

CHARTER FOR THE NOMINATING AND GOVERNANCE COMMITTEE  
OF THE BOARD OF TRUSTEES OF  
DESTRA INVESTMENT TRUST

I. NOMINATING AND GOVERNANCE COMMITTEE.

This Charter sets forth the purpose, authority and responsibilities of the Nominating and Governance Committee of the Board of Trustees of the Destra Investment Trust (the “Fund”). Members of the Committee shall be appointed and removed by the Board from time to time in its discretion.

A. Composition and Qualifications.

The Committee shall be composed entirely of independent trustees of the Board. The term “independent trustee” as used in this Charter means any director or trustee who is not an “interested person” of the Fund as such term is defined in the Investment Company Act of 1940, as amended, and any rules or regulations adopted thereunder (the “1940 Act”), and who is an “independent director” within the meaning of the New York Stock Exchange Listed Company Manual. One independent trustee shall be elected as chair of the Committee.

To serve on the Committee, a trustee must be independent and must have sufficient time available to competently manage the duties associated with membership on the Committee in addition to the other duties associated with being a trustee and in addition to any other commitments. Each member of the Committee shall serve until a successor is appointed.

B. Statement of Purpose.

The purpose of the Committee shall be to oversee matters related to the nomination of trustees and, as necessary, the corporate governance of the Fund. The Committee’s duties shall include, but not be limited to, seeking, identifying, and nominating qualified candidates for election or appointment as trustees in the event of a vacancy, consistent with criteria approved by the Board; the evaluation of Board performance and processes; review of Committee assignments; and, to the extent necessary or desirable, the establishment of corporate governance guidelines and procedures.

II. THE COMPOSITION AND OPERATION OF THE BOARD.

A. The Committee shall review the composition of the Board as it deems necessary. In its review, the Committee shall consider, among other things, the size of the Board, the skills, experience and background of the Trustees, and the strengths and weaknesses of the skills or knowledge base of the Board.

B. In the event of a vacancy on the Board, the Committee shall seek and accept recommendations of qualified individuals for a position as a trustee. Once it has identified one or more candidates, the Committee will nominate one individual to fill each vacancy on the Board. In performing this function, the Committee shall consider, among other things, legal and fiduciary duties associated with Board membership; expectations regarding preparation, attendance, and participation at meetings; Fund ownership; limitations on investments; and independence from the Fund's investment adviser (including sub-advisers) and other principal service providers, including any affiliates of such persons, if applicable. The Committee shall consider the effect of any relationships that the Committee may consider to impair the candidate's independence including, but not limited to, relationships delineated in the 1940 Act and any other applicable federal securities laws and regulations and rules and regulations of self-regulatory organizations that might impair their independence, and business, financial or family relationships with the Fund's investment adviser (including sub-advisers) and service providers, including any affiliates of such persons. The Committee may, but shall not be required to, establish minimum qualifications to be possessed by all nominees. The Committee may also establish specific qualities or skills to be possessed by one or more trustees.

C. If there is no vacancy on the Board, the Board will not actively seek recommendations from other parties, including shareholders. When a vacancy on the Board occurs and nominations are sought to fill such vacancy, the Committee may seek nominations from those sources it deems appropriate in its discretion, including shareholders of the Fund. The Committee may retain a search firm to identify candidates. The Committee shall have sole authority to retain and terminate any such search firm, including the sole authority to approve the fees and other terms of such retention.

D. The Committee may review at its discretion and make recommendations with regard to the tenure of the trustees, including term limits and/or age limits.

E. At least annually, the Committee shall evaluate (or cause an evaluation to be performed of) (i) the performance of the Board and the organization and effectiveness of Board meetings, and (ii) the performance of the Committee and the organization and effectiveness of Committee meetings.

F. The Committee shall review committee assignments periodically and make nominations for trustee membership on all committees. The Committee shall also recommend to the full Board the chair of each committee. The full Board shall act on such recommendations and nominations as it sees fit.

G. The Committee shall periodically review and make recommendations to the full Board regarding the responsibilities of any committee, and any charter thereof (other than the audit committee), of the Board. Such review may include, among other things, the continuing need for each committee, the need for additional committees, and the need or desire to combine or reorganize committees.

H. The Committee shall periodically review and make recommendations regarding trustee compensation to the full Board.

I. The Committee shall perform such other functions and have such powers as may be necessary or appropriate in the efficient and lawful discharge of the powers provided in this Charter.

J. The Committee shall report its activities to the full Board and make recommendations with respect to the above and other matters as the Committee may deem necessary or appropriate.

