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INDIA NON JUDICIAL

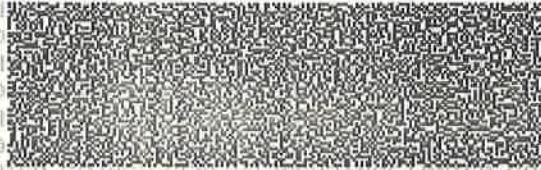
Government of Karnataka

Rs. 600

e-Stamp

Certificate No. : IN-KA00139339637784U
Certificate Issued Date : 21-Apr-2022 05:34 PM
Account Reference : NONACC (FI)/ kacrsf108/ KORAMANGALA1/ KA-BA
Unique Doc. Reference : SUBIN-KAKACRSFL0830196167569990U
Purchased by : GO DIGIT GENERAL INSURANCE LIMITED
Description of Document : Article 5(J) Agreement (In any other cases)
Property Description : SHAREHOLDERS AGREEMENT
Consideration Price (Rs.) : 0
 (Zero)
First Party : GO DIGIT GENERAL INSURANCE LIMITED
Second Party : FAERING CAPITAL GROWTH FUND III
Stamp Duty Paid By : GO DIGIT GENERAL INSURANCE LIMITED
Stamp Duty Amount(Rs.) : 600
 (Six Hundred only)

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Please write or type below this line

Statutory Alert:

1. The authenticity of this Stamp certificate should be verified at 'www.shcilestamp.com' or using e-Stamp Mobile App of Stock Holding. Any discrepancy in the details on this Certificate and as available on the website / Mobile App renders it invalid.
2. The onus of checking the legitimacy is on the users of the certificate.
3. In case of any discrepancy please inform the Competent Authority.

This **AMENDMENT TO AMENDED AND RESTATED SHAREHOLDERS' AGREEMENT** ("Agreement") is executed at Bengaluru on this 6th day of May 2022 ("Execution Date"),

BY AND AMONGST:

GO DIGIT GENERAL INSURANCE LIMITED, a public company incorporated in India having Company Identification Number U66010PN2016PLC167410 and whose registered office is situated at Ananta One, 1st to 6th Floor, Pride Hotel Lane, Narveer Tanaji Wadi, Shivajinagar, Pune, Maharashtra - 411005 India, and having its corporate office at Atlantis, 95, 4th B Cross Road, Koramangala Industrial Layout, 5th Block, Bengaluru, Karnataka – 560095, India (hereinafter referred to as the "**Company**", which expression shall include its successors and permitted assigns) of the **FIRST PART**;

AND

GO DIGIT INFOWORKS SERVICES PRIVATE LIMITED, a company incorporated in India having Company Identification Number U74999PN2016PTC167624 and whose registered office is situated at Ananta One, 1st to 6th Floor, Pride Hotel Lane, Narveer Tanaji Wadi, Shivajinagar, Pune, Maharashtra - 411005, India (hereinafter referred to as the "**GDISPL**", which expression shall include its successors and permitted assigns) of the **SECOND PART**;

AND

KAMESH GOYAL, s/o Shri Gopal Chand Goyal, an Indian citizen, residing at ITC Gardenia, #1, Residency Road, Bangalore – 560025, Karnataka, India, bearing PAN AAEPG6252E (referred to as "**KG**", which expression shall, unless repugnant to the context or meaning thereof, be deemed to include his heirs, executors, administrators, successors and permitted assigns) of the **THIRD PART**;

AND

FAL CORPORATION, a company incorporated under the laws of Mauritius and whose registered office is situated at Level 1, Maeva Tower, Silicon Avenue, CyberCity, Ebene 72201, Mauritius, having Company Registration Number 48869 C1/GBL (hereinafter referred to as the "**FAL Corp**" or "**Confirming Party**", which expression shall include its successors and permitted assigns) of the **FOURTH PART**;

AND

A91 EMERGING FUND I LLP, a limited liability partnership incorporated in India, having registration number AAP-5133, and whose registered office is situated at 702 Orchid Tower A Wing, Bellasis Road, Mumbai, Maharashtra 400008 (hereinafter referred to as the "**Investor 1**", which expression shall unless repugnant to the context or meaning thereof, be deemed to mean and include its successors in business and permitted assigns) of the **FIFTH PART**;

