

Date: September 05, 2023

To,
Vertical Holdings II Pte. Ltd.
#11-01, Asia Square Tower 2,
12 Marina View, Singapore.

Kind Attention: Deborah Tan

Subject: Amendment to the SPA (*defined below*).

1. We refer to the Share Purchase Agreement dated August 2, 2023 executed between Vertical Holdings II Pte. Ltd., Mr. Sunu P Mathew, LEAP India Private Limited, North Haven India Infrastructure Fund, TVS Shriram Growth Fund 3, Mayfield India II, Ltd, 360 One India Private Equity Fund, 360 One Seed Ventures Fund – Series 2, IndiaNivesh Growth and Special Situations Fund, and Sixth Sense India Opportunities – II, as amended (“**SPA**”). All capitalised terms used in this letter (“**Letter**”) but not defined herein, shall have the same meaning as assigned to such terms under the SPA.
2. The Parties agree and confirm that on and from September 04, 2023, the definition of the term “**CP Long Stop Date**” under Clause 1.1 (*Definitions*) of the SPA, shall be replaced in its entirety by the following:

““**CP Long Stop Date**” shall mean a date that is at least 5 (five) Business Days prior to the Long Stop Date, unless agreed otherwise in writing between the Parties;”
3. The SPA shall be read and construed in conjunction with this Letter and the SPA shall be treated as varied, modified, amended, and supplemented in accordance with the provisions of this Letter. Save and except to the extent that the SPA is varied, modified, amended, and supplemented by this Letter, all other provisions of the SPA shall continue to be in full force and effect and shall continue to bind the Parties in accordance with the terms thereof. In the event of any inconsistency or conflict between the SPA and this Letter in respect of the matters set out herein, this Letter shall prevail only to the extent of such inconsistency or conflict. All references in the SPA to “this Agreement” shall be construed to mean the SPA as supplemented, varied, modified, and amended by this Letter and any reference to the SPA in any other agreement or document shall be construed as a reference to the SPA as supplemented, varied, modified, and amended by this Letter.
4. This Letter is hereby expressly designated as a ‘Transaction Document’ under the SPA.
5. This Letter is supplemental to the SPA and Clause 1.1 (*Definitions*), Clause 1.2 (*Interpretation*), Clause 7.1 (*Representations and Warranties*), Clause 9 (*Notices*), Clause 11 (*Confidentiality*), Clause 12 (*Governing Law*), Clause 13 (*Dispute Resolution*), and Clause 14 (*Miscellaneous*) of the SPA shall be deemed to be incorporated herein by reference and shall mutatis mutandis apply to this Letter.
6. Please countersign and return to us a copy of this Letter indicating your acknowledgement and confirmation of the same.

[signature pages follow]