

## CONSENT LETTER FROM STATUTORY AUDITOR

To,  
**The Board of Directors**  
**Scanpoint Geomatics Limited**  
D-1002-1021, 10th Floor,  
Swati Clover, Shilaj Circle,  
S.P. Ring Road,  
Ahmedabad, Gujarat, 380059.

**Vivro Financial Services Private Limited**  
Vivro House, 11, Shashi Colony,  
Opposite Suvridha Shopping Centre,  
Paldi, Ahmedabad – 380 007,  
Gujarat, India.

(Vivro Financial Services Private Limited referred to as the "Lead Manager")

Dear Sirs,

**Re: Proposed rights issue of equity shares of face value of ₹ 2 each ("Equity Shares") of Scanpoint Geomatics Limited ("Company" and such offering, the "Issue"),**

We, M/s SPARKS & Co., Chartered Accountants, hereby give our consent to the inclusion of our name as Statutory Auditors of the Company in the Draft Letter of Offer ("DLOF"), Letter of Offer ("LOF"), the Abridged Letter of Offer ("ALOF") and other related documents ("Offer Documents") of the Company to be filed with the Securities and Exchange Board of India ("SEBI") and the recognized stock exchange i.e. BSE Limited ("BSE") in relation to the Issue. We also give our consent for inclusion of: (i) the Unaudited Standalone and Consolidated Financial Results of the Company for the quarter and nine months ended December 31, 2023 and our Limited Review Report issued thereon dated February 12, 2024 pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; ii) the Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2023, and our Independent's Audit Report issued thereon dated May 30, 2023; and (iii) the statement of special tax benefits prepared by us dated March 22, 2024. (The "Special Tax Benefits Statement").

The following information in relation to us may be disclosed:

**Name:** SPARKS & Co.  
**Address:** 25, 3rd Floor, Shree Krishna Centre,  
Nr. Mithakali Six Roads, Navrangpura,  
Ahmedabad, Gujarat - 380009  
**Tel.:** +91-79-40021821  
**Peer review number:** 014616  
**Firm Registration Number:** 101458W  
**Email:** snehalrshah@yahoo.com  
**Contact Person:** CA Snehal R. Shah

We are not and have not been engaged or interested in the formation or promotion of the management of the Company.

We further consent to be named as an "expert" as defined under Section 2(38) of the Companies Act, 2013, read with Section 26(5) of the Companies Act, 2013, in relation to the above-mentioned financial information, our report thereon, and the statement of special tax benefits included in the Offer Documents.



# SPARKS & CO.

CHARTERED ACCOUNTANTS

AHMEDABAD | MUMBAI

The above consents are subject to the condition that we do not accept any responsibility for any reports or matters (including information sent to Merchant Bankers) or letters included in the Draft Letter of Offer ("DLOF"), Letter of Offer ("LOF") and other related documents ("Offer Documents"). Neither we nor our affiliates shall be liable to any investor or merchant bankers or any other third party in respect of the proposed offering. Further, the Company agrees to indemnify us and our affiliates and hold harmless from all third party (including investors and merchant bankers) claims, damages, liabilities and costs arising consequent to our giving consent.

Nothing in the preceding paragraph shall be construed to (i) limit our responsibility for or liability in respect of, the reports we have issued, covered by our consent above and are included in the Draft Letter of Offer ("DLOF"), Letter of Offer ("LOF") and other related documents ("Offer Documents") or (ii) limit our liability to any person which cannot be lawfully limited or excluded under applicable laws or regulations or guidelines issued by applicable regulatory authorities.

This certificate is for information, and for inclusion, in full or part, in the Offer Documents and any other material prepared in connection with the Issue, and for the submission/registration of this certificate as may be necessary, to any regulatory/statutory authority, recognized stock exchange, any other authority as may be required and/or for the records to be maintained by the Lead Manager in connection with the Issue, and in accordance with applicable law, and for the purpose of any defense the Lead Manager may wish to advance in any claim or proceeding in connection with the contents of the Offer Documents.

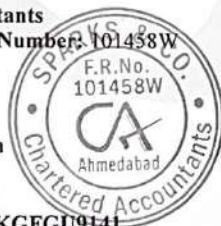
We also authorize you to deliver a copy of this letter of consent pursuant to the provisions of the Companies Act, 2013 to SEBI, ROC, the recognized stock exchange or any regulatory authorities as required by law.

We undertake to immediately update you, in writing, of any changes in the abovementioned information until the date the Equity Shares issued pursuant to the Issue commence trading on the recognized stock exchange. In the absence of any such communication, you may assume that there is no change in respect of the matters covered in this certificate until the date the Equity Shares commence trading on the recognized stock exchange.

Yours faithfully,

For and on behalf of  
M/s SPARKS & Co.  
Chartered Accountants  
Firm Registration Number: 101458W

  
CA Snehal R. Shah  
Partner  
Memb. No. 113347  
UDIN: 24113347BKGFGU9141



Date: 22.03.2024  
Place: Ahmedabad

CC:

M/s. Crawford Bayley & Co.  
State Bank Building, 4<sup>th</sup> Floor  
NGN Vaidya Marg,  
Fort, Mumbai- 400 023

(Crawford Bayley & Co. referred to as the "Legal Counsel")

25, 3rd Floor, Shree Krishna Centre,  
Nr. Mithakali Six Roads, Navrangpura,  
Ahmedabad - 380009 (Landmark: Crossword)

Ph. +91-79-40021821  
+91-79-66009333  
M. +91-97370 69333

E-mail : amd@sparksca.com  
casparksc@gmail.com  
Web. : sparksca.com





# SPARKS & CO.

CHARTERED ACCOUNTANTS

AHMEDABAD | MUMBAI



The Institute of Chartered Accountants of India

(Setup by an Act of Parliament)

### Peer Review Board

Peer Review Certificate No.: 014616

This is to certify that the Peer Review of

*M/s SPARKS & Co*

*25, 3rd Floor, Shree Krishna Centre,*

*Near Mithakali Six Roads, Navrangpura,*

*Ahmedabad-380009*

*FRN No. 101458W*

**has been carried out for the period**

2019-2022

pursuant to the *Statement on Peer Review*, issued by the Council of The Institute of Chartered Accountants of India.

**This Certificate shall be effective from: 22-09-2022**

**The Certificate shall remain valid till: 30-09-2025**

Issued at New Delhi on 23-09-2022

*E. Y. Chitale*

CA. Chandrashekhar  
Vasant Chitale  
Chairman  
Peer Review Board

*Anuj Goyal*

CA. Anuj Goyal  
Vice-Chairman  
Peer Review Board

*Nidhi*

CA. Nidhi Singh  
Secretary  
Peer Review Board

Note : The Certificate is issued on behalf of the Peer Review Board of ICAI and ICAI or any of its functionaries are not liable for any non-compliance by the Practice Unit. The Certificate can be revoked for the reason stated in the 'Statement on Peer Review'.

25, 3rd Floor, Shree Krishna Centre,  
Nr. Mithakali Six Roads, Navrangpura,  
Ahmedabad - 380009 (Landmark: Crossword)

Ph. +91-79-40021821  
+91-79-66009333  
M. +91-97370 69333

E-mail : amd@sparkscs.com  
casparkscs@gmail.com  
Web. : sparkscs.com