AND

TVS SHRIRAM GROWTH FUND 3, a scheme of TVS Shriram Growth AIF Trust, a trust formed under the Indian Trusts Act 1882, registered with the Securities and Exchange Board of India as a Category II Alternative Investment Fund (AIF vide Registration Number IN/AIF2/17-18/0503) & acting through its investment manager TVS Capital Funds Private Limited, a company incorporated under the Companies Act 1956 and whose registered office is situated at 249-A, Ambujammal Street, Off TTK Road Alwarpet, Chennai, Tamil Nadu 600018, (hereinafter referred to as the "**Investor 2**", which expression shall unless repugnant to the context herein, be deemed to mean and include its successors in business and permitted assigns) of the **SIXTH PART**;

AND

FAERING CAPITAL INDIA EVOLVING FUND II, a trust constituted under the Indian Trust Act, 1882 and registered with the Securities and Exchange Board of India as an Alternative Investment Fund – Category II, and **FAERING CAPITAL INDIA EVOLVING FUND III**, constituted as a trust under the Indian Trust Act, 1882 and registered with the Securities and Exchange Board of India as an Alternative Investment Fund – Category II both represented by **Faering Capital Trustee Company Private Limited** being the sole trustee and acting through their investment manager **Faering Capital Advisors LLP** having its registered office at 1004, Ceejay House, Dr. Annie Besant Road, Worli, Mumbai – 400 018, Maharashtra, India (both collectively referred to as the “**Investor 3A**”, which expression shall unless repugnant to the context herein, be deemed to mean and include its successors in business and permitted assigns) of the **SEVENTH PART**;

AND

FAERING CAPITAL GROWTH FUND III, a trust constituted under the Indian Trust Act, 1882 and registered with the Securities and Exchange Board of India as an Alternative Investment Fund – Category II, and **FAERING CAPITAL INTERNATIONAL GROWTH FUND III** a trust constituted under the Indian Trust Act, 1882 and registered with the Securities and Exchange Board of India as an Alternative Investment Fund – Category II, both represented by **Faering Capital Trustee Company Private Limited** being the sole trustee and acting through their investment manager **Faering Capital Advisors LLP** having its registered office at 1004, Ceejay House, Dr. Annie Besant Road, Worli, Mumbai – 400 018, Maharashtra, India (hereinafter collectively referred to as the “**Investor 3B**”, which expression shall unless repugnant to the context herein, be deemed to mean and include its successors in business and permitted assigns) of the **EIGHTH PART**;

AND

ITHAN CREEK MASTER INVESTORS (CAYMAN) L.P., an exempted limited partnership registered in the Cayman Islands having its registered office at c/o Ogier Global (Cayman) Limited, 89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands and registered with the Securities and Exchange Board of India as a Category I Foreign Portfolio Investor (hereinafter referred to as “**Ithan Creek**”, which expression shall unless repugnant to the context herein, be deemed to mean and include its successors in business and permitted assigns) of the **NINTH PART**,

AND

WELLINGTON HADLEY HARBOR AIV MASTER INVESTORS (CAYMAN) III, LTD., an exempted company with limited liability incorporated in the Cayman Islands having its registered office at c/o Ogier Global (Cayman) Limited, 89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands and registered with the Securities and Exchange Board of India as a Category I Foreign Portfolio Investor (hereinafter referred to as “**HH III AIV**”, which expression shall unless repugnant to the context herein, be deemed to mean and include its successors in business and permitted assigns, and together with Ithan Creek, collectively as “**Investor 4**”) of the **TENTH PART**;

AND

SCI GROWTH INVESTMENTS III, an entity constituted under the laws of Mauritius having its principal office at Sanne House, Bank Street, Twenty Eight Cybercity, Ebene 72201, Mauritius (hereinafter collectively referred to as the “**Investor 5**”, which expression shall unless repugnant to the context herein, be deemed to mean and include its successors in business and permitted assigns) of the **ELEVENTH PART**;

