# NBT and Co Chartered Accountants



## 8. CERTIFICATE ON WEIGHTED AVERAGE PRICE AND COST OF ACQUISITION OF EQUITY SHARES BY THE PROMOTER AND SELLING SHAREHOLDERS

To,
The Board of Directors
Awfis Space Solutions Limited
C-28/29, Kissan Bhawan
Qutab Institutional Area
New Delhi 110016
India

Dear Sir/Ma'am,

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Awfis Space Solutions Limited (the "Company" and such initial public offering, the "Offer")

We, N B T and Co, Chartered Accountants, have been informed that the Company proposes to file the red herring prospectus with the Registrar of Companies, Delhi and Haryana at New Delhi (the "Registrar of Companies" /"RoC"), the Securities and Exchange Board of India (the "SEBI"), BSE Limited and National Stock Exchange of India Limited (collectively, the "Stock Exchanges") (the "RHP") in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations") and subsequently (i) proposes to file a Prospectus with the SEBI, the Stock Exchanges and the Registrar of Companies (the "Prospectus"); and (ii) issue any other documents or materials in relation to the Offer (such documents or materials collectively with the, RHP and Prospectus, the "Offer Documents").

We, have been requested by the Company to verify and certify (i) the average cost of acquisition per Equity Share held by promoters of the Company (the "Promoters"), and the selling shareholders in the Offer (the "Selling Shareholders"); (ii) weighted average price at which Equity Shares were acquired by the Promoters and the Selling Shareholders in the last one year; (iii) weighted average cost of acquisition ("WACA") and the range of acquisition for Equity Shares transacted by the Promoter, members of the promoter group ("Promoter Group") and Selling Shareholders in last three years, eighteen months and one year; and (iv) details in relation to the price at which Equity Shares were acquired by the Promoters, Promoter Group, the Selling Shareholders and shareholders having a right to nominate directors ("Special Rights Shareholder") in the last three years;

We have performed the following procedures:

- (i) Obtained the details of the Promoters, as defined under Regulation 2(1)(00) of the SEBI ICDR Regulations, the list of Selling Shareholder(s) as defined under Regulation 2(1)(bbb) of the SEBI ICDR Regulations, the list of Special Rights Shareholders and the list of the "promoter group" as defined under Regulation 2(1)(pp) of the SEBI ICDR Regulations, from the management of the Company for the purpose of calculation of cost per share to the Promoters, Special Rights Shareholders, Selling Shareholder(s) and Promoter Group of the Company;
- (ii) We have reviewed the following documents: (a) Form 2 (Return of Allotment) pursuant to Section 75(1) of the Companies Act, 1956, as amended (for allotments since incorporation of the Company until March 31, 2014) and Form PAS-3 pursuant to Section 39(4) of the Companies Act, 2013, as amended, and Rule 12 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended (for allotments since April 1, 2014 (b) Form SH-7 pursuant to Section 64(1) of the Companies Act, 2013, as amended and Rule 15 of the Companies (Share Capital and Debenture Rules), 2014, as amended; and (c) share allotment and share transfer registers of the Company; and
- (iii) Compared the date of acquisition / sale / transfer; number of equity shares; and acquisition / issue cost per equity share in respect of the Promoters, Promoter Group, Special Rights Shareholder and Selling Shareholders, with the share allotment register, minutes of the meetings of the board of directors of the Company and duly organized committees thereof, minutes of annual general meetings and extraordinary general meetings, relevant statutory registers, relevant forms including share transfer forms, demat transfer statements, or any other statutory or regulatory authority, depository instruction slips and other documents and accounts as may be deemed relevant and available.

Accordingly, based on the information and explanation provided to us by the Company, and above procedures we hereby certify that:

a) Average cost of acquisition

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The average cost of acquisition of Equity Shares by the Promoters and the Selling Shareholders as at the date of this
certificate is set forth below:

Particulars	Equity shareholding as on the date of this certificate	Average Cost of Acquisition per Equity Share (in ₹)
Promoters		
Amit Ramani	1,21,63,084	29.18
Peak XV <sup>#</sup>	1,52,81,319	134.80
Other Selling Shareholders		
Link Investment Trust	2,38,904	156.28
Bisque Limited	1,56,87,893	156.28

<sup>#</sup>Also a Selling Shareholder

Note: Average cost of acquisition of Equity Shares of the Company held by the Promoters and the Selling Shareholders in respect of their respective shareholding in the Company is calculated as per FIFO Method.

The details of the workings for the average cost of acquisition per Equity Share of the Promoters and the Selling Shareholders are attached herewith as **Annexure A**.

- b) Weighted average price at which specified securities were acquired by the Promoters and the Selling Shareholders in the one year preceding the date of this certificate:
  - The weighted average price at which Equity Shares were acquired by the Promoters and the Selling Shareholders in the one year preceding the date of this certificate, is set forth below:

Particulars	Equity shareholding as on the date of this certificate	Equity Shares acquired in last one year*	Weighted Average Cost of Acquisition per Equity Share in the last one year (in ₹)
Promoters			
Amit Ramani	1,21,63,084	4,03,199	66.14
Peak XV <sup>#</sup>	1,52,81,319	12,965,794	136.90
Selling Shareholders			
Link Investment Trust	2,38,904	232,071	156.09
Bisque Limited	1,56,87,893	15,239,274	156.09

<sup>#</sup>Also a Selling Shareholder

Note: For arriving at the weighted average price at which the equity shares of the Company were acquired by the Promoters and the Selling Shareholders, only acquisition of equity shares has been considered while arriving at weighted average price per Equity Share for last one year.

