

2016

PROXY VOTING POLICY

As an investment adviser, we are shareholder advocates and have a fiduciary duty to make investment decisions that are in our unit holders' best interests by maximizing the value of their shares. Proxy voting is an integral part of this process, through which we support strong corporate governance structures, shareholder rights, and transparency.

In addition to our firm-wide proxy voting policies, we have a Proxy Committee (the Committee), which provides oversight and includes COO, CIO, CFO and Head of Investor Services. It is the responsibility of the Committee to evaluate and maintain proxy voting procedures and guidelines, to evaluate proposals and issues not covered by these guidelines, to consider changes in policy, and to review the Proxy Voting Policy at least annually. In addition, the Committee meets as necessary to address special situations.

1. AUTHORITY AND RESPONSIBILITY FOR VOTING PROXIES

The proxy voting decision making responsibility rests with the Committee. The Committee will appoint a Fund Manager/ otherwise who will vote on behalf of the CIS unit holders in accordance with this manual.

2. VOTING PROCEDURES

The Proxy Committee will review shareholders resolutions on a case-by-case basis and shall vote on 'material issues' in accordance with this manual. In determining whether an issue is 'material', the Fund Manager will take the following factors into consideration:

- Whether the exercise of voting rights will improve corporate governance and protect the interest of the unit holders
- The size of the holdings and whether the votes will influence the outcome of the resolution
- The advantage that will result from voting

The following are the voting decision guidelines:

2.1. ELECTION OF DIRECTORS

We generally consider governance, transparency, adherence to laws by the Company and the candidates' profiles, their relevant experiences and fiduciary behavior. However, we may abstain from voting if we determine that there are compelling reasons to oppose any election.

We believe companies should have a majority of independent directors and independent key committees. However, we consider relevant corporate laws as part of our decision. We will generally regard a director as independent if the director satisfies the criteria for independence as defined in the code of corporate governance.

LI expects the following information to be disclosed in the annual report and / on the company website:

1. Directors full name
2. Brief biography detailing the directors past roles and experience

While participating in the election of the Board of Directors of the investee company, we ensure that by exercising the right to vote proxy on behalf of the unit holders of the CIS, LI

does not end up in attaining the management control of the investee company, in contravention of the Regulations.

2.2. CORPORATE GOVERNANCE

We will vote on the management's recommendations to approve policies and / practices to improve its corporate governance structure unless we have reasons to vote otherwise.

2.3. APPOINTMENT OF AUDITORS

We vote on the basis of QCR rating of the firm by ICAP, its experience in the relevant industry, the integrity of its partners and their compliance with the Code of Ethics for Professional Accountants in public practice as adopted by ICAP. We also consider the amount of fees paid for non-audit related services performed compared to the total audit fees paid by the company to the auditing firm, and whether there are any other reasons for us to question the independence or performance of the firm's auditor.

2.4. CHANGES IN LEGAL AND CAPITAL STRUCTURE; PROPOSAL AFFECTING SHAREHOLDER RIGHTS

We may vote in favor where we regard increase in share capital as serving a legitimate corporate purpose when used to such as; implement a stock split, aid in a recapitalization or acquisition, raise needed capital for the company, or provide for employee savings plans, stock option plans or executive compensation plans. We may abstain from voting or oppose the proposal where there is reliable evidence to believe that the management's proposal to increase share capital is to use the shares so raised to implement a "poison pill" or another form of anti-takeover device, or if the issuance of new shares would, in our judgment, excessively dilute the value of the existing shares upon issuance. Under certain circumstances where we believe it is important for shareholders to have an opportunity to maintain their proportional ownership, we may oppose proposals requesting shareholders approval on the issuance of further capital without issue of right shares.

2.5. CORPORATE RESTRUCTURE, MERGERS AND ACQUISITION

Proposals requesting shareholder approval of corporate restructurings, merger proposals and spin-offs are determined on a case-by-case basis. In evaluating these proposals and determining our votes, we are singularly focused on meeting our goal of maximizing long-term shareholder value.

2.6. OTHER BUSINESS

In terms of business other than those covered above, the proxy voting will be determined on case by case basis.

2.7. CIRCUMSTANCES UNDER WHICH PROXIES SHALL NOT BE VOTED

The Committee does not exercise voting rights for markets which are managed passively.

While deciding whether to vote or not, the Committee reviews the corporate actions and consider the criterion discussed in point no. 2

3. EVALUATION OF PROXY PROPOSAL

All the proxy proposals shall be evaluated by the Committee to determine whether these are material based on the criterion given in point no. 2.

