

7<sup>th</sup> August 2025

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

**Symbol: VERTOZ**

**Series: EQ**

**Subject: Outcome of Board Meeting of the Company held on 7<sup>th</sup> August 2025**

**Reference: Regulation 30 & 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 (“LODR”)**

Dear Sir/Madam,

We wish to inform you that the Board of Directors at its Meeting held today i.e. 7<sup>th</sup> August 2025 has considered and approved the following matter:

**Financial Results:**

Pursuant to the Regulation 30 & 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of the Unaudited Standalone and Consolidated Financial Results for the quarter ended on 30<sup>th</sup> June, 2025 along with Auditor’s Limited Review Report issued by the Statutory Auditors, M/s. Mittal & Associates, on the Standalone and Consolidated Financial Results of the Company as approved by the Board of Directors in the Meeting held today i.e. 7<sup>th</sup> August 2025.

A copy of the said Audited Financial Results along with the Auditor’s Report will be uploaded on the Company’s website at <https://www.vertoz.com/>.

The Meeting of the Board of Directors commenced at 5.00 p.m. and concluded at 6.20 p.m.

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,

**For Vertoz Limited  
(Formerly known as Vertoz Advertising Limited)**

**Zill Shah  
Company Secretary & Compliance Officer  
M. No.: A51707  
Encl: A/a**



**Independent Auditor's Report on Standalone Financial Results of Vertoz Limited (Formerly known as Vertoz Advertising Limited) for Quarter ended 30<sup>th</sup> June 2025 pursuant to the Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

To  
**The Board of Directors of  
Vertoz Limited (Formerly known as Vertoz Advertising Limited)**

1. We have reviewed the accompanying statement of unaudited standalone financial results of The **Vertoz Limited (Formerly known as Vertoz Advertising Limited)** ('the Company') for the quarter ended June 30<sup>th</sup>, 2025 attached herewith, being submitted by the Company pursuant to the requirements of Regulations 33 of the SEBI (Listing, Obligations and Disclosure requirements) Regulations, 2015 ('Listing regulations'). This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express a conclusion on these financial results based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (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 there view to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. 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, read with circular issued from time to time including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Attention is drawn to the fact that the figures for the quarter ended 31st March 2025 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

Our conclusion is not modified in respect of this matter

**Mittal & Associates**  
**Chartered Accountants**  
**FRN: 106456W**

**SOURABH**  
**BAGARIA**

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**CA Sourabh Bagaria**  
**Partner**

**M. No. : 183850**

**UDIN: 25183850BMKZCA6729**

**Place: Mumbai**

**Date: 07/08/2025**

**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 Quarter Ended June 30, 2025

(₹ in Lakhs, except EPS)

Sr.No.	Particulars	Quarter Ended			Year Ended
		30-Jun-25	31-Mar-25	30-Jun-24	31-Mar-25
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
I	<b>Revenue:</b>				
	Revenue From Operations ( Net of Taxes )	1,807.42	1,739.24	1,171.32	5,749.02
	Other Income	23.40	179.47	4.58	345.77
	<b>Total Income (I)</b>	<b>1,830.82</b>	<b>1,918.71</b>	<b>1,175.90</b>	<b>6,094.79</b>
II	<b>Expenses:</b>				
	Direct Service Expense	660.43	814.15	519.66	2,693.58
	Employment Benefit Cost	577.12	479.10	330.01	1,640.80
	Finance Cost	35.79	34.44	33.40	165.92
	Depreciation and Amortisation	78.76	111.51	62.38	290.39
	Other Expenses	278.29	234.81	132.87	629.18
	<b>Total Expenses (II)</b>	<b>1,630.38</b>	<b>1,674.02</b>	<b>1,078.32</b>	<b>5,419.86</b>
III	Profit before exceptional items and tax (III-IV)	200.44	244.69	97.57	674.93
IV	Exceptional Items	-	-	-	-
V	Profit before tax (V-VI)	200.44	244.69	97.57	674.93
VI	<b>Tax expense:</b>				
	(1) Income Tax Provision				
	Current Tax	54.48	67.02	22.32	172.77
	Excess / Short Provision	-	-	-	6.24
	(2) Deferred tax	(7.48)	(0.77)	(17.17)	(17.31)
VII	Profit for the period (VII-VIII)	<b>153.44</b>	<b>178.44</b>	<b>92.42</b>	<b>513.23</b>
VIII	<b>Other Comprehensive Income</b>				
	(i) Items that will not be reclassified to Profit or Loss	13.64	2.48	18.58	27.50
	(ii) Income tax relating to above	(3.43)	(1.62)	(4.68)	(6.92)
IX	<b>Total Comprehensive Income (IX-X)</b>	<b>170.52</b>	<b>182.55</b>	<b>115.68</b>	<b>547.65</b>
X	Paid-up equity share capital (Face value of Rs. 10/- each)	8,523.00	8,523.00	4,261.50	8,523.00
XI	Other Equity	-	-	-	-
XII	Earning per Equity Share (of Rs. 10/- each) (not annualised)				
	(a) Basic	0.18	0.02	0.22	0.06
	(b) Diluted	0.18	0.02	0.22	0.06