The details of the workings for the weighted average price at which specified securities were acquired by the Promoters and the Selling Shareholders in the one year preceding the date of this certificate are attached herewith as  $\underline{\mathbf{Annexure B}}$ .

c) that the following is the details of price at which the specified securities of the Company were acquired by the Promoters, members of the Promoter Group, the Selling Shareholders and shareholders with rights to nominate directors or other rights, in the three years preceding the date of this certificate:

Name of the acquirer / shareholder	Date of acquisition of Equity Shares	Number of Equity Shares*	Acquisition price per Equity Share (in ₹)	Nature of Transaction
Promoters				
Amit Ramani	September 20, 2023	239	86.12	Transfer of 239 Equity Shares by Link Investment Trust
	September 20, 2023	110	112.48	Transfer of 110 Equity Shares by Link Investment Trust
	September 20, 2023	655	100.99	Transfer of 655 Equity Shares by Link Investment Trust
	September 27, 2023	150,000	Nil	Allotment of 150,000 Equity Shares through Sweat Equity
	October 27, 2023	65,978	98.69	Transfer of 65,978 Equity Shares by Bisque Limited
	October 27, 2023	122,799	100.19	Transfer of 122,799 Equity Shares by Peak XV
	October 27, 2023	9,154	273.10	Allotment of 9,154 Equity Shares through Rights Issue
	April 25, 2024	10,747	112.48	Conversion of 10,747 Series F CCCPS into Equity Shares
	April 25, 2024	19,888	100.99	Conversion of 19,888 Series F CCCPS into Equity Shares

<sup>\*</sup>For arriving at Equity Shares acquired in last one year, date of acquisition for Equity Shares allotted on conversion of Preference Shares/CCDs (which were acquired at an earlier date) has been considered from the date of conversion into Equity Shares.

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Name of the acquirer / shareholder	Date of acquisition of Equity Shares	Number of Equity Shares*	Acquisition price per Equity Share	Nature of Transaction
			(in ₹)	
Peak XV^	April 25, 2024	36,57,486	123.04	Conversion of 3,657,486 Series B CCCPS into Equity Shares
	April 25, 2024	38,20,041	123.04	Conversion of 3,820,041 Series B CCCPS into Equity Shares
	April 25, 2024	29,87,112	160.69	Conversion of 2,987,112 Series C CCCPS into Equity Shares
	April 25, 2024	7,68,309	162.70	Conversion of 768,309 Series C1 CCCPS into Equity Shares
	April 25, 2024	17,32,846	144.27	Conversion of 1,732,846 Series F CCCPS into Equity Shares
Promoter Group				
-	-	1	-	-
Selling Shareholder				
Link Investment	April 25, 2024	75,138	162.70	Conversion of 75,138 Series D CCCPS into Equity Shares
Trust	April 25, 2024	36,878	162.70	Conversion of 36,878 Series D1 CCCPS into Equity Shares
	April 25, 2024	36,878	162.70	Conversion of 36,878 Series D2 CCCPS into Equity Shares
	April 25, 2024	15,596	144.27	Conversion of 15,596 Series E CCCPS into Equity Shares
	April 25, 2024	15,596	144.27	Conversion of 15,596 Series E1 CCCPS into Equity Shares
	April 25, 2024	51,985	144.27	Conversion of 51,985 Series F CCCPS into Equity Shares
Bisque Limited	April 25, 2024	5,14,597	162.70	Conversion of 514,597 Series D CCCPS into Equity Shares
	April 25, 2024	44,19,482	162.70	Conversion of 71,905 Series D CCD into Equity Shares
	April 25, 2024	24,21,634	162.70	Conversion of 39,400 Series D1 CCD into Equity Shares
	April 25, 2024	24,21,634	162.70	Conversion of 39,400 Series D2 CCD into Equity Shares
	April 25, 2024	10,24,110	144.27	Conversion of 10,24,110 Series E CCCPS into Equity Shares
	April 25, 2024	10,24,110	144.27	Conversion of 10,24,110 Series E1 CCCPS into Equity Shares
A 41	April 25, 2024	34,13,707	144.27	Conversion of 34,13,707 Series F CCCPS into Equity Shares

<sup>^</sup> Also the Promoter Selling Shareholder

d) that the weighted average cost of acquisition of all shares transacted in the three years, 18 months and one year preceding the date of this certificate:

Period	Number of Equity	Weighted average cost	Cap Price is 'x' times	Range of acquisition price
	Shares transacted of	of acquisition per	the weighted average	per Equity Share: lowest
	face value ₹ 10 each*	Equity Share (in ₹)	cost of acquisition@	price – highest price (in ₹)*
Last one year preceding the	5,19,36,473	151.63	[•]	Nil^ - 320.00
date of this certificate	\			
Last 18 months preceding	5,19,36,473	151.63	[•]	Nil^ - 320.00
the date of this certificate				
Last three years preceding	5,19,36,473	151.63	[•]	Nil^ - 320.00
the date of this certificate				

For arriving at Equity Shares acquired in last one year, 18 months and three years, date of acquisition for Equity Shares allotted on conversion of Preference Shares/CCDs (which were acquired at an earlier date) has been considered from the date of conversion into Equity Shares.

The details of the workings for the weighted average cost of acquisition of all shares transacted in the three years, 18 months and one year preceding the date of this certificate, is attached herewith as  $\underline{\mathbf{Annexure C}}$ .

