

ANEJA ASSOCIATES

C H A R T E R E D A C C O U N T A N T S

April 17, 2020

Mr. Kailash Kulkarni,
Chief Executive,
L&T Investment Management Limited,
6th Floor, Brindavan, Plot No. 177,
CST Road, Kalina, Santacruz (East),
Mumbai - 400 098.

Dear Mr. Kulkarni,

Certificate on review of disclosure of Votes Cast by L&T Mutual Fund

We refer to our appointment for conducting a review of disclosure of votes cast by L&T Mutual Fund in relation to the equity shares held in the schemes, during the period April 1, 2019 to March 31, 2020. The scope of our activities was to review the accuracy of disclosure of votes cast by the Mutual Fund as required by SEBI Circular No. CIR/IMD/DF/05/2014 dated March 24, 2014.

Based on our discussions with the Mutual Fund, the terms of reference for the review were as follows:

- ◆ Communication of voting decisions to the Custodian.
- ◆ Execution of voting decisions by the Custodian.
- ◆ Timeliness and accuracy of reporting of voting decisions on the Website.

Our review methodology for conducting this assignment was as follows:

- ◆ Process walkthrough was conducted to gain an understanding of the process and flow of information relating to casting of votes and its disclosures.
- ◆ Accuracy of reporting on the website vis-à-vis decisions communicated to the Custodian was reviewed based on data provided by the Fund House.
- ◆ Timeliness and accuracy of reporting by the Fund House was validated.

We have limited our review to verify if voting decision as communicated by the Mutual Fund was duly executed by the Custodian and accurately disclosed by the Mutual Fund House on their Website. We have not reviewed the accuracy / appropriateness of rationale for the voting decision.

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We have relied on the following data provided to us in relation to the above and no independent validation of data was conducted:

- ◆ List of disclosures made on a quarterly basis on the website by the Mutual Fund.
- ◆ Instructions given by the Mutual Fund to Custodian for exercising the voting rights clearly indicating their decision.
- ◆ Execution Report received from the Custodian confirming the execution of voting rights clearly indicated the decision for votes casted through Custodian.
- ◆ E-mails from IT team confirming time of upload on the website.
- ◆ E-Voting conducted through NSDL & CDSL.

During the period April 2019 to March 31, 2020, a total of 2,707 decisions were available to the Mutual Fund for exercising the voting rights in respect of equity shares held in the schemes of L&T Mutual Fund. Summary of the voting rights exercised during the year is as under:

Voting decision	Count
Voted for the resolution	2,314
Abstained	342
Voted against the resolution	51
Total	2,707

We conducted our review based on the above terms of reference and methodology and noted no material non-compliance with the requirements.

We request the Mutual Fund to submit the certificate to the Trustees, as required by the regulation.

For Aneja Associates
Chartered Accountants

NARENDRA
KUMAR
ANEJA

Digitally signed by NARENDRA KUMAR ANEJA
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Date: 2020.04.17 14:33:21 +05'30'

NARENDRA K. ANEJA
Membership No. 030202
UDIN No. 20030202AAAAOP5061
Firm Membership No. 100404W

Place: Mumbai
Date: April 17, 2020