

DELHIVERY

Date: June 06, 2023

BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai – 400 001
India

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
India

Scrip Code: 543529

Symbol: DELHIVERY

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (“LODR”) – Investor Conference “Morgan Stanley India Investment Forum”

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby wish to inform you that the management of the Company will attend Investor conference viz. “**Morgan Stanley India Investment Forum**” with Investors on Tuesday, June 06, 2023 at 09.00 A.M. at Mumbai.

We hereby attach a copy of the proposed presentation to be made in the above conference.

The above disclosure is also being uploaded on website of the Company at www.delhivery.com

You are requested to take the same on records.

Thanking you.

Yours sincerely,

For Delhivery Limited


Vivek Kumar
Company Secretary & Compliance Officer
Mem. No. A20938

Place: Gurugram

DELHIVERY



Safe harbour and disclaimer

This Presentation is prepared by Delhivery Limited (“Company”) and is for information purposes only without regards to specific objectives, financial situations or needs of any particular person and nothing in it shall be construed as an invitation, offer, solicitation, recommendation or advertisement in respect of the purchase or sale of any securities of the Company or any affiliates in any jurisdiction or as an inducement to enter into investment activity and no part of it shall form the basis of or be relied upon in connection with any contract or commitment or investment decision whatsoever. This Presentation does not take into account, nor does it provide any tax, legal or investment advice or opinion regarding the specific investment objectives or financial situation of any person. This Presentation and its contents are confidential and proprietary to the Company and/or its affiliates and no part of it or its subject matter be used, reproduced, copied, distributed, shared, or disseminated, directly or indirectly, to any other person or published in whole or in part for any purpose, in any manner whatsoever.

Certain statements in this communication may be ‘forward looking statements’ within the meaning of applicable laws and regulations. These forward-looking statements involve a number of risks, uncertainties and other factors that could cause actual results to differ materially from those suggested by the forward-looking statements. Important developments that could affect the Company’s operations include changes in the industry structure, significant changes in political and economic environment in India and overseas, tax laws, labour laws, import duties, litigation and labour relations etc.

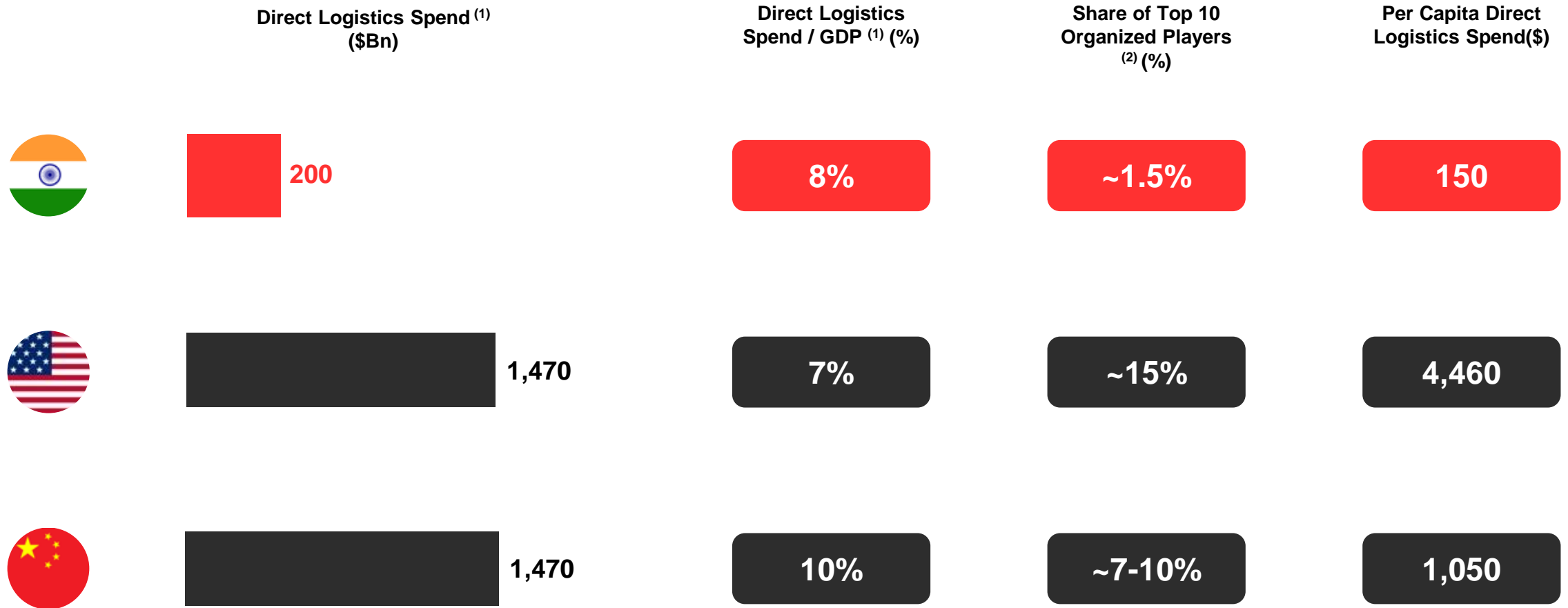
Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in this Company without necessary diligence and relying on their own examination of Delhivery Limited along with the equity investment risk which doesn't guarantee capital protection.



**We aim to build the
Operating System for
commerce in India**



India's logistics market is large and highly fragmented



Source: RedSeer report

1. As of CY2020 for China and US and as of FY2022 for India

2. Share of top 10 organised players is based on domestic road transportation, warehousing and supply chain revenues only

Massive TAM

Express Parcel ⁽¹⁾

\$10-12 Bn

- E-commerce express parcel
 - Same day
 - Next day
 - Normal
- Reverse pick-up
 - With / Without QC
- Heavy
- C2C
- BFSI

Part Truckload Freight ⁽¹⁾

\$26 Bn

- Express PTL
- National & regional
- Corporate
- SME
- Retail

Truckload Freight ⁽¹⁾

\$163 Bn

- National & regional
- Contract & spot
- Wide variety of trucks
 - 32 ft
 - 24 ft
 - Open body

Supply Chain Services ⁽¹⁾

\$109 Bn

- End-to-end supply chain solutions with integrated warehousing & transport
- Inward store management
- D2C fulfillment
- Ecommerce fulfillment
- Inventory optimization

Cross-Border Air ⁽¹⁾

\$8 Bn+

- Air express parcel
- Air freight
- Ocean freight
- End to end cross border services from China

Source: RedSeer report

1. CY2026E TAM figures approximated to the nearest \$Bn value

India's largest integrated logistics platform⁽¹⁾

₹7,224 Cr / ₹1,860 Cr

FY23 / Q4 FY23
Revenue from services



44.6%

FY19 – 23 Revenue CAGR⁽²⁾



0.3%

Q4 FY23 Adjusted EBITDA margin



180 Mn

(5.6% QoQ growth)

Express parcels shipped in Q4 FY23
/ Crossed **2.1 Bn** shipments since inception



318K Tons

(23.4% QoQ growth)

PTL freight handled in Q4 FY23
/ **3.4 Mn+** tons shipped since FY19



18,540

Pin-codes covered⁽³⁾



27K+

Active customers^(4,5)