We conducted our examination for this certificate in accordance with the Guidance Note on Reports or Certificates for Special Purposes ("Guidance Note") issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI. We hereby confirm that while providing this certificate we have complied with the Code of Ethics and the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI.

We confirm that the information in this certificate is true, correct and there is no untrue statement or omission which would render the contents of this certificate misleading in its form or context.

We confirm that this certificate, including any annexures hereto, is for information and for inclusion of (in part or full) in the Offer Documents.

<sup>\*</sup>For arriving at specified securities acquired in last three years, date of acquisition for Equity Shares allotted on conversion of Preference Shares/CCDs (which were acquired at an earlier date) has been considered from the date of conversion into Equity Shares.

<sup>&</sup>lt;sup>®</sup> To be updated in the Prospectus upon finalisation of the Price Band.

<sup>^</sup>Nil is the lowest price since one of the Promoters of the Company, Amit Ramani, was allotted 150,000 sweat equity shares on September 27, 2023.

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This certificate may be relied upon by the Company, the Book Running Lead Managers and the legal advisors to each of the Company and the Book Running Lead Managers, and to assist the Book Running Lead Managers in conducting and documenting their review of the affairs of the Company in connection with the Offer. We also consent to this certificate being disclosed by the Book Running Lead Managers, if required (i) by reason of any law, regulation, order or request of a court or by any governmental or competent regulatory authority, or on the request of the Stock Exchanges or (ii) in seeking to establish a defence in any claims or proceedings in connection with the contents of the Offer Documents to the extent covered by our certificate or (iii) for the records to be maintained by the Book Running Lead Managers and in accordance with applicable law.

We confirm that on receipt of any written communication from Company of any changes in the information, we confirm that we will immediately inform the Book Running Lead Managers until the date when the Equity Shares commence trading on the Stock Exchanges pursuant to the Offer. In the absence of any such communication from us, you can assume that we are not aware of any change to the above information until the commencement of trading of Equity Shares pursuant to the Offer.

Yours sincerely,

For N B T and Co Chartered Accountants

ICAI Firm Registration Number: 140489W

CA. Neha Nuwal

Partner

Membership No.: 157137

Place: Mumbai Date: May 14, 2024

UDIN: 24157137BKFDEE8024

cc:

Book Running Lead Managers							
<b>ICICI Securities Limited</b>	Axis Capital Limited	<b>IIFL Securities Limited</b>	Emkay Global Financial				
ICICI Venture House	1 <sup>st</sup> Floor, Axis House, C-2	24th Floor, One Lodha Place	Services Limited				
Appasaheb Marathe Marg	Wadia International Centre	Senapati Bapat Marg,	7th Floor, The Ruby				
Prabhadevi	Pandurang Budhkar Marg	Lower Parel (W)	Senapati Bapat Marg, Dadar (W)				
Mumbai 400 025	Worli, Mumbai 400 025	Mumbai 400 013	Mumbai 400 028				
Maharashtra, India	Maharashtra, India	Maharashtra, India	Maharashtra, India				

Legal Counsel to the Book Running	Legal Counsel to the Book Running	Legal Counsel to the Company as
Lead Managers as to Indian Law	Lead Managers as to International Law	to Indian Law
Cyril Amarchand Mangaldas	White & Case Pte. Ltd.	Khaitan & Co
Level 1 & 2, Max Towers	#41-01, 88 Market Street	Max Towers, 7 <sup>th</sup> & 8 <sup>th</sup> Floors,
C-001/A, Sector 16 B	Capita Spring	Sector 16B, Noida,
Noida 201 301 India	Singapore 048 948	Gautam Buddh Nagar 201301 Uttar
		Pradesh, India

