UNDERWRITING AGREEMENT  
THIS AGREEMENT made as of this 1st day of February, 2021, by and between each of Virtus Strategy Trust (formerly Allianz Funds Multi-Strategy Trust) and Virtus Investment Trust (formerly Allianz Funds), each a Massachusetts business trust having a place of business located at 000 Xxxxxx Xxxxxx, Xxxxx 000, Xxxxxxxxxx, XX 00000 (each, the “Trust”), severally and not jointly, and VP Distributors, LLC, a Delaware limited liability company having a place of business located at Xxx Xxxxxxxxx Xxxxx, Xxxxxxxx, Xxxxxxxxxxx 00000 (the “Underwriter”).  
W I T N E S S E T H:  
 1.  
The Trust hereby grants to the Underwriter the right to purchase shares of beneficial interest of each class of each series of the Trust established and designated as of the date hereof and of any additional series and classes thereof which the Board of Trustees (“Trustees”) may establish and designate during the term of this Agreement (called the “Funds” and “Classes”, respectively) and to resell shares of various Classes, as applicable, of each Fund (collectively called the “Shares”) as principal and not as agent. The Underwriter accepts such appointment and agrees to render the services described in this Agreement for the compensation herein provided.  
 2.  
The Underwriter’s right to purchase Shares shall be exclusive except that the terms of this Agreement shall not apply to Shares issued or transferred:  
 a.  
pursuant to an offer of exchange exempted under Section 22(d) of the Investment Company Act of 1940, as amended (the “Act”) by reason of the fact that said offer is permitted by Section 11 of the Act, including any offer made pursuant to clause (1) or (2) of Section 11(c);  
 b.  
upon the sale to a registered unit investment trust which is the issuer of periodic payment plan certificates the net proceeds of which are invested in redeemable securities;