

## CONSENT LETTER FROM THE REGISTRAR TO THE OFFER

Date: October 25, 2021

To,

The Board of Directors  
**Delhivery Limited**  
Plot 5, Sector 44,  
Gurugram 122002

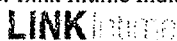
Dear Sir/Ma'am,

**Re: Proposed initial public offering of equity shares of face value of ₹ 1 each ("Equity Shares") by Delhivery Limited (the "Company") and such offering (the "Offer")**

We, Link Intime India Private Limited, consent to our name and the details mentioned herein being inserted as a Registrar to the Company in the draft red herring prospectus ("DRHP") intended to be filed by the Company with the Securities and Exchange Board of India (the "SEBI") and any relevant stock exchange(s) where the Equity Shares are proposed to be listed (the "Stock Exchanges") and the red herring prospectus ("RHP") and the prospectus ("Prospectus") intended to be filed with the Registrar of Companies, NCT of Delhi and Haryana, at New Delhi ("RoC") and thereafter filed with the SEBI and the Stock Exchanges, as well as in other documents and material in relation to the Offer (the "Offer Documents").

We hereby authorise you to deliver this consent letter to SEBI, the Stock Exchanges, the RoC and any other regulatory authorities as may be required. The following details with respect to us may be disclosed in the Offer Documents:

**Name:** Link Intime India Private Limited

**Logo:** 

**Address:** C 101, 247 Park, L.B.S.Marg, Vikhroli (West), Mumbai – 400 083

**Telephone Number:** 022 - 4918 6200

**Website:** [www.linkintime.co.in](http://www.linkintime.co.in)

**E-mail:** [delhivery.ipo@linkintime.co.in](mailto:delhivery.ipo@linkintime.co.in)

**Investor Grievance Email:** [delhivery.ipo@linkintime.co.in](mailto:delhivery.ipo@linkintime.co.in)

**Contact Person:** Shanti Gopalkrishnan

**URL of SEBI website:**

<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=10>

**SEBI Registration No.:** INR000004058

**CIN:** U67190MH1999PTC118368

We enclose a copy of our registration certificate and declaration regarding our registration with SEBI in the required format (Annexure A). We also certify that our registration is valid as on date and that we have not been prohibited or debarred by SEBI or any other regulatory authority, court or tribunal from acting as an intermediary in capital market issues. We further confirm that no enquiry/ investigations are being conducted by SEBI on us and that no penalties have been imposed on us by SEBI.

We further confirm that the above information in relation to us is true, correct, adequate and not misleading in any respect and without omission of any matter that is likely to mislead, and adequate to enable investors to make a well-informed decision.



**CERTIFIED TRUE COPY**

**For DELHIVERY LIMITED**

Company Secretary

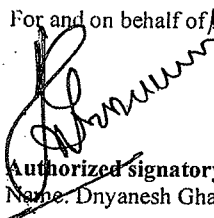
We confirm that we will immediately communicate any changes in writing in the above information to the Company, book running lead managers to the Offer ("BRLMs") until the date when the Equity Shares that are allotted and transferred in the Offer, commence trading on the Stock Exchanges. In the absence of any such communication from us, BRLMs and the legal counsels, each to the Company and the BRLMs, can assume that there is no change to the above information until the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer.

This consent letter is for information and for inclusion (in part or full) in the Offer Documents, and may be relied upon by the Company, BRLMs and the legal counsel to each of the Company and the BRLMs in relation to the Offer.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the Offer Documents.

Yours faithfully,

For and on behalf of Link Intime India Private Limited

  
Authorized signatory  
Name: Dnyanesh Gharote



Encl: As above

CC:

**Kotak Mahindra Capital Company Limited**

1st Floor, 27 BKC, Plot No. 27,  
G Block, Bandra Kurla Complex,  
Bandra (East), Mumbai 400 051

**BofA Securities India Limited**

One BKC, A  
Wing, G Block,  
Bandra Kurla Complex,  
Mumbai 400 051

**Citigroup Global Markets India Private Limited**

1202, 12th Floor,  
First International Financial Centre  
G-Block, C54 & 55, Bandra Kurla Complex,  
Bandra (East), Mumbai 400 098

**Morgan Stanley India Company Private Limited**

18F, Tower 2,  
One Indiabulls Centre,  
841, Senapati Bapat Marg,  
Mumbai 400 013

