA & CRISIL AAA ratings for its long-term debt & Bank facilities and an A1+ rating for its short-term debt & commercial papers, making it a strong and reliable financial institution.
- ✓ The Face Value (F.V.) of is Rs.10/- per share.

 The price per share as on Dec 2020 was Rs.810/- per share.

 The price per share as on March 2021 was Rs.1008/- per share.
- ✓ Annual report for F.Y. 20-21:

HDFC securities

Stock 5: HDB Financial Services Ltd.

Valuation in comparison to industry peer:

(Based on the prices as on 05-05-2022)

Ratio	<u>Formula</u>	HDB Financial Services Ltd.	Bajaj Finance Ltd.
1. Return on Equity (ROE)	Profit after Tax/Total Equity (Shareholders Funds)	4.63%	11.01%
2. Price to Equity (P/E)	Market capitalization/Profit after Tax	183.25	96.12
3. Price to Book Value (P/B)	Market capitalization/Total Equity (Shareholders Funds)	8.49	10.58 DFC securities
4. Price to sales (P/S)	Market capitalization/Total Sales	6.55	16.16

Source: Annual Report of respective companies for F.Y. 2020-21



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Stock 5: HDB Financial Services Ltd.

Dividend history:

			1.2	11/1/1	M IECHIN	OLOGIES
<u>Year</u>	2015-16	2016-17	2017-18	2018-19	2019-20	2020-21
				_		
Total Dividend (Rs. in Cr.)	42.01	63.84	117.27	54.81	141.43	0
		Paliar	CO		- Interpretation	
No. of shares (Cr.)	70.017	78.024	78.294	78.570	78.758	78.919
)	The state of the s			
		Y.				
Dividend per share (Rs.)	0.60	0.82	1.50	0.70	1.80	0

Source: Annual Report of respective financial years









Why invest in Unlisted Stocks through ASHUIOSH ?







Why invest in Unlisted Stocks through ashulosh ?



- Readily available inventory of Unlisted Stocks.
- Daily quotation for Unlisted Stocks with available quantity.
- Precise documentation and paperwork.

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- 4. Meticulous selection of Unlisted Stocks to invest in with a portfolio based approach.
- 5. Complete Advisory support in terms of Taxation and Regulatory aspects of investment.









Regulatory
aspects of
investing in
Unlisted Stocks







Regulatory aspects of investing in Unlisted Stocks

- Regulatory Aspects
- ✓ Investment as well as transfer in Unlisted Stocks is absolutely <u>legal</u> and backed by <u>requisite documentation</u> for <u>Resident Indians</u> as well as <u>Non-Resident Indians</u> (NRI).
- ✓ The Unlisted Stocks are of <u>Public Limited Companies</u>.

 Hence, they are <u>seamlessly transferable</u>.
- ✓ Lock in for transfer of Unlisted Stocks for six months from the date of allotment in the IPO (Initial Public Offering). (Source: SEBI(ICDR) Regulations, 2018)



Investment in Promising Unlisted Stocks before IPO













Unlisted shares are sold when they are still Unlisted

HDB SERVICES Type of Income	Rate of tax in India
1. Short term capital gains on sale of Unlisted Stocks (When holding period is less than 24 months).	Slab rates of income tax
2. Long term capital gains on sale of Unlisted Stocks (When holding period is more than 24 months).	20% (With indexation benefit)
3. <u>Dividend</u> incomes from Unlisted Stocks	Slab rates of income tax



- Unlisted shares are sold after listing on the stock exchange
- ✓ In order to claim concessional rate of Tax u/s. 112A, STT has to be paid on acquisition and sale. In case of Unlisted shares no STT has been paid on acquisition. Hence provisions of Sec 112A are not applicable, to unlisted shares which are listed at the time of their sale.
- No deduction of Rs 1 lakh from Long Term Capital Gains or benefit of Grandfathering (cost as on 31/1/2018) is not its available.

- Unlisted shares are sold after listing on the stock exchange
- ✓ Period of holding –
 1 year and above Long term capital gain
 Below 1 year Short term capital gain
- ✓ Short term capital gain taxed at slab rates.
- ✓ But when the listed securities (which includes unlisted shares which are subsequently listed) are transferred, the long term capital gain arising on transfer of such securities shall be chargeable to tax at the rate of:

20% (with Indexation) OR 10% (without Indexation) in accordance with the first proviso to Section 112.

- Taxation Aspects for Non-Resident Indians (NRI)
- ✓ <u>Credit of taxes paid</u> in India will be available in the country of tax residence as per DTAA.
- ✓ Effect of <u>foreign currency fluctuation</u> will be available in calculation of capital gains tax (Sec.48).

	Type of Income	Rate of tax in India	Rate of tax in country of tax residency	
1.	Short term capital gains on sale of Unlisted Stocks (When holding period is less than 24 months).	Slab rates of income tax	As per the rates of tax in	
2.	Long term capital gains on sale of Unlisted Stocks (When holding period is more than 24 months).	10% (Without indexation benefit)	respective	
3.	<u>Dividend</u> from Unlisted Stocks.	20% (Sec.115A)		

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Contact details

✓ For further clarifications & discussion, contact us by phone/WhatsApp/email communication on the following contact details:

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- HDFC securities

Between 10 a.m. to 7 p.m. IST on all working days

Message to Investors

"If You Want Different Results, You Have to Try Different Approaches."

- Albert Einstein

HDFC securities



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Disclaimer

This Presentation contains <u>personal views</u> of the Speaker Mr. Daxesh D. Kothari on the subject. The speaker and the company Ashutosh Financial Services Pvt. Ltd. does not purport to give any professional investment advice. Financial Products are subject to related risks and one should read the offer documents carefully before acting on it.

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Thank you...

Questions?





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