

## CONSENT FROM THE CORPORATE SELLING SHAREHOLDER

Date: August 30, 2025

To,

The Board of Directors

**Urban Company Limited (formerly UrbanClap Technologies India Limited)**

Unit No. 08, Ground Floor,

Rectangle 1, D4, Saket District Centre,

South Delhi, New Delhi,

Delhi, India, 110017

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

**Re: Proposed initial public offering of equity shares of face value of ₹ 1 (the “Equity Shares”) of UrbanClap Technologies India Private Limited India Limited (the “Company” and such offering, the “Offer”)**

We hereby consent to the inclusion of up to such number of Equity Shares aggregating up to ₹ 3,030 million as part of the Offer, subject to the terms of the Offer, as mentioned in the red herring prospectus (“**RHP**”) and transaction agreements executed in relation to the Offer and the approval of any other regulatory or statutory authority, if required.

We hereby consent to the inclusion of our name as a selling shareholder and any other information as required under the SEBI ICDR Regulations and other applicable laws in the RHP to be filed by the Company with the Registrar of Companies, Delhi and Haryana, at New Delhi, Securities and Exchange Board of India (“**SEBI**”) and any relevant stock exchange(s) where the Equity Shares are proposed to be listed (the “**Stock Exchanges**”).

We hereby consent that our entire pre-Offer shareholding, excluding the Offered Shares which are successfully sold and transferred as part of the Offer, shall be locked-in, in terms of Regulation 17 of the SEBI ICDR Regulations from the date of allotment in the Offer for such period as may be required under the SEBI ICDR Regulations.

This consent letter stands automatically terminated at the earlier of: (i) in the event that the listing and trading of Company's equity shares has not commenced on or prior to the Long Stop Date as defined in the transaction documents; or (ii) the offer agreement or the engagement letter executed in relation to the Offer being terminated by any of the parties thereto. Notwithstanding anything in this consent letter, the BRLMs can continue to rely on this consent letter even after the cessation of this consent letter, for the purposes of any requirements under law, rule or regulations or order of any court or tribunal or pursuant to any direction, demand, request or requirement of any statutory, governmental or regulatory authority or in any legal or any administrative proceeding.

We authorize the Company to deliver a copy of this letter of consent to the RoC, pursuant to Sections 26 and 32 of the Companies Act, 2013, and the rules and regulations thereunder, each as amended, SEBI, the Stock Exchanges and any other regulatory or statutory authority as may be required. We also consent to the inclusion of this letter as a part of “*Material Contracts and Documents for Inspection*” in connection with the Offer, which will be available to the public for inspection from the date of the filing of the RHP until the Bid/ Offer Closing Date.

This consent letter may be relied upon by the Company, BRLMs and the legal advisors to each of the Company and the BRLMs in respect of the Offer.

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

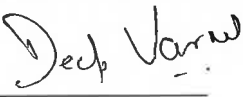
Yours faithfully,

Signed by

For and on behalf of

Signed by  
For and on behalf of

**Internet Fund V Pte. Ltd.**



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Authorised Signatory  
**Name: Deep Varma**  
**Designation: Director**

**Encl.: As above**

**CC:**

**Kotak Mahindra Capital Company Limited**

1<sup>st</sup> Floor, 27 BKC, Plot No. C -27  
"G" Block, Bandra Kurla Complex  
Bandra (East), Mumbai – 400 051  
Maharashtra, India

**Goldman Sachs India Private Limited**

9th and 10th Floor, Ascent-Worli  
Sudam Kalu Ahire Marg  
Worli, Mumbai – 400 025  
Maharashtra, India

**JM Financial Ltd**

7th Floor, Cnergy,  
Appasaheb Marathe Marg,  
Prabhadevi, Mumbai 400 025,  
Maharashtra, India

**Morgan Stanley India Company Private Limited**

Altimus, Level 39 & 40,  
Pandurang Budhkar Marg,  
Worli, Mumbai 400 018  
Maharashtra, India

**Domestic Legal Counsel to the Book Running Lead Managers**

**Cyril Amarchand Mangaldas**

Level 1 and Level 2, Max towers,  
Plot No. C-001 /A/1, Sector 16 B,  
Gautam Buddha Nagar, Noida – 201 301,  
Uttar Pradesh, India

**International Legal Counsel to the Book Running Lead Managers**

**White & Case**

White & Case Pte Ltd.  
88 Market Street  
#41-01 CapitaSpring  
Singapore 048948