**Domestic Legal Counsel to the Book Running Lead Managers**

**Cyril Amarchand Mangaldas**  
Level 1 & 2, Max Towers  
C-001/A, Sector 16 B  
Noida 201 301

**International Legal Counsel to the Book Running Lead Managers**

**Linklaters Singapore Pte. Ltd.**  
One George Street  
#17-01  
Singapore 049145

**Domestic Legal Counsel to the Company**

**Shardul Amarchand Mangaldas**  
Amarchand Towers  
216, Okhla Industrial Estate Phase III  
New Delhi 110 020

**International Legal Counsel to the Company**

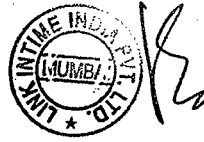
**Latham & Watkins LLP**  
9 Raffles Place  
#42-02 Republic Plaza  
Singapore 048619



**Annexure A**

We hereby confirm that as on date the following details in relation to our registration with the Securities and Exchange Board of India as a Registrar to the Offer is true and correct:


1. Registration Number:	INR000004058
2. Date of registration / Renewal of registration:	15.07.2014
3. Date of expiry of registration:	NA
4. If applied for renewal, date of application:	NA
5. Any communication from SEBI prohibiting from acting as registrars to the offer:	None
6. Any enquiry/investigation being conducted by SEBI:	None
7. Period up to which registration/ renewal fees has been paid:	Permanent Registration / 05.05.2023
8. Details of any penalty imposed	None



CERTIFIED TRUE COPY

For DELIVERY LIMITED

  
Company Secretary

<b>निर्णय रजिस्ट्रार और</b> <b>शेयर अंतरण अभिकर्ता</b>	<b>भारतीय प्रतिभूति और विनियम बोर्ड</b> <b>SECURITIES AND EXCHANGE BOARD OF INDIA</b> (निर्णय रजिस्ट्रार और शेयर अंतरण अभिकर्ता) विनियम, 1993 (Registrars to an issue and Share transfer agents) Regulations, 1993	<b>REGISTRARS TO AN ISSUE</b> <b>AND</b> <b>SHARE TRANSFER AGENTS</b>
CO 1392	(Regulation 4)	(Regulation 8A)
<b>संरक्षितता का प्रमाणपत्र</b> <b>CERTIFICATE OF REGISTRATION</b>		
1. केंद्र, भारतीय प्रतिभूति और विनियम अधिनियम, 1982 के अंतर्गत जारी हुए नियमों और विनियमों के तहत यह अभिकर्ता को प्रायः 12 के प्रावधान (1) द्वारा प्रदात रजिस्ट्रार या अंतरण करने हुए प्रमाण में निर्दिष्ट प्रकार और सेवा अंतरण अभिकर्ता/प्रमाणित में निर्णय रजिस्ट्रार/शेयर अंतरण अभिकर्ता के रूप में		
2. In exercise of the powers conferred by sub-section (1) of section 12 of the Securities and Exchange Board of India Act, 1982 read with the rules and regulations made thereunder, the Board hereby grants a certificate of registration to		
<b>LINK INTIME INDIA PVT. LTD.</b> <b>G-19, KANTILAL MAGANLAL INDUSTRIAL ESTATE</b> <b>PANVALI G. K. MILLI, COIMBATUR</b> <b>L.B.S. MARG, BHANDUP (WEST)</b> <b>MUMBAI 400 078</b>		
3. This certificate of registration shall be valid for permanent unless suspended or cancelled by the Board		
4. The Registrar and Share Transfer Agent shall be responsible to carry out the activities as specified therein.		
INR0800004052		
5. The Registrar and Share Transfer Agent shall be responsible to carry out the activities as specified therein.		
6. This certificate of registration shall be valid for permanent unless suspended or cancelled by the Board		
7. The Registrar and Share Transfer Agent shall be responsible to carry out the activities as specified therein.		
8. The Registrar and Share Transfer Agent shall be responsible to carry out the activities as specified therein.		
		
<b>भारतीय प्रतिभूति और विनियम बोर्ड</b> <b>सेक्यूरिटीज एंड एक्सचेंज बोर्ड ऑफ इंडिया</b> <b>Securities and Exchange Board of India</b>		
<b>B. K. GUPTA</b> Authorised Signatory		
स्थान Place <b>MUMBAI</b>	तारीख Date <b>JULY 15, 2014</b>	जो लागू हो वरिष्ठ में "Delete whichever is not applicable"



*K*