

26th November 2025

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

Subject: Press Release

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, please find enclosed a copy of the Press Release.

The same will also be available on the website of the Company at the URL <https://vertoz.com/ir/>.

This is for your information and records.

Thanking you,

Yours Faithfully,

For Vertoz Limited

Hirenkumar Shah
Managing Director
DIN: 00092739
Encl: A/a



Media release

Vertoz Limited announces definitive agreement to acquire Webimax LLC, strengthening its global digital marketing footprint

November 26, 2025: Vertoz Limited (NSE: VERTOZ)

Mumbai, India

Vertoz Limited (NSE: VERTOZ), a global MadTech & CloudTech company, today announced that its wholly owned subsidiary, Vertoz Inc. (USA), has signed a definitive agreement to acquire 100% of Webimax LLC (USA), AI- driven Marketing Automation company headquartered in New Jersey, USA.

Under the terms of the agreement, Vertoz will acquire the business in two tranches:

- 80% stake upfront for USD 5.28 million (approx. ₹46.8 crore)
- This amount includes a contingent earn-out of up to USD 0.4M (approx. ₹3.52 crore) payable only upon achievement of agreed performance conditions
- Remaining 20% over the next three years, linked to clearly defined performance milestones
- The incumbent Management of Webimax shall continue with Vertoz

The agreement is subject to customary closing conditions and is expected to be completed within 90 days. The transaction values Webimax at a total enterprise value of USD 6.6 million, representing an attractive EV/Sales multiple of 0.62x. Webimax generated revenues of approximately US \$ 12 million in CY24, with an adjusted EBITDA of US \$ 2.4 million and adjusted PAT of approximately US \$ 1.8 million.

Deal Financing Structure:

The acquisition is being funded to the extent of 75% of the purchase consideration through debt provided by India's premier government financial institution, established to finance and promote the country's international trade and support Indian businesses in their global expansion efforts. 25% of the acquisition shall be funded by Vertoz's own internal cash flow.

This strategic acquisition funding by large financial institution is a strong vote of confidence in Vertoz's financials, governance, global expansion strategy and its long-term vision to build a world-class, AI-first technology ecosystem.

Using debt instead of fresh equity shows unequivocally and in crystal clear light, to our stakeholders that Vertoz is extremely confident of its own internal financial free cash generation , as well as the strong organic cash flows of Webimax. Webimax runs a very profitable, cash generative business, with debtor days of just 1 month.

This acquisition is non-dilutive for Vertoz's existing shareholders, and shows the commitment of Vertoz management in delivering growth organically and inorganically, through internal cash and debt, without resorting to fresh new equity fund raises.

Significant Impact of Webimax acquisition on Vertoz Ltd 's financial and strategic metrics

This transaction is immediately strongly accretive to Vertoz Ltd 's financials.

Given that Vertoz Ltd is acquiring 80% of Webimax (through Vertoz Inc, US), the acquisition after completing the closing conditions enumerated in the binding agreement may add approximately US\$ 9.5 million (~ INR. 87 cr) revenues to Vertoz's existing approximately Rs. 300 cr of annualized revenues.

More importantly, this acquisition may add ~ Rs. 17 cr of annualized PAT to Vertoz's profits, which are running at approximately Rs. 30 cr on an annualized basis.

Positive Impact on Vertoz's Return on Equity

Using internal cash and debt is also going to result in increased shareholder value for Vertoz Ltd 's shareholders, because of an increasing Return on Equity/ Net Worth.

Vertoz's current RoE stands at around 16% and may increase post inclusion of the financials of Webimax, after the acquisition is completed.

About Webimax LLC

- Webimax provides AI-Enhanced Search Intelligence
- Predictive Performance Systems
- Reputation Intelligence & Sentiment Analysis
- Experience-Led Web Engineering
- Automated Lead Discovery & Qualification Engines
- Data-Layer Strategy & Growth Consulting

The company is recognized as one of the leading providers in its segment and has received multiple industry acknowledgements, including recognition as 2024 Best Reputation Management Service by Business.com, Newsweek, International Business Times, and Clutch.

Webimax operates on a profitable model with stable revenue visibility and a diversified client base across the US.

Strategic Rationale for Vertoz

This acquisition marks a significant step in Vertoz's strategic expansion into the performance marketing and full-funnel digital services space. By combining: Vertoz's AI-driven MadTech platforms with Webimax's on-ground execution expertise, SEO capabilities, and long-standing customer relationships

Vertoz aims to create a powerful, end-to-end digital transformation stack for global advertisers, brands, and enterprises.

Management Commentary

Ashish Shah, Director, Vertoz Limited, said:

“We are delighted to welcome Webimax into the Vertoz family. This acquisition not only strengthens our position in the competitive digital marketing landscape globally and significantly amplifies our capabilities in the US market. Webimax’s expertise and values align perfectly with ours, enabling us to deliver broader, connected, and more relevant digital solutions to our clients.”

Background and Recent Developments

Vertoz has been expanding its offerings across advertising technology and cloud infrastructure, including integrations following its 2023 combination with the PayNX Group and QualiSpace. The acquisition of Webimax represents the company’s continued efforts to deepen its service capabilities and improve its presence in mature digital markets.

About Vertoz Limited:

Vertoz Limited (NSE: VERTOZ) (formerly known as Vertoz Advertising Limited) is a global MadTech and CloudTech powerhouse, delivering AI-driven solutions across advertising, marketing, media monetization, digital identity, and cloud infrastructure.

For more details, please visit: <https://www.vertoz.com/>

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Note: Certain statements in this document may be forward-looking statements. Such forward- looking statements are subject to certain risks and uncertainties, such as regulatory changes, local political or economic developments, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward-looking statements. Further, past performance is not necessarily indicative of future results. Given these risks, uncertainties, and other risk factors, viewers are cautioned not to place undue reliance on these forward-looking statements. The Company will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.