

To,

**The Board of Directors  
Pace Digitek Limited**

(Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited)  
Plot # V-12, Industrial Estate, Kumbalgodu  
Bangalore Mysore Highway  
Bangalore, Karnataka-560074, India.

Dear Sirs,

**Re: Certificate on details of price of equity shares and weighted average cost to promoter(s), promoter group members and others for acquisition of shares in relation to proposed initial public offer of equity shares of face value of ₹ 2 each (the “Equity Shares”) by Pace Digitek Limited (Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited) (the “Company”) comprising of a fresh issue of Equity Shares (the “Issue”).**

1. We S S Kothari Mehta & Co. LLP, Chartered Accountants are the statutory auditor of the Company. We have received a request from the Company to verify and certify (i) the average cost of acquisition of the Equity Shares of the Company held by the promoter(s) and promoter group members of the Company (the “Promoter(s)”) and (ii) weighted average price at which Equity Shares were acquired by the Promoter(s) in the preceding one year from the date of this certificate; (iii) Details of price at which Equity Shares were acquired in the last three years preceding the date of the certificate by our Promoter and members of the Promoter Group and (iv) Weighted average cost of acquisition of all shares transacted in the one year, 18 months and three years preceding the date of this certificate (the “Statement”) (annexed hereto as “Annexure-A”).

**Management’s Responsibility**

2. The preparation of the statement is the responsibility of the management of the Company. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the statement, and applying an appropriate basis of preparation, and making estimates that are reasonable in the circumstances.
3. The management of the Company is also responsible for ensuring the compliance with the requirements of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"), the Guidance note on Reports In Company Prospectuses (Revised 2019) Issued by the Institute of Chartered Accountants of India ("ICAI"), as amended from time to time (the "Guidance Note"), the Companies Act, 2013, as amended (the "Act") and applicable guidelines and Regulation 16 of the Securities and Exchange of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Auditor’s Responsibility**

4. Pursuant to the requirements as mentioned in the above Para 1, it is our responsibility to obtain limited assurance and conclude as to whether the details provided in the statement is in agreement with the documents and records presented to us by the Company.

5. We have conducted our examination in accordance with the ‘Guidance Note on Reports or Certificates for Special Purposes’ issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI and in accordance with the ‘Guidance Note on Reports in Company Prospectuses’ (Revised 2019).
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, ‘Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements’ issued by the ICAI.
7. A limited assurance engagement includes performing procedures to obtain sufficient and appropriate evidence that vary in nature, timing and extent than a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement.
8. We have performed the following procedures:
  - a. Obtained Form PAS-3 pursuant to Section 39(4), 42 and 62 of the Companies Act, 2013, as amended, and Rule 12 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended (for allotments since April 1, 2014) along with extracts of relevant board and shareholder resolutions.
  - b. Obtained Form SH-7 pursuant to Section 64(1) of the Companies Act, 2013, as amended and Rule 15 of the Companies (Share Capital and Debenture Rules), 2014.
  - c. Reviewed share allotment and share transfer registers, minutes of the meetings of the board of directors of the Company and duly organized committees thereof, minutes of annual general meetings and extra-ordinary general meetings of the Company, relevant statutory registers, bank account statements, demat transfer statements, share transfer forms, and other documents presented to us.
9. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

## **Conclusion**

10. Based on the procedures performed as stated above in Para 8 and examination of the information and explanations provided to us by the Company, nothing has come to our attention that causes us to believe that the information furnished in the statement (Refer “Annexure-A”) has not complied with the information and documents provided to us.

## **Restriction on use**

11. This certificate has been provided by S S Kothari Mehta & Co. LLP, Chartered Accountants, at the request of the Company and solely for the information of the Book Running Lead Manager (BRLM) to assist them in conducting their due diligence and documenting their investigation of the affairs of the Company in connection with the proposed Issue.

12. This certificate is not intended for the general circulation or publication and is not to be reproduced or used for any other purpose without our prior consent in writing, other than for the purpose stated above. Accordingly, we do not accept or assume any liability or any duty of care for any purpose or any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing. We, however, hereby give consent for inclusion of this information in the red herring prospectus ("**RHP**") and the prospectus ("**Prospectus**") proposed to be filed by the Company with the Securities and Exchange Board of India, Stock Exchange where Equity Shares are proposed to be listed and Registrar of Companies, Karnataka at Bengaluru (**ROC**) in connection with this proposed Issue, as the case may be. Additionally, we hereby give our consent for the submission of this certificate to any other regulatory authority as required by law after prior written consent from us, in connection with the proposed Issue.