57%

Revenue from customers
using two or more services⁽⁵⁾



₹5,508 Cr

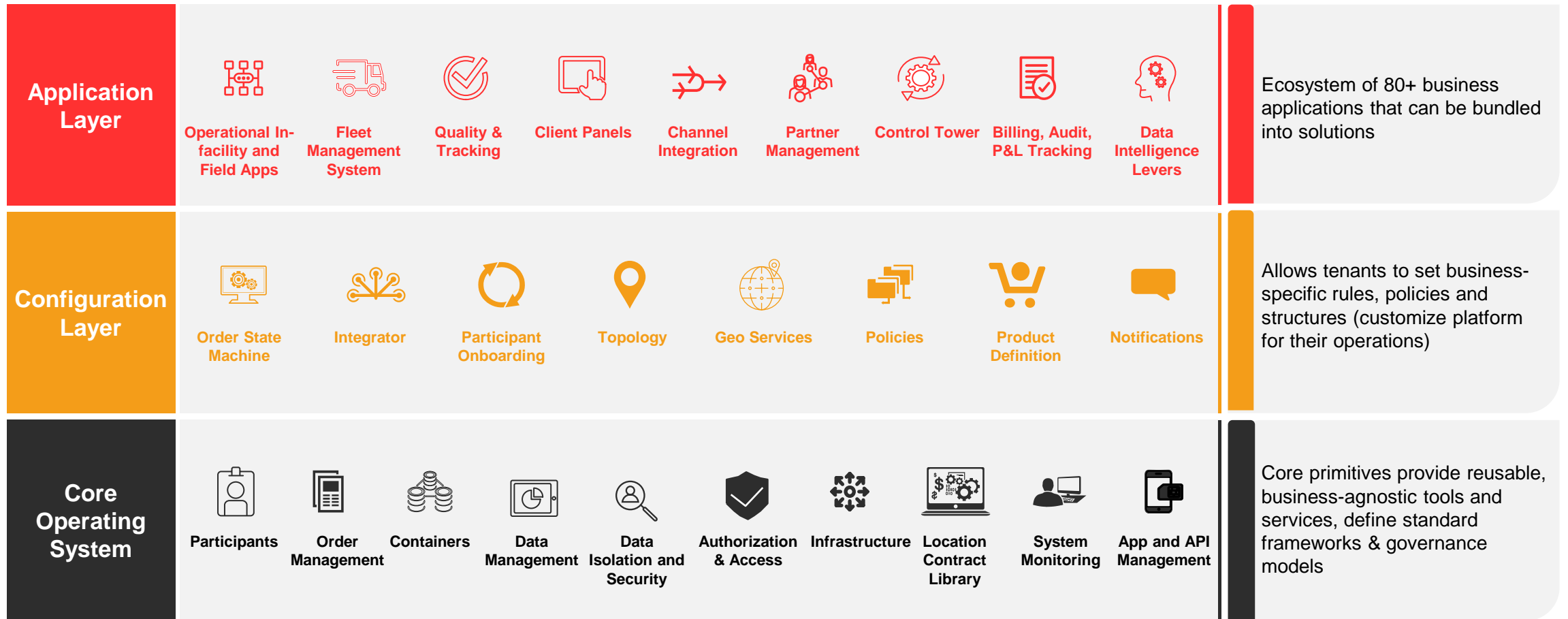
Cash and cash equivalents⁽⁶⁾



(1) As per RedSeer report basis FY21 revenue
(2) For the period from FY19 to FY23
(3) As of March 31st, 2023

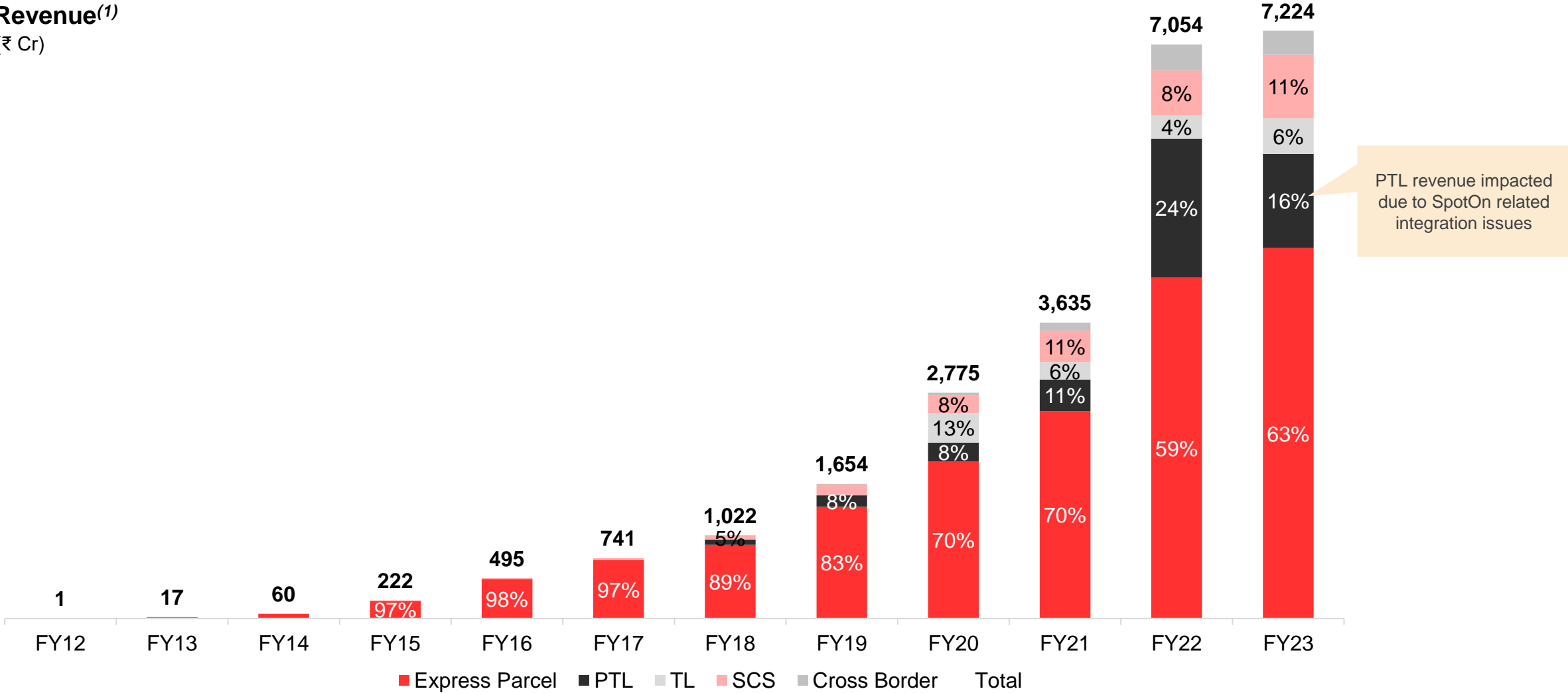
(4) Active customers for a quarter are those customers on whom an invoice was raised at least once during such quarter
(5) For Q4 FY23
(6) Excludes ₹131 Cr of accrued interest on deposits

Proprietary technology platform



Revenue is diversifying rapidly

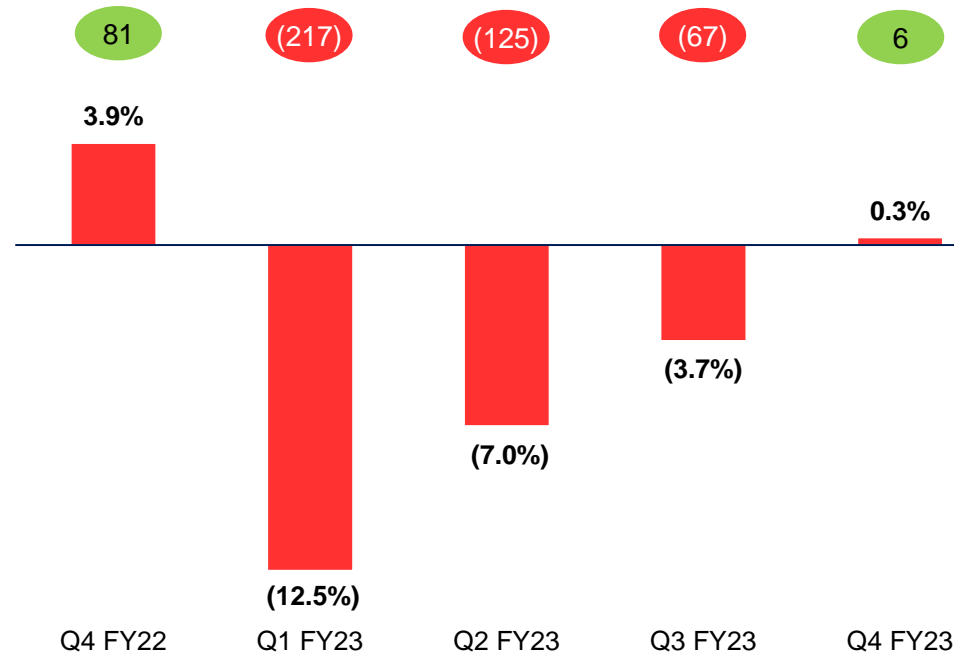
Revenue⁽¹⁾
(₹ Cr)



(1) FY22 figures are on proforma basis
(2) Not meaningful

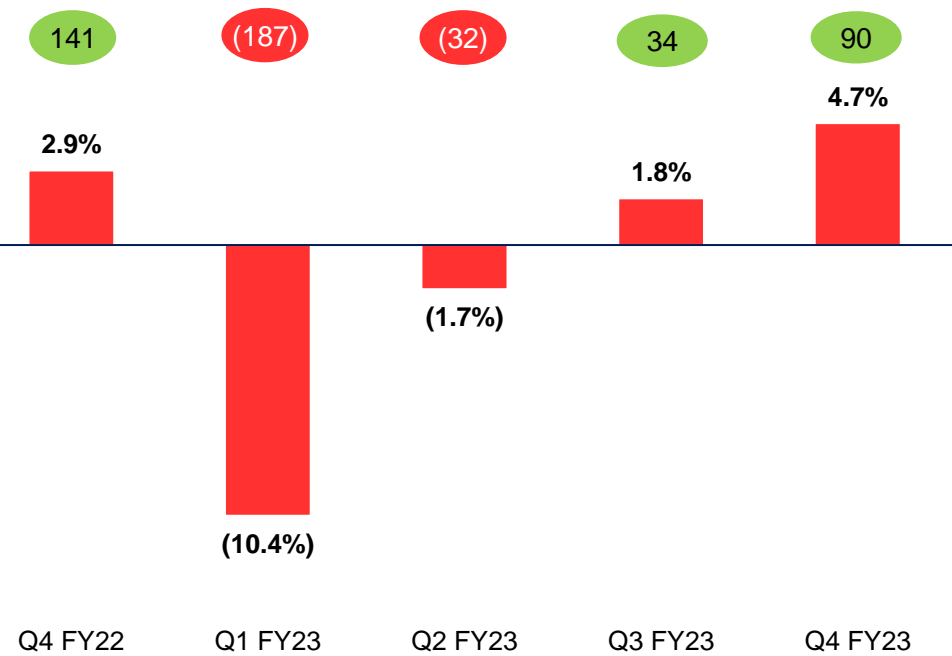
Adjusted EBITDA

(₹ Cr)



