VERTOZ

Vertoz Limited (f.k.a. Vertoz Advertising Limited
CIN: L74120MH2012PLC226823
Regd. Office.: 602 Avior Nirmal Galaxy
LBS Marg Mulund West Mumbai 400080 India

t: +91 22 6142 6030
f: +91 22 6142 6061
e: corp@vertoz.com
w: www.vertoz.com

08th August 2024

To,
The Manager – Listing Department
National Stock Exchange of India Limited,
"Exchange Plaza", 5th Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051.

Symbol: VERTOZ
Series: EQ

Sub: - Outcome of Board Meeting held on 08th August 2024 under Regulation 30 and 33 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

We wish to inform you that the Board of Directors at its Meeting held today i.e. 08th August 2024 has *inter alia*:

(a) Approved the Unaudited Standalone and Consolidated Financial Results of the Company for the Quarter ended 30th June 2024, as recommended by the Audit Committee, the details of the same is enclosed as "**Annexure A**".
(b) Approved the appointment of Internal Auditor of the Company, as recommended by the Audit Committee, the details as required under SEBI Circular SEBI/HO/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023is enclosed as "**Annexure B**".

Pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the following as:

- The Unaudited Standalone and Consolidated Financial Results of the Company for the Quarter ended on 30th June 2024.
- The Limited Review Reports of Statutory Auditor on the Standalone and Consolidated Financial Results of the Company for the Quarter ended 30th June 2024, issued by the Statutory Auditors, M/s. Mittal & Associates, as required under Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The outcome will be available at the website of the Company at the URL https://vertoz.com/ir/.

The Meeting of the Board of Directors commenced at 05.00 p.m. and concluded at 06.05 p.m.

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We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited

Zill Pankaj Shah Digitally signed by Zill Pankaj Shah
Date: 2024.08.08 18:06:44 +05'30'

Zill Shah
Company Secretary & Compliance Officer
Membership No: A51707
Place: Mumbai
Encl: A/a

Annexure A

MITTAL & ASSOCIATES
CHARTERED ACCOUNTANTS

603, Raylon Arcade,
RK Mandir Road,
Kondivita, JB nagar
Andheri (East), Mumbai – 400059
Tel : 8689958800
Email : audit@mittal-associates.com

Independent Auditor's Limited Review Report on Unaudited Standalone Quarter Ended financial results of VERTOZ LIMITED (Formerly Known as Vertoz Advertising Limited) pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To,
The Board of Directors
Vertoz Limited, (Formerly Known as Vertoz Advertising Limited)

We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Vertoz Limited (Formerly Known as Vertoz Advertising Limited)** ("the Company"), for the Quarter ended 30thJune, 2024 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

The preparation of the statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind-AS 34) "Interim Financial Reporting" prescribed under section 133 of the companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles and generally accepted in India, read with the circular is the responsibility of the company's management and has been approved by the Board of Director of the Company. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of standalone unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind-AS) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Mittal& Associates
Chartered Accountants
FRN: 106456W

HEMANT RADHAKISHAN BOHRA
Digitally signed by HEMANT RADHAKISHAN BOHRA
Date: 2024.08.08 17:30:50 +05'30'

Hemant Bohra
Partner
M. NO.: 165667
UDIN: 24165667BKEZGN7244
Date: 8th August, 2024
Place: Mumbai

VERTOZ LIMITED

(Formerly known as Vertoz Advertising Limited)

602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUATER ENDED JUNE 30, 2024

(₹ in Lakhs, except EPS)

