

NOTICE CUM ADDENDUM



NOTICE CUM ADDENDUM TO THE STATEMENT OF ADDITIONAL INFORMATION ('SAI'), SCHEME INFORMATION DOCUMENT ('SID') AND KEY INFORMATION MEMORANDUM ('KIM') OF ALL THE SCHEMES OF DSP MUTUAL FUND ('FUND')

Internal restructuring of asset management business and consequent change of asset management company from DSP Investment Managers Private Limited to another DSP group entity, DSP Asset Managers Private Limited and other related changes.

Notice is hereby given to the unitholders of all the schemes of the Fund that DSP Investment Managers Private Limited ('DSPIM'), which is acting as the Asset Management Company of the Fund, intends to demerge and transfer its asset management business ("AMC Business") to another DSP group company, DSP Asset Managers Private Limited ('DSPAM'), as part of internal restructuring of its business ('Proposed Demerger').

As you would be aware, DSP ADIKO Holdings Private Limited ('DSP ADIKO') and DSP HMK Holdings Private Limited ('DSP HMK') are the major shareholders of DSPIM. DSP ADIKO and DSP HMK also acts as the sponsors of the Fund. The shareholding pattern of DSPAM will be identical to the existing shareholding pattern of DSPIM.

The Proposed Demerger is on account of internal restructuring of business of DSPIM, with no change in the (a) ultimate ownership and control of the Asset Management Company (AMC) of the Fund; (b) sponsors of the Fund; and (c) name of the Fund. Further, Securities and Exchange Board of India ("SEBI") vide its letter dated December 01, 2022 bearing reference no. SEBI/HO/QW/IMD RAC2/P/2022/60211/1 ("SEBI NOC") has approved the Proposed Demerger with no objection to transfer the AMC Business of DSPIM to DSPAM.

A. The Proposed Demerger has also been approved by:

- (i) the Board of Directors of DSPIM vide resolutions dated October 21, 2021;
- (ii) the Board of Directors of DSPAM vide resolutions dated July 14, 2021;
- (iii) the Board of Directors of DSP Trustee Private Limited ('DSP Trustee') vide resolutions dated October 22, 2021.

B. Approval of Unitholders for proposed change of the Asset Management Company and consequential changes in the Investment Management Agreement ('IMA') and Trust Deed as reflected in Amended IMA and Supplemental Trust Deed, respectively

As per Regulation 20(3) of Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 ('MF Regulations'), any change in the appointment of the Asset Management Company shall be subject to prior approval of the unitholders. Accordingly, approval of the unitholders of all schemes of the Fund, as per the records of Computer Age Management Services Limited ('Registrar'), as at the close of business hours of February 15, 2023 is sought for the proposed change of the Asset Management Company of the Fund from DSPIM to DSPAM and consequential changes in the Investment Management Agreement ('IMA') and Trust Deed.

Details of the Proposed Demerger, postal ballot, particularly the terms of voting, mode of voting, timelines for sending duly filled-in and signed ballot papers, manner of determining the results of postal ballot, etc. are provided in the letter being sent to the unitholders which is also available on the website of the Fund (<https://www.dspim.com/mandatory-disclosures>).

The said letter is being sent over email to such unitholders who have registered their email address with the Fund. The voting window shall remain open from February 22, 2023 to March 24, 2023 till 6.30 p.m. (both days inclusive). Further, a copy of the Amended IMA (draft) and Supplemental Trust Deed (draft) are available at the registered office of DSPIM at Mafatal Centre, 10th Floor, Nariman Point, Mumbai – 400021 should you wish to review the same. The above draft documents are also available on the website of the AMC.

The above-mentioned change shall override the conflicting provisions, if any, and shall form an integral part of the SAI, SID and KIM of all the schemes of the Fund, as amended from time to time. All the other provisions of the SAI, SID and KIM of all the schemes of the Fund, except as specifically modified herein above, remains unchanged.

**FOR DSP TRUSTEE PRIVATE LIMITED
TRUSTEE OF DSP MUTUAL FUND**

Place : Mumbai
Date : February 16, 2023

Sd/-
Shitin Desai
Chairman

Sd/-
S. S.N. Moorthy
Director

Unit holders are requested to update their PAN, KYC, email address, mobile number, nominee details with AMC and are also advised to link their PAN with Aadhaar Number. Further, Unit holders can view the Investor Charter available on website of the Fund as well as check for any unclaimed redemptions or Income Distribution cum Capital Withdrawal ('IDCW') payments.

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.