Adjusted Cash PAT

(₹ Cr)



(1) FY22 figures are on proforma basis

Delhivery: Investment case

- 1 \$200Bn+ addressable market - large and highly fragmented**
- 2 Largest integrated logistics platform with a full range of supply chain services**
- 3 Unified world class network infrastructure, inter-operable across business lines and services**
- 4 Asset-light business model with pan-India coverage**
- 5 Proprietary technology stack, fuelled by vast data intelligence and engineering capabilities**
- 6 Proven growth track record and demonstration of EBITDA profitability**
- 7 Extremely strong Balance Sheet**
- 8 High-quality, experienced management team and board**

Delhivery is at the cross-section of several growth drivers⁽¹⁾



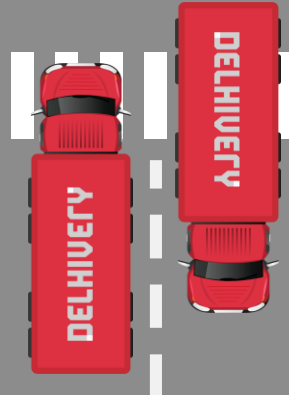
INFRASTRUCTURE

Large real estate footprint | Leveraging India's regulatory reforms & infra-development | General capital formation



TECHNOLOGY & DATA SCIENCE

Data science, ML & AI | Proprietary tech platform | Cutting edge engineering & automation | New age technologies – vision ML, drones, robotics



DIGITAL CONSUMPTION

eCommerce | D2C/D2R | Omni channel | Digital commerce



OFFLINE COMMERCE

Offline consumption | Industrial activity | Cross-border trade

Q4 FY23 Update

Quarterly highlights

- 1 Express Business: ~ 10 Mn higher shipments in Q4 than a seasonally strong Q3 helped in further consolidation of our market leadership; 17% shipment volume growth in Q4 YoY ex-Shopee**
- 2 PTL Business: robust Q4 FY23 ensures we start FY24 with a strong momentum in volume growth & superior service levels**

PTL business	Q4 FY22⁽¹⁾	Q3 FY23	Q4 FY23
Tonnage ('000 Tons)	456	258	318
Network Service Level⁽²⁾	89%	86%	93%
Short shipments⁽²⁾	0.08%	0.20%	0.05%
Network Speed⁽³⁾	4.3	5.3	4.3

- 3 3rd consecutive quarter of improvement in profitability:**
 - a Operating Leverage continues to play out with increase in Express and PTL volumes**
 - b Pricing revisions carried out with low-margin customers, expected to continue in Q1 & Q2 FY24**
 - c Opened up our internal and third-party demand to brokers and fleet owners through our Full Truckload Exchange (Orion) leading to pricing benefits in long-haul and short-haul trucking**

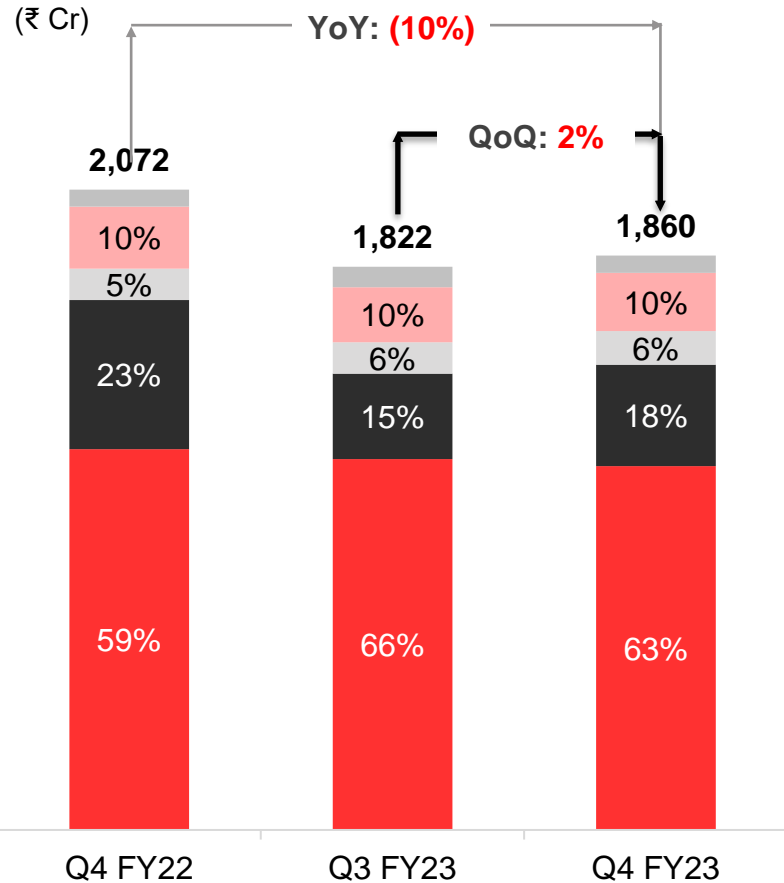
(1) Sum of Delhivery and SpotOn for tonnage and weighted average for other metrics

(2) Weighted average of daily numbers during the period

(3) Average number of days to deliver shipments

Q4 FY23 performance

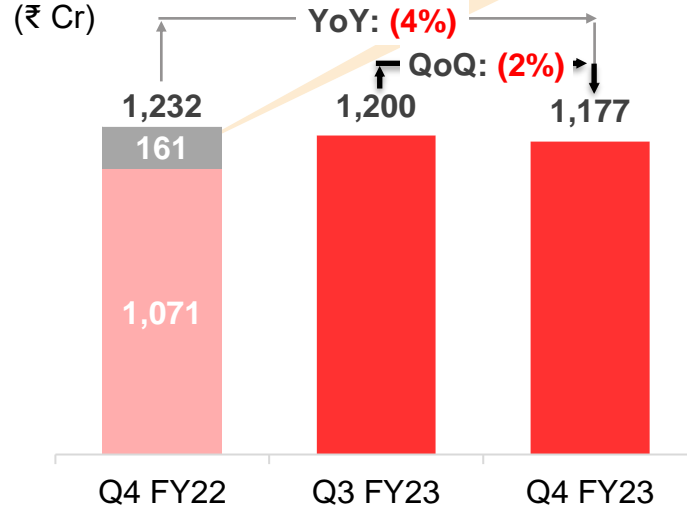
Revenue from services⁽¹⁾



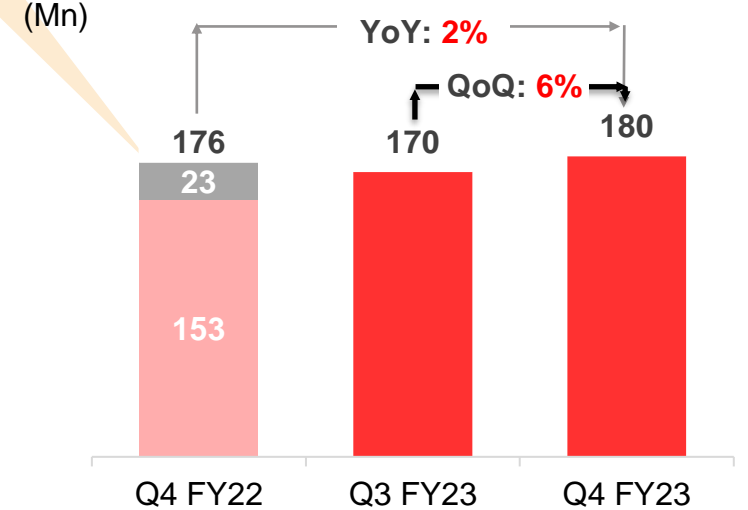
■ Express Parcel ■ PTL ■ TL ■ SCS ■ Cross Border

⁽¹⁾ Revenue from services excludes revenue from traded goods
 Note: Due to rounding off, totals may not correspond with the sum of the separate figures

