

**STATEMENT OF SPECIAL TAX BENEFITS AVAILABLE TO SAGILITY PHILLIPINES
B.V. UNDER THE TAX LAWS OF THE NETHERLANDS**

Date – September 30, 2024

To

The Board of Directors

Sagility India Limited (formerly known as Sagility India Private Limited and prior to that Berkmeer India Private Limited)
No 23 & 24, AMR Tech Park,
Building 2A, First Floor, Hongasandra Village,
Off Hosur Road, Bengaluru Urban, Bengaluru,
Karnataka, 560068

Subject: Statement of Special Tax Benefits (the Statement) available to Sagility Philippines B.V. (Sagility PH BV) of proposed initial public offering of the equity shares (the Equity Shares) of Sagility India Limited and such initial public offering (the Offer)

This report is issued in accordance with the Engagement Letter dated 15/02/2022,

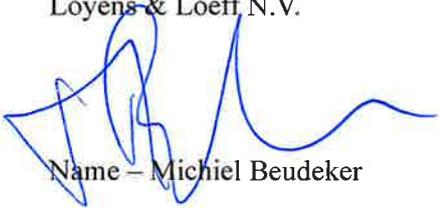
- We hereby confirm that the enclosed Annex I and Annex II (together the **Annexes**) describe the special tax benefits available to Sagility PH BV under the tax laws of the Netherlands, as stated in the Annexes.
- Certain of these benefits are dependent on subsidiary satisfying conditions prescribed under the relevant provisions of the Dutch Corporation Tax Act (**CITA**), Dividend Withholding Tax Act (**DWT**), and Turnover Tax Act (**TTA**). Therefore, the ability of **Sagility PH BV** to derive special tax benefits may be dependent upon the satisfaction of such conditions which, based upon the various factors, **Sagility PH BV** may or may not ultimately satisfy.
- The benefits discussed in the Annexes are neither exhaustive nor conclusive. The benefits cover only the special tax benefits available to **Sagility PH BV** and do not cover general tax benefits that are available to **Sagility PH BV**.
- The contents of the Annexes are the responsibility of the management of **Sagility PH BV**. We are informed that the Annexes are only intended to provide general information to the investors and are not designed, nor intended to be a substitute of the professional tax advice. In view of the individual nature of the tax consequences and the changing tax laws, each investor is advised to consult their own tax consultant with respect to the specific tax implications arising out of their participation in the Offer, particularly in view of the fact that certain recently enacted legislation may not have a direct legal precedent or may have a different interpretation on the

special tax benefits, which an investor can avail. Neither are we suggesting, nor are we advising any investor to make any investment based on this statement of special tax benefit. Reliance on this statement is on the express standing that we don't assume responsibility towards any investor and any third parties who may or may not invest in the Offer relying on this document.

- We do not express any opinion or provide or any type of assurance as to whether:
 - **Sagility PH BV** or its shareholders will continue to obtain these benefits in the future;
 - The conditions prescribed for availing the special tax benefit have been / will be satisfied; or
 - The revenue authorities / courts will concur with the views expressed therein.
- The contents of the Annexes are based on information, explanation, and representations obtained from **Sagility PH BV**, which is responsible for the Annexes, and based on our understanding of the business activities and operations of **Sagility PH BV**.
- We hereby give consent to include this Report in the Draft Red Herring Prospectus, Red Herring Prospectus, the Prospectus and in any other material used in connection with the Proposed Offer, and it is not to be used, referred to or distributed for any other purpose without our prior written consent.
- Our views expressed herein are based on the facts and assumptions indicated to us. No assurance is given that the revenue authorities/ courts will concur with the views expressed herein. Our views are based on the existing provisions of the Dutch Tax laws and its interpretation in, which are subject to change from time to time.

For and on behalf of

Loyens & Loeff N.V.



Name – Michiel Beudeker

Designation – Tax Partner

Date – September 30, 2024

Annex I

LIST OF TAX LAWS

Sr. No:	Details of Tax laws
1	Corporation Tax Act 1969 (<i>Wet op de vennootschapsbelasting 1969</i>)
2	Dividend Withholding Tax Act 1965 (<i>Wet op de dividendbelasting 1965</i>)
3	Turnover Tax Act 1968 (<i>Wet op omzetbelasting 1968</i>)

Annex II

Statement of Special Tax Benefit available to Sagility PH BV. under tax laws of the Netherlands

There are no special tax benefits available to Sagility PH BV under the Dutch CITA, DWT, and TTA.