For Vertoz Limited

(Formerly known as Vertoz Advertising Limited)

Hirenkumar Shah

Managing Director

DIN: 00092739

Place: Mumbai

Date: August 07, 2025



# 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 30<sup>th</sup> June 2025:

- 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 Thursday, 07<sup>th</sup> August 2025.
- 2) The Financial Results for the Quarter ended 30<sup>th</sup> June 2025, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative Quarter ended 30<sup>th</sup> June 2024 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 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. 17.08 lakhs during the current Quarter ended 30<sup>th</sup> June 2025.
- 7) The figures for the Quarter ended 31<sup>st</sup> March 2025 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.
- 8) **Consolidation of the Equity Shares of the Company:**

The Company has undergone Consolidation of its Equity Shares during the quarter, wherein the face value of the Company's Equity Shares has been changed from Re. 1/- to Rs. 10/- per Share (also referred to as reverse stock split). This process was approved by the Shareholders through a Postal Ballot on 7th June 2025 and the record date for the consolidation was 25th June 2025. Post the Consolidation, the total number of Equity Shares of the Company changed from 85,23,00,000 Equity Shares of Re. 1/- each to 8,52,30,000 Equity Shares of Rs. 10/- each.

- 9) During the quarter ended June 30, 2025, IncrementX Private Limited (IXPL), a wholly owned subsidiary of Vertoz Limited, successfully raised ₹20 Crores (₹200 million) through the issuance of Compulsorily Convertible Debentures (CCDs) via private placement.

This strategic capital raise is aimed at supporting the inorganic growth initiatives of the Holding Company (Vertoz Limited), expanding the business operations of IXPL, meeting its working capital requirements, and for general corporate purposes.

The issuance does not result in any immediate change to the shareholding of Vertoz Limited in IXPL, nor does it impact the consolidated share capital of the Group. Post-conversion, there may be a dilution at the subsidiary level, subject to the terms agreed upon with the investors.

## 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

As per the Debenture Subscription Agreement dated June 25, 2025, between IXPL and the investors—Blue Ashva Varenya Fund, Blue Ashva Vasudha India Fund I, and others—the Promoters of Vertoz Limited executed a Non-Disposal Undertaking (NDU) as a pre-condition to the investment.

To further reinforce the commitments under the agreement, Mr. Hirenkumar Rasiklal Shah pledged 80,00,000 shares of Vertoz Limited (representing 9.38% of total share capital) in favor of the aforementioned investors, thereby ensuring alignment with the agreed investor protections and compliance with transaction-related obligations.

For Vertoz Limited  
(Formerly known as Vertoz Advertising Limited)

*hkh*



Hirenkumar Shah  
Managing Director  
DIN: 00092739  
Place: Mumbai  
Date: 7<sup>th</sup> August 2025

**Independent Auditor's Limited Review Report on Unaudited Quarter ended consolidated 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)**

