

ARN-87155

June 12, 2018

 Innovage Fintech Private Limited  
 G-404, Krishna Residency Opp Dalmia  
 College Behind Sunder NagarMalad (W)

Mumbai - 400064

Dear Sir / Madam,

**Re : Preferred Distribution Agreement - June 2018 - March 2019**

The specifics of the fee structure arrangement between Sundaram Mutual Fund and INNOVAGE FINTECH PRIVATE LIMITED for the period June 1 , 2018 - March 31, 2019 is as follows

**i) Equity Schemes – Lumpsum Investments:**
**Fee Structure – T30 Cities**

Product	ADI (%)	Year-1 Trail (%)	Year-2 Trail (%)	Year-3 Trail (%)	Year-4 Onwards (%)
<b>EQUITY FUNDS</b>					
Sundaram Equity Hybrid Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Mid Cap Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Small Cap Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Infrastructure Adv. Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Select Focus	0.40	0.50	0.50	0.50	0.50
Sundaram Rural and Consumption Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Large and Mid Cap Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Financial Services Opp	0.40	0.50	0.50	0.50	0.50
<b>ELSS</b>					
Sundaram Diversified Equity <= Rs.1.5 Lac	0.65	0.50	0.50	0.50	0.50
Sundaram Diversified Equity > Rs.1.5 Lac	0.65	0.50	0.50	0.50	0.50

**Fee Structure – B30 Cities**

Product	AIP (%)	#ARI (%)	Year-1 Trail (%)	Year-2 Trail (%)	Year-3 Trail (%)	Year-4 Onwards (%)
<b>EQUITY FUNDS</b>						
Sundaram Equity Hybrid Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Mid Cap Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Small Cap Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Infrastructure Adv. Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Select Focus	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Rural and Consumption Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Large and Mid Cap Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Financial Services Opp	0.40	1.65	0.50	0.50	0.50	0.50
<b>ELSS</b>						
Sundaram Diversified Equity <= Rs.1.5 Lac	0.65	1.65	0.50	0.50	0.50	0.50
Sundaram Diversified Equity > Rs.1.5 Lac	0.65	1.65	0.50	0.50	0.50	0.50

**ii )Equity Schemes – SIP Investments:**
**Fee Structure – T30 Cities**

Product	ADI (%)	Year-1 Trail (%)	Year-2 Trail (%)	Year-3 Trail (%)	Year-4 Onwards (%)
<b>EQUITY FUNDS</b>					
Sundaram Equity Hybrid Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Mid Cap Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Small Cap Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Infrastructure Adv. Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Select Focus	0.40	0.50	0.50	0.50	0.50
Sundaram Rural and Consumption Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Large and Mid Cap Fund	0.40	0.50	0.50	0.50	0.50
Sundaram Financial Services Opp	0.40	0.50	0.50	0.50	0.50
<b>ELSS</b>					
Sundaram Diversified Equity <= Rs.1.5 Lac	0.65	0.50	0.50	0.50	0.50
Sundaram Diversified Equity > Rs.1.5 Lac	0.65	0.50	0.50	0.50	0.50

**Fee Structure – B30 Cities**

Product	AIP (%)	#ARI (%)	Year-1 Trail (%)	Year-2 Trail (%)	Year-3 Trail (%)	Year-4 Onwards (%)
<b>EQUITY FUNDS</b>						
Sundaram Equity Hybrid Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Mid Cap Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Small Cap Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Infrastructure Adv. Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Select Focus	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Rural and Consumption Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Large and Mid Cap Fund	0.40	1.65	0.50	0.50	0.50	0.50
Sundaram Financial Services Opp	0.40	1.65	0.50	0.50	0.50	0.50
<b>ELSS</b>						
Sundaram Diversified Equity <= Rs.1.5 Lac	0.65	1.65	0.50	0.50	0.50	0.50
Sundaram Diversified Equity > Rs.1.5 Lac	0.65	1.65	0.50	0.50	0.50	0.50

**SIP Incentive:** We are pleased to upfront ADI / AIP on new SIP/STP in our equity funds, as follows.

SIP/STP Installment	T-30 & B30 Locations				Annual Retention Incentive for B-30 locations
	SIP's Of 36 Months Or More		All Other SIP's		
	ADI / AIP %	Trail for All Years(p.a.)	ADI / AIP %	Trail for All Years(p.a.)	
>= Rs.1000 & <= Rs.10000	ADI/AIP for SIP x 36 Months	Same as SIP Pricing	Same as SIP		Same as SIP Pricing
> Rs.10000	Same as SIP Pricing				
< Rs.1000					