4. CONFLICTS OF INTEREST

As a fiduciary, we always must act in our unit holders' best interests. We strive to avoid even the appearance of a conflict that may compromise the trust our unit holders have placed in us, and we insist on strict adherence to fiduciary standards and compliance with all applicable federal and provincial laws. We have adopted a comprehensive Code of Conduct" (the Code) to help us meet these obligations. As part of this responsibility and as expressed throughout the Code, we place the interests of our unit holders first and attempt to avoid any perceived or actual conflicts of interest.

We recognize that there may be a potential material conflict of interest when we vote a proxy solicited by an issuer whose retirement plan we manage, or we administer, who distributes LI's mutual funds, or with whom we or an employee has another business or personal relationship that may affect how we vote on the issuer's proxy. Similarly, we may have a potential material conflict of interest when deciding how to vote on a proposal sponsored or supported by a shareholder group that is a unit holder. In order to avoid any perceived or actual conflict of interest, the procedures set forth below have been established for use when we encounter a potential conflict to ensure that our voting decisions are based on our unit holders' best interests and are not the product of a conflict.

Adherence to Stated Proxy Voting Policies

Votes are cast in accordance with this policy. In situations where our policy is case-by-case, this Manual often provides criteria that will guide our decision. In situations where our policy on a particular issue is case-by-case and the vote cannot be clearly decided by an application of our stated policy, a member of the Committee or his/her designee will make the voting decision in accordance with the basic principle of our policy to vote proxies with the intention of maximizing the value of the securities in our unit holder accounts. In these situations, the voting rationale must be documented, including by retaining relevant emails or another appropriate method. Where appropriate, the views of investment professionals are considered. All votes cast contrary to our stated voting policy on specific issues must be documented. On an annual basis, the Committee will receive a report of all such votes so as to confirm adherence of the policy.

Disclosure of Conflicts

When considering a proxy proposal, investment professionals involved in the decision-making process must disclose to the Committee any potential conflict (including personal relationships) of which they are aware and any substantive contact that they have had with any interested outside party (including the issuer or shareholder group sponsoring a proposal) regarding the proposal. Any previously unknown conflict will be recorded on the Potential Conflicts List. If a member of the Committee has a conflict of interest, he or she must also remove himself or herself from the decision-making process.

Voting Transparency

Our proxy voting policy approved by Board is placed on our website and shared with the Commission in accordance with the NBFC Regulations, 2008.

We publish our proxy voting records in annual reports of the CISs. Unit holders on request can obtain detailed information regarding actual proxies voted by the Company in respect of CIS free of charge.

5. RECORD KEEPING OF PROXY VOTING

All of the records referenced below will be kept in an easily accessible place for at least five years from the end of the fiscal year during which the last entry was made on such record. We maintain the vast majority of these records electronically. We will keep paper records, if any, in one of our offices for at least five years.

Proxy Voting Policy

The Proxy Voting Policy shall be maintained in the Investor Services department and posted on the LI website.

Records of Votes Cast on Behalf of Unit holders

Records of votes cast by LI are retained electronically by our Investor Services Relations Department. The following proxy record shall be maintained:

- 1 The name of the issuer of the securities on which the vote has been cast
- 2 Name of the major beneficial owner(s) of the securities
- 3 Number of the shares held by CIS on record
- 4 The date on which the proxy was voted; and
- 5 The result of vote

Records of Investors Requests for Proxy Voting Information

Copies of written requests from unit holders for information on how LI voted their proxies shall be kept by the Investor Services Department.

Documents Prepared by LI that are Material to Voting Decisions

The Committee is responsible for maintaining documents prepared by the Committee or any LI employee that were material to a voting decision. Therefore, where an investment professional's opinion is essential to the voting decision, the recommendation from investment professionals must be made in writing.

6. MONITORING

The Committee shall monitor proxy voting responsibilities on a quarterly basis and any discrepancies/ irregularities shall be reported to the Chief Executive Officer.

7. DISCLOSURES

The proxy voting policy and any subsequent changes therein in accordance with the applicable laws shall be approved by the Board of Directors. The policy will be placed on the company's website in accordance with the NBFC Regulations, 2008.

The Company shall disclose in the annual report of CIS the cases where the company on behalf of CIS did not participate in shareholders' meetings. Further, the AMC shall include in the annual report of the CIS a statement that the proxy voting policy of the CIS is available on

the website of the AMC and detailed information regarding actual proxies voted by the AMC in respect of the CIS is also available without charge, upon request, to all unit holders.

The Company in the annual report of CIS shall also disclose the summary of actual votes during the year in the prescribed manner:

	Resolutions	For	Against	Abstain
Number				
Percentages				