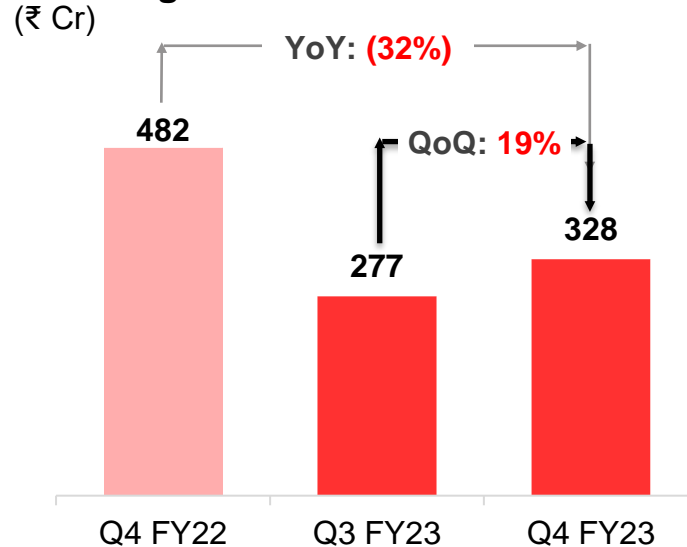
Express Parcel revenue



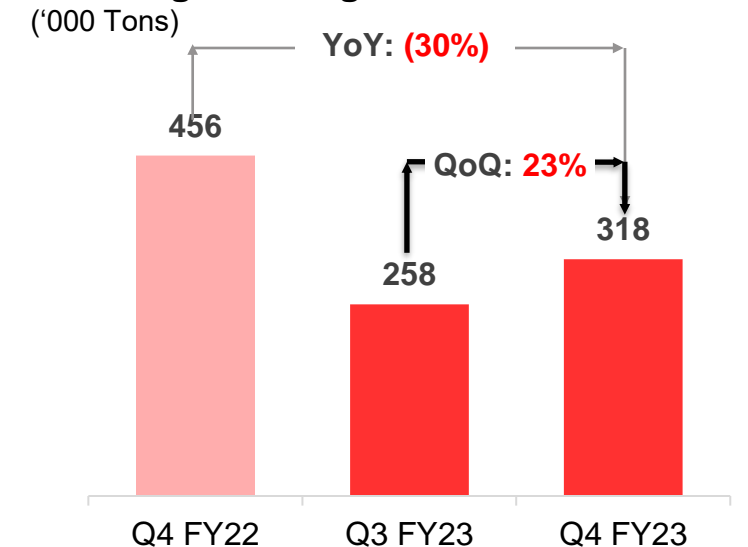
Express Parcel shipments



PTL freight revenue

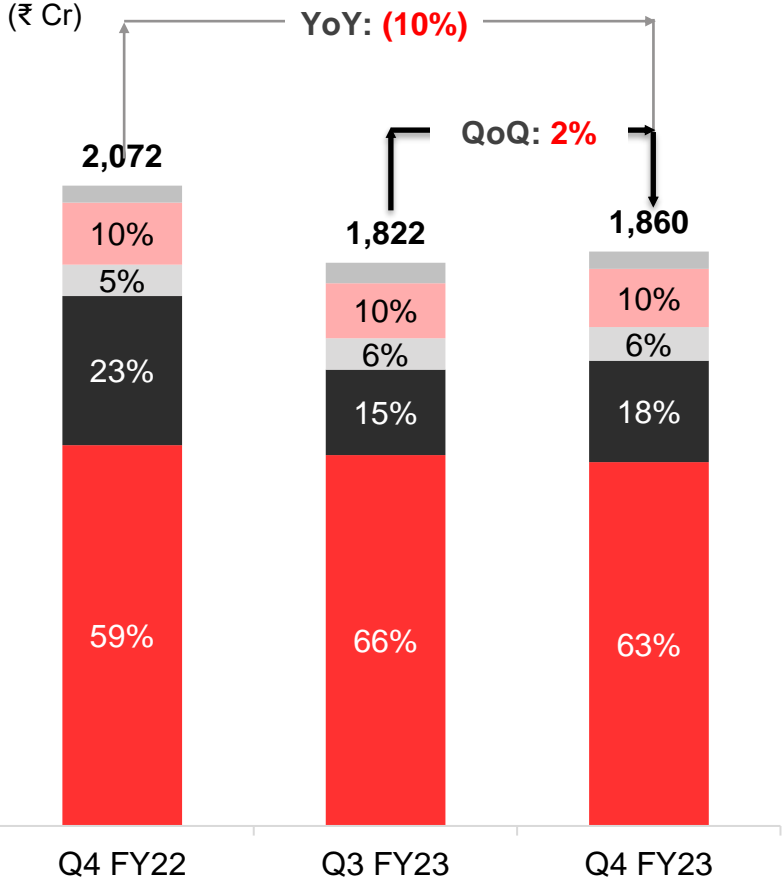


PTL freight tonnage

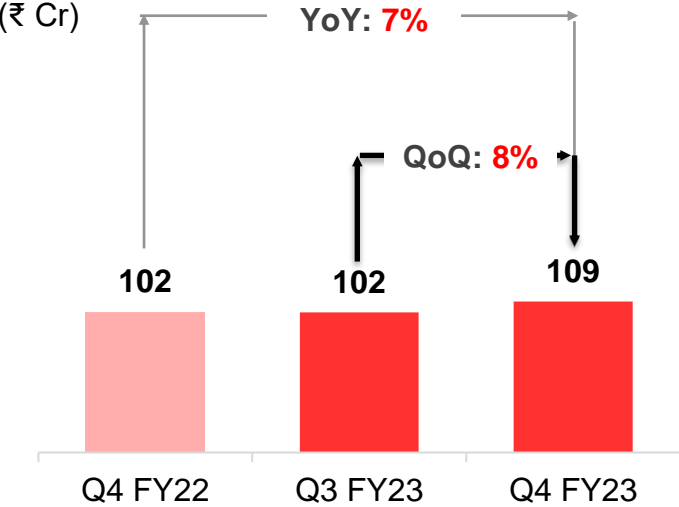


Q4 FY23 performance

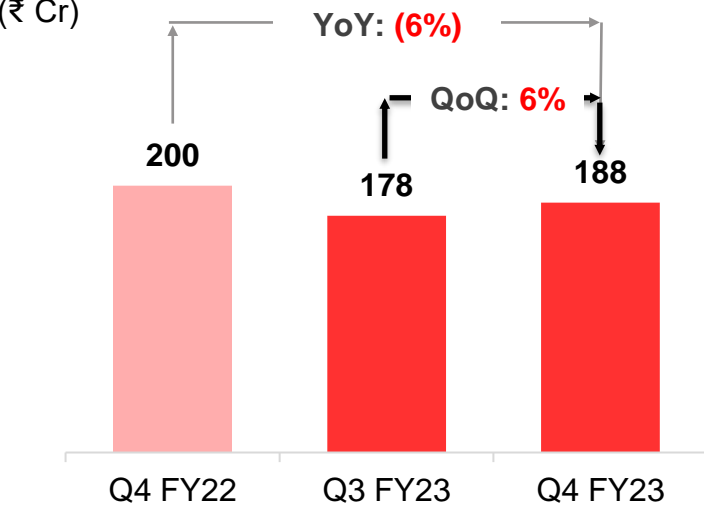
Revenue from services⁽¹⁾



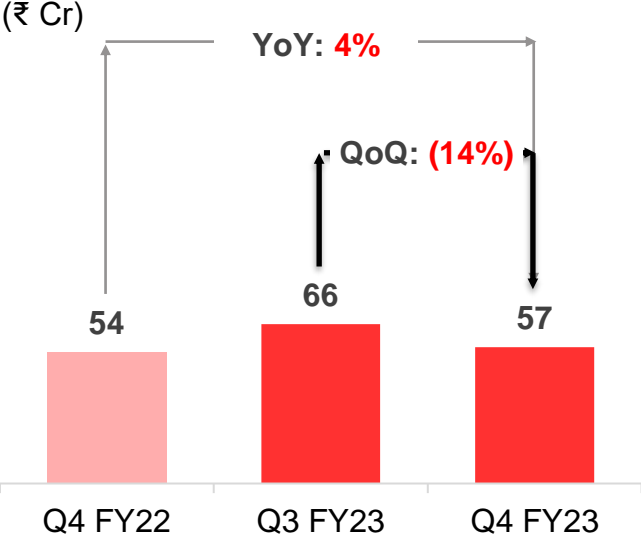
TL revenue



Supply Chain Services revenue



Cross Border Services revenue



■ Express Parcel ■ PTL ■ TL ■ SCS ■ Cross Border

⁽¹⁾ Revenue from services excludes revenue from traded goods
 Note: Due to rounding off, totals may not correspond with the sum of the separate figures

Adjusted EBITDA

Service EBITDA refers to cash EBITDA generated after accounting for direct variable and fixed costs of operations, excluding corporate overheads

₹ Cr	Q4 FY22	Q1 FY23	Q2 FY23	Q3 FY23	Q4 FY23	FY21	FY22 ⁽¹⁾	FY23
Revenue from customers⁽²⁾	2,072	1,746	1,796	1,824	1,860	3,647	7,241	7,225
Service EBITDA	282	(6)	86	139	205	136	756	422
Service EBITDA margin	13.6%	(0.3%)	4.8%	7.6%	11.0%	3.7%	10.4%	5.8%
Less: Corporate overheads ⁽³⁾	201	211	210	206	200	389	684 ⁽³⁾	826
<i>Corp. overheads (% of revenue)</i>	<i>9.7%</i>	<i>12.1%</i>	<i>11.7%</i>	<i>11.3%</i>	<i>10.7%</i>	<i>10.7%</i>	<i>9.4%</i>	<i>11.4%</i>
Adjusted EBITDA	81	(217)	(125)	(67)	6	(253)	72	(404)
Adjusted EBITDA margin	3.9%	(12.5%)	(7.0%)	(3.7%)	0.3%	(6.9%)	1.0%	(5.6%)

Note: Due to rounding off, totals may not correspond with the sum of the separate figures

