

DELHIVERY

EXTRACT OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF DELHIVERY LIMITED (THE "COMPANY") ON MONDAY, THE 01ST DAY OF NOVEMBER 2021 AT PLOT NO. 5, SECTOR-44, GURUGRAM-122002

Approval of the Draft Red Herring Prospectus ("DRHP")

"RESOLVED THAT in furtherance to the resolution passed by the Board of Directors of the Company (the "**Board**") on October 13, 2021 and the resolution passed by the shareholders of the Company on October 15, 2021 and subject to applicable laws, the draft of the draft red herring prospectus (the "**DRHP**"), in respect of the initial public offering of equity shares of face value of ₹ 1/- each of the Company (the "**Equity Shares**") consisting of a fresh issue of such number of equity shares of the Company **aggregating up to ₹ 50,000 million and an offer for sale aggregating to Rs 24,600 million** by existing and eligible shareholders of the Company who had intimated their intention to the Board (the "**Offer for Sale**" and together with the Fresh Issue, the "**Offer**") at such price as may be determined in accordance with the book building process under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and as agreed to by the Company in consultation with the book running lead managers to the Offer (the "**BRLMs**"), as provided to, and tabled before the Board, containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with Securities and Exchange Board of India ("**SEBI**"), BSE Limited, National Stock Exchange of India Limited (which together with BSE Limited shall collectively be referred to as the "**Stock Exchanges**") and such other authorities or persons as may be required.

RESOLVED FURTHER THAT the approval of the Board be and is hereby accorded to increase the fresh issue size of shares during IPO by an additional amount of Rs 10,000 million (Rs Ten Thousand million) aggregating to fresh issue size during IPO up to Rs 60,000 million (Sixty Thousand million), if required and deemed appropriate based on the market conditions in discussion with BRLMs.

RESOLVED FURTHER THAT any Director of the Company, Mr. Amit Agarwal, Chief Financial Officer, Mr. Sunil Kumar Bansal, Company Secretary and Mr. Vivek Kumar, Deputy Company Secretary of the Company, or the IPO Committee, be and are hereby severally authorised to make corrections or modifications, if any, and to finalise the DRHP for purposes of filing with SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and do all acts, deeds, matters and things and undertake such other necessary steps to implement the above resolution,


Company Secretary

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including without limitation, to settle any questions, difficulties or doubts that may arise in relation thereto.

RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any Director and/or the Company Secretary, be forwarded to concerned authorities for necessary actions."

//Certified to be True//

For DELHIVERY LIMITED

For DELHIVERY LIMITED



Company Secretary

Sunil Kumar Bansal

Company Secretary & Compliance Officer

M. No. FCS – 4810

Date: April 25, 2022

Place: Plot 5, Sector-44, Gurugram-122002

Delhivery Limited

Corporate Office: Plot 5, Sector 44, Gurugram - 122 002, Haryana, India

Registered Office: N24-N34, S24-S34, Air Cargo Logistics Centre-II,

Opposite Gate 6 Cargo Terminal, IGI Airport, New Delhi – 110037

(Formerly known as Delhivery Private Limited)

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