



Shardul Amarchand Mangaldas

November 1, 2021

**The Board of Directors
Delhivery Limited**
Plot 5, Sector 44,
Gurugram 122 002
Haryana, India

Dear Sir/Madam,

Re: Proposed initial public offering of equity shares bearing face value of ₹ 1 each (the "Equity Shares") of Delhivery Limited (the "Company") comprising a fresh issue by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer")

We, the undersigned, hereby consent to act as the legal counsel to the Company and to our name being inserted as "Legal Counsel to the Company as to Indian Law" in the Draft Red Herring Prospectus intended to be filed by the Company with the Securities and Exchange Board of India (the "SEBI"), and any relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges"), and the Red Herring Prospectus and the Prospectus intended to be filed by the Company with the SEBI and the Registrar of Companies, National Capital Territory of Delhi and Haryana, or in respect of any other document to be issued or filed in relation to the Offer. The following information in relation to us may be disclosed:

Name: Shardul Amarchand Mangaldas & Co
Address: Amarchand Towers
216, Okhla Industrial Estate Phase III
New Delhi 110020 Delhi, India
Tel: +91 11 4159 0700

We hereby authorize you to deliver this letter of consent to the SEBI and any other regulatory or statutory authority as may be required by law.

Sincerely,

For Shardul Amarchand Mangaldas & Co

Prashant Gupta
Partner

For DELHIVERY LIMITED

Company Secretary

Shardul Amarchand Mangaldas & Co
Advocates & Solicitors

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