AND

IIFL SPECIAL OPPORTUNITIES FUND – SERIES 8, a scheme of IIFL Private Equity Fund, registered with SEBI as a category II Alternative Investment Fund, having its registered address located at 6th floor, IIFL Centre, Kamala Mill Compound, S. B. Marg, Lower Parel, Mumbai 400013 and acting through its investment manager, IIFL Asset Management Limited (CIN: U74900MH2010PLC201113), a company incorporated under the Companies Act, 1956 and having its registered office at 6th floor, IIFL Centre, Kamala Mill Compound, S. B. Marg, Lower Parel, Mumbai 400013 (hereinafter referred to as **“IIFL SOF”**, which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns) of the **TWELFTH PART**;

IIFL MONOPOLISTIC MARKET INTERMEDIARIES FUND, a scheme of IIFL Private Equity Fund, registered with SEBI as a Category II Alternative Investment Fund, having its registered address located at 6th Floor, IIFL Centre, Kamala Mill Compound, S. B. Marg, Lower Parel, Mumbai 400013 and acting through its investment manager, IIFL Asset Management Limited (CIN: U74900MH2010PLC201113), a company incorporated under the Companies Act, 1956 and having its registered office at 6th floor, IIFL Centre, Kamala Mill Compound, S. B. Marg, Lower Parel, Mumbai 400013 (hereinafter referred to as **“IIFL MMIF”**, which expression shall, unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors and permitted assigns) of the **THIRTEENTH PART**.

IIFL SOF and **IIFL MMIF** shall hereinafter collectively be referred to as **“Investor 6”** or **“IIFL”**.

Investor 1, Investor 2, Investor 3A, Investor 3B, Investor 4, Investor 5 and Investor 6 shall hereinafter be referred to collectively as **“Investors”**.

The Company, KG, GDISPL, and the Investors shall hereinafter be referred to individually as a **“Party”** and collectively as the **“Parties”**.

The Confirming Party shall be entitled to only such rights and obligations which have been specifically provided for under this Agreement. Nothing in this Agreement shall be deemed to be applicable to the Confirming Party unless specifically provided otherwise.

WHEREAS:

- A. The Parties have entered into an Amended and restated Shareholders’ Agreement dated 8 November 2021 (**“Amended SHA”**) for the purpose of recording and regulating the rights and obligations of the Parties in relation to the Company.
- B. Investor 5 has agreed to subscribe to 90,54,878 number of Equity Shares of the Company and Investor 6 has agreed to subscribe to 36,58,535 number of Equity Shares of the Company.
- C. Based on discussions between the Parties, the Parties have agreed to further amend the Amended SHA to update the Part II of Schedule I as set out in this Agreement.

NOW, THEREFORE, in consideration of the mutual promises, covenants, representations and warranties made herein and of the mutual benefits to be derived here from, the Parties hereto agree as follows:

1. INTERPRETATION

- 1.1 All capitalized terms used but not defined in this Agreement shall have the meaning ascribed to such terms in the Amended SHA.
- 1.2 Part II of Schedule I of the Amended SHA i.e. Shareholding Pattern on a Fully Diluted Basis post completion shall be replaced with the following:

NO	SHAREHOLDER	NO OF EQUITY SHARES HELD (OF INR 10 EACH)	PERCENTAGE (IMMEDIATELY POST COMPLETION (%))
1.	Go Digit Infoworks Services Private Limited	72,95,65,220	83.69%
2.	A91 Emerging Fund I LLP	2,92,82,949	3.36%
3.	TVS Shriram Growth Fund 3	3,10,66,389	3.56%
4.	Faering Capital India Evolving Fund II and III	2,92,82,949	3.36%
5.	Faering Capital Growth Fund III and Faering Capital International Growth Fund III	94,26,752	1.08%
6.	Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd. (Wellington)	1,30,24,841	1.49%
7.	Ithan Creek Master Investors (Cayman) L.P. (Wellington)	35,52,229	0.41%
8.	SCI Growth Investments III	90,54,878	1.04%
9.	IIFL Monopolistic Market Intermediaries Fund	15,24,390	0.17%
10.	IIFL Special Opportunities Fund - Series 8	21,34,145	0.24%
11.	Other Investors	1,38,10,426	1.58%
	Total	87,17,25,168	100%