Sr.No.	Particulars	Quarter Ended			Year ended
		30-Jun-24 (Unaudited)	31-Mar-24 (Audited)	30-Jun-23 (Unaudited)	31-Mar-24 (Audited)
	Revenue:				
I	Revenue From Operations (Net of Taxes)	1,171.32	1,035.45	1,137.50	4,178.25
II	Other Income	4.58	7.92	100.29	121.94
III	***Total Income (III)***	**1,175.90**	**1,043.37**	**1,237.78**	**4,300.19**
IV	***Expenses:***				
	Direct Service Expense	519.66	489.42	699.49	2,344.22
	Employment Benefit Cost	330.01	269.59	203.41	901.72
	Finance Cost	33.40	11.22	22.60	109.76
	Depreciation and Amortisation	62.38	55.13	28.92	158.06
	Other Expenses	132.87	147.06	138.83	503.03
	Total Expenses (IV)	**1,078.32**	**972.42**	**1,093.25**	**4,016.80**
V	**Profit before exceptional items and tax (III-IV)**	97.57	70.96	144.54	283.40
VI	Exceptional Items				
VII	**Profit before tax (V-VI)**	97.57	70.96	144.54	283.40
VIII	***Tax expense:***				
	(1) Income Tax Provision				
	Current Tax	22.32	17.24	31.80	70.71
	Excess / Short Provision				
	(2) Deferred tax	(17.17)	(43.40)		(45.86)
IX	**Profit for the period (VII-VIII)**	**92.42**	**97.12**	**112.74**	**258.55**
X	**Other Comprehensive Income**				
	(i) Items that will not be reclassified to Profit or Loss	18.58	(40.53)	1.45	7.36
	(ii) Income tax relating to above	(4.68)	(10.20)		1.85
XI	**Total Comprehensive Income (IX-X)**	**115.68**	**66.79**	**114.19**	**264.06**
XII	Paid-up equity share capital (Face value of ` 10/- each)	4,261.50	1,605.97	1,197.00	1,605.97
XIII	Other Equity		-	-	8,028.24
XIV	Earning per Equity Share (of ` 10/- each) (not annualised)				
	(1) Basic	0.22	0.60	0.94	1.61
	(2) Diluted	0.22	0.60	0.94	1.61

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: August 08, 2024

VERTOZ LIMITED

(Formerly known as Vertoz Advertising Limited)
602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) – 400080
Corporate Identity Number : L74120MH2012PLC226823

Notes forming part of the Statement of Unaudited Standalone Financial Results for the Quarter ended 30th June, 2024:

1) The above Financial Results have been reviewed and recommended by the Audit Committee of the Company and, the same were approved by the Board of Directors of the Company at their respective Meeting held on Tuesday, 08th August, 2024.

2) The Financial Results for the Quarter ended 30th June, 2024, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative quarter ended 30th June, 2023 are also in compliance with Ind AS.

3) The Financial Statements have been prepared and presented in accordance with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards), Rule, 2015, as amended.

4) The Company does not have more than one reportable segment in terms of Ind AS hence segment wise reporting is not applicable.

5) The figures for the previous Quarters and year-to-date have been restated / regrouped, reclassified, wherever necessary to make them comparable.

6) The figures for the Quarter ended 31st March, 2024 are the balancing figures between Audited figures in respect of the full Financial Year and the published year- to-date figures up to the Third Quarter of the Financial Year respectively.

7) The total Other Comprehensive Income (net of tax) is resultant impact of net gain/ loss based on fair value of equity instrument and fair value of actuarial gain/ loss as per Ind AS. As per fair valuation, the Cumulative impact of Other Comprehensive Income (net of tax) is a net gain of Rs. 13.91 lakhs during the current Quarter ended 30th June 2024.

8) The above statement of Unaudited Financial Results for the quarter ended 30th June 2024 are not comparable to those reported for the proceeding periods due to Merger and Acquisition as disclosed in previous quarter. Previous periods figures have been regrouped and rearranged, wherever necessary.

9) **Increase in the Authorized Share Capital:**

Pursuant to the approval of the Shareholders of the Company in their Meeting held on 24th June 2024, the Authorized Share Capital of the Company has increased from Rs. 50,07,00,000/- (Rupees Fifty Crores and Seven Lakhs Only) divided into 5,00,70,000 (Five Crores and Seventy Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 1,00,00,00,000/- (Rupees One Hundred Crores Only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

10) **Change in Paid-up Share Capital of the Company:**

• <u>Pursuant to the Conversion of Equity Share Warrants into Equity Shares:</u>

i.) In the Board Meeting dated 3rd April, 2024, the Board allotted 2,92,500 Equity Shares of face value of Rs. 10/- each, at an issue price of INR 122.93 per Share (including premium of INR

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

112.93 per Share) fully paid-up, upon exercising the option available with the Warrant Holder to convert 2,92,500 Equity Share Warrants.