\* ADI/AIP : Quantum of advance ADI /AIP, subject to a Maximum of 1.00 %

**Hybrid Schemes - Lumpsum & SIP : T 30 & B30 Cities**

Product	ADI/AIP (%)	ARI (%)	Year-1 Trail (%)	Year-2 Trail (%)	Year-3 Trail (%)	Year-4 Onwards (%)
Sundaram Debt Oriented Hybrid Fund	0.75	0.00	0.50	0.50	0.50	0.50
Sundaram Smart Nifty100 (Lumpsum )	0.00	0.00	0.50	0.50	0.50	0.50
Sundaram Smart Nifty100 ( SIP)	0.00	0.00	0.50	0.50	0.50	0.50
Sundaram Multi Asset Fund (Lumpsum)	0.40	0.00	0.50	0.50	0.50	0.50
Sundaram Multi Asset Fund (SIP)	0.40	0.00	0.50	0.50	0.50	0.50

**Other Fixed Income Schemes - Lumpsum & SIP: T 30 & B30 Cities**

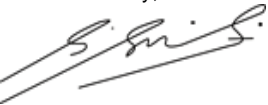
Product	ADI/AIP (%)	ARI %	Year-1 Trail (%)	Year-2 Trail (%)	Year-3 Trail (%)	Year-4 Onwards (%)
<b>DEBT FUNDS</b>						
Sundaram Medium Term Bond Fund	0.75	0.00	0.50	0.50	0.50	0.50
Sundaram Short Term Debt Fund	0.00	0.00	0.50	0.50	0.50	0.50
Sundaram Corporate Bond Fund	0.00	0.00	0.15	0.15	0.15	0.15
Sundaram Banking & PSU Debt Fund	0.00	0.00	0.09	0.09	0.09	0.09
<b>FUND OF FUNDS</b>						
Sundaram Global Advantage Fund	0.00	0.00	0.20	0.20	0.20	0.20
<b>LIQUID &amp; SHORT TERM FUNDS</b>						
Sundaram Money Fund	0.00	0.00	0.04	0.04	0.04	0.04
Sundaram Low Duration Fund	0.00	0.00	0.40	0.40	0.40	0.40
Sundaram Short Term Credit Risk Fund	0.00	0.00	0.15	0.15	0.15	0.15

**Terms and Conditions:**

1. The attached brokerage structure is applicable for the period June 1, 2018 - March 31, 2019. However, Sundaram Asset Management Ltd. reserves the right to change the Brokerage Rates applicable – Distribution Incentive / Trail in the intermittent period in case of Regulatory Changes / Change in Industry practices in respect to payment of Brokerage on Funds.
2. Advanced Distribution Incentive (ADI), Additional Incentive Payout (AIP) refers to the quantum of trail brokerage advanced to the distributors. In case redemption/switch-out of investments before the expiry of advancing period, proportionate ADI, AIP & any other incentive shall be recovered/clawed back/ set off from any payments due to the distributor, at AMC's sole discretion. The quantum of recovery depends on the period for which trail brokerage is advanced.
3. #Annualised Retention Incentive (ARI) refers to the quantum of additional brokerage payable on fresh mobilization in B30 cities. In the event of redemption / switchout within one year from the date of investment, the ARI paid to you will be completely recovered /clawed back /set off from any payment due to you.
4. T-30 refers to TOP 30 cities provided by AMFI & B-30 refers to the cities beyond TOP 30 cities referred in AMFI circular.
5. In the event premature closure of SIP / STP, proportionate incentive on New SIP will be recovered from the subsequent payouts.
6. Sundaram Asset Management Company Limited reserves the right to change the brokerage / incentive without prior intimation.
7. The above compensation structure is inclusive of all applicable taxes and levies (if any). The brokerage payment is subject to receipt of statutory documents and filing ( & not limited to) and invoices, within a reasonable period of time
8. This letter will supercede any other incentive/ brokerage communication issued earlier for the above period.
9. AMC reserves the right to make prospective changes to the structure including trail on existing assets. In the event of unavoidable reduction in expenses due to regulatory / other reasons, the perpetual trail may undergo change.
10. For all SIP/STP investments, other than new SIP/STP, brokerage on Lumpsum investments applies.
11. Direct Plan (Lump sum & SIP Investments):
  - i) No brokerage is payable on purchases/ switches into direct plans.
  - ii) Switches from regular plan(s) into Direct Plan(s) will be subject to proportionate or complete claw back as per the guidelines governing claw back.
12. Incentives AIP & ARI are payable only on investments from B30 Cities.

Looking forward to your support in our products,

Yours sincerely,



**Sunil Subramaniam**  
Chief Executive Officer

**ARN-87155**