### III. SHAREHOLDER COMMUNICATIONS.

Shareholders may communicate in writing with members of the Board via regular mail. Written communications to trustees should be addressed to the Fund, attention Fund Secretary, at the address of the principal offices of the Fund, which currently is One North Wacker Drive, 48<sup>th</sup> Floor, Chicago, Illinois 60606. If the communication is intended for a specific trustee and so indicated it will be sent only to that trustee. If a communication does not indicate a specific trustee it will be sent to the Chair of the Committee and the outside counsel to the independent trustees for further distribution as deemed appropriate by such persons.

Persons or entities, including shareholders of the Fund, who wish to recommend a person for nomination as a candidate for a position on the Board, shall mail such recommendation to Fund Secretary at the Fund's address above. To submit a recommendation, such person shall include: (a) evidence of Fund ownership of the person or entity recommending the candidate (if a Fund shareholder), (b) a full description of the proposed candidate's background, including their education, experience, current employment, and date of birth, (c) names and addresses of at least three professional references for the candidate, (d) information as to whether the candidate is an "interested person" in relation to such Fund, as such term is defined in the 1940 Act, and such other information that may be considered to impair the candidate's independence and (e) any other information that may be helpful to the Committee in evaluating the candidate.

If a recommendation is received with satisfactorily completed information regarding a candidate during a time when a vacancy exists on the Board or during such other time as the Committee is accepting recommendations, the recommendation will be forwarded to the Chair of the Committee and the outside counsel to the independent trustees. Recommendations received at any other time will be kept on file until such time as the Committee is accepting recommendations, at which point they may be considered for nomination.

### IV. CANDIDATE QUALIFICATIONS.

The Committee seeks to recruit and retain qualified independent trustees of high integrity, whose skills and experience will enhance the Board's ability to effectively represent the interests of the Fund's shareholders and oversee the wide range of regulatory and business issues affecting the Fund. The Committee seeks to consider a number of candidates when a vacancy on the Board of Trustees occurs. Each candidate must meet certain basic requirements, including relevant skills

and experience, time availability and independence from the management company, the adviser or service providers if qualifying as an independent trustee. In addition, depending on the current composition of the Board of Trustees and the mix of skills and backgrounds of the incumbent trustees, the qualifications sought of a particular candidate may vary in seeking to establish an effective Board with an appropriate range of skills and experience, in the aggregate. In addition to relevant skills and experience, all candidates must possess high standards of personal integrity that are assessed on the basis of personal interviews, recommendations, or direct knowledge by Committee members.

#### V. REVIEW PROCESS.

Recommendations for candidates to the Board of Trustees will be evaluated in light of the current size and composition of the Board of Trustees and expected changes thereto. The review process may include, without limitation, personal interviews, background checks, written submissions by the candidates and third party references. Background information on a potential candidate initially will be forwarded to the Chair of the Committee and the outside counsel to the independent directors. Under no circumstances shall the Committee evaluate nominees recommended by a shareholder of the Fund on a basis substantially different than that used for other nominees for the same election or appointment of trustees.

#### VI. SOURCE OF RECOMMENDATIONS.

When seeking qualified candidates, the Committee and the Secretary (or other person designated by the Committee), shall identify and organize the recommendations received by the Committee (other than recommendations of persons who are executive officers or who are directors standing for re-election) in accordance with one or more of the following categories of persons or entities that made such recommendation:

- (1) a shareholder, independent director, chief executive officer, or other executive officer of the Fund;
- (2) a third-party search firm used by or on behalf of the Fund;
- (3) a shareholder, director, chief executive officer, other executive officer, or employee of the investment company's (a) investment advisor, (b) principal underwriter, or (c) affiliated person of the investment advisor or principal underwriter; and
- (4) any other specified source.

If it is determined that a nominee was initially recommended by a shareholder or group of shareholders owning 5% or more of the Fund's voting common securities, the Committee and Secretary or other person designated by the Committee shall identify such candidate and the shareholder making such recommendation in the Fund's proxy statement, as required under Item 7(d)(2)(ii)(L) of Schedule 14A under the Securities Exchange Act of 1934.

VII. DISCLOSURE OF CHANGES TO NOMINATION PROCEDURES.

For purposes of facilitating disclosure required in Form N-CSR, the Committee and the Secretary (or other person designated by the Committee) shall identify any material changes to the procedures for shareholder nominations for the reporting period in which such material changes occur.

VIII. DISCLOSURE OF CHARTER.

The Charter of the Committee shall be made available to anyone who requests to review a copy of it by writing to the Fund Secretary at the address provided above.