

**STATEMENT OF SPECIAL TAX BENEFITS AVAILABLE TO SAGILITY (US) HOLDINGS
INC AND ITS US SUBSIDIARIES UNDER THE TAX LAWS OF THE UNITED STATES OF
AMERICA**

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 US Holdings Inc. and its US Subsidiaries, namely, Sagility LLC, Sagility (US) Inc., and Sagility Operations Inc. (“the Consolidated US Group”) of proposed initial public offering of the equity shares (the “Equity Shares”) of Sagility India Limited (the “Company” and such initial public offering, the “Offer”)

This report is issued in accordance with the Engagement Letter dated 18/05/2024,

- We hereby confirm that the enclosed Annexure I and II describe the special tax benefits available to the Sagility US Holdings Inc and its US Subsidiaries (“the Consolidated US Group”) under the tax laws of the United States of America, as stated in the enclosed Annexure I and II.
- Certain of these benefits are dependent on the subsidiary satisfying conditions prescribed under the relevant provisions of the U.S. Internal Revenue Code (“IRC”) and/or other applicable law, including state taxations laws applicable to the Consolidated US Group. Therefore, the ability of the Consolidated US Group to derive the special tax benefits may be dependent upon the satisfaction of such conditions which, based upon the various factors, the Consolidated US Group may or may not ultimately satisfy.
- The benefits discussed in the enclosed Annexures are neither exhaustive nor conclusive. The cover only the special tax benefits available to the Consolidated US Group and do not cover general tax benefits that are available to the Consolidated US Group.
- The contents of these Annexures are the responsibility of the management of the Consolidated US Group. We are informed that the Annexures are only intended to provide general information to the investor and are not designed nor intended to be a substitute of the professional tax advice. In view of the individual nature of the tax consequence 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

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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 don't express any opinion or provide or any type of assurance as to whether:
 - The Consolidated US Group 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 enclosed Annexures are based on information, explanation, and representations obtained from the Consolidated US Group, which is responsible for the Annexures, and on the basis of our understanding of the Consolidated US Group's business activities and operations.
- 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 US Tax laws and its interpretation in, which are subject to change from time to time.



Nitish Ranjan
Licensed Certified Public Accountant
License No. 51006
Date – September 30, 2024

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Annexure I

LIST OF TAX LAWS

Sr. No:	Details of Tax laws
1.	Internal Revenue Code of 1986 (IRC) - Title 26 of the United States Code (26 USC)
2.	Treasury Regulations issued by the U.S. Department of the Treasury

Annexure II

**Statement of Special Tax Benefit available to Sagility (US) Holdings Inc and its Subsidiaries
under tax laws of the United States of America**

Global Intangible Low-Taxed Income (GILTI) Deduction – IRC Section 951A & Section 250

Sagility US Holdings Inc and its US Subsidiaries (“the Consolidated US Group”) has two controlled foreign corporations (“CFC”). The Consolidated US Group includes each CFC’s GILTI in its gross income on an annual basis. This amount is subject to 21% U.S. Federal Corporate Income Tax Rate. Under Code Section 250. The Consolidated US Group may be allowed a 50% deduction of their GILTI income inclusion on annual basis.

Bonus Depreciation – IRC Section 168(k)

The Consolidated US Group may be allowed to deduct 100% of the cost of qualifying tangible property with 20-years useful life or less as additional depreciation in the year placed in the service. The bonus depreciation percentage decreased from 100% to 80% beginning in 2023.

Credit for increasing Research Activities – IRC Section 41

The Consolidated US Group may be allowed a federal income tax credit for increasing their research activities on an annual basis. The credit is calculated as a percentage of research expenditures. These research expenditures generally include wages paid to the employees performing research activities as well as the cost of supplies.