(1) FY22 figures are on proforma basis, FY21 are on reported basis

(2) Includes revenue from services and traded goods

(3) Certain reclassifications were undertaken in corporate cost since Q1 FY23 and hence prior period figures are not fully comparable

Q4 FY23: Drivers of adjusted EBITDA movements vs Q3 FY23

₹ Cr		Remarks
Q3 FY23 Adjusted EBITDA (A)	(67)	
Incremental revenue in Transport (Express and PTL)	29	
(+) Incremental gross profit in Transport (B1)	41	<p><i>Incremental GM in transport businesses continues to be >50%</i></p> <p><i>Continued efforts that increased gross profit in Q4 FY23:</i></p> <ul style="list-style-type: none"> <i>a) Sourcing of market fleet through Axle app enabled bidding</i> <i>b) Rationalizing business with less profitable customers</i> <i>c) Improved capacity utilisation</i> <i>d) Ongoing cost optimization measures and improvement in weight capture coverage</i>
(+) Decrease in Transport fixed costs (B2)	9	
Total increase in Transport service EBITDA (C = B1+B2)	50	
(+) Change in service EBITDA of non-transport businesses (D)	17	<i>Q3 FY23 was impacted by a ₹ 12Cr provision in SCS</i>
(+) Decrease in Corporate overheads (E)	6	<i>Q3 FY23 had an annual incentive payment of ₹4 Cr</i>
Total increase in Q4 FY23 (F=C+D+E)	73	
Q4 FY23 Adjusted EBITDA (A+F)	6	

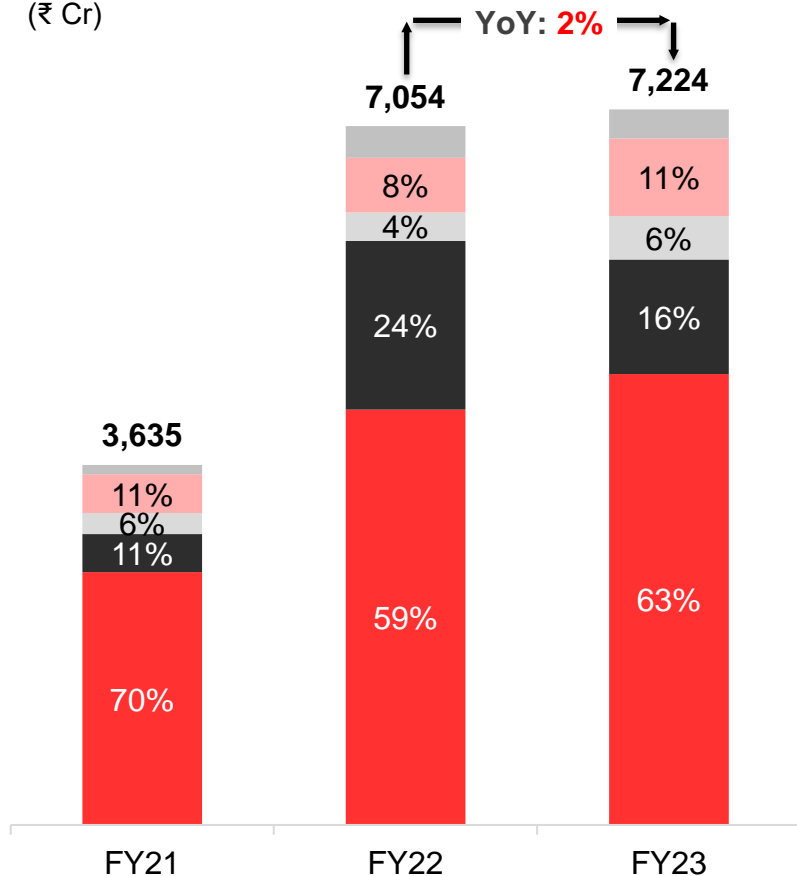
Note: Due to rounding off, totals may not correspond with the sum of the separate figures

Appendix

FY23 performance

Revenue from services⁽¹⁾

(₹ Cr)



■ Express Parcel ■ PTL ■ TL ■ SCS ■ Cross Border

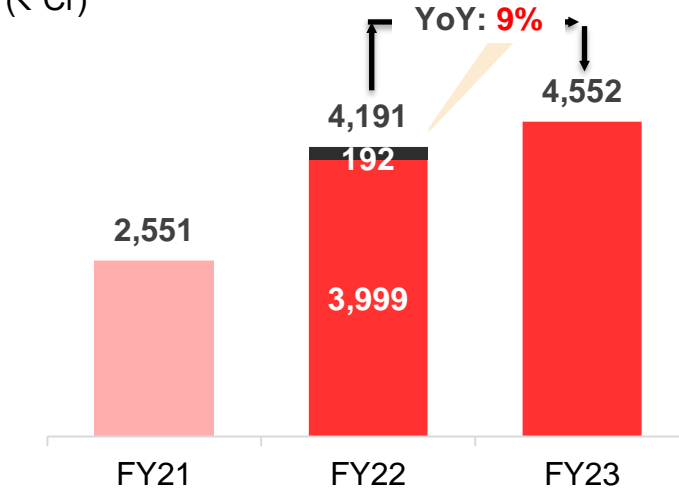
⁽¹⁾ Revenue from services excludes revenue from traded goods

⁽²⁾ FY22 numbers are on pro forma basis

Note: Due to rounding off, totals may not correspond with the sum of the separate figures

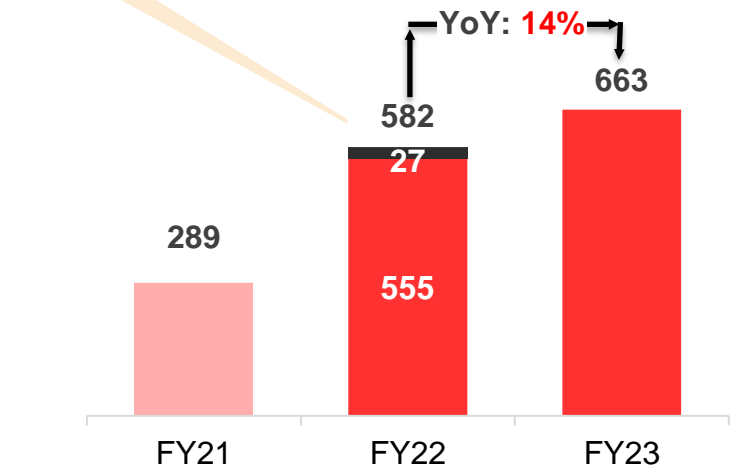
Express Parcel revenue

(₹ Cr)



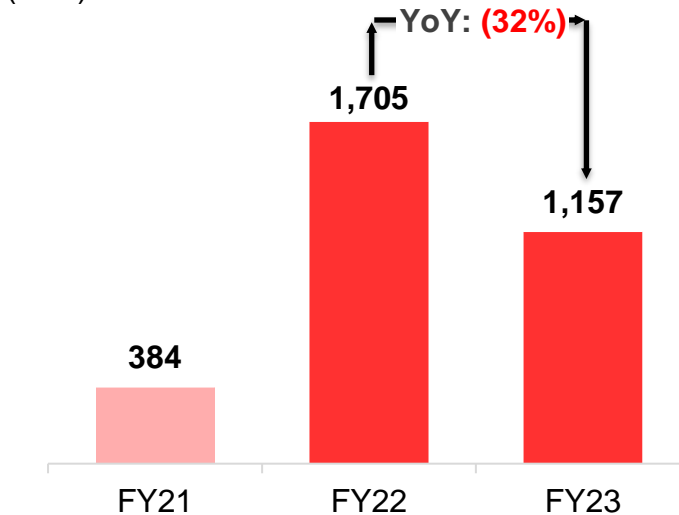
Express Parcel shipments

(Mn)



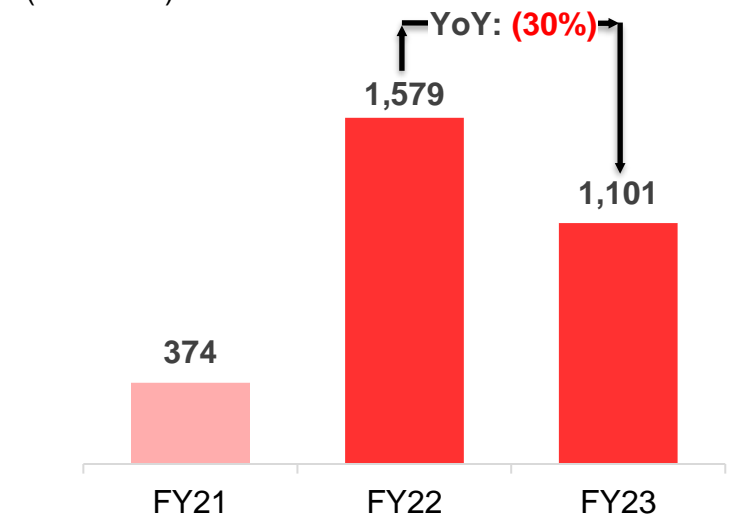
PTL freight revenue⁽²⁾

(₹ Cr)



