

HIRENKUMAR SHAH
A-103, WILLOWS TWIN TOWER, VASANT GARDEN SWAPNA NAGARI, MULUND (WEST)
MUMBAI 400080 MH IN

9th October 2025

To,
Company Secretary,
Vertoz Limited
602, Avior Nirmal Galaxy,
LBS Road, Mulund West,
Mumbai, Maharashtra – 400080.

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.

Series: EQ

Script Code: VERTOZ

Subject: Disclosure under the Regulation 31(1) of the SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011

Dear Sir/Madam,

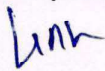
Please find enclosed herewith the disclosure pursuant to Regulation 31(1) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011 as amended in respect of creation of encumbrance on Equity Shares of M/s. Vertoz Limited.

Kindly take the information on your records.

Thanking you,

Yours Faithfully,

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)



Hirenkumar Shah
Promoter of Vertoz Limited
Encl: A/a

Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.	
Name of the Target Company (TC)	Vertoz Limited (Formerly known as 'Vertoz Advertising Limited')
Names of the stock exchanges where the shares of the target company are listed	The National Stock Exchange of India Limited
Date of reporting	1 st October, 2025
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	1. Hirenkumar Rasiklal Shah 2. Ashish Rasiklal Shah
Details of the creation of encumbrance:	
Pledge creation	

Name of the promoter(s) or PACs with him*	Promoter holding the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2) +(3)] /release [(2)-(3)] / Invocation [(1)-(3)]}	
	Num ber	% of total shar e capi tal	Nu mbe r	% of total share capit al	Type of event (crea tion / relea se / invoc ation)	Dat e of crea tion / relea se/ invo cati on of enc umb ranc e	Type of encu mbran ce (pledg e/lien/ non dispos al under taking / others)	Reasons for encumbrance **	Numb er	Name of the entity in whose favor shares encum bered ***	Numbe r	% of total share capital	
Hirenkumar Rasiklal Shah	2,19,60,648	25.77%	2,19,60,648	25.77%	Creation	29 th September, 2025	Pledge of shares	Vertoz Inc. is a wholly-owned subsidiary of Vertoz Limited, ("the Company") intends, to acquire a leading entity in the digital marketing and advertising technology space. To finance this strategic acquisition, Vertoz Inc. has secured a sanction of Term Loan facility of USD 6.40 million (United States Dollar Six Million Four Hundred Thousand only) from	81,84,500	Export Import Bank of India	2,19,60,648	25.77% (which includes a subsequent pledge)	

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Link

Rasiklal Shah	48	648	emb er, 202 5	shares	- Investment towards inorganic growth of business. - Expansion of business operations - Working capital requirements - General corporate purposes - This Pledge Agreement serves as a collateral for the repayment and performance of the obligations set out in the Debenture Subscription Agreement. The pledge agreement dated 26th June includes a clause stating that, in the event the share price falls below a specified level, additional shares are to be pledged to maintain the required security coverage. Since the share price has fallen below the agreed threshold, this pledge agreement is now being executed in accordance with that clause.	Vareny a Fund, Blue Ashva Vasudh a India Fund I, Telos Invest ments & Techno logies Private Limited , and Sangee ta C Pardha nani.	(which include s a subseq uent pledge on 12,00,0 00 aggrega ting to 1.41% of the total share capital.)	includes a subsequ ent pledge on 12,00,0 00 aggrega ting to 1.41% of the total share capital.)
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On behalf of Promoters



Hirenkumar Shah
Date: 09-10-2025
Place: Mumbai