

Consent of Statutory Auditor

To,

The Board of Directors

HOLMARC OPTO-MECHATRONICS LIMITED

H.M.T. INDUSTRIAL ESTATE

KALAMASSEREY, COCHIN -683503.

Dear Sir(s)/Madam(s),

Sub: Proposed Initial Public Offering (“IPO”) of Equity Shares by Holmarc Opto-Mechatronics Limited (“The Issuer”)

We, **M/s. G Joseph & Associates**, Independent Chartered Accountant and the Statutory Auditor of the Company having peer review certificate, hereby grant our consent for including our name in the Draft Prospectus/Prospectus of **Holmarc Opto-Mechatronics Limited**, (the “**Issuer**”) prepared under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**ICDR Regulations**”) to be submitted/filed with The Securities and Exchange Board of India (SEBI)/The Registrar of Companies, (Kerala) / and the relevant Stock Exchange, our reports dated 02/08/2023 relating to (i) Restated Financial Information (ii) Statement of Tax Benefits and other relevant certificates, which appear in such Draft Prospectus/Prospectus.

We also consent to the references to us as “**Statutory Auditors**” under the headings “Definitions and Abbreviations”, “General Information”, and “other sections” in such Draft Prospectus/Prospectus and references to us as required under Section 26 of the Companies Act, 2013 (the “Act”) read with the Regulations and as “**Experts**” as defined under Section 2(38) of the Companies Act 2013, read with Section 26(5) of the Companies Act, 2013, to the extent and in our capacity as an auditor and in respect of our reports issued by us included in the Draft Prospectus/Prospectus of the Issuer. The following information in relation to us may be disclosed:

Statutory Auditors’ Name	: M/s. G Joseph & Associates
Address	: 37/2038, First Floor, Muttathil Lane, Kadavanthra, Cochin – 682020, Kerala, India
Firm Registration No.	: 006310S
Peer Review Certificate No.	: 012867 dated 10/03/2021, valid till 29/02/2024
Contact Person	: CA Allen Joseph
Designation	: Partner
Membership No	: 228498
Telephone Number	: 90486 06882
E-mail ID	: allen.joseph@gja.co.in



G. JOSEPH & ASSOCIATES

Chartered Accountants

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 Prospectus/Prospectus. 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 Prospectus/Prospectus 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.

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

For G Joseph & Associates
Chartered Accountants
Firm Reg. No: (FRN 006310S)
PRC No: 012867



CA Allen Joseph
Partner
M No. 228498

Place: Kochi
Date: August 2, 2023