PTL freight tonnage⁽²⁾

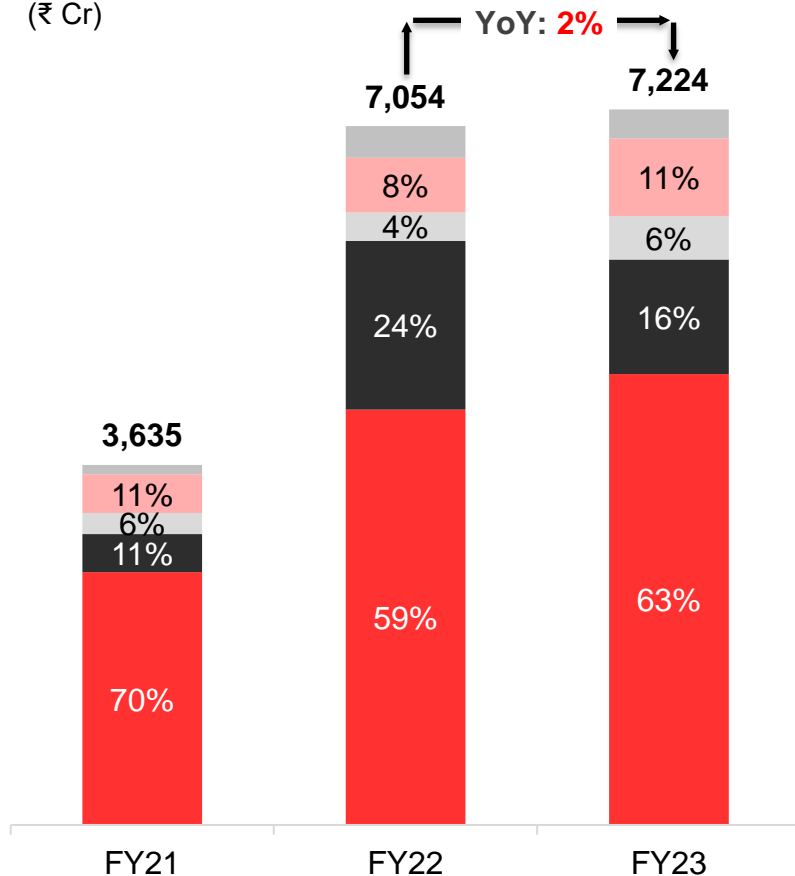
('000 Tons)



FY23 performance

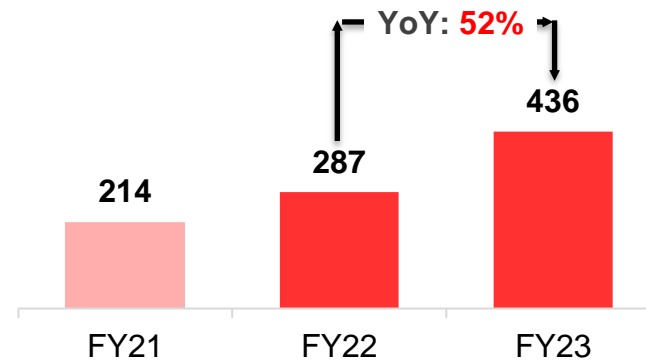
Revenue from services⁽¹⁾

(₹ Cr)



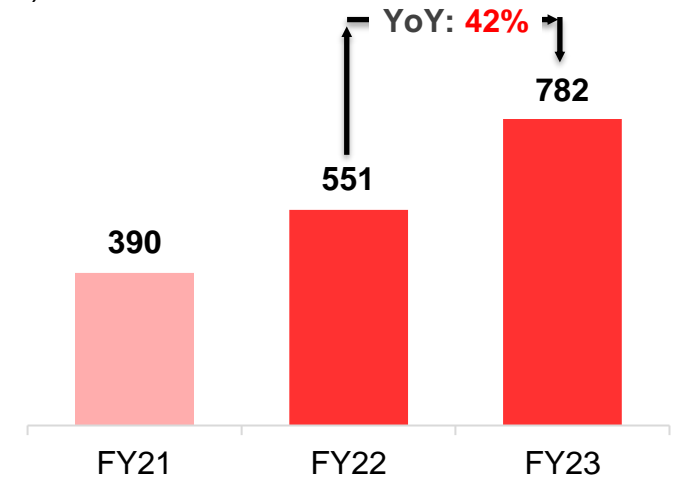
TL revenue

(₹ Cr)



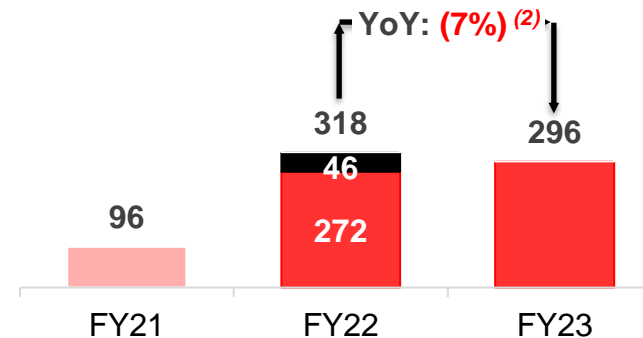
Supply Chain Services revenue

(₹ Cr)



Cross Border Services revenue

(₹ Cr)



■ Express Parcel ■ PTL ■ TL ■ SCS ■ Cross Border

(1) Revenue from services excludes revenue from traded goods

(2) Revenue from Cross Border Services in FY22 included freight revenue of Rs 46 Cr from the shipment of Covid related traded goods. Excluding this revenue, the YoY growth rate of Revenue from Cross Border Services in FY23 was 9%

Note: Due to rounding off, totals may not correspond with the sum of the separate figures

Financial performance

₹ Cr									
Income	Q4 FY22	Q3 FY23	Q4 FY23	Q-o-Q Growth %	Y-o-Y Growth %		FY22 ⁽¹⁾	FY23	Y-o-Y Growth %
Revenue for services (A)	2,072	1,822	1,860	2%	(10%)		7,054	7,224	2%
Revenue from traded goods (B)	0	2	0	-	-		188	2	-
Revenue from customers (A+B)	2,072	1,824	1,860	2%	(10%)		7,241	7,225	(0%)
Other income	55	94	75	(21%)	35%		158	305	93%
Total income	2,127	1,918	1,934	1%	(9%)		7,399	7,530	2%
Expense									
Total freight, handling and servicing cost	1,502	1,409	1,372	(3%)	(9%)		5,240	5,669	8%
Employee benefit expense									
<i>Employee benefit expense excl. share-based payments & one-time expenses</i>	249	273	284	4%	14%		1,042	1,111	7%
<i>Employee benefit expense: share based payments</i>	92	67	73	10%	(20%)		320	289	(10%)
<i>Employee benefit expense: one-time expenses</i>	-	-	-	-	-		178	-	-
Other operating expense	166	148	117	(21%)	(29%)		783	607	(22%)
Fair value loss on financial liabilities	-	-	-	-	-		300	-	-
Finance costs	23	21	19	(11%)	(19%)		131	89	(32%)
Depreciation and amortization expense	223	207	242	17%	9%		694	831	20%
Total expenses	2,254	2,126	2,108	(1%)	(7%)		8,509	8,597	1%
Share of profit / (loss) of associates (net)	(3)	(1)	1	-	-		(3)	14	-
Profit / (Loss) before exceptional items and tax	(131)	(209)	(173)	-	-		(1,113)	(1,053)	-
Profit / (Loss) after Tax	(120)	(196)	(159)	-	-		(1,081)	(1,008)	-
Adj. EBITDA	81	(67)	6	-	-		72	(404)	-
Adj. EBITDA margin	3.9%	(3.7%)	0.3%	397bps	(362bps)		1.0%	(5.6%)	(659bps)

Note: Due to rounding off, totals may not correspond with the sum of the separate figures
(1) FY22 numbers are on a pro forma basis

Improvement in key costs – Q4 vs Q3

₹ Cr	Q4 FY22	Q3 FY23	Q4 FY23	FY21	FY22	FY23
Freight, Handling and Servicing Cost⁽¹⁾	1,502	1,409	1,372	2,778	4,980	5,669
% of Revenue from services⁽²⁾	72.5%	77.4%	73.8%	76.4%	74.4%	78.5%
Line haul expenses	724	608	616	1,328	2,398	2,517
% of revenue	35.0%	33.4%	33.1%	36.5%	35.8%	34.8%
Contractual manpower expenses	222	213	206	473	751	893
% of revenue	10.7%	11.7%	11.1%	13.0%	11.2%	12.4%
Vehicle rental expenses	419	397	384	680	1,355	1,523
% of revenue	20.2%	21.8%	20.6%	18.7%	20.2%	21.1%
Rent	47	72	65	104	153	269
% of revenue	2.3%	4.0%	3.5%	2.9%	2.3%	3.7%
Security expenses	22	23	21	58	79	91
% of revenue	1.0%	1.3%	1.2%	1.6%	1.2%	1.3%
Power, fuel & water charges	39	41	37	72	123	168
% of revenue	1.9%	2.3%	2.0%	2.0%	1.8%	2.3%
Packing material	10	5	6	12	23	25
% of revenue	0.5%	0.2%	0.3%	0.3%	0.3%	0.3%
Stores and spares	8	3	4	14	28	19
% of revenue	0.4%	0.2%	0.2%	0.4%	0.4%	0.3%
Lost shipment expense (net)	10	48	32	36	71	163
% of revenue	0.5%	2.7%	1.7%	1.0%	1.1%	2.3%