For **S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No: 000756N/N500441

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
UDIN: 25500607BMLAXB9847

**Encl: As above**

**CC:**

**Legal Counsel to the Issue as to Indian Laws**

**Bharucha & Partners**  
13<sup>th</sup> Floor Free Press House  
Free Press Journal Marg, Nariman Point,  
Mumbai - 400021, India

**Book Running Lead Manager ("BRLM")**

**Unistone Capital Private Limited**  
305, A Wing, Dynasty Business Park,  
Andheri Kurla Road, Andheri East,  
Mumbai – 400059,  
Maharashtra, India

**Annexure-A of the Auditor’s Certificate dated September 19, 2025 on average cost of acquisition by promoter(s) in relation to proposed initial public offer of equity shares of face value of ₹ 2 each (the “Equity Shares”) by Pace Digitek Limited (Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited).**

**(i) Average cost of acquisition of Equity Shares held by the Promoter, members of the Promoter Group and others:**

The average cost of acquisition of Equity Shares by the Promoter, members of the Promoter Group and others as on the date of this certificate is set forth below:

S. No.	Name	Number of Equity Shares	Average cost of acquisition per Equity Share (in ₹)*
<b>Promoter</b>			
1.	Venugopal Rao Maddisetty	5,00,33,310	0.02
2.	Maddisetty Padma	4,99,83,330	0.02
3.	Rajiv Maddisetty	2,49,91,680	0.02
4.	Lahari Maddisetty	2,49,91,680	0.02
<b>Promoter Group</b>			
1.	Dheeraj Varma Mudduluru	7,140	140.00
<b>Others</b>			
1.	Others	2,84,35,140	140.00

For **Pace Digitek Limited**  
(Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited)

For **S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No: 000756N/N500441

**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
UDIN: 25500607BMLAXB9847

**(ii) Weighted average price at which equity shares were acquired by the Promoter, members of the Promoter Group and others in the one year preceding the date of this certificate:**

The weighted average price at which equity shares were acquired by the Promoter, members of the Promoter Group and others in the one year preceding the date of this certificate, is set forth below:

S. No.	Name	Type of allotment	Date of allotment / acquisition / transfer	Number of Equity Shares	Weighted average price of acquisition per Equity Share (in ₹)*
<b>Promoter</b>					
1.	Venugopal Rao Maddisetty	Split of shares	16-10-2024	66,71,108	-
		Bonus Issue	03-02-2025	4,16,94,425	-
2.	Maddisetty Padma	Split of shares	16-10-2024	66,64,444	-
		Bonus Issue	03-02-2025	4,16,52,775	-
3.	Rajiv Maddisetty	Split of shares	16-10-2024	33,32,224	-
		Bonus Issue	03-02-2025	2,08,26,400	-
4.	Lahari Maddisetty	Split of shares	16-10-2024	33,32,224	-
		Bonus Issue	03-02-2025	2,08,26,400	-
<b>Promoter Group</b>					
1.	Dheeraj Varma Mudduluru	Allotment	11-10-2024	238	4,200
		Split of shares	16-10-2024	952	-
		Bonus Issue	03-02-2025	5,950	-
<b>Others</b>					
1.	Others	Allotment	01-08-2024	1,19,050	4,200
		Allotment	27-08-2024	1,19,050	4,200
		Allotment	18-09-2024	3,40,926	4,200
		Allotment	11-10-2024	2,49,762	4,200
		Split of shares	16-10-2024	33,15,152	-
		Allotment	17-01-2025	5,95,250	840
		Bonus Issue	03-02-2025	2,36,95,950	-

For **Pace Digitek Limited**  
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**Rajiv Maddisetty**  
Director  
DIN: 08495070

For **S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No: 000756N/N500441

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
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(iii) **Details of price at which Equity Shares were acquired in the last three years preceding the date of the Draft Red Herring Prospectus by the Promoter, members of the Promoter Group and others:**

The price at which Equity Shares were acquired by the Promoter, members of the Promoter Group and others in the last three years is set forth below:

S. No.	Name	Type of allotment	Date of allotment / acquisition / transfer	Number of Equity Shares	Weighted average price of acquisition per Equity Share (in ₹)*
<b>Promoter</b>					
1.	Venugopal Rao Maddisetty	Split of shares	16-10-2024	66,71,108	-
		Bonus Issue	03-02-2025	4,16,94,425	-
2.	Maddisetty Padma	Split of shares	16-10-2024	66,64,444	-
		Bonus Issue	03-02-2025	4,16,52,775	-
3.	Rajiv Maddisetty	Split of shares	16-10-2024	33,32,224	-
		Bonus Issue	03-02-2025	2,08,26,400	-
4.	Lahari Maddisetty	Split of shares	16-10-2024	33,32,224	-
		Bonus Issue	03-02-2025	2,08,26,400	-
<b>Promoter Group</b>					
1.	Dheeraj Varma Mudduluru	Allotment	11-10-2024	238	4,200
		Split of shares	16-10-2024	952	-
		Bonus Issue	03-02-2025	5,950	-
<b>Others</b>					
1.	Others	Allotment	01-08-2024	1,19,050	4,200
		Allotment	27-08-2024	1,19,050	4,200
		Allotment	18-09-2024	3,40,926	4,200
		Allotment	11-10-2024	2,49,762	4,200
		Split of shares	16-10-2024	33,15,152	-
		Allotment	17-01-2025	5,95,250	840
		Bonus Issue	03-02-2025	2,36,95,950	-

**For Pace Digitek Limited**  
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**For S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No: 000756N/N500441