Consequently, the Paid-up Equity Share Capital of the Company stands increased from Rs. 42,03,00,000/- consisting of 4,20,30,000 Equity Shares to Rs. 42,32,25,000/- consisting of 4,23,22,500 Equity Shares.

ii.) In the Board Meeting dated 26th June, 2024, the Board allotted 2,92,500 Equity Shares of face value of Rs. 10/- each, at an issue price of INR 122.93 per Share (including premium of INR 112.93 per Share) fully paid-up, upon exercising the option available with the Warrant Holder to convert 2,92,500 Equity Share Warrants.

Consequently, the Paid-up Equity Share Capital of the Company stands increased from Rs. 42,32,25,000/- consisting of 4,23,22,500 Equity Shares. to Rs. 42,61,50,000/- consisting of 4,26,15,000 Equity Shares.

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739

Place: Mumbai
Date: 08th August, 2024

MITTAL & ASSOCIATES
CHARTERED ACCOUNTANTS

603, Raylon Arcade,
RK Mandir Road,
Kondivita, JB nagar
Andheri (East), Mumbai – 400059
Tel : 8689958800
Email : audit@mittal-associates.com

Independent Auditor's Limited Review Report on Consolidated Unaudited Quarter Ended financial results of VERTOZ LIMITED (Formerly Known as Vertoz Advertising Limited) pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To,
The Board of Directors
Vertoz Limited, (Formerly Known as Vertoz Advertising Limited)

We have reviewed the accompanying statement of Consolidated unaudited financial results ('the Statement') of Vertoz Limited (Formerly Known as Vertoz Advertising Limited) ('the Holding Company'), its foreign subsidiary and Indian Subsidiary (together referred to as "the Group" for the quarter ended 30th June, 2024 being submitted by the company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

The preparation of the statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind-AS 34) "Interim Financial Reporting" prescribed under section 133 of the companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles and generally accepted in India, read with the circular is the responsibility of the Holding company's management and has been approved by the Board of Director of the Company . Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free from material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

This statement Includes the results of the following entities: -

I. Vertoz INC, USA (Wholly Owned Subsidiary)
II. Vertoz Ltd, UK (Wholly Owned Subsidiary)
III. Vertoz Advertising FZ-LLC, UAE (Subsidiary of Vertoz Ltd, UK)
IV. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
V. ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
VI. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
VII. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)

603, Raylon Arcade,
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Tel : 8689958800
Email : audit@mittal-associates.com

