

CHARTER FOR THE AUDIT COMMITTEE
OF THE BOARD OF TRUSTEES OF
DESTRA INVESTMENT TRUST

This Charter sets forth the purpose, authority and responsibilities of the Audit Committee of the Board of Trustees of the Destra Investment Trust (the “Fund”).

I. PURPOSE

The Audit Committee has as its primary purpose oversight responsibility for the integrity of the Fund’s financial reporting and for the adequacy of the Fund’s overall system of internal controls. Fund Management (which includes the officers and employees of the Fund’s investment adviser(s), and the Fund’s accounting, administration, transfer agency and custody service providers) is primarily responsible for maintaining appropriate accounting and internal control systems. The independent public accountants are primarily responsible for planning and completing a proper audit.

II. AUTHORITY

The Audit Committee has been duly established by the Board of Trustees of the Fund, and shall be provided with appropriate resources to discharge its responsibilities effectively, including payment to the independent public accountants for the purpose of conducting the audit and rendering an audit report and to counsel or other advisers engaged by or at the direction of the Audit Committee, as provided herein. The Audit Committee may engage independent counsel and other advisers, as it determines necessary to carry out its duties. The Fund’s independent auditors shall have unrestricted accessibility at any time to Committee members and shall report directly to the Audit Committee.

III. COMPOSITION AND TERM OF MEMBERS OF THE AUDIT COMMITTEE

The Audit Committee shall be composed of not less than two members of the Board of Trustees who are not “interested persons” of the Fund as defined in Section 2(a)(19) of the Investment Company Act of 1940 (the “1940 Act”), each of whom is able to read and understand Fund financial statements. As required by Section 301 of the Sarbanes-Oxley Act of 2002 (the “Sarbanes-Oxley Act”), the members of the Audit Committee may not accept any consulting, advisory or other compensatory fee from the Fund (other than in his or her capacity as a member of the Audit Committee, as a member of another Committee of the Board of Trustees, or as a member of the Board of Trustees), or by an affiliated person of the Fund.

The full Board of Trustees shall appoint the members of the Audit Committee, and shall select the Chairman of the Audit Committee. Each member of the Audit Committee shall serve until a successor is appointed. The Audit Committee shall evaluate its own performance at least annually.

IV. MEETINGS

The Audit Committee shall meet at least two times a year, with additional meetings being held as deemed appropriate by the Committee.

V. RESPONSIBILITIES OF THE AUDIT COMMITTEE

The Audit Committee shall provide assistance to the Board of Trustees in fulfilling its responsibilities to the Fund and its shareholders, potential shareholders, and the investment community relating to accounting matters and reporting practices of the Fund and to the quality and integrity of the financial statements of the Fund.

1. The primary responsibilities of the Audit Committee are:
2. to oversee the Fund's accounting and financial reporting policies and practices, its internal controls, and to inquire into, as it deems appropriate, the internal controls of the Fund's accounting, administration, transfer agency and custody service providers;
3. to oversee the quality and integrity of the Fund's financial statements and the independent audit thereof;
4. to assist Board oversight of the Funds' compliance with legal and regulatory requirements that relate to the Fund's accounting and financial reporting, internal controls and independent audits;
5. to approve prior to appointment, the engagement of the Fund's independent public auditors and, in connection therewith, to review and in connection therewith, to review and evaluate the qualifications, independence and performance of the Fund's independent auditors;
6. to act as a liaison between the Fund's independent public accountants and the full Board of Trustees; and
7. to assist Board oversight of the Fund's internal audit function (if any).

A. In carrying out these responsibilities, the Audit Committee shall have the following duties and powers, and shall perform the following functions:

1. Prior to the engagement of auditors, review and approve which independent public accountants shall be selected to audit the books of the Fund and to recommend to the Board of Trustees the selection, retention or termination of the Fund's independent auditors.
2. Evaluate the independence and qualifications of the independent public accountants, including evaluating whether the independent public accountants provide audit services or consulting services to Fund Management, or consulting services to the Fund, and to receive the specific representations of the independent public accountants as to their independence. Specifically, the Audit Committee will be responsible for evaluating the provision of non-audit services to the Fund as required by Section 201 of the Sarbanes-Oxley Act, any preapproval requests submitted by the independent public accountants as required by Section 202 of that Act or as otherwise required under Rule 2-01 of Regulation S-X, and shall monitor the conflict of interest requirements in Section 206 of the Sarbanes-Oxley Act, and the prohibitions on improper influence on the conduct of audits in Section 303 of that Act. In evaluating the auditor's qualifications, performance and independence, the Audit Committee must, among other things, obtain and review a report by the auditor, at least annually, describing the following items:
 - a) all relationships between the independent auditor and the Fund, as well as the Fund's investment adviser or any control affiliate of the adviser that provides ongoing services to the Fund;
 - b) any material issues raised by the most recent internal quality control review, or peer review, of the audit firm, or by any inquiry or investigation by governmental or professional authorities, within the preceding five years, respecting one or more independent audits carried out by the firm, and any steps taken to deal with any such issues; and
 - c) the audit firm's internal quality control procedures.

- B. It is the responsibility of the Audit Committee to engage actively in a dialogue with the auditors with respect to any disclosed relationship or services that may impact the objectivity and independence of the auditor and to take, or recommend that the full Board take, appropriate action to oversee the independence of the auditor.