(1) FY22 on reported basis

(2) Breakup as per notes to accounts

Balance sheet

₹ Cr			
Equity and Liabilities	Mar '22	Sep '22	Mar '23
Total equity	5,957	9,386	9,177
Non – current liabilities			
Borrowings	118	118	114
Lease liabilities	573	650	534
Provisions	38	39	51
Deferred tax liabilities (net)	63	44	31
Current liabilities			
Borrowings	236	132	84
Lease liabilities	176	189	190
Provisions	21	27	27
Trade payables	834	850	788
Other current liabilities	236	212	192
Total liabilities	2,293	2,261	2,012
Total equity and liabilities	8,251	11,647	11,189

₹ Cr			
Assets	Mar '22	Sep '22	Mar '23
Non – current assets			
Non – current cash equivalents ⁽¹⁾	692	447	670
Property, plant and equipment (Incl CWIP)	681	882	817
Goodwill and other intangible assets ⁽²⁾	1,737	1,637	1,535
Right of use assets	694	791	667
Investments ⁽³⁾	249	263	282
Non - current tax assets	155	192	216
Other non - current assets	89	81	65
Current assets			
Cash & cash equivalents ⁽⁴⁾	1,821	5,305	4,839
Trade receivables	990	891	944
Unbilled receivables	681	639	633
Inventories	25	28	19
Other current assets	437	490	504
Total assets	8,251	11,647	11,189

(1) Includes non-current investments, non-current margin money deposits and non-current deposits with original maturity of >12 months

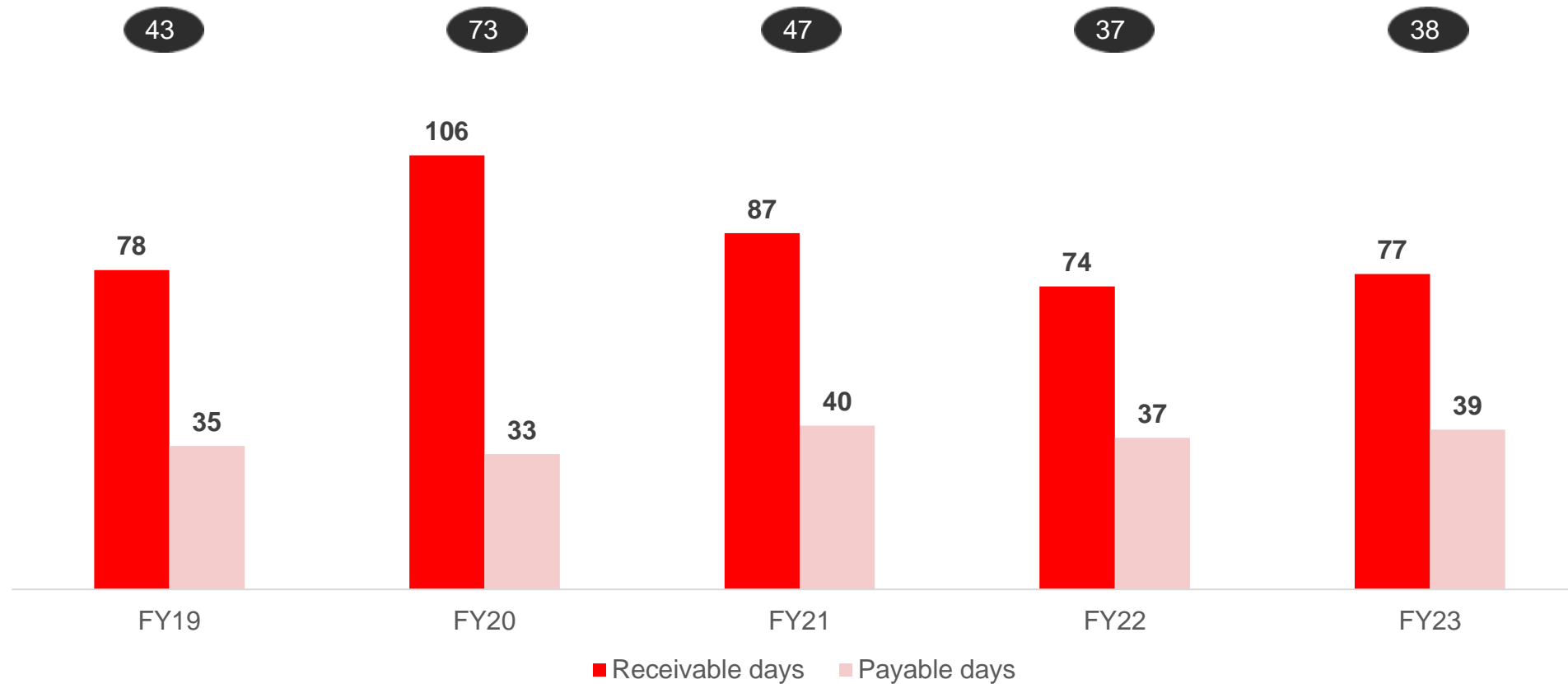
(2) Including intangible assets under development

(3) Investments in Falcon Autotech and Boxseat Ventures

(4) Includes cash and other bank balances, current investments, current margin money deposits and current deposits with original maturity of >12 months; excludes ₹131 Cr of accrued interest on deposits and investments

Working capital position improving YoY

Net Working Capital (Days)



Net Working Capital Days (Receivable days – Payable days)

Receivable days = (Trade receivable + Unbilled receivables) * 365 / Annualized revenue from operations of the last quarter of the period
Payable days = Trade payables * 365 / Annualized revenue from operations of the last quarter of the period

Strong liquidity position

Debt to Equity					
₹ Cr	Mar '21	Mar '22	Sep '22	Mar '23	
Term loan	199	233	246	199	
Working capital loan	84	120	5	0	
Debt (excludes CCPS) (A)	283	353	251	199	
Cash and cash equivalents¹ (B)	1,998	2,512	5,752	5,508	
Net debt (A-B)	(1,715)	(2,159)	(5,502)	(5,309)	
Networth (C)	2,837	5,957	9,386	9,177	
Debt/Equity (A/C)	0.10x	0.06x	0.03x	0.02x	

(1) Includes investments, other bank balances, margin money deposits and deposits with original maturity for >12 months; excludes ₹131 Cr of accrued interest on deposits and investments

Cash flow summary

₹ Cr	FY22	FY23
Operating profit/ (loss) before working capital changes	275	(22)
Changes in net assets ⁽¹⁾	(502)	66
Cash generated from / (used in) operations	(227)	44
Direct taxes paid (net of refund)	(13)	(72)
Net cash from / (used in) operating activities	(241)	(27)
Net cash from / (used in) investing activities	(2,742)	(3,411)
<i>Net cash from / (used in) investing into treasury instruments</i>	<i>(381)</i>	<i>(2,782)</i>
<i>Net cash from / (used in) capex and M&A</i>	<i>(2,361)</i>	<i>(629)</i>
Net cash from / (used in) financing activities	2,902	3,538
Net change in cash	(81)	100
Opening cash balance at the being of the year	276	195
Closing cash balance at the end of the year (A)	195	295
Cash equivalents at the end of the year ⁽²⁾ (B)	2,317	5,213
Cash & cash equivalents at the end of the year (A+B)	2,512	5,508

(1) Change in inventory, receivables, other financial assets, loans, other assets, payables, other liabilities

(2) Includes investments, other bank balances, margin money deposits and deposits with original maturity for >12 months; excludes ₹131 Cr of accrued interest on deposits and investments

Adjusted EBITDA Bridge

Adjusted EBITDA⁽¹⁾

₹ Cr	Q4 FY22	Q3 FY23	Q4 FY23	FY22	FY23	Remarks
Total revenue from customers	2,072	1,824	1,860	7,241	7,225	
Less: Freight handling and servicing cost	1,502	1,410	1,372	5,240	5,669	
Less: Purchase of traded goods	0	0	0	175	0	
Less: Change in inventory of traded goods	0	2	0	(3)	2	
Less: Employee benefit expense	341	340	357	1,362	1,400	
Less: Other expenses	166	145	117	610	605	
Add: Fair value loss on investments at fair value through profit or loss	0	0	(17)	0	(2)	Non-cash expense/(gain) due to mark to market of short-term financial investments included in other expenses
Reported EBITDA	63	(72)	(4)	(143)	(452)	
Add: Share based payment expenses	92	67	73	320	289	Accounting expenses towards ESOPs already granted
Add: One time bonus	0	0	0	178	0	One-time discontinued expense on account of certain employee payments
Add: IPO expense	0	0	0	0	16	IPO related non-operating expenses
Less: Actual lease rent paid	74	62	64	284	258	Actual cash rent paid on leased properties recognized under Ind AS 116
Adjusted EBITDA	81	(67)	6	72	(404)	

