

R. K. Sarang & Co.

Chartered Accountants

1401, 14th Floor, Bldg No. 2, Balaji Gardens, Near Kopar Station, Dombivli (East) – 421 201

May 05, 2017

Board of Directors,

ICICI Prudential AMC Ltd.

One BKC, A- Wing, 13th Floor,

Bandra – Kurla Complex,

Mumbai-400051.

We have been appointed by ICICI Prudential AMC Ltd. as scrutinizer to provide certification on the disclosure of votes cast 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 ICICI Prudential Asset Management Co. Ltd. on the website for the year 2016-17 on the basis of data obtained from 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 AMC has disclosed details of all the votes cast in the format specified in the circular.

This certification has been issued to ICICI Prudential AMC Ltd. for submission to Board of Directors of ICICI Prudential Trustee Co. Ltd. and for disclosure 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 and to disclose the same in ICICI Prudential Mutual Fund's Annual Report and website and should not be used for any other purpose other than mentioned in the said circular.

Thanking you,

Yours faithfully,

For R. K. Sarang & Co.

Chartered Accountants

Firm Reg. No. 131043W



Rushil K. Sarang

Proprietor

M. No. 116753

Mumbai, May 05, 2017