



cyril amarchand mangaldas  
ahead of the curve

Ref: Noida/2695

January 18, 2022

To,

**The Board of Directors**  
Delhivery Limited  
N24-N34, S24-S34  
Air Cargo Logistics Centre-II  
Opposite Gate 6 Cargo Terminal  
Indira Gandhi International Airport  
New Delhi 110037, Delhi, India

Ladies and Gentlemen:

**Proposed initial public offering (the "Offer") of equity shares of ₹ 1 each (the "Equity Shares") by Delhivery Limited (the "Company") through a combination of fresh issue and an offer for sale of Equity Shares by certain existing shareholders of the Company (the "Selling Shareholders").**

We, the undersigned, hereby consent to act as the legal counsel to the Book Running Lead Managers ("BRLMs") as to Indian Law and consent to our name being inserted as the legal counsel to the BRLMs as to Indian Law in the red herring prospectus ("RHP") and the prospectus ("Prospectus") to be filed with the Registrar of Companies, National Capital Territory of Delhi and Haryana at New Delhi ("RoC"), and thereafter with the Securities and Exchange Board of India ("SEBI") and the relevant stock exchanges where the Equity Shares are proposed to be listed (the "Stock Exchanges"), which the Company intends to issue in respect of the Offer.

The following details with respect to us may be disclosed in the RHP and the Prospectus:

***Legal Counsel to the BRLMs as to Indian Law***

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
Plot No. C-001/A/1  
Sector 16B, Noida 201301  
Gautam Buddha Nagar  
201301 Uttar Pradesh, India  
Telephone: +91 120 6699 000

We authorise you to deliver this letter of consent to the RoC, SEBI, the Stock Exchanges, or any other regulatory or statutory authority as required by law.

Yours faithfully,

**For Cyril Amarchand Mangaldas**

Partner

CONFIDENTIAL COPY

**For DELHIVERY LIMITED**

Company Secretary

**Cyril Amarchand Mangaldas**  
Advocates & Solicitors

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