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#### ANNEXURE A

#### **Equity Shares**

#### **Promoters**

Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Issue / Transaction Price per Equity Share (in ₹)	Nature of Allotment/Transaction	Total Consideration (in ₹)
Amit Ramani					
December 17, 2014	5,000	10.00	10.00	Initial subscription to the Memorandum of Association	50,000.00
May 06, 2015	47,40,000	10.00	10.00	Rights Issue	4,74,00,000.00
June 16, 2015	5,000	10.00	-	Transfer of 5,000 Equity Shares by Kewal Bhagwan Ramani	-
March 31, 2016	21,52,334	10.00	27.78	Allotment of 2,152,334 Equity Shares through a Rights Issue	5,97,91,838.52
July 25, 2016	10,77,622	10.00	27.78	Allotment of 1,077,622 Equity Shares through a Rights Issue	2,99,36,339.16
September 01, 2016	10,77,622	10.00	27.78	Allotment of 1,077,622 Equity Shares through a Rights Issue	2,99,36,339.16
October 24, 2016	10,77,622	10.00	27.78	Allotment of 1,077,622 Equity Shares through a Rights Issue	2,99,36,339.16
October 28, 2016	10,77,622	10.00	27.78	Allotment of 1,077,622 Equity Shares through a Rights Issue	2,99,36,339.16
December 07, 2016	16,16,433	10.00	27.78	Allotment of 1,616,433 Equity Shares through a Rights Issue	4,49,04,508.74
February 02, 2017	5,41,717	10.00	27.78	Allotment of 541,717 Equity Shares through a Rights Issue	1,50,48,898.26
March 14, 2017	10,77,622	10.00	27.78	Allotment of 1,077,622 Equity Shares through a Rights Issue	2,99,36,339.16
July 03, 2017	-5,68,942	10.00	123.03	Transfer of (568,942) Equity Shares to Peak XV Partners Investments V (formerly known as SCI Investments V)	-6,99,96,934.26
September 26, 2017	-18,69,382	10.00	123.03	Transfer of (1,869,382) Equity Shares to Peak XV Partners Investments V (formerly known as SCI Investments V)	-22,99,90,067.46
July 06, 2018	-5,85,385	10.00	160.69	Transfer of (585,385) Equity Shares to DOIT Urban Ventures	-9,40,65,515.65
February 16, 2019	3,75,000	10.00	112.00	Allotment of 375,000 Equity Shares through a Rights Issue	4,20,00,000.00
September 20, 2023	239	10.00	86.12	Transfer of 239 Equity Shares by Link Investment Trust	20,582.68
September 20, 2023	110	10.00	112.42	Transfer of 110 Equity Shares by Link Investment Trust	12,366.20
September 20, 2023	655	10.00	100.99	Transfer of 655 Equity Shares by Link Investment Trust	66,148.45
September 27, 2023	1,50,000	10.00	0.00	Allotment of 150,000 Equity Shares through Sweat Equity	0.00
October 27, 2023	65,978	10.00	98.69	Transfer of 65,978 Equity Shares by Bisque Limited	65,11,368.82
October 27, 2023	1,22,799	10.00	100.19	Transfer of 122,799 Equity Shares by Peak XV Partners Investments V (formerly known as SCI Investments V)	1,23,03,231.81
October 27, 2023	-40,000	10.00	273.10	Transfer of 40,000 Equity Shares to Emerge Capital Opportunities Scheme	-1,09,24,000.00
October 27, 2023	9,154	10.00	273.10	Allotment of 9,154 Equity Shares through Rights Issue	24,99,957.40
April 25, 2024	23,629	10.00	86.12	Conversion of 23,629 Series F CCCPS into Equity Shares	20,34,929.48
April 25, 2024	10,747	10.00	112.48	Conversion of 10,747 Series F CCCPS into Equity Shares	12,08,822.56
April 25, 2024	19,888	10.00	100.99	Conversion of 19,888 Series F CCCPS into Equity Shares	20,08,489.12
Total Equity Shares h	. ,			i year and a second of the second	1,21,63,084
Average cost of acqui		hare (in ₹)*			29.18

\*Calculated as per FIFO Method

Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Issue / Transaction Price per Equity Share (in ₹)	Nature of Allotment/Transaction	Total Consideration (in ₹)
Peak XV Partners Inv	estments V (former	ly known as So	CI Investments V)		
July 03, 2017	5,68,942	10.00	123.04	Transfer of 568,942 Equity Shares by Amit Ramani	6,99,96,949.65
September 26, 2017	18,69,382	10.00	123.04	Transfer of 1,869,382 Equity Shares by Amit Ramani	22,99,99,975.18
October 27, 2023	-1,22,799	10.00	100.19	Transfer of (122,799) Equity Shares to Amit Ramani	-1,23,03,231.81
April 25, 2024	36,57,486	10.00	123.04	Conversion of 3,657,486 Series B CCCPS into Equity Shares	44,99,99,887.26
April 25, 2024	38,20,041	10.00	123.04	Conversion of 3,820,041 Series B CCCPS into Equity Shares	46,99,99,890.45
April 25, 2024	29,87,112	10.00	160.69	Conversion of 2,987,112 Series C CCCPS into Equity Shares	47,99,99,027.28
April 25, 2024	7,68,309	10.00	162.70	Conversion of 768,309 Series C1 CCCPS into Equity Shares	12,50,03,874.30
April 25, 2024	17,32,846	10.00	144.27	Conversion of 1,732,846 Series F CCCPS into Equity Shares	24,99,97,692.42
Total Equity Shares he	eld as on date				1,52,81,319
Average cost of acquis	ition per Equity Sha	are (in ₹)*			134.80

<sup>\*</sup>Calculated as per FIFO Method

#### Selling Shareholders

Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Issue / Transaction Price per Equity Share (in ₹)	Nature of Allotment/Transaction	Total Consideration (in ₹)
Link Investment Trust					
August 02, 2019	7,837	10.00	162.70	Private Placement	12,75,079.90
September 20, 2023	-239	10.00	86.12	Transfer of Equity Shares to Amit Ramani	-20,582.68
September 20, 2023	-110	10.00	112.42	Transfer of Equity Shares to Amit Ramani	-12,366.20
September 20, 2023	-655	10.00	100.99	Transfer of Equity Shares to Amit Ramani	-66,148.45
April 25, 2024	75,138	10.00	162.70	Conversion of 75,138 Series D CCCPS into Equity Shares	1,22,24,952.60
April 25, 2024	36,878	10.00	162.70	Conversion of 36,878 Series D1 CCCPS into Equity Shares	60,00,050.60
April 25, 2024	36,878	10.00	162.70	Conversion of 36,878 Series D2 CCCPS into Equity Shares	60,00,050.60
April 25, 2024	15,596	10.00	144.27	Conversion of 15,596 Series E CCCPS into Equity Shares	22,50,034.92
April 25, 2024	15,596	10.00	144.27	Conversion of 15,596 Series E1 CCCPS into Equity Shares	22,50,034.92
April 25, 2024	51,985	10.00	144.27	Conversion of 51,985 Series F CCCPS into Equity Shares	74,99,875.95

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Total Equity Shares held as on date	2,38,904
Average cost of acquisition per Equity Share (in ₹)*	156.28