1. We have reviewed the accompanying statement of unaudited consolidated financial results of **The Vertoz Limited (Formerly known as Vertoz Advertising Limited)** (“the Holding Company”), its foreign subsidiary and an associate (together referred to as “the Group”) for the quarter ended June 30th, 2025 attached herewith being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing, Obligations and Disclosure requirements) Regulations, 2015 (‘Listing regulations’). This statement is the responsibility of the Holding Company's Management and has been approved by the Board of Directors. Our responsibility is to express a conclusion on these financial results based on our review.
2. We conducted our review 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of Holding Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. The Statement includes the results of the following entities:
  1. Adzurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary of Vertoz Limited, India)
  2. Own Web Solutions Pvt. Ltd. India (Wholly Owned Subsidiary of Vertoz Limited, India)
  3. Increment X Pvt. Ltd., India (Wholly Owned Subsidiary of Vertoz Limited, India)
  4. Performise Solutions Pvt Ltd., India (Majority Owned Subsidiary-51%)
  5. Performise Inc., USA (Wholly Owned Subsidiary of Vertoz Limited, India)
  6. Qualispace Cloud Private Limited, India (Wholly Owned Subsidiary of Vertoz Limited, India)
  7. Vertoz Limited, Hongkong (Wholly Owned Subsidiary of Vertoz Limited, India)
  8. Vertoz Ltd, UK (Wholly Owned Subsidiary of Vertoz Limited, India)
  9. Vertoz Advertising FZ-LLC, UAE ((Wholly Owned Subsidiary of Vertoz Limited, UK)
  10. Vertoz FZ LLC, UAE (Wholly Owned Subsidiary of Vertoz Limited, India)
  11. OR Solutions FZ LLC, UAE (Wholly Owned Subsidiary of Vertoz FZ LLC, UAE)
  12. Vertoz Inc, USA (Wholly Owned Subsidiary of Vertoz Limited, India)
  13. AdNet Holdings Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
  14. MediaXchange LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  15. Advlistings LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  16. BidderAds LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  17. Adspectro LLC (Formerly Known as MagicPocket LLC), USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  18. AdCanny LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  19. AdZesto LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  20. BoffoAds LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  21. Adokut LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  22. Admeridian LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  23. Hueads LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  24. Admida LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)

25. FlairAds LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
  26. Zkraft Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
  27. PubNX Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
  28. Admozart Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
  29. AdZurite Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
  30. Adzurite LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  31. Admozart LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  32. Qualisapce LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  33. Increment X LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  34. IngeniousPlex LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  35. Vokut LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  36. TechBravo LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
  37. OwnRegistrar Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
  38. Qualispace Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
  39. Hueads Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
  40. Vokut Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
  41. Admeridian Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
  42. Adokut Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
  43. AdCanny Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
  44. AdZesto Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
  45. Boffoads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
  46. Flairads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
  47. Admida Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
  48. OwnAdtech Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
4. (a) We did not review the financial results Indian subsidiary, whose financial statements reflect net profit after tax of Rs.143.57 Lakhs and total comprehensive income of Rs. 143.42 lakhs(represents Group's share) for the quarter ended June 30, 2025. These financial statements have been reviewed by other auditor whose review report has been furnished to us by the Parent Company's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the associate, is based solely on the report of the other auditor and our opinion is also based solely on the report of such other auditor.
- (b)We did not review the financial statements of a wholly owned foreign subsidiary included in the consolidated financial statements, whose financial statements reflect total revenue of Rs. 4449.92 lakhs and net profit (including other comprehensive income) of Rs. 306 lakhs for the quarter ended June 30, 2025, as considered in the statement. 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.

(c) Attention is drawn to the fact that the figures for the quarter ended 31st March 2025 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures up to the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to audit.

Our conclusion is not modified in respect of matters referred to in above paragraph.

(d) We are not required to perform procedures in accordance with the circular issued by the Securities Exchange Board of India (SEBI) under regulation 33(8) of the Listing Regulations, to the extent applicable.