- C. The Audit Committee may, to the extent deemed appropriate, develop policies and procedures for pre-approval of the engagement of the Fund's auditors for certain services to the extent permitted under Rule 2-01 of Regulation S-X. The Audit Committee shall also consider the controls applied by the auditors and any measures taken by management in an effort to assure that all items requiring pre-approval by the Audit Committee are identified and referred to the Committee in a timely fashion.

- D. Meet with the independent public accountants and Fund Management to review the scope of the proposed audit work, including limited reviews and such other procedures as may be considered necessary and/or appropriate for the current year, and the procedures to be used. At the completion of the annual examination, review the Fund's financial statements and related footnotes, the independent public accountants' report thereon, any significant changes required in the independent public accountant's audit plan, any material difficulties or disputes with Fund Management encountered during the course of the audit, and any other matters related to the conduct of the audit that are communicated to the Audit Committee under generally accepted auditing standards. The Audit Committee shall be responsible for the resolution of any disagreement between Fund Management and the independent public accountants regarding financial reporting.

- E. Review with the independent public accountants and with Fund Management the adequacy and effectiveness of the accounting and financial policies, procedures and controls of the Fund, and elicit any recommendations that they may have for their improvement. Review responses by Fund Management to recommendations for improvement made by the independent public accountants. The Audit Committee will receive and review the certifications required by Section 302 of the Sarbanes-Oxley Act, and the related information and reports required of Fund Management by rules adopted from time to time under Section 30(a) of the 1940 Act, and will be responsible for adopting a Code of Ethics for senior financial officers of the Fund as required in Section 406 of the Sarbanes-Oxley Act. The Audit Committee shall review with the Fund's principal executive officer and/or principal financial officer in connection with required certifications on Form N-CSR any significant deficiencies in the design or operation of internal control over financial reporting or material weaknesses therein and any reported evidence of fraud involving management or other employees who have a significant role in the Fund's internal control over financial reporting.

- F. Review periodically with the independent public accountants the form of the Fund's financial statements, including the Fund's significant accounting policies disclosed in the notes thereto, to determine that the independent public accountants are satisfied with the disclosure and content of the financial statements presented to shareholders. Any changes in significant accounting policies should be reviewed.

- G. Review and discuss with management and the independent public accountants the Fund's audited financial statements and the semi-annual financial statements, including the Fund's disclosures under "Management's Discussion of Fund Performance." Such review and discussion shall occur prior to the public dissemination of such documents. If and to the extent all Audit Committee members are not available, this function may be performed by the members of the Committee who are available, even if less than a quorum of the Committee.

- H. Provide the independent public accountants with the opportunity to meet at least annually in executive session with the members of the Audit Committee without representatives of Fund Management being present. Among the items to be discussed in these meetings are the independent public accountants' evaluation of Fund Management's financial and accounting personnel, and the cooperation which the independent public accountants received during the course of their audit. The Audit Committee will also receive the report of the independent public accountants required by Section 204 of the Sarbanes-Oxley Act.
- I. Meet to evaluate the performance of the independent public accountants at least annually without representatives of the independent public accountants being present.
- J. Review and approve fees of the independent public accountants in relation to services provided to the Fund.
- K. Review Fund and Fund Management's Compliance Procedures and issues (including Codes of Ethics issues).
- L. Investigate any improprieties or suspected improprieties in the Fund's operations. In particular, the Audit Committee will establish procedures for the receipt, retention, and consideration of complaints received by the Fund regarding accounting, internal accounting controls, or auditing matters affecting the Fund, and will receive, retain and consider confidential, anonymous submissions by employees of the Fund (or its investment adviser(s) or other service providers) of concerns regarding questionable accounting or auditing matters as contemplated by Section 301 of the Sarbanes-Oxley Act, and will receive, retain and consider reports from attorneys or auditors of possible violations of federal or state law or fiduciary duty. A copy of such procedures is attached as Exhibit A hereto.
- M. Review this Charter at least annually and recommend any changes to the full Board of Trustees.
- N. Cause an investigation to be made into any matter that comes to the attention of the Audit Committee within the scope of its duties, with the power to retain special counsel, accountants, or others for this purpose, if, in its judgment, that is appropriate.
- O. Consider such other matters as may be from time to time referred to the Audit Committee by the Board of Trustees of the Fund.

In carrying out its responsibilities, the Audit Committee believes its policies and procedures should be and should remain flexible so that it can react to changing conditions and environments and to assure the Board of Trustees and shareholders that the accounting and reporting practices of the Fund are in accordance with all requirements, are of the highest quality, and are consistent with “best practices” of the investment company industry.

Although the Audit Committee is expected to take a detached and questioning approach to the matters that come before it, the review of a Fund’s financial statements by the Audit Committee is not an audit, nor does the Audit Committee’s review substitute for the responsibilities of the Fund’s management for preparing, or the independent auditors for auditing, the financial statements. Members of the Audit Committee are not full-time employees of the Fund and, in serving on this Committee, are not, and do not hold themselves out to be, acting as accountants or auditors. As such, it is not the duty or responsibility of the Committee or its members to conduct “field work” or other types of auditing or accounting review or procedures.

In discharging their duties, the members of the Audit Committee are entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: (1) one or more officers of the Fund whom the trustee reasonably believes to be reliable and competent in the matters presented; (2) legal counsel, public accountants, or other persons as to matters the trustee reasonably believes are within the person’s professional or expert competence; or (3) a Board committee of which the trustee is not a member.

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