

**ANNEXURE B**

08<sup>th</sup> February 2024

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 - 400051.

**Scrip Code: VERTOZ**

**Series: EQ**

**Subject: Allotment of Equity Shares pursuant to Conversion of Warrants**

**Reference: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

We refer to our letter dated 05<sup>th</sup> February 2024 whereby an intimation was made with respect to Allotment of Warrants, each convertible into Equity Shares of Rs. 10 each on Preferential Basis.

Pursuant to the Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 and other applicable Regulations, if any, we wish to inform you that the Board of Directors of the Company in their meeting held on today, i.e., 08<sup>th</sup> February 2024 has considered and approved the allotment of 20,96,305 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 Warrant Holders (Persons belonging to Non-Promoter category) to convert 20,96,305 Equity Share Warrants.

Consequently, the Paid-up Equity Share Capital of the Company stands increased from Rs. 15,87,36,950/- (Fifteen Crores Eighty Seven Lakhs Thirty Six Thousand Nine Hundred and Fifty Only) consisting of 1,58,73,695 Equity Shares to Rs.17,97,00,000/- (Seventeen Crores Ninety Seven Only) consisting of 1,79,70,000 Equity Shares.

The Equity Shares allotted on exercise of conversion of Warrants shall rank *pari-passu* in all respects with the existing Equity Shares of the Company.



In this connection, we enclose the details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023. The above information is also available on the website of the Company at <https://vertoz.com/ir/>.

This is for your information and records.

Thanking you,

Yours faithfully,

**For Vertoz Advertising Limited**



**Zill Shah**

**Company Secretary & Compliance Officer**

**Membership No.: A51707**

**Address: 602, Avior, Nirmal Galaxy L.B.S. Marg,**

**Opp. Johnson & Johnson, Mulund (W) Mumbai-400080**

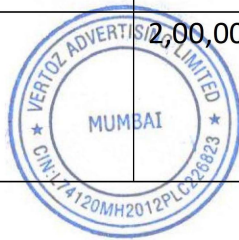
**Place: Mumbai**

**Disclosure under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 - Allotment of Equity Shares pursuant to conversion of Warrants.**

Particulars	Details
Type of Securities proposed to be issued	Equity Shares issued upon exercise of the outstanding Equity Share Warrants.
Type of issuance	Equity Shares issued upon exercise of the outstanding Equity Share Warrants which were issued by way of a Preferential Allotment.
<del>Total number of securities proposed to be issued</del> or the total amount for which the securities will be issued (approximately);	Rs. 25,76,98,773.65/- (Rupees Twenty Five Crore Seventy Six Lakhs Ninety Eight Thousand Seven Hundred and Seventy Three and Sixty Five Paise only)
Names of the investor;	1. Saint Capital Fund 2. Shankar Sharma 3. Harshaben Tejasbhai Joshi
Post allotment of securities	
Outcome of the subscription;	As mentioned in 'Annexure a'
<del>Issue price /</del> allotted price in case of convertibles;	Rs. 122.93 (Rupees One Hundred and Twenty-two and Ninety-three Paise Only)
Number of investors;	3 (Three)
In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Intimation on conversion of securities

**Annexure a – Outcome of Subscriptions**

Name of Allottee	No. of Equity Share Warrants allotted	No. of Equity Share Warrants applied for conversion	No. of Equity Shares Allotted	Amount received from the Allottee
Saint Capital Fund	18,00,000	18,00,000	18,00,000	<b>Initial 25% amount:</b> a. Amount: Rs. 5,53,18,500/- <b>Balance 75% amount:</b> a. Amount: Rs. 16,59,55,500/-
Shankar Sharma	4,00,000	96,305**	96,305	<b>Initial 25% amount:</b> a. Amount: Rs. 29,59,693.41/- <b>Balance 75% Amount:</b> a. Amount: Rs. 88,79,080.24/-
Harshaben Tejasbhai Joshi	2,00,000	2,00,000	2,00,000	<b>Initial 25% amount:</b> a. Amount: Rs. 61,46,500/-* <b>Balance 75% amount:</b> a. Amount: Rs. 1,84,39,500 /-



				<i>*Rs. 200/- which was received in excess for 25% of the total consideration amount at the time of allotment of equity warrants was refunded to the Allottee on 24th February 2023.</i>
<b>TOTAL</b>	<b>24,00,000</b>	<b>20,96,305</b>	<b>20,96,305</b>	

*\*\* Mr. Shankar Sharma had already exercised the option of partial conversion of 303695 Equity Share Warrants into Equity Shares upon which Equity Shares were allotted to him on 14<sup>th</sup> October 2023. Now, he has applied for the conversion of balance 96,305 Share Warrants.*