**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
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(iv) **Weighted average cost of acquisition of all shares transacted in the one year, 18 months and three years preceding the date of this certificate:**

<b>Period</b>	<b>Weighted average cost of acquisition per Equity Share (in ₹)</b>	<b>Cap Price is 'x' times the weighted average cost of acquisition*</b>	<b>Range of acquisition price per Equity Share: lowest price – highest price (in ₹)</b>
Last one year	140**	Not Applicable	Not Applicable
Last 18 months	140**	Not Applicable	Not Applicable
Last three years	Not Applicable	Not Applicable	Not Applicable

*\*To be updated in the Prospectus.*

*\*\* The weighted average cost of acquisition per Equity Share has been adjusted to reflect the effects of the share split and bonus issue.*

**For Pace Digitek Limited**  
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**For S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No: 000756N/N500441

**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
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**Average Cost of Acquisition and weighted average cost of acquisition for the shares acquired in last one year of Equity Shares by our Promoter(s):**

**Name of Allottee :** Venugopal Rao Maddisetty

Nature of transaction	Nature of consideration (Cash/ other than cash)	Date of acquisition/ allotment / acquisition	Face Value (₹)	No. of shares acquired/ allotted	Acquisition / Issue price per share (including securities premium) (₹)	Reason for allotment/ transfer (preferential allotment/ bonus etc.)	Total Cost (₹)	Cumulative amount paid for the Equity Shares	Cumulative number of Equity Shares	% of pre-Issue share capital
Split of shares	Not applicable	16-10-2024	2	66,71,108	-	Split of shares	-	10,01,000	83,38,885	28.04%
Bonus Issue	Not applicable	03-02-2025	2	4,16,94,425	-	Bonus Issue	-	10,01,000	5,00,33,310	28.04%
Average cost of acquisition per share (₹)					0.02					
Weighted Cost of acquisition for the shares acquired in the last one year (₹)					0.00					

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Firm Registration No: 000756N/N500441

**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
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**Name of Allottee : Maddisetty Padma**

Nature of transaction	Nature of consideration (Cash/ other than cash)	Date of acquisition/ allotment / acquisition	Face Value (₹)	No. of shares acquired/ allotted	Acquisition / Issue price per share (including securities premium) (₹)	Reason for allotment/ transfer (preferential allotment/ bonus etc.)	Total Cost (₹)	Cumulative amount paid for the Equity Shares	Cumulative number of Equity Shares	% of pre-Issue share capital
Split of shares	Not applicable	16-10-2024	2	66,64,444	-	Split of shares	-	10,00,000	83,30,555	28.01%
Bonus Issue	Not applicable	03-02-2025	2	4,16,52,775	-	Bonus Issue	-	10,00,000	4,99,83,330	28.01%
Average cost of acquisition per share (₹)					0.02					
Weighted Cost of acquisition for the shares acquired in the last one year (₹)					0.00					

**For Pace Digitek Limited**  
(Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited)

**For S S Kothari Mehta & Co. LLP**  
Chartered Accountants  
Firm Registration No: 000756N/N500441

**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
UDIN: 25500607BMLAXB9847

Name of Allottee : Rajiv Maddisetty

Nature of transaction	Nature of consideration (Cash/ other than cash)	Date of acquisition/ allotment / acquisition	Face Value (₹)	No. of shares acquired/ allotted	Acquisition / Issue price per share (including securities premium) (₹)	Reason for allotment/ transfer (preferential allotment/ bonus etc.)	Total Cost (₹)	Cumulative amount paid for the Equity Shares	Cumulative number of Equity Shares	% of pre-Issue share capital
Split of shares	Not applicable	06-11-2024	2	33,32,224	-	Split of shares	-	5,00,000	41,65,280	14.01%
Bonus Issue	Not applicable	03-02-2025	2	2,08,26,400	-	Bonus Issue	-	5,00,000	2,49,91,680	14.01%
Average cost of acquisition per share (₹)					0.02					
Weighted Cost of acquisition for the shares acquired in the last one year (₹)					0.00					

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**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

Place: New Delhi  
Dated: September 19, 2025  
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Name of Allottee : Lahari Maddisetty

Nature of transaction	Nature of consideration (Cash/ other than cash)	Date of acquisition/ allotment / acquisition	Face Value (₹)	No. of shares acquired/ allotted	Acquisition / Issue price per share (including securities premium) (₹)	Reason for allotment/ transfer (preferential allotment/ bonus etc.)	Total Cost (₹)	Cumulative amount paid for the Equity Shares	Cumulative number of Equity Shares	% of pre-Issue share capital
Split of shares	Not applicable	06-11-2024	2	33,32,224	-	Split of shares	-	-	41,65,280	14.01%
Bonus Issue	Not applicable	03-02-2025	2	2,08,26,400	-	Bonus Issue	-	-	2,49,91,680	14.01%
Average cost of acquisition per share (₹)					0.02					
Weighted Cost of acquisition for the shares acquired in the last one year (₹)					0.00					

For **Pace Digitek Limited**  
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**Rajiv Maddisetty**  
Director  
DIN: 08495070

**AMIT GOEL**  
Partner  
Membership No: 500607

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