<sup>\*</sup>Calculated as per FIFO Method

Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Issue / Transaction Price per Equity Share (in ₹)	Nature of Allotment/Transaction	Total Consideration (in ₹)
Bisque Limited					
August 02, 2019	5,14,597	10.00	162.70	Private Placement	8,37,24,931.90
October 27, 2023	-65,978	10.00	98.69	Transfer of Equity Shares to Amit Ramani	-65,11,368.82
April 25, 2024	5,14,597	10.00	162.70	Conversion of 514,597 Series D CCCPS into Equity Shares	8,37,24,931.90
April 25, 2024	44,19,482	10.00	162.70	Conversion of 71,905 Series D CCD into Equity Shares	71,90,50,000.00
April 25, 2024	24,21,634	10.00	162.70	Conversion of 39,400 Series D1 CCD into Equity Shares	39,40,00,000.00
April 25, 2024	24,21,634	10.00	162.70	Conversion of 39,400 Series D2 CCD into Equity Shares	39,40,00,000.00
April 25, 2024	10,24,110	10.00	144.27	Conversion of 10,24,110 Series E CCCPS into Equity Shares	14,77,48,349.70
April 25, 2024	10,24,110	10.00	144.27	Conversion of 10,24,110 Series E1 CCCPS into Equity Shares	14,77,48,349.70
April 25, 2024	34,13,707	10.00	144.27	Conversion of 34,13,707 Series F CCCPS into Equity Shares	49,24,95,508.89
Total Equity Shares he	ld as on date				1,56,87,893
Average cost of acquisi	tion per Equity Sha	re (in ₹)*			156.28

<sup>\*</sup>Calculated as per FIFO Method

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#### Annexure B

#### **Equity Shares**

#### Promoters

Date of Allotment /	Number of Equity Face value Issue / Transaction		Issue / Transaction	Nature of Allotment/Transaction	<b>Total Consideration</b>	
Transaction of	Shares Allotted /	per Equity	Price per Equity		(in ₹)	
Equity Shares	Transacted	Share (in ₹)	Share (in ₹)			
Amit Ramani						
September 20, 2023	239	10.00	86.12	Transfer of 239 Equity Shares by Link Investment Trust	20,582.68	
September 20, 2023	110	10.00	112.42	Transfer of 110 Equity Shares by Link Investment Trust	12,366.20	
September 20, 2023	655	10.00	100.99	Transfer of 655 Equity Shares by Link Investment Trust	66,148.45	
September 27, 2023	ember 27, 2023 1,50,000 10.00		0.00	Allotment of 150,000 Equity Shares through Sweat Equity	0.00	
October 27, 2023	65,978	10.00	98.69	Transfer of 65,978 Equity Shares by Bisque Limited	65,11,368.82	
October 27, 2023	ober 27, 2023 1,22,799 10.00		100.19	Transfer of 122,799 Equity Shares by Peak XV Partners	1,23,03,231.81	
				Investments V (formerly known as SCI Investments V)		
October 27, 2023	9,154	10.00	273.10	Allotment of 9,154 Equity Shares through Rights Issue	24,99,957.40	
April 25, 2024	23,629	10.00	86.12	Conversion of 23,629 Series F CCCPS into Equity Shares	20,34,929.48	
April 25, 2024	10,747	10.00	112.48	Conversion of 10,747 Series F CCCPS into Equity Shares	12,08,822.56	
April 25, 2024	19,888	10.00	100.99	Conversion of 19,888 Series F CCCPS into Equity Shares	20,08,489.12	
Total Equity Shares acquired in last one year						
Weighted Average cost of acquisition per Equity Share (in ₹)						

Date of Allotment / Transaction of	Number of Equity Shares Allotted /	Face value   Issue / Transaction   Price per Equity   Price per Equity		Nature of Allotment/Transaction	Total Consideration (in	
Equity Shares	Transacted	Share (in ₹)	Share (in ₹)		₹)	
_ , ,	nvestments V (formerly					
reak AV Farthers I						
April 25, 2024	36,57,486	10.00	123.04	Conversion of 3,657,486 Series B CCCPS into Equity Shares	44,99,99,887.26	
April 25, 2024	38,20,041	10.00	123.04	Conversion of 3,820,041 Series B CCCPS into Equity Shares	46,99,99,890.45	
April 25, 2024	29,87,112	10.00	160.69	Conversion of 2,987,112 Series C CCCPS into Equity Shares	47,99,99,027.28	
April 25, 2024	7,68,309	10.00	162.70	Conversion of 768,309 Series C1 CCCPS into Equity Shares	12,50,03,874.30	
April 25, 2024	17,32,846	10.00	144.27	Conversion of 1,732,846 Series F CCCPS into Equity Shares	24,99,97,692.42	
Total Equity Shares	acquired in last one ye	ar			1,29,65,794	
Weighted Average of	cost of acquisition per E	<b>Equity Share (in</b>	₹)		136.90	

#### **Selling Shareholders**

Date of Allotment /	Number of Equity	Face value	Issue / Transaction	Nature of Allotment/Transaction	Total Consideration (in
Transaction of	Shares Allotted /	per Equity	Price per Equity		₹)
Equity Shares	Transacted	Share (in ₹)	Share (in ₹)		
Link Investment Trus	t				
April 25, 2024	75,138	10.00	162.70	Conversion of 75,138 Series D CCCPS into Equity Shares	1,22,24,952.60
April 25, 2024	36,878	10.00	162.70	Conversion of 36,878 Series D1 CCCPS into Equity Shares	60,00,050.60
April 25, 2024	36,878	10.00	162.70	Conversion of 36,878 Series D2 CCCPS into Equity Shares	60,00,050.60
April 25, 2024	15,596	10.00	144.27	Conversion of 15,596 Series E CCCPS into Equity Shares	22,50,034.92
April 25, 2024	15,596	10.00	144.27	Conversion of 15,596 Series E1 CCCPS into Equity Shares	22,50,034.92
April 25, 2024	51,985	10.00	144.27	Conversion of 51,985 Series F CCCPS into Equity Shares	74,99,875.95
Total Equity Shares a	232,071				
Weighted Average cos	st of acquisition per Eq	uity Share (in ₹)			156.09

Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Issue / Transaction Price per Equity Share (in ₹)	Nature of Allotment/Transaction	Total Consideration (in ₹)
Bisque Limited					
April 25, 2024	5,14,597	10.00	162.70	Conversion of 514,597 Series D CCCPS into Equity Shares	8,37,24,931.90
April 25, 2024	44,19,482	10.00	162.70	Conversion of 71,905 Series D CCD into Equity Shares	71,90,50,000.00
April 25, 2024	24,21,634	10.00	162.70	Conversion of 39,400 Series D1 CCD into Equity Shares	39,40,00,000.00
April 25, 2024	24,21,634	10.00	162.70	Conversion of 39,400 Series D2 CCD into Equity Shares	39,40,00,000.00
April 25, 2024	10,24,110	10.00	144.27	Conversion of 10,24,110 Series E CCCPS into Equity Shares	14,77,48,349.70
April 25, 2024	10,24,110	10.00	144.27	Conversion of 10,24,110 Series E1 CCCPS into Equity Shares	14,77,48,349.70
April 25, 2024	5,14,597	10.00	162.70	Conversion of 514,597 Series D CCCPS into Equity Shares	8,37,24,931.90
April 25, 2024	34,13,707	10.00	144.27	Conversion of 34,13,707 Series F CCCPS into Equity Shares	49,24,95,508.89
Total Equity Shares	1,52,39,274				
Weighted Average of	ost of acquisition per E	quity Share (in ₹	<b>(</b> )		156.09

### Chartered Accountants



## ANNEXURE C Weighted average cost of acquisition of all shares transacted in the three years preceding the date of this certificate

Name of Transferor / Acquirer	Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Transaction Price per Equity Share (in ₹)	Nature of Allotment / Transaction	Total Consideration (in ₹)	Nature of Specified Security
				1	Primary	•	
Company	August 16, 2023	9,44,287	10.00	144.27	Private placement	13,62,32,285.49	Equity Shares
Company	August 24, 2023	48,500	10.00	10.00	Exercise of stock option pursuant to EDSOP 2015	4,85,000.00	Equity Shares
Company	September 27, 2023	1,50,000	10.00	-	Sweat Equity	-	Equity Shares
Company	October 27, 2023	26,20,366	10.00	273.10	Rights Issue	71,56,21,954.60	Equity Shares
Company	September 27, 2023	2,89,963	10.00	153.13	Private Placement of Series C2 - CCCPS	4,44,02,034.19	Series C2 - CCCPS
Company	June 15, 2022	45,05,397	10.00	144.27	Private Placement of Series E - CCCPS	64,99,93,625.19	Series E - CCCPS
Company	November 21, 2022	10,39,706	10.00	144.27	Private Placement of Series E1 - CCCPS	14,99,98,384.62	Series E1 - CCCPS
Company	June 04, 2023	1,73,28,572	10.00	144.27	Private Placement of Series F - CCCPS	2,49,99,93,082.44	Series F - CCCPS
Company	December 27, 2022	27,72,579	10.00	144.27	Private Placement of Series F1 - CCCPS	39,99,99,972.33	Series F1 - CCCPS
Company	March 14, 2024	1,75,000	10.00	10.00	Exercise of stock option pursuant to EDSOP 2015	17,50,000.00	Equity Shares
	•		L	•	Secondary	•	
Amit Ramani	September 20, 2023	239	10.00	86.12	Transfer of 239 Equity Shares by Link Investment Trust	20,582.68	Equity Shares
Amit Ramani	September 20, 2023	110	10.00	112.42	Transfer of 110 Equity Shares by Link Investment Trust	12,366.20	Equity Shares
Amit Ramani	September 20, 2023	655	10.00	100.99	Transfer of 655 Equity Shares by Link Investment Trust	66,148.45	Equity Shares
Amit Ramani	October 27, 2023	65,978	10.00	98.69	Transfer of 65,978 Equity Shares by Bisque Limited	65,11,368.82	Equity Shares
Amit Ramani	October 27, 2023	1,22,799	10.00	100.19	Transfer of 122,799 Equity Shares by Peak XV Partners Investments V (formerly known as SCI Investments V)	1,23,03,231.81	Equity Shares
Amit Ramani	September 20, 2023	23,629	10.00	86.12	Transfer of 23,629 Series F CCCPS by VBAP Holdings Private Limited	20,34,929.48	Series F - CCCPS
Amit Ramani	September 20, 2023	10,747	10.00	112.48	Transfer of 10,747 Series F CCCPS by VBAP Holdings Private Limited	12,08,822.56	Series F - CCCPS
Amit Ramani	September 20, 2023	19,888	10.00	100.99	Transfer of 19,888 Series F CCCPS by VBAP Holdings Private Limited	20,08,489.12	Series F - CCCPS
Emerge Capital Opportunities Scheme	October 27, 2023	40,000	10.00	273.10	Transfer from Amit Ramani	1,09,24,000.00	Equity Shares
Rajesh Jaggi	October 09, 2023	83,177	10.00	144.27	Transfer from Cigam Developers Private Limited	1,19,99,945.79	Equity Shares
Shri Brahma Creation Trust (Yadu Hari Dalmia)	October 05, 2023	18,500	10.00	273.10	Transfer from Deepayan Sen	50,52,350.00	Equity Shares
Madhu Jain	June 18, 2023	3,46,572	10.00	144.27	Transfer from Emerge Capital Opportunities Scheme	4,99,99,942.44	Series F - CCCPS
Ashish Rathi	June 13, 2023	69,315	10.00	144.27	Transfer from Ashish Kacholia	1,00,00,075.05	Series E - CCCPS
Incipience Dealers LLP	June 13, 2023	17,329	10.00	144.27	Transfer from Ashish Kacholia	25,00,054.83	Series E - CCCPS
Samedh Trinity Partners	June 13, 2023	27,726	10.00	144.27	Transfer from Ashish Kacholia	40,00,030.02	Series E - CCCPS
Tarun Khanna	January 08, 2024	25,000	10.00	320.00	Transfer from Madhu Jain	80,00,000.00	Equity Shares
Saurabh Gupta	January 08, 2024	31,250	10.00	320.00	Transfer from Madhu Jain	1,00,00,000.00	Equity Shares
	tal	3,07,77,284			uisition per Equity Share (in ₹)	4,73,51,18,683	
	153.85						