(e) Based on our review, conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated 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 read with Circulars issued from time to time including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For Mittal & Associates**  
**Chartered Accountants**  
**FRN: 106456W**

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**BAGARIA** Date: 2025.08.07  
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**Sourabh Bagaria**  
**Partner**

**M.NO.:183850**

**Date: 07/08/2025**

**UDIN: 25183850BMKZCB6927**

**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, 2025

(₹ in Lakhs, except EPS)

Sr.No.	Particulars	Quarter Ended			Year Ended
		30-Jun-25	31-Mar-2025	30-Jun-24	31-Mar-2025
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
I	<b>Revenue:</b>				
	Revenue From Operations ( Net of Taxes )	7,048.97	6,517.98	6,017.25	25,519.92
	Other Income	40.64	183.99	14.66	697.94
	<b>Total Income (I)</b>	<b>7,089.60</b>	<b>6,701.98</b>	<b>6,031.91</b>	<b>26,217.86</b>
II	<b>Expenses:</b>				
	Direct Service Expense	4,887.63	4,276.71	4,517.44	18,526.70
	Employment Benefit Cost	653.30	565.60	409.94	2,044.21
	Finance Cost	51.90	30.95	45.07	217.94
	Depreciation and Amortisation	252.90	693.45	278.83	1,335.27
	Other Expenses	508.70	436.32	196.25	1,305.39
	<b>Total Expenses (II)</b>	<b>6,354.42</b>	<b>6,003.03</b>	<b>5,447.55</b>	<b>23,429.51</b>
III	<b>Profit before exceptional items and tax (III-IV)</b>	<b>735.18</b>	<b>698.95</b>	<b>584.37</b>	<b>2,788.35</b>
IV	Exceptional Items	-	-	-	-
V	<b>Profit before tax (V-VI)</b>	<b>735.18</b>	<b>698.95</b>	<b>584.37</b>	<b>2,788.35</b>
VI	<b>Tax expense:</b>				
	(1) Income Tax Provision				
	Current Tax	95.38	99.20	33.31	246.26
	Excess / Short Provision	-	-0.15	-	-2.10
	(2) Deferred tax	-7.61	-0.94	-22.61	-22.17
VII	<b>Profit for the period (VII-VIII)</b>	<b>647.41</b>	<b>600.84</b>	<b>573.67</b>	<b>2,566.36</b>
VIII	<b>Other Comprehensive Income</b>				
	(i) Items that will not be reclassified to Profit or Loss	13.53	2.67	24.01	33.66
	(ii) Income tax relating to above	-3.40	-1.58	-6.04	-8.38
IX	<b>Total Comprehensive Income (IX-X)</b>	<b>664.34</b>	<b>605.08</b>	<b>603.72</b>	<b>2,608.39</b>
X	<b>Total Profit or Loss, attributable to</b>				
	Profit or Loss, attributable to owners of parent	638.05	687.01	546.15	2,600.84
	Total Profit or Loss, attributable to non-controlling interests	9.36	-86.17	27.52	-34.49
XI	<b>Total Comprehensive Income, attributable to</b>				
	Total Comprehensive Income for the period attributable to owners of parent	654.92	691.25	576.19	2,642.93
	Total Comprehensive Income for the period attributable to non-controlling interests	9.42	-86.16	27.53	-34.54
XII	Paid-up equity share capital (Face value of Rs. 10/- each)	8,523.00	8,523.00	4,261.50	8,523.00
XIII	Other Equity	-	-	-	-
XIV	Earning per Equity Share (of Rs. 10/- each) (not annualised)				
	(a) Basic	0.76	0.07	1.35	0.30
	(b) Diluted	0.76	0.07	1.35	0.30

For Vertoz Limited

(Formerly known as Vertoz Advertising Limited)

Hirenkumar Shah  
Managing Director

DIN: 00092739

Place: Mumbai

Date: August 07, 2025



# 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 30<sup>th</sup> June, 2025:**

- 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 Thursday, 07<sup>th</sup> August, 2025.
- 2) The Consolidated Financial Results for the Quarter ended 30<sup>th</sup> June, 2025, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative Quarter ended 30<sup>th</sup> June, 2024 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 the 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 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. 16.93 Lakhs during the current Quarter ended 30<sup>th</sup> June, 2025.
- 7) The figures for the Quarter ended 31<sup>st</sup> March, 2025 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.

### **8) Consolidation of the Equity Shares of the Company:**

The Company has undergone Consolidation of its Equity Shares during the quarter, wherein the face value of the Company's Equity Shares has been changed from Re. 1/- to Rs. 10/- per Share (also referred to as reverse stock split). This process was approved by the Shareholders through a Postal Ballot on 7th June 2025 and the record date for the consolidation was 25th June 2025. Post the Consolidation, the total number of Equity Shares of the Company changed from 85,23,00,000 Equity Shares of Re. 1/- each to 8,52,30,000 Equity Shares of Rs. 10/- each.