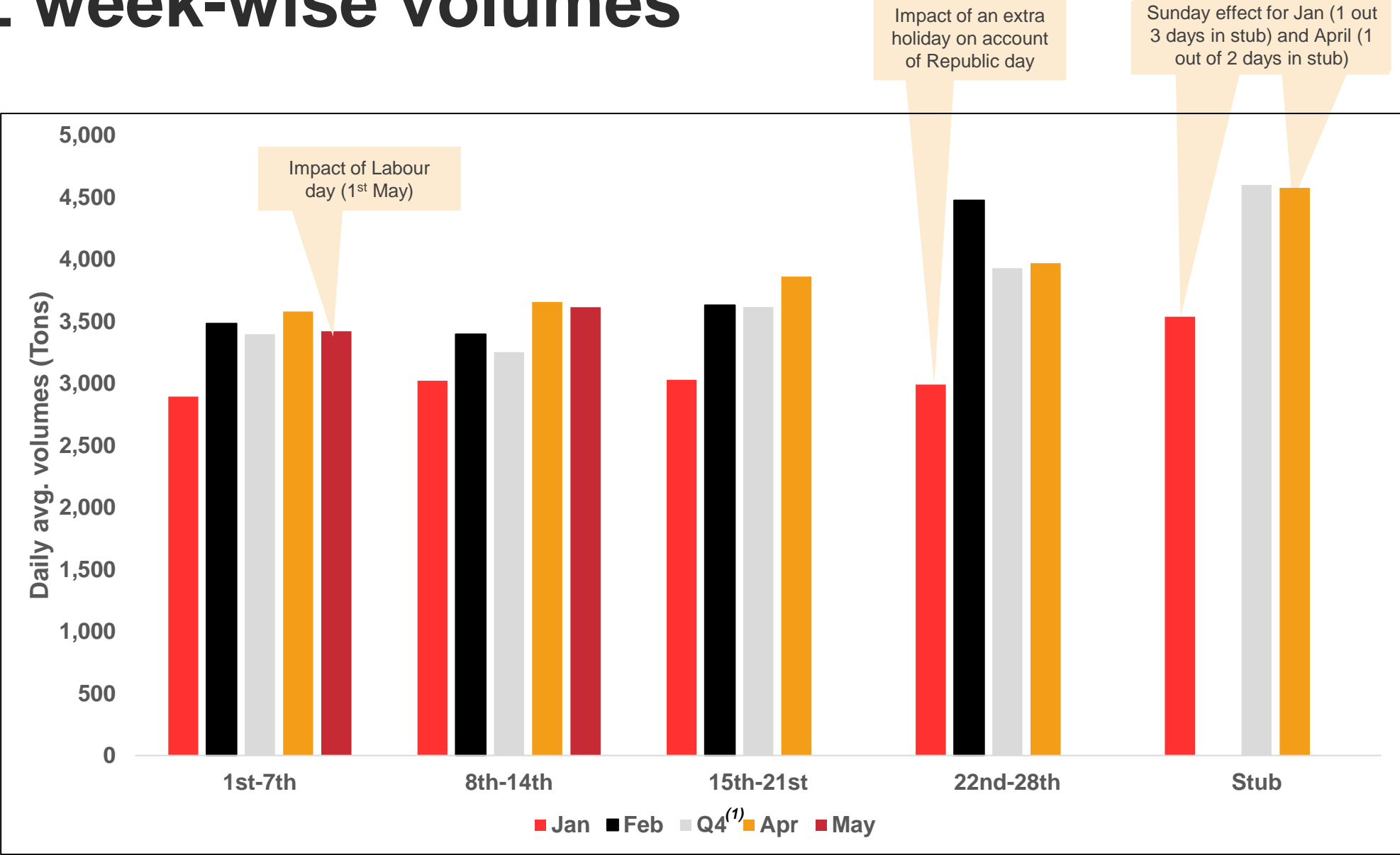
Note: Due to rounding off, totals may not correspond with the sum of the separate figures
 (1) FY22 figures are on proforma basis

Adjusted cash PAT bridge

Adjusted Cash PAT ⁽¹⁾						
₹ Cr	Q4 FY22	Q3 FY23	Q4 FY23	FY22	FY23	Remarks
Profit after tax	(120)	(196)	(159)	(1,081)	(1,008)	
Add: Lease adjustments due to AS 116	8	5	6	45	29	
<i>Add: Depreciation on right of use asset</i>	65	50	54	249	220	Leased properties accounted as Right of Use (ROU) assets under Ind AS 116. Rent paid on such leased properties recognised in the P&L partly as depreciation on the ROU asset
<i>Add: Interest on lease liabilities</i>	17	16	15	79	67	Rent obligation on leased properties accounted as Lease liabilities under Ind AS 116. Rent paid on such leased properties recognised in the P&L partly as interest on such lease liabilities
<i>Less: Actual lease rent paid</i>	74	62	64	284	258	Actual cash rent paid on leased properties recognised under Ind AS 116
Less: Share of (gain)/loss of associates	3	1	1	3	14	Non-cash share of gain/loss after tax of associate company
Add: Non-cash recurring costs	249	224	262	765	900	
<i>Depreciation & amortization</i>	158	157	188	445	611	Depreciation on tangible and intangible assets
<i>ESOP expense</i>	92	67	73	320	289	Accounting expenses towards ESOPs already granted
Add: Non-cash discontinued cost	0	0	0	300	0	Non-cash expense due to fair value adjustment of CCPS
Add: Discontinued costs & exceptional items	0	0	0	180	0	One-time discontinued expense on account of certain employee payments & exceptional item
Add: Non-cash non operating cost	0	0	(17)	0	(2)	Non-cash expense due to mark to market of short-term financial investments
Adjusted cash PAT	141	34	90	212	(93)	

Note: Not adjusted for any non-cash deferred taxes; due to rounding off, totals may not correspond with the sum of the separate figures
 (1) FY22 figures are on proforma basis

PTL week-wise volumes



Note: Based on daily pick-up volumes
 (1) Average of respective weeks of Jan, Feb & Mar

Wide ownership across organization

ESOPs ⁽¹⁾		
Stage	Total	% shareholding on fully diluted basis
ESOPs granted, of which	35,974,324	4.47%
<i>Vested</i>	3,453,848	
<i>Unvested</i>	32,520,476	
ESOPs ungranted, of which	40,558,755	5.04%
<i>Time-based ESOPs⁽²⁾</i>	25,661,255	
<i>Performance-based ESOPs⁽³⁾</i>	14,897,500	
Total (Granted + Ungranted)⁽⁴⁾	76,533,079	9.50%

Number of Employees holding ESOPs⁽¹⁾ (vested + unvested) : 1,434

Note: Any new ESOP grants made in the future will be duly notified to the stock exchanges

(1) As of 31st March 2023

(2) Vesting period of 4 years with schedule of 10%-30%-30%-30%

(3) To be unlocked in three equal tranches upon achieving share prices of ₹800, ₹1,000 and ₹1,200; and vest equally over 2 years thereafter

(4) Out of the total ESOP pool of 76.5Mn, 43.7Mn options have time-based vesting and 32.9Mn options have performance-based vesting

Projected ESOP costs

Estimated P&L charge (non-cash) for ESOPs already granted		
₹ Cr	Cost of time-based options ⁽¹⁾	Cost of performance-based options ⁽²⁾
FY24	140	94
FY25	71	40
FY26	23	12
FY27	2	2
Total	236	147

Distribution of P&L charge over vesting period for future ESOP grants ⁽³⁾	
Year	Time-based
Y1	42.5%
Y2	32.5%
Y3	17.5%
Y4	7.5%
Total	100%

Note: Any new ESOP grants made in the future will be duly notified to the stock exchanges

(1) Related to costs attributable to time-based ESOPs already granted; in event of forfeiture of ESOPs upon resignation/ termination of employee prior to completion of vesting, costs will be reversed

(2) Related to costs attributable to performance-based ESOPs already granted. The cost is calculated using Monte Carlo simulation. Options to be unlocked in three equal tranches upon achieving share prices of ₹800, ₹1,000 and ₹1,200; and vest equally over 2 years thereafter

(3) Cost of an ESOP = Fair market value at time of grant minus exercise price (₹1), to be recognized in P&L over the vesting period as per the schedule in the table

Definitions and abbreviations

Cross Border	Cross border express parcel and freight service by the Company
ONDC	Open network for digital commerce
Proforma financials	The proforma consolidated P&L, adjusted EBITDA and adjusted cash PAT have been compiled by our Company to illustrate the impact of the acquisition of SpotOn Logistics Private Limited on our historical financial statements for the year ended March 31, 2021 and consolidated financial statements for the year ended March 31, 2022 as if the acquisition occurred on 1 st April 2020 and 1 st April 2021 respectively and have not been reviewed / audited by auditors
PTL freight	Part truck load freight service by the Company
RedSeer report	Report titled “Logistics Market in India” dated April 21, 2022 prepared by RedSeer in connection with the recent public offer by the Company
SCS	Supply chain services by the Company through which the Company provides integrated supply chain solutions
SpotOn	SpotOn Logistics Private Limited
TL	Truck load freight service by the Company which connects shippers with fleet-owners and suppliers of truckload capacity across the country via a centralized bidding and matching engine

Thank You

For any queries please write to us at ir@delhivery.com