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#### Weighted average cost of acquisition of all shares transacted in the 18 months preceding the date of this certificate

Name of Transferor / Acquirer	Date of Allotment / Transactio n of Equity Shares	Number of Equity Shares Allotted / Transacte d	Face value per Equit y Share (in ₹)	Transactio n Price per Equity Share (in ₹)	Nature of Allotment / Transaction	Total Consideration (in ₹)	Nature of Specifie d Security
					Primary		
Company	August 16, 2023	9,44,287	10.00	144.27	Private placement	13,62,32,285.49	Equity Shares
Company	August 24, 2023	48,500	10.00	10.00	Exercise of stock option pursuant to EDSOP 2015	4,85,000.00	Equity Shares
Company	September 27, 2023	1,50,000	10.00	-	Sweat Equity	-	Equity Shares
Company	October 27, 2023	26,20,366	10.00	273.10	Rights Issue	71,56,21,954.60	Equity Shares
Company	September 27, 2023	2,89,963	10.00	153.13	Private Placement of Series C2 - CCCPS	4,44,02,034.19	Series C2 - CCCPS
Company	November 21, 2022	10,39,706	10.00	144.27	Private Placement of Series E1 - CCCPS	14,99,98,384.62	Series E1 - CCCPS
Company	June 04, 2023	1,73,28,57 2	10.00	144.27	Private Placement of Series F - CCCPS	2,49,99,93,082.4 4	Series F - CCCPS
Company	December 27, 2022	27,72,579	10.00	144.27	Private Placement of Series F1 - CCCPS	39,99,99,972.33	Series F1 - CCCPS
Company	March 14, 2024	1,75,000	10.00	10.00	Exercise of stock option pursuant to EDSOP 2015	17,50,000.00	Equity Shares
Amit	September	239	10.00	86.12	Secondary Transfer of 239 Equity Shares by Link Investment Trust	20.582.68	Equity
Ramani	20, 2023	239	10.00	80.12	Transfer of 239 Equity Shares by Link Investment Trust	20,382.08	Equity Shares
Amit Ramani	September 20, 2023	110	10.00	112.42	Transfer of 110 Equity Shares by Link Investment Trust	12,366.20	Equity Shares
Amit Ramani	September 20, 2023	655	10.00	100.99	Transfer of 655 Equity Shares by Link Investment Trust	66,148.45	Equity Shares
Amit Ramani	October 27, 2023	65,978	10.00	98.69	Transfer of 65,978 Equity Shares by Bisque Limited	65,11,368.82	Equity Shares
Amit Ramani	October 27, 2023	1,22,799	10.00	100.19	Transfer of 122,799 Equity Shares by Peak XV Partners Investments V (formerly known as SCI Investments V)	1,23,03,231.81	Equity Shares
Amit Ramani	September 20, 2023	23,629	10.00	86.12	Transfer of 23,629 Series F CCCPS by VBAP Holdings Private Limited	20,34,929.48	Series F - CCCPS
Amit Ramani	September 20, 2023	10,747	10.00	112.48	Transfer of 10,747 Series F CCCPS by VBAP Holdings Private Limited	12,08,822.56	Series F - CCCPS
Amit Ramani	September 20, 2023	19,888	10.00	100.99	Transfer of 19,888 Series F CCCPS by VBAP Holdings Private Limited	20,08,489.12	Series F - CCCPS
Emerge Capital Opportunitie s Scheme	October 27, 2023	40,000	10.00	273.10	Transfer from Amit Ramani	1,09,24,000.00	Equity Shares
Rajesh Jaggi	October 09, 2023	83,177	10.00	144.27	Transfer from Cigam Developers Private Limited	1,19,99,945.79	Equity Shares
Shri Brahma Creation Trust (Yadu Hari Dalmia)	October 05, 2023	18,500	10.00	273.10	Transfer from Deepayan Sen	50,52,350.00	Equity Shares
Madhu Jain	June 18, 2023	3,46,572	10.00	144.27	Transfer from Emerge Capital Opportunities Scheme	4,99,99,942.44	Series F - CCCPS
Ashish Rathi	June 13, 2023	69,315	10.00	144.27	Transfer from Ashish Kacholia	1,00,00,075.05	Series E - CCCPS
Incipience Dealers LLP	June 13, 2023	17,329	10.00	144.27	Transfer from Ashish Kacholia	25,00,054.83	Series E - CCCPS
Samedh Trinity Partners	June 13, 2023	27,726	10.00	144.27	Transfer from Ashish Kacholia	40,00,030.02	Series E - CCCPS
Tarun Khanna	January 08, 2024	25,000	10.00	320.00	Transfer from Madhu Jain	80,00,000.00	Equity Shares
Saurabh Gupta	January 08, 2024	31,250	10.00	320.00	Transfer from Madhu Jain	1,00,00,000.00	Equity Shares
То		2,62,71,88 7				4,08,51,25,058	
Weighted average cost of acquisition per Equity Share (in ₹)							