- 9) During the quarter ended June 30, 2025, IncrementX Private Limited (IXPL), a wholly owned subsidiary of Vertoz Limited, successfully raised ₹20 Crores (₹200 million) through the issuance of Compulsorily Convertible Debentures (CCDs) via private placement.

This strategic capital raise is aimed at supporting the inorganic growth initiatives of the Holding Company (Vertoz Limited), expanding the business operations of IXPL, meeting its working capital requirements, and for general corporate purposes.

# 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

The issuance does not result in any immediate change to the shareholding of Vertoz Limited in IXPL, nor does it impact the consolidated share capital of the Group. Post-conversion, there may be a dilution at the subsidiary level, subject to the terms agreed upon with the investors.

As per the Debenture Subscription Agreement dated June 25, 2025, between IXPL and the investors—Blue Ashva Varenya Fund, Blue Ashva Vasudha India Fund I, and others—the Promoters of Vertoz Limited executed a Non-Disposal Undertaking (NDU) as a pre-condition to the investment.

To further reinforce the commitments under the agreement, Mr. Hirenkumar Rasiklal Shah pledged 80,00,000 shares of Vertoz Limited (representing 9.38% of total share capital) in favor of the aforementioned investors, thereby ensuring alignment with the agreed investor protections and compliance with transaction-related obligations.

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

- (a) Adzurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary of Vertoz Limited, India)
- (b) Own Web Solution Pvt. Ltd. India (Wholly Owned Subsidiary of Vertoz Limited, India)
- (c) Increment X Pvt. Ltd., India (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (d) Perfomise Solutions Pvt. Ltd., India (Majority Owned Subsidiary - 51%)
- (e) Perfomise Inc., USA (Wholly Owned Subsidiary of Perfomise Solutions Pvt. Ltd., India)
- (f) Qualispace Cloud Private Limited, India (Wholly Owned Subsidiary of Vertoz Limited, India)
- (g) Vertoz Limited, Hongkong (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (h) Vertoz Ltd, UK (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (i) Vertoz Advertising FZ-LLC, UAE (Wholly Owned Subsidiary of Vertoz Limited, UK)
- (j) Vertoz FZ LLC, UAE (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (k) OR Solutions FZ LLC, UAE (Wholly Owned Subsidiary of Vertoz FZ LLC, UAE)
- (l) Vertoz Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (rn) AdNet Holdings Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (n) MediaXchange LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (o) Advlistings LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (p) BidderAds LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (q) Adspectro LLC (Formerly Known as MagicPocket LLC), USA (Wholly Owned Subsidiary of Adnet Holdings inc.)
- (r) AdCanny LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (s) AdZesto LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (t) BoffoAds LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (u) Adokut LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (v) Admeridian LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (w) Hueads LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (x) Admida LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (y) FlairAds LLC, USA (Wholly Owned Subsidiary of Adnet Holdings Inc.)
- (z) Zkraft Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (aa) PubNX Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ab) Admozart Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ac) AdZurite Inc., USA (Wholly Owned Subsidiary of Vertoz Inc.)

# 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

- (ad) Adzurite LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ae) Admozart LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (af) Qualisapce LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ag) Increment X LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ah) IngeniousPlex LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ai) Vokut LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (aj) TechBravo LLC, USA (Wholly Owned Subsidiary of Vertoz Inc.)
- (ak) OwnRegistrar Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (al) Qualispace Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (am) Hheads Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (an) Vokut inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (ao) Admeridian Inc, USA (Wholly Onwed Subsidiary of Vertoz Limited, India)
- (ap) Adokut Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
- (aq) AdCanny Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
- (ar) AdZesto Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
- (as) Boffoads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
- (at) Flairads Inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)
- (au) Admida Inc, USA (Wholly Owned Subsidiary of Adrneridian Inc.)
- (av) OwnAdtech inc, USA (Wholly Owned Subsidiary of Admeridian Inc.)

For Vertoz Limited

(Formerly known as Vertoz Advertising Limited)

Link



Hirenkumar Shah  
Managing Director  
DIN: 00032739

Place: Mumbai

Date: 7<sup>th</sup> August 2025