VIII. AdZurite INC, USA (Subsidiary of Vertoz INC, USA)

IX. AdZurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary)

X. Own Web Solution Pvt. Ltd., India (Wholly Owned Subsidiary)

XI. Increment X Pvt. Ltd., India (Wholly Owned Subsidiary)

XII. Vertoz FZ LLC, UAE (Wholly Owned Subsidiary)

XIII. OR Solutions FZ LLC, UAE (Subsidiary of Vertoz FZ LLC, UAE)

XIV. Vertoz Limited, HK (Wholly Owned Subsidiary)

XV. Perfomise Solutions Pvt Ltd, India (f.k.a Silvertech Web Solutions Private Ltd.) (Majority Owned Subsidiary - 51%)

XVI. Perfomise Inc, USA (Subsidiary of Perfomise Solutions Pvt Ltd, India)

XVII. Adzurite LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)

XVIII. Admozart LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)

XIX. Qualispace LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)

XX. MediaXchange LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)

XXI. Advlistings LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)

XXII. BidderAds LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)

XXIII. MagicPocket LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)

XXIV. OwnRegistrar Inc, USA (Subsidiary of Vertoz Advertising Ltd, India)

XXV. Qualispace Inc, USA (Subsidiary of Vertoz Advertising Ltd, India)

XXVI. Hueads Inc, USA (Subsidiary of Vertoz Advertising Ltd, India)

XXVII. Vokut Inc, USA (Subsidiary of Vertoz Advertising Ltd, India)

XXVIII. Admeridian Inc, USA (Subsidiary of Vertoz Advertising Ltd, India)

XXIX. Adkout Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

XXX. AdCanny Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

XXXI. AdZesto Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

XXXII. Boffoads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

XXXIII. Flairads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

XXXIV. Admida Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

XXXV. OwnAdtech Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

We did not review the financial statements of foreign subsidiaries included in the consolidated financial statements; whose financial statements include total revenues of **Rs. 4614.35 Lakhs** for the quarter ended on that date. These financial statements have been certified by the Company's Management and furnished to us, and our opinion, in so far as it relates to the amount and disclosures included in respect of the said subsidiary is also based solely on these certified financial statements.

We did not review the financial statements of Indian subsidiaries included in the consolidated financial statements; whose financial statements include total revenues of **Rs. 946.14 Lakhs** for the quarter ended on that date These financial statement have been review by other auditor whose limited

MITTAL & ASSOCIATES
CHARTERED ACCOUNTANTS

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Kondivita, JB nagar
Andheri (East), Mumbai – 400059
Tel : 8689958800
Email : audit@mittal-associates.com

review report has been furnished to us by the parent company management and our conclusion on the statement, in so far relates to the amount and disclosure included in respect of subsidiary, is based on the report of the auditor and our opinion is also based solely on the report of such other auditor.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind AS) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Mittal & Associatcs
Chartered Accountants
FRN: 106456W

HEMANT RADHAKISHAN BOHRA
Digitally signed by HEMANT RADHAKISHAN BOHRA
Date: 2024.08.08 17:31:19 +05'30'

Hemant Bohra
Partner
M NO.: 165667
UDIN: 24165667BKEZGO7836
Date: 08th August, 2024
Place: Mumbai

VERTOZ LIMITED

(Formerly known as Vertoz Advertising Limited)

602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2024

(₹ in Lakhs, except EPS)

Sr.No.	Particulars	Quarter Ended			Year ended
		30-Jun-24 (Unaudited)	31-Mar-24 (Audited)	30-Jun-23 (Unaudited)	31-Mar-24 (Audited)
	Revenue:				
I	Revenue From Operations (Net of Taxes)	6,017.25	4,566.24	3,391.91	15,536.64
II	Other Income	14.66	16.63	107.84	158.10
III	***Total Income (III)***	**6,031.91**	**4,582.86**	**3,499.75**	**15,694.74**
IV	***Expenses:***				
	Direct Service Expense	4,517.44	3,281.46	2,540.73	11,356.30
	Employment Benefit Cost	409.94	387.77	258.66	1,259.26
	Finance Cost	45.07	18.05	50.49	152.93
	Depreciation and Amortisation	278.83	292.74	62.00	568.76
	Other Expenses	196.25	231.22	200.32	773.16
	Total Expenses (IV)	**5,447.55**	**4,211.25**	**3,112.19**	**14,110.40**
V	**Profit before exceptional items and tax (III-IV)**	584.37	371.62	387.56	1,584.34
VI	Exceptional Items				
VII	**Profit before tax (V-VI)**	584.37	371.62	387.56	1,584.34
VIII	***Tax expense:***				
	(1) Income Tax Provision				
	Current Tax	33.31	15.11	33.28	88.19
	Excess / Short Provision	-	(69.35)	0.02	(69.80)
	(2) Deferred tax	(22.61)	(43.36)	-	(45.82)
IX	**Profit for the period (VII-VIII)**	**573.67**	**469.21**	**354.26**	**1,611.77**
X	**Other Comprehensive Income**				
	(i) Items that will not be reclassified to Profit or Loss	24.01	(43.03)	1.45	7.36
	(ii) Income tax relating to above	(6.04)	(10.83)	-	1.85
XI	**Total Comprehensive Income (IX-X)**	**603.72**	**437.01**	**355.71**	**1,617.27**
XII	Paid-up equity share capital (Face value of ` 10/- each)	4,261.50	1,605.97	1,197.00	1,605.97
XIII	Other Equity	-	-	-	11,633.50
XIV	Earning per Equity Share (of ` 10/- each) (not annualised)				
	(1) Basic	1.35	2.92	2.96	10.04
	(2) Diluted	1.35	2.92	2.96	10.04