[Signature page follows]

IN WITNESS WHEREOF, THE PARTIES HERETO HAVE CAUSED THIS AGREEMENT TO BE DULY EXECUTED AND DELIVERED BY THEIR DULY AUTHORISED REPRESENTATIVES AS OF THE DAY AND YEAR HEREINABOVE WRITTEN

Signed and delivered for and on behalf of

GO DIGIT GENERAL INSURANCE LIMITED



By: Ravi Khetan

Title: Chief Financial Officer

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of

GO DIGIT INFOWORKS SERVICES PRIVATE LIMITED



By: Sameer Bakshi

Title: General Counsel and Company Secretary

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Signed and delivered by

KAMESH GOYAL


A handwritten signature in black ink, appearing to read 'Kamesh Goyal', written over a horizontal line.

By: Kamesh Goyal

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of
FAL CORPORATION



By: Amy Tan
Title: Director

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of
A91 Emerging Fund I LLP

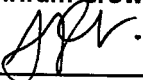
By: Abhay Pandey
Title: General Partner



Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of
TVS Shriram Growth Fund 3


By: AJOY PRABAKAR
Title: vice president Finance; TVS CAPITAL FUNDS (P) LTD.

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Signed and delivered for and on behalf of
FAERING CAPITAL INDIA EVOLVING FUND II
For Faering Capital India Evolving Fund II



By: Aditya Parekh **Authorised Signatory**
Title: Authorised Signatory

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of

FAERING CAPITAL INDIA EVOLVING FUND III

For Faering Capital India Evolving Fund III

Aditya Parekh

Authorised Signatory

By:

Aditya Parekh

Title:

Authorised Signatory



Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of

Faering Capital Growth Fund III

Faering Capital Growth Fund III


By:  **Authorised Signatory**

Title:  **Authorised Signatory**

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Signed and delivered for and on behalf of

Faering Capital International Growth Fund III

Faering Capital International Growth Fund III

A. Parekh

By: *Aditya Parekh.* **Authorised Signatory**

Title: *Authorised Signatory*

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Signed and delivered for and on behalf of

Ithan Creek Master Investors (Cayman) L.P.

BY: WELLINGTON MANAGEMENT COMPANY LLP, AS INVESTMENT ADVISER



By: Lora Yip

Title: Legal Counsel

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of

Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd.

BY: WELLINGTON MANAGEMENT COMPANY LLP, AS INVESTMENT ADVISER



By: Lora Yip

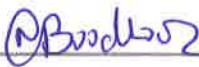
Title: Legal Counsel

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of

SCI Growth Investments III



By: **Nandinee Boodhoo**

Title: **Director**

Date: **6 May 2022**

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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Signed and delivered for and on behalf of

IIFL Special Opportunities Fund – Series 8

A handwritten signature in blue ink, reading "Chetan Naik", with a horizontal line drawn underneath it.

By: Chetan Naik

Title: Fund Manager

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund

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IIFL Monopolistic Market Intermediaries Fund

A handwritten signature in blue ink that reads "Chetan Naik". The signature is written in a cursive style with a long horizontal stroke extending to the right.

By: Chetan Naik

Title: Fund Manager

Signature page of the Amendment to the Shareholders' Agreement entered into by and amongst Go Digit General Insurance Limited, Go Digit Infoworks Services Private Limited, Kamesh Goyal, FAL Corporation, A91 Emerging Fund I LLP, TVS Shriram Growth Fund 3, Faering Capital India Evolving Fund II, Faering Capital India Evolving Fund III, Faering Capital Growth Fund III, Faering Capital International Growth Fund III, Ithan Creek Master Investors (Cayman) L.P., Wellington Hadley Harbor AIV Master Investors (Cayman) III, Ltd., SCI Growth Investments III, IIFL Special Opportunities Fund – Series 8 and IIFL Monopolistic Market Intermediaries Fund