

# HARIBHAKTI & CO. LLP

Chartered Accountants

The Board of Trustees,  
National Pension System (NPS) Trust

**Independent Auditor's certificate on voting reports disclosed in its website, in terms of 'Voting Policy on Assets held by NPS Trust' issued by the Pension Fund Regulatory and Development Authority (PFRDA)**

1. 'We have been requested by the UTI Retirement Solutions Limited (the "PFM"), having its registered office at the above mentioned address, to certify the voting reports disclosed in its website, in terms of 'Voting Policy on Assets held by NPS Trust' issued by the PFRDA for the purpose of onward submission to NPS Trust. Accordingly this certificate is issued as per the terms of our engagement letter dated December 28, 2021.

## **Management's Responsibility**

2. The preparation and appropriate disclosure of quarterly voting reports on the website is the responsibility of the PFM including maintenance of underlying supporting information. This responsibility includes the design, implementation and maintenance of relevant internal controls in this regard.
3. The PFM is also responsible for ensuring the compliance of the guidelines as set out by PFRDA as amended from time to time, and provides all relevant information to the Trustees.

## **Auditor's Responsibility**

4. Our responsibility to provide a reasonable assurance on whether the quarterly voting reports disclose the particulars as required by the Circular.
5. The following documents have been furnished to us by the PFM:
  - a) Quarterly voting reports on its website for Q1, Q2, Q3 and Q4 of the Financial year 2021-22;
  - b) Voting data and supporting documents maintained by the PFM with respect to the voting reports disclosed; and
  - c) Written representation from the management with regard to the above.
6. We have performed the following procedures :-
  - a) We have verified, on a test basis the contents of the voting reports with the voting data and supporting documents maintained by the PFM
7. We conducted our examination in accordance with the Revised Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI. We have not performed an audit, the objective of which would be the expression of an opinion on the financial statements, specified elements, accounts or items thereof, for the purpose of this Certificate.

We have not reviewed:



000029

- a) Whether voting reports cover all relevant investee companies; and,
  - b) The voting decisions taken by the Management of PFM.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements issued by ICAI.

### Opinion

9. Based on our examination, as above, and the information, explanations and written representation given to us, we are of the opinion that
- a) Voting reports for Q1, Q2, Q3 and Q4 of the Financial Year 2021-22 disclosed on the website of PFM are in accordance with the format prescribed in the 'Voting Policy on Assets held by NPS Trust' issued by the PFRDA.
  - b) Voting reports were disclosed on the website of UTI Retirement Solutions Limited on quarterly basis; and
  - c) Contents of the voting reports are matching with the supporting documents maintained by the PFM.

### Restriction on Use

- a) This certificate is issued solely for the purpose of submission to the NPS Trust and disclosure in Website of the UTI Retirement Solutions Limited. This certificate should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. Haribhakti & Co. LLP shall not be liable to the PFM, the Trustees, or to any other concerned for any claims, liabilities or expenses relating to this assignment, except to the extent of fees relating to this assignment. We have no responsibility to update this certificate for any events or circumstances occurring after the date of this certificate.

**For Haribhakti & Co. LLP**

Chartered Accountants

ICAI Firm Registration No.103523W/W100048

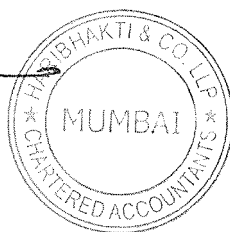


Sumant Sakhardande  
Partner

Membership No. 34828

UDIN: 22034828AIBBBY3067

-Mumbai: April 29, 2022



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