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED ★ MUMBAI ★ CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: August 08, 2024

VERTOZ LIMITED

(Formerly known as Vertoz Advertising Limited)
602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) – 400080
Corporate Identity Number : L74120MH2012PLC226823

Notes forming part of the Statement of Unaudited Consolidated Financial Results for the Quarter ended 30th June, 2024:

1) The above Financial Results reviewed and recommended by the Audit Committee of the Company and, the same were approved by the Board of Directors of the Company at their respective Meeting held on Thursday, 08th August, 2024.

2) The Consolidated Financial Results for the Quarter ended 30th June, 2024, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative quarter ended 30th June, 2023 are also in compliance with Ind AS.

3) The Consolidated Financial Statements have been prepared and presented in accordance with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards), Rule, 2015, as amended.

4) The figures for the Quarter ended 31st March, 2024 are the balancing figures between Audited figures in respect of the full Financial Year and the published year- to-date figures up to the Third Quarter of the Financial Year respectively.

5) The figures for the previous Quarters and year-to-date have been restated / regrouped, reclassified, wherever necessary to make them comparable.

6) The total Other Comprehensive Income (net of tax) is resultant impact of net gain/ loss based on fair value of equity instrument and fair value of actuarial gain/ loss as per Ind AS. As per fair valuation, the Cumulative impact of Other Comprehensive Income (net of tax) is a net gain of Rs. 17.97 lakhs during the current Quarter ended 30th June 2024.

7) The above statement of Unaudited Financial Results for the quarter ended 30th June 2024 are not comparable to those reported for the proceeding periods due to Merger and Acquisitions mentioned in the previous quarter. Previous periods figures have been regrouped and rearranged wherever necessary.

8) **Increase in the Authorized Share Capital:**

Pursuant to the approval of the Shareholders of the Company the Authorized Share Capital of the Company has increased from Rs. 50,07,00,000/- (Rupees Fifty Crores and Seven Lakhs Only) divided into 5,00,70,000 (Five Crores and Seventy Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 1,00,00,00,000/- (Rupees One Hundred Crores Only) divided into 10,00,00,000 (Ten Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

9) **Change in Paid-up Share Capital of the Company:**

• **Pursuant to the Conversion of Equity Share Warrants into Equity Shares:**

i.) In the Board Meeting dated 3rd April, 2024, the Board allotted 2,92,500 Equity Shares of face value of Rs. 10/- each, at an issue price of INR 122.93 per Share (including premium of INR 112.93 per Share) fully paid-up, upon exercising the option available with the Warrant Holder to convert 2,92,500 Equity Share Warrants.

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Consequently, the Paid-up Equity Share Capital of the Company stands increased from Rs. 42,03,00,000/- consisting of 4,20,30,000 Equity Shares to Rs. 42,32,25,000/- consisting of 4,23,22,500 Equity Shares.

ii.) In the Board Meeting dated 26th June, 2024, the Board allotted 2,92,500 Equity Shares of face value of Rs. 10/- each, at an issue price of INR 122.93 per Share (including premium of INR 112.93 per Share) fully paid-up, upon exercising the option available with the Warrant Holder to convert 2,92,500 Equity Share Warrants.

Consequently, the Paid-up Equity Share Capital of the Company stands increased from Rs. 42,32,25,000/- consisting of 4,23,22,500 Equity Shares to Rs. 42,61,50,000/- consisting of 4,26,15,000 Equity Shares.

