



Vertoz Advertising Limited
(Formerly Known as Vertoz Media Pvt. Ltd.
& Vertoz Media Ltd.)
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

30th May 2022

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 30th May 2022

Dear Sir/Madam,

We wish to inform you that the Board of Directors at its Meeting held today i.e. 30th May, 2022, has *inter alia*:

- (a) Approved the Audited Standalone Financial Results of the Company for the Quarter and Year ended 31st March, 2022, as recommended by the Audit Committee.
- (b) Approved the Audited Consolidated Financial Results of the Company and its Subsidiaries for the Quarter and Year ended 31st March, 2022 as recommended by the Audit Committee.
- (c) The Board of Directors has not recommended any Dividend on the Equity Shares of the Company for the Financial Year ended 31st March, 2022.

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

- (i) The Audited Standalone and Consolidated Financial Results of the Company for the Quarter and Year ended on 31st March, 2022.
- (ii) The Reports of Statutory Auditor on the Standalone and Consolidated Financial Results of the Company for the Financial Year ended 31st March, 2022 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.
- (iii) Declaration of Unmodified Opinion in Audit Report.





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The Results have been uploaded on the Stock Exchange websites at <https://www.nseindia.com/> and on the website of the Company at the URL <https://ir.vertoz.com/>

The Meeting of the Board of Directors commenced at 7.30 p.m. and concluded at 8.35 p.m.

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,

For Vertoz Advertising Limited

Zill Shah

Zill Shah
Company Secretary & Compliance Officer



Encl: A/a

VERTOZ ADVERTISING LIMITED

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

Corporate Identity Number : L74120MH2012PLC226823

AUDITED STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS ON 31ST MARCH 2022

(₹ in lakhs)

Sr. No.	Particulars	Amount As At 31st Mar. 2022	Amount As At 31st Mar. 2021
	ASSETS		
(1)	Non-current Assets		
	(a) Property, Plant & Equipment	28.08	36.88
	(b) Capital work-in-progress	-	-
	(c) Investment Property	-	-
	(d) Goodwill	-	-
	(e) Other Intangible Assets	371.29	500.97
	(f) Right of use assets	49.63	78.24
	(g) Financial Assets		
	(i) Investment in Subsidiaries	2,763.26	2,693.30
	(ii) Trade Receivables	-	-
	(iii) Loans	-	-
	(h) Deferred Tax assets (net)	-	-
	(i) Other non-current assets	11.83	11.82
	Total Non-current assets	3,224.09	3,321.22
(2)	Current Assets		
	(a) Inventories	-	-
	(b) Financial Assets		
	(i) Investments	-	-
	(ii) Trade Receivables	1,290.61	1,238.46
	(iii) Cash & Cash Equivalents	281.10	250.18
	(iv) Bank Balances other than (iii) above	-	-
	(v) Loans	23.90	4.68
	(c) Current Tax Assets (net)	-	-
	(d) Other current assets	38.01	54.67
	Total Current Assets	1,633.62	1,547.98
	Total Assets (1+2)	4,857.71	4,869.20
	EQUITY AND LIABILITIES		
(1)	EQUITY		
	(a) Equity Share Capital	1,197.00	1,197.00
	(b) Other Equity	2,151.43	1,736.75
	Total Equity	3,348.43	2,933.75
(2)	LIABILITIES		
	Non-current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	73.50	153.55
	(ii) Trade Payables	-	-
	(iii) Lease Liabilities	63.43	92.23
	(iv) Other financial Liabilities	-	-
	(b) Provisions	68.15	50.68
	(c) Deferred Tax liabilities (Net)	8.77	12.60
	(d) Other Non-current liabilities	-	-
	Total Non-current liabilities	213.86	309.06
(3)	Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	621.02	834.98
	(ii) Trade Payables		
	-Dues of micro and small enterprises	22.25	132.32
	-Dues of others	169.84	185.52
	(iii) Lease Liabilities	-	-
	(iv) Other financial Liabilities	214.43	197.27
	(b) Current tax liabilities (net)	141.12	109.51
	(c) Provisions	31.07	134.92
	(d) Other current liabilities	95.71	31.87
	Total Current liabilities	1,295.42	1,626.39
	Total Equity and Liabilities (1+2+3)	4,857.71	4,869.20



