

Consent letter and Peer review Certificate issued by the 'Peer Review Board' of the ICAI

To,

The Board of Directors

Swiggy Limited

(Formerly known as Swiggy Private Limited, Bundl Technologies Private Limited)

No.55 Sy No.8-14, Ground Floor,
I&J Block, Embassy Tech Village,
Outer Ring Road, Devarbisanahalli,
Bengaluru – 560103

Kotak Mahindra Capital Company Limited

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

J.P. Morgan India Private Limited

J.P. Morgan Tower
Off CST Road, Kalina
Santacruz East
Mumbai 400 098
Maharashtra, India

Citigroup Global Markets India Private Limited

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

BofA Securities India Limited

Ground Floor, "A" Wing, One BKC
"G" Block Bandra Kurla Complex
Bandra (East), Mumbai 400051
Maharashtra, India

Jefferies India Private Limited

Level 16, Express Towers
Nariman Point, Mumbai 400 021
Maharashtra, India

ICICI Securities Limited

ICICI Venture House, Appasaheb Marathe Marg,
Prabhadevi, Mumbai 400025
Maharashtra, India

Avendus Capital Private Limited

901, Platina,
9th Floor, Plot No. C-59,
Bandra Kurla Complex Bandra (E),
Mumbai - 400 051
Maharashtra, India

(Collectively with any other book running lead managers that may be appointed in connection with the Offer, the “**Book Running Lead Managers**”)

Re: Proposed initial public offering of equity shares of ₹ 1 each (the “Equity Shares”) of Swiggy Limited (formerly known as Swiggy Private Limited, Bundl Technologies Private Limited) (the “Company” and such initial public offering, the “Offer”)

Dear Ladies and Gentlemen,

We, Manian and Rao, Chartered Accountants, (Firm Registration Number: 001983S), Independent Chartered Accountant of the Company, consent to use our name and details being included as “Expert” in terms of Sections 2(38), 26 and other applicable provisions of the Companies Act, 2013, as amended, in the red herring prospectus (“**RHP**”) and the prospectus (“**Prospectus**”) to be filed in relation to the Offer (collectively, the “**Offer Documents**”) or any other material in connection with the Offer.

The following information in relation to us may be disclosed in the Offer Documents:

Name: Manian and Rao
Address: #361, First Floor, 7th Cross, Jayanagar 1st Block, Bangalore 560011
Telephone: +91 80 26569500/ 9501
Firm Registration Number: 001983S
Peer review number: 012915
Name of the Partner: Paresh Daga
Membership Number: 211468
Email: paresh@manian-rao.com

We confirm that we have subjected ourselves to the peer review process of the Institute of Chartered Accountants of India (the “**ICAI**”) and hold a valid Peer Review certificate issued by the Peer Review Board of the ICAI, which is dated February 02, 2024 and which is valid until March 31, 2027, annexed herewith as Annexure A. We confirm that the peer review certificate is valid as on date. We are eligible to certify the financial information as per the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended. The next due date of review is April 1, 2027.

We further confirm that we have not been engaged or interested in the formation or promotion of management of the Company. We further confirm that we satisfy the independence criteria, under applicable law, including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**ICDR Regulations**”), Companies Act, 2013, as amended (“**Companies Act**”) and the relevant regulations/circulars issued by the Institute of Chartered Accountants of India.

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters (including information sent to BRLMs) or letters included in the Offer Documents. Neither we or nor our affiliates shall be liable to any investor or BRLM’s or any other third party in respect of the Offer. Our liability shall be limited to all information, statements and disclosures included in the Offer Documents, as per the certificates issued by us. Further, the Company agrees to indemnify us and our affiliates and hold harmless for all third party (including investors and BRLMs) claims, damages, liabilities and costs arising consequent to our giving consent.

Nothing in the preceding paragraph shall be construed to (i) limit our responsibility for or liability in respect of, the certificates we have issued, covered by our consent above, including the certificates which are included in the Offer Documents or (ii) limit our liability to any person which cannot be lawfully limited or excluded under applicable laws or regulations or guidelines or orders issued by applicable regulatory and statutory authorities

We confirm that, the information in this certificate is true and correct, and is in accordance with the requirements of the Companies Act, ICDR Regulations and other applicable law, and there is no untrue statement or omission. Which would render the contents of this certificate misleading in any material aspect. We confirm that the information in this certificate is adequate to enable investors to make a well-informed decision, to the extent that such information with respect to us is relevant to the prospective investor to make a well-informed decision.

This certificate is for information and for inclusion (in part or full) in the Offer Documents or any other Offer-related material, and may be relied upon by the Company, the Book Running Lead Managers and the legal advisors appointed by the Company and the Book Running Lead Managers in relation to the Offer. We hereby consent to the submission of this certificate as may be necessary

to SEBI, the Registrar of Companies, Karnataka at Bangalore (“**RoC**”), the relevant stock exchanges, any other regulatory authority and/or for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

We also consent to the inclusion of this letter as a part of “Material Contracts and Documents for Inspection” in connection with this Offer, which will be available for public for inspection.

We confirm that we will immediately communicate any changes, in writing in the above information to the Book Running Lead Managers until the date when the Equity Shares commence trading on the relevant stock exchanges. In the absence of any such communication from us, the Book Running Lead Managers and the legal advisors, each to the Company and the Book Running Lead Managers, can assume that there is no change to the above information until the Equity Shares commence trading on the relevant stock exchanges pursuant to the Offer. We hereby consent to this certificate being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation or order of a court or by any governmental or competent regulatory authority, or (ii) in seeking to establish a defence in connection with, or to avoid, any actual, potential or threatened legal, arbitral or regulatory proceeding or investigation.

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 **Manian and Rao, Chartered Accountants**

Name: Paresh Daga

Designation: Partner

Membership No.: 211468

ICAI Firm Registration No: 001983S

UDIN: 24211468BKFYFB6053

Date: October 21, 2024

Cc:

Cyril Amarchand Mangaldas

5th Floor, Peninsula Chambers,

Peninsula Corporate Park,

Ganpatrao Kadam Marg,

Lower Parel, Mumbai 400 013,

Maharashtra, India

AZB & Partners

AZB House, Peninsula Corporate Park,

Ganpatrao Kadam Marg, Lower

Parel, Mumbai 400 013

Latham & Watkins LLP

9 Raffles Place, #42-02 Republic Plaza

Singapore 048619

ANNEXURE – A

Peer Review Certificate valid up to 31st March, 2027



The Institute of Chartered Accountants of India

(Setup by an Act of Parliament)

Peer Review Board

Peer Review Certificate No.: 016272

This is to certify that the Peer Review of

M/s Manian & Rao

No. 361, First Floor, 7th Cross, I Block,

Jayanagar, (Near Madhavan Park),

Bengaluru-560011

FRN.: 001983S

has been carried out for the period

2020-2023

pursuant to the *Peer Review Guidelines 2022*, issued by the Council of the Institute of Chartered Accountants of India.

This Certificate is effective from: 01-04-2024

The Certificate shall remain valid till: 31-03-2027

Issued at New Delhi on 02-02-2024

CA. (Dr.) Anuj Goyal

Chairman
Peer Review Board

CA. Sripriya Kumar

Vice-Chairperson
Peer Review Board

CA. Nidhi Singh

Secretary
Peer Review Board

Note : The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the '*Peer Review Guidelines 2022*'.