

M. P. Chitale & Co.

Chartered Accountants

1/11, Prabhadevi Ind. Estate, 1st Flr., Opp. Siddhivinayak Temple, Veer Savarkar Marg, Prabhadevi, Mumbai - 25 • Tel.: 43474301-03 • Fax : 43474304

**The Board of Directors,
Edelweiss Asset Management Ltd.,**

801, 802 & 803, 8th Floor,
Windsor, Off C.S.T. Road,
Kalina, Santacruz (E),
Mumbai 400098,
Maharashtra

We have been appointed by Edelweiss Asset Management Ltd. (EAMC) as scrutinizer to provide certification on disclosure of votes cast on their website on quarterly as well as annually for the year 2017-18 in terms of SEBI Circular No. CIR/IMD/DF/05/2014 dated March 24, 2014 modified by SEBI Circular No. SEBI/HO/IMD/DF2/CIR/P/2016/68 dated August 10, 2016 to be submitted to trustees.

We have verified the voting disclosures made by EAMC on quarterly basis as well as annually for the year 2017-18 on the basis of data of notices provided by the custodian w.r.t. resolutions on which AMC is required to cast votes, Fund Manager's voting decision (either to vote for/against/abstain from voting) duly supported by the rationale for each agenda item intimated to proxy and confirmations sent by proxy for voting carried out.

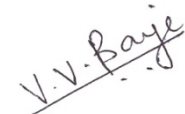
We certify that EAMC have disclosed details of all the votes cast in the format specified in the circular.

This certificate has been issued for submission to Board of Directors of Edelweiss Trusteeship Company Ltd. and for disclosure on EAMC website and in the Annual Report of the schemes of Edelweiss Mutual Fund in terms of SEBI circular No. CIR/IMD/DF/05/2014 dated March 24, 2014 and should not be used for any other purpose.

Thanking you,

Yours faithfully,

**For M.P. Chitale & Co.
Chartered Accountants
Firm Reg. No. 101851W**



**Vidya Barje
Partner
M. No. 104994
Mumbai, April 11, 2018**