For VertoZ Advertising Limited

Hirenkumar Shah
Whole-time Director
DIN: 00092739

Place: Mumbai
Date: May 30, 2022

VERTOZ ADVERTISING LIMITED

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

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2022

(₹ in lakhs except EPS)

Sr.No.	Particulars	Quarter ended			Year ended	
		31-Mar-22	31-Dec-21	31-Mar-21	31-Mar-22	31-Mar-21
	Revenue:					
I	Revenue From Operations (Net of Taxes)	569.10	605.75	418.19	2,051.50	1,658.04
II	Other Income	11.78	6.08	3.80	42.78	195.98
III	Total Income (III)	580.87	611.83	422.00	2,094.28	1,854.02
IV	Expenses:					
	Direct Service Expense	127.05	210.61	126.44	577.78	550.87
	Employment Benefit Cost	151.49	135.16	133.66	566.83	517.19
	Finance Cost	15.26	16.34	47.40	69.47	106.97
	Depreciation and Amortisation	42.97	42.95	58.35	171.67	234.80
	Other Expenses	46.20	74.09	35.35	205.71	75.90
	Total Expenses (IV)	382.96	479.16	401.20	1,591.47	1,485.73
V	Profit before exceptional items and tax (III-IV)	197.91	132.67	20.80	502.82	368.30
VI	Exceptional Items	-	-	-	-	-
VII	Profit before tax (V-VI)	197.91	132.67	20.80	502.82	368.30
VIII	Tax expense:					
	(1) Income Tax Provision					
	Current Tax	62.55	31.61	27.32	141.12	107.03
	Excess / Short Provision	(4.80)	-	(5.29)	(4.80)	(5.29)
	(2) Deferred tax	(1.95)	-	(6.16)	(3.82)	(10.35)
IX	Profit for the period (VII-VIII)	142.11	101.07	4.92	370.33	276.90
X	Other Comprehensive Income					
	(i) Items that will not be reclassified to Profit or Loss	0.55	0.71	4.00	(13.61)	7.11
	(ii) Income tax relating to above	-	-	1.01	-	1.79
XI	Total Comprehensive Income (IX-X)	142.66	101.77	7.91	356.72	282.22
XII	Paid-up equity share capital (Face value of ₹ 10/- each)	1,197.00	1,197.00	1,197.00	1,197.00	1,197.00
XIII	Other Equity	-	-	-	2,151.43	1,736.75
XIV	Earning per Equity Share (of ₹ 10/- each) (not annualised)					
	(1) Basic	1.19	0.84	0.04	3.09	2.31
	(2) Diluted	1.19	0.84	0.04	3.09	2.31