10) "These Financial Statements includes the year-to-date results of the following Entities: -

I. Vertoz INC, USA (Wholly Owned Subsidiary)
II. Vertoz Ltd, UK (Wholly Owned Subsidiary)
III. Vertoz Advertising FZ-LLC, UAE (Subsidiary of Vertoz Ltd, UK)
IV. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
V. ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
VI. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
VII. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)
VIII. AdZurite INC, USA (Subsidiary of Vertoz INC, USA)
IX. AdZurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary)
X. Own Web Solution Pvt. Ltd., India (Wholly Owned Subsidiary)
XI. IncrementX Pvt. Ltd., India (Wholly Owned Subsidiary)
XII. Vertoz FZ LLC, UAE (Wholly Owned Subsidiary)
XIII. OR Solutions FZ LLC, UAE (Subsidiary of Vertoz FZ LLC, UAE)
XIV. Vertoz Limited, HK (Wholly Owned Subsidiary)
XV. Perfomise Solutions Pvt Ltd, India (f.k.a Silvertech Web Solutions Private Ltd.) (Majority Owned Subsidiary - 51%)
XVI. Perfomise Inc, USA (Subsidiary of Perfomise Solutions Pvt Ltd, India)
XVII. Adzurite LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)
XVIII. Admozart LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)
XIX. Qualispace LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)
XX. MediaXchange LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
XXI. Advlistings LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
XXII. BidderAds LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
XXIII. MagicPocket LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
XXIV. OwnRegistrar Inc, USA (Subsidiary of Vertoz Ltd, India)
XXV. Qualispace Inc, USA (Subsidiary of Vertoz Ltd, India)
XXVI. Hueads Inc, USA (Subsidiary of Vertoz Ltd, India)
XXVII. Vokut Inc, USA (Subsidiary of Vertoz Ltd, India)
XXVIII. Admeridian Inc, USA (Subsidiary of Vertoz Ltd, India)
XXIX. Adokut Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

VERTOZ LIMITED

(Formerly known as Vertoz Advertising Limited)
602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) – 400080
Corporate Identity Number : L74120MH2012PLC226823

XXX. AdCanny Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)
XXXI. AdZesto Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)
XXXII. Boffoads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)
XXXIII. Flairads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)
XXXIV. Admida Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)
XXXV. OwnAdtech Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739

Place: Mumbai
Date: August 08, 2024

VERTOZ

Vertoz Limited (f.k.a. Vertoz Advertising Limited
CIN: L74120MH2012PLC226823
Regd. Office.: 602 Avior Nirmal Galaxy
LBS Marg Mulund West Mumbai 400080 India

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Annexure B

Details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Appointment of Mr. Tushar Bharat Gadekar as an Internal Auditor of the Company

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, ~~re-appointment, resignation, removal, death or otherwise;~~	Appointment of Mr. Tushar Bharat Gadekar as an Internal Auditor of the Company for the Financial Year 2024-2025. He is also a full-time employee of the Company.
2.	Date of appointment/~~re-appointment/cessation~~ (as applicable) & term of appointment/re-appointment;	He is appointed with effect from 08th August 2024 to hold the office as an Internal Auditor for the Financial Year 2024-2025 and will directly report to the Board of Directors and to Audit Committee, as and when required. He is also a full-time employee of the Company.
3.	Brief profile (in case of appointment);	Mr. Tushar Gadekar, has been appointed as Internal Auditor of the Company. He is having 7 years of experience in Finance field. He is Experienced finance professional adept at preparing and presenting accurate financial reports, managing budgets, and ensuring effective cash flow. Proficient in recommending and enhancing financial software systems such as QuickBooks, Zoho Books, and Oracle NetSuite. Demonstrated leadership in developing finance teams, collaborating with stakeholders for compliance, and providing strategic financial support. Skilled in analyzing and resolving GST disputes, conducting audits, and implementing process improvements to enhance financial efficiency and accuracy.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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5.	Declaration	Circular no. NSE/CML/2018/24 dated 20th June, 2018, issued by NSE will not be applicable as the said Annexure relates to the appointment of the Directors of the Company.