

NOVATION AGREEMENT OF RESTATED INVESTMENT MANAGEMENT AGREEMENT

This Novation Agreement is entered into this 1st day of January, 2016 by and among STRATEGIC ADVISERS, INC ("SAI"), a Massachusetts corporation, FMR CO., INC. ("FMR Co., Inc."), a Massachusetts corporation, and the DELAWARE COLLEGE INVESTMENT PLAN BOARD (the "Trustee"), acting as Trustee of the Delaware College Investment Plan Trust (the "Trust").

WHEREAS, the Trustee and SAI have entered into a Restated Investment Management Agreement (the "Investment Management Agreement") effective as amended and restated on October 4, 2011, and subsequently amended and restated, under which the Trustee appointed SAI to provide investment management services to the Trust;

WHEREAS, SAI and FMR Co., Inc. represent that each is a corporation duly organized, validly existing, in good standing under the laws of the jurisdiction under whose laws it is organized, and in a position to fully perform any and all obligations that may exist under the Novation Agreement;

WHEREAS, the Trustee, FMR LLC ("FMR") and Fidelity Brokerage Services LLC ("FBS") have entered into a separate management and administrative services agreement under which the Trustee appointed FMR, and FBS to perform all services necessary to implement the marketing, administration, investment management and record-keeping aspects of the Trust;

WHEREAS, SAI and FMR, Co., Inc. represent and warrant that each is registered as an investment adviser under the Investment Advisers Act of 1940, as amended, with the U.S. Securities and Exchange Commission;

WHEREAS SAI, FMR Co., Inc., and the Trustee desire that FMR Co., Inc. be substituted for SAI as the investment adviser for the Trust; and

WHEREAS SAI desires to effect a novation of the Investment Management Agreement so that FMR Co., Inc. is substituted for SAI as a party to such Agreement and SAI is released from its obligations under such Investment Management Agreement; FMR Co., Inc. desires to accept the novation thereof; and the Trustees desire to consent to such novation.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties hereto agree as follows:

Novation and Acceptance. Subject to the terms and conditions contained herein, SAI hereby effects a novation of the Investment Management Agreement to substitute FMR Co., Inc. for SAI as a party to such agreement (the "Novation"); the Trustee hereby consents to such Novation and hereby releases SAI from all of its duties and obligations under the Investment Management Agreement; and FMR Co., Inc. hereby accepts the Novation and hereby releases SAI from all of its duties and obligations under the Investment Management Agreement and assumes all rights, duties, and obligations of SAI under such Investment Management Agreement.

THE CHAIRPERSON OF THE DELAWARE COLLEGE INVESTMENT PLAN BOARD acting on behalf of the
Trustee of the DELAWARE COLLEGE INVESTMENT PLAN TRUST

By:

Lois S. E. E. E. E. E.

STRATEGIC ADVISERS, INC.

By:

Suzanne Brennan

Suzanne Brennan,

Chief Operating Officer

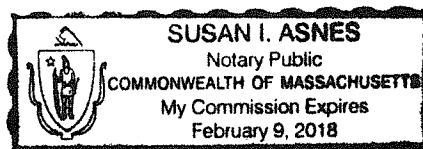
Acknowledgement: State of MASS., County of Suffolk

On Dec. 22, 2015, before the undersigned officer, personally appeared the person
identified above, or satisfactorily provided to be the person whose name is signed above, and
acknowledged that s/he executed this document in the capacity indicated above.

Signature of Notary Public:

Susan I. Asnes

(seal)



FMR CO., INC.

By: Steven F. Schiffman

Steven F. Schiffman

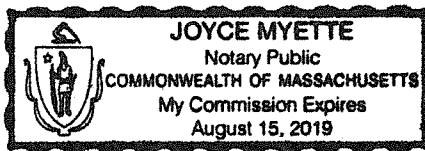
Assistant Treasurer

Acknowledgement: State of Massachusetts, County of Suffolk

On December 17, 2015, before the undersigned officer, personally appeared the person identified above, or satisfactorily provided to be the person whose name is signed above, and acknowledged that s/he executed this document in the capacity indicated above.

Signature of Notary Public: Joyce Myette

(seal)



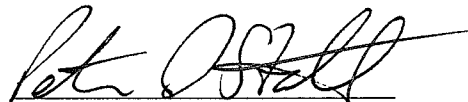
CERTIFICATE OF AUTHORITY
Strategic Advisers, Inc.
(the "Company")

In connection with the January 1, 2016 Novation Agreement to the Investment Management
Agreement
Among
FMR Co., Inc., and Strategic Advisers, Inc.
And the Trustee of the Delaware College Investment Plan Trust
(the "Novation Agreement")

I, Peter D. Stahl, Secretary of Strategic Advisers, Inc. (the "Company"), do hereby certify that Suzanne Brennan is the duly elected, appointed and qualified Chief Operating Officer of the Company, is acting as such officer of the Company at the time of the signing of the Novation Agreement, is duly authorized to sign the Novation Agreement on behalf of the Company, and is empowered to bind the Company to the terms and conditions of the Novation Agreement.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated below.

Date: _____


Peter D. Stahl
Secretary

CERTIFICATE OF AUTHORITY
FMR CO., INC.
(the "Company")

In connection with the January 1, 2016 Novation Agreement to the Investment Management
Agreement

Among

FMR Co., Inc., and Strategic Advisers, Inc.

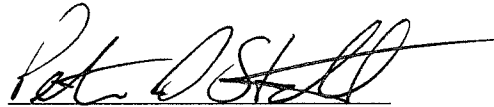
And the Trustee of the Delaware College Investment Plan Trust

(the "Novation Agreement")

I, Peter D. Stahl, Assistant Secretary of FMR Co., Inc. (the "Company"), do hereby certify that Steven F. Schiffman the duly elected, appointed and qualified Assistant Treasurer of the Company, is acting as such officer of the Company at the time of the signing of the Novation Agreement, is duly authorized to sign the Novation Agreement on behalf of the Company, and is empowered to bind the Company to the terms and conditions of the Novation Agreement.

IN WITNESS WHEREOF, I have signed this Certificate as of the date indicated below.

Date: _____

A handwritten signature in black ink, appearing to read 'Peter D. Stahl', written over a horizontal line.

Peter D. Stahl
Assistant Secretary