Place: Mumbai
Date: May 30, 2022



For VertoZ Advertising Limited

Hirenkumar Shah
Whole-time Director
DIN: 00092739

VERTOZ ADVERTISING LIMITED 602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080 Corporate Identity Number : L74120MH2012PLC226823 AUDITED STANDALONE CASHFLOW STATEMENT AS ON 31ST MARCH, 2022		
(₹ in lakhs)		
Particulars	Amount As At 31st Mar. 2022	Amount As At 31st Mar. 2021
A : Cash flows from operating activities:		
Profit before taxation	489.21	373.61
Add: Non Operating Expense	-	-
Depreciation & Amortisation	171.67	234.80
Capital Work in Process	-	-
Interest expense	69.47	106.97
	241.14	341.78
Less: Non Operating Income		
Other Non Operating Income (Inclusive of interest income)	42.78	195.98
	42.78	195.98
Operating profit before working capital changes	687.57	519.41
Working capital changes:		
Decrease/(Increase) In Trade Receivables	(52.15)	(662.37)
Decrease/(Increase) in Other Financial Assets	(19.22)	9.40
Decrease/(Increase) in Other Non-Current Assets	(0.01)	0.00
Decrease/(Increase) in Other Current Assets	16.66	(5.52)
Increase/(Decrease) in Short Term Borrowing	(213.97)	52.50
Increase/(Decrease) in Trade Payables	(125.75)	63.08
Increase/(Decrease) in Current Tax Liabilities	31.60	39.28
Increase/(Decrease) in Other Financial Liabilities	17.16	18.22
Increase/(Decrease) in Other Current Liabilities	63.84	17.55
Increase/(Decrease) in Short Term Provisions	(114.86)	71.55
	(396.69)	(396.31)
Cash generated from operations	290.88	123.10
(-) Taxes paid	(136.31)	(101.74)
Net cash used in operating activities	154.57	21.36
B : Cash flows from investing activities:		
Fixed asset (Addition)/Deduction	(4.57)	(1.27)
Other Non Operating Income (Inclusive of interest income)	42.78	195.98
Investment	(1.00)	(189.83)
Net cash Generated from investing activities	37.21	4.87
C : Cash flows from financing activities:		
Proceeds from issue of Shares	-	-
Increase/(Decrease) in Long Term Borrowings	(80.05)	82.35
Dividend Paid	-	(1.34)
Increase/(Decrease) in Lease Liabilities	(28.80)	(35.27)
Increase/(Decrease) in Other Long Term Liabilities	17.48	8.29
Interest Expenses	(69.47)	(106.97)
Net cash generated from financing activities	(160.85)	(52.95)
D : Net increase in cash and cash equivalents = (A+B+C)	30.92	(26.72)
E : Cash and cash equivalents at beginning of period	250.18	276.89
F: Cash and cash equivalents at end of period = (D+E)	281.10	250.18
Note: Cash and Cash Equivalents Comprises of:		
Particulars	Amount As At 31st Mar. 2022	Amount As At 31st Mar. 2021
Balance with Banks		
(i) In Current Accounts	19.89	0.37
(ii) In Deposit Accounts	261.19	249.67
Cash on Hand	0.02	0.14
Cash & Cash Equivalants	281.10	250.18



Place: Mumbai
Date: May 30, 2022

For VertoZ Advertising Limited

Hirenkumar Shah
Whole-time Director
DIN: 00092739

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 Audited Standalone Financials Results for the
Quarter and Year ended March 31, 2022:**

- 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 Monday, May 30, 2022.
- 2) The Financial Results for the Quarter ended March 31, 2022, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative quarter and year ended March 31, 2021 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, 2022 and 31st March, 2021 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 Loss of Rs. 13.61 lakhs during the year 2021-22 including net Gain of Rs 0.55 lakhs in the current Quarter.

For Vertoz Advertising Limited


Hirenkumar Shah
Whole-time Director
DIN: 00092739

Place: Mumbai
Date: May 30, 2022





Auditor's Report on Quarter and financial year ended on 31st March, 2022 Standalone Financial results of the company pursuant to the Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
VERTOZ ADVERTISING LIMITED

Report on the Audit of the 4th Quarter and Annual Standalone Financial results:

We have audited the accompanying annual Standalone Financial results ('the Statement') of **VERTOZ ADVERTISING LIMITED** ('the Company') for the quarter ended 31st March, 2022 and for the year ended 31st March, 2022, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('the Listing Regulations'), including relevant circulars issued by SEBI from time to time.

In our opinion and to the best of our information and according to the explanations given to us the Statement:

- i. presents Standalone Financial results in accordance with the requirements of Regulation 33 of the Listing Regulations and
- ii. gives a true and fair view in conformity with the applicable Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder, and other accounting principles generally accepted in India, of the net profit after tax and other comprehensive income and other financial information of the Company for the quarter ended 31st March, 2022 and for the year ended 31st March 2022.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Statement section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