

**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE AUDIT COMMITTEE MEETING OF THE BOARD OF DIRECTORS OF SWIGGY LIMITED (THE "COMPANY") HELD ON FRIDAY, NOVEMBER 08, 2024, AT 08:00 P.M. IST AT THE REGISTERED OFFICE OF THE COMPANY AT NO. 55 SY NO.8-14, GROUND FLOOR, I & J BLOCK, EMBASSY TECH VILLAGE, OUTER RING ROAD, DEVARBISANAHALLI, BENGALURU – 560103, KARNATAKA**

**TO APPROVE KEY PERFORMANCE INDICATORS TO BE INCLUDED IN THE PROSPECTUS ("PROSPECTUS")**

**RESOLUTION:**

**"RESOLVED THAT**, as per the requirements of SEBI ICDR Regulations, KPIs related to the business of the Company which have been used historically by the Company to understand and analyze, track and monitor the financial, business and operational performance, which help it in analyzing the growth of various verticals in comparison to its peers and other relevant and material KPIs of the Company which may have a bearing for arriving at the basis for the pricing for the proposed initial public offering and all the KPIs that have been disclosed to the earlier investors of the Company at any point of time during the three years period prior to the date of filing of the UDRHP - II, along with the explanation for the KPIs, and the rationale for such classification as set out in **Annexure B** as identified by the Audit Committee, and verified pursuant to the KPI Certificate, are hereby noted and the approval of the Audit Committee is hereby accorded to disclose such KPIs in the updated draft red herring prospectus-I, updated draft red herring prospectus-II, red herring prospectus and prospectus and other documents or material or filed by the Company issued in relation to the Offer, including any amendments, addenda or corrigenda issued thereto (collectively, the **"Offer Documents"**).

**RESOLVED FURTHER THAT** the draft of the certificate issued by Manian & Rao, Chartered Accountants, holding a valid certificate issued by the Peer Review Board of the ICAI certifying the KPIs which are required to be disclosed in the *"Basis for Offer Price"* section, as set out in Annexure D, in accordance with SEBI ICDR Regulations is hereby taken on record.

**RESOLVED FURTHER THAT** the list of data points set out in **Annexures A** hereof and the rationale for not considering such data points as KPIs for disclosure in the Offer are hereby approved.

**RESOLVED FURTHER THAT**, Mr. Sriharsha Majety, Managing Director & Group CEO, Mr. Lakshmi Nandan Reddy Obul, Whole time Director – Head of Innovation and Mr. Rahul Bothra, Chief Financial Officer of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as deemed necessary, proper or desirable, and to settle to give effect to the above resolution or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interests of the Company.

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

**Annexure A**

List of data points that have been provided by the Company to the earlier investors and its shareholders in the last three years, along with rationale – Annexed Separately

**Annexure B**

List of finalized KPIs, along with rationale – Annexed Separately



**SWIGGY LIMITED**

(formerly known as "Swiggy Private Limited" and "Bundl Technologies Private Limited") | CIN: U74110KA2013PLC096530

[www.swiggy.com](http://www.swiggy.com) | T: 080-68422422

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

**Annexure C**

Draft of the ICA certificate – Annexed Separately

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For **Swiggy Limited**



**M. Sridhar**  
**Company Secretary & Compliance Officer**

Place: Bengaluru

Date: November 8, 2024

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