### Chartered Accountants



#### Weighted average cost of acquisition of all shares transacted in the one year preceding the date of this certificate

Name of Transferor / Acquirer	Date of Allotment / Transaction of Equity Shares	Number of Equity Shares Allotted / Transacted	Face value per Equity Share (in ₹)	Transaction Price per Equity Share (in ₹)	Nature of Allotment / Transaction	Total Consideration (in ₹)	Nature of Specified Security
				Primary		•	
Company	August 16, 2023	9,44,287	10.00	144.27	Private placement	13,62,32,285.49	Equity Shares
Company	August 24, 2023	48,500	10.00	10.00	Exercise of stock option pursuant to EDSOP 2015	4,85,000.00	Equity Shares
Company	September 27, 2023	1,50,000	10.00	-	Sweat Equity	-	Equity Shares
Company	October 27, 2023	26,20,366	10.00	273.10	Rights Issue	71,56,21,954.60	Equity Shares
Company	September 27, 2023	2,89,963	10.00	153.13	Private Placement of Series C2 - CCCPS	4,44,02,034.19	Series C2 - CCCPS
Company	June 04, 2023	1,73,28,572	10.00	144.27	Private Placement of Series F - CCCPS	2,49,99,93,082.44	Series F - CCCPS
Company	March 14, 2024	1,75,000	10.00	10.00	Exercise of stock option pursuant to EDSOP 2015	17,50,000.00	Equity Shares
				Secondary			
Amit Ramani	September 20, 2023	239	10.00	86.12	Transfer of 239 Equity Shares by Link Investment Trust	20,582.68	Equity Shares
Amit Ramani	September 20, 2023	110	10.00	112.42	Transfer of 110 Equity Shares by Link Investment Trust	12,366.20	Equity Shares
Amit Ramani	September 20, 2023	655	10.00	100.99	Transfer of 655 Equity Shares by Link Investment Trust	66,148.45	Equity Shares
Amit Ramani	October 27, 2023	65,978	10.00	98.69	Transfer of 65,978 Equity Shares by Bisque Limited	65,11,368.82	Equity Shares
Amit Ramani	October 27, 2023	1,22,799	10.00	100.19	Transfer of 122,799 Equity Shares by Peak XV Partners Investments V (formerly known as SCI Investments V)	1,23,03,231.81	Equity Shares
Amit Ramani	September 20, 2023	23,629	10.00	86.12	Transfer of 23,629 Series F CCCPS by VBAP Holdings Private Limited	20,34,929.48	Series F - CCCPS
Amit Ramani	September 20, 2023	10,747	10.00	112.48	Transfer of 10,747 Series F CCCPS by VBAP Holdings Private Limited	12,08,822.56	Series F - CCCPS
Amit Ramani	September 20, 2023	19,888	10.00	100.99	Transfer of 19,888 Series F CCCPS by VBAP Holdings Private Limited	20,08,489.12	Series F - CCCPS
Emerge Capital Opportunities Scheme	October 27, 2023	40,000	10.00	273.10	Transfer from Amit Ramani	1,09,24,000.00	Equity Shares
Rajesh Jaggi	October 09, 2023	83,177	10.00	144.27	Transfer from Cigam Developers Private Limited	1,19,99,945.79	Equity Shares
Shri Brahma Creation Trust (Yadu Hari Dalmia)	October 05, 2023	18,500	10.00	273.10	Transfer from Deepayan Sen	50,52,350.00	Equity Shares
Madhu Jain	June 18, 2023	3,46,572	10.00	144.27	Transfer from Emerge Capital Opportunities Scheme	4,99,99,942.44	Series F - CCCPS
Ashish Rathi	June 13, 2023	69,315	10.00	144.27	Transfer from Ashish Kacholia	1,00,00,075.05	Series E - CCCPS
Incipience Dealers LLP	June 13, 2023	17,329	10.00	144.27	Transfer from Ashish Kacholia	25,00,054.83	Series E - CCCPS
Samedh Trinity Partners	June 13, 2023	27,726	10.00	144.27	Transfer from Ashish Kacholia	40,00,030.02	Series E - CCCPS
Tarun Khanna	January 08, 2024	25,000	10.00	320.00	Transfer from Madhu Jain	80,00,000.00	Equity Shares
Saurabh Gupta	January 08, 2024	31,250	10.00	320.00	Transfer from Madhu Jain	1,00,00,000.00	Equity Shares
	Total	2,24,59,602				3,53,51,26,701	
	Wei	ghted average c	ost of acquisi	tion per Equity S	Share (in ₹)	157.40	