

CONSENT FROM THE SELLING SHAREHOLDER

Date: 27.03.2023

To,

The Board of Directors
Go Digit General Insurance Limited
1 to 6 Floor, Ananta One,
Pride Hotel Lane, Narveer Tanaji Wadi,
City Survey No.1579,
Shivajinagar, Pune - 411005
Maharashtra, India

Dear Sir(s)/Ma'am(s),

Re: Proposed initial public offering of equity shares (the "Equity Shares") of Go Digit General Insurance Limited (the "Company") comprising a fresh issue by the Company ("Fresh Issue") and an offer for sale of the Equity Shares by certain existing shareholders of the Company ("Offer for Sale" and together with the Fresh Issue, the "Offer")

We, Go Digit Infoworks Services Private Limited, a company incorporated under the Companies Act 2013, having our office at 1 to 6 Floor, Ananta One, Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No.1579, Shivajinagar, Pune – 411005 Maharashtra, India, hereby consent to the following:

1. Inclusion of up to 109,434,783 Equity Shares held by us in the Company as part of the Offer for Sale (the "**Offered Shares**"), subject to the terms of the Offer as mentioned in the draft red herring prospectus dated August 14, 2022 ("**Previous DRHP**") filed by Company with Securities and Exchange Board of India ("**SEBI**"), the BSE Limited (the "**BSE**") and the National Stock Exchange of India Limited (the "**NSE**", and together with the BSE, the "**Stock Exchanges**") pursuant to our consent letter dated August 14, 2022, and will be mentioned in the amended and restated draft red herring prospectus ("**Re-Submitted DRHP**", and collectively with the "**Previous DRHP**", the "**DRHP**") proposing to be re-submitted with the SEBI, Stock Exchanges and agreements executed in relation to the Offer and the approval of any other regulatory or statutory authority, if required.
2. Inclusion of our name and details as the "Promoter Selling Shareholder" as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**") and other applicable laws in the draft red herring prospectus to be filed with SEBI and the relevant stock exchange(s), where the Equity Shares are proposed to be listed pursuant to the Offer.

We authorize the Company to deliver a copy of this letter of consent, along with our consent letter dated August 14, 2022, to the Registrar of Companies, Maharashtra at Pune ("**RoC**"), pursuant to the applicable provisions of the Companies Act, 2013, and the rules and regulations thereunder, each as amended, the SEBI, the Stock Exchanges and any other regulatory or statutory authority as may be required by law and/or for the records to be maintained by the Book Running Lead Managers (the "**BRLMs**") and in each case in accordance with applicable law.

We confirm that we will duly intimate the Company and the BRLMs of any changes/additions in relation to the above information until the date when the Equity Shares sold pursuant to the Offer are listed and commence trading on the Stock Exchanges. In the absence of any such communication it may be assumed that there is no change to the above information until the Equity Shares sold pursuant to the Offer commence trading on the Stock Exchanges.



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This consent letter may be relied upon by the Company, BRLMs and the legal advisors to each of the Company and the BRLMs solely in relation to the Offer and may not be passed or relied upon by any person for any other purpose other than in relation to the Offer.

The consents representations, covenants, consents, undertakings and authorisations provided herein shall cease to be effective if the Offer is not completed prior to the termination of the offer agreement or the engagement letter executed in relation to the Offer. Notwithstanding anything stated herein, this consent letter may be relied upon by the BRLMs and the legal advisors appointed with respect to the Offer, for documenting and conducting their due-diligence in connection with the Offer and in any regulatory proceedings thereof, at all times.

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 from date of the filing of the RHP until the Bid/ Offer Closing Date. We hereby consent for this certificate being included for the records to be maintained by the BRLMs in connection with the Offer.

The terms capitalized but not defined herein, shall have the meaning ascribed to them in the Offer Documents.

We undertake to keep all information pertaining to the Offer confidential.

Yours faithfully,

Signed by
For and on behalf of Go Digit Infoworks Services Private Limited

Sameer Bakshi

Authorised Signatory
Name: Sameer Bakshi
Designation: Company Secretary



Encl.: As above

cc:

ICICI Securities Limited

ICICI Venture House
Appasaheb Marathe Marg
Prabhadevi
Mumbai 400 025
Maharashtra, India

Morgan Stanley India Company Private Limited

18F, Tower 2
One World Centre, Plot 841, Jupiter Textile Mill Compound
Senapati Bapat Marg, Lower Parel
Mumbai 400 013
Maharashtra, India

Axis Capital Limited

1st Floor, C-2, Axis House
Wadia International Centre
Pandurang Budhkar Marg, Worli
Mumbai 400 025
Maharashtra, India

Edelweiss Financial Services Limited

6th Floor, Edelweiss House

Go Digit Infoworks Services Private Limited | 1st to 6th Floor, Ananta One (AR One), Pride Hotel Lane, Narveer Tanaji Wadi, City Survey No. 1579, (Bhamburda) Shivajinagar, Pune - 411005, Maharashtra | CIN: U74999PN2016PTC167624 |



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Off C.S.T. Road, Kalina
Mumbai-400 098
Maharashtra, India

IIFL Securities Limited

10th Floor, IIFL Centre
Kamala City, Senapati Bapat Marg
Lower Parel (West), Mumbai 400 013
Maharashtra, India

HDFC Bank Limited

Investment Banking Group
Unit No 401 & 402, 4th Floor,
Tower B Peninsula Business Park,
Lower Parel, Mumbai – 400 013
Maharashtra, India

Cyril Amarchand Mangaldas

Peninsula Chambers, Peninsula Corporate Park
GK Marg, Lower Parel
Mumbai 400 013
Maharashtra, India

Latham & Watkins LLP

9 Raffles Place
#42-02 Republic Plaza
Singapore 048 619

AZB & Partners

AZB House
Peninsula Corporate Park
Ganpatrao Kadam Marg
Lower Parel
Mumbai 400 013
Maharashtra, India

Shearman and Sterling LLP

21st Floor, Gloucester Tower
The Landmark
15 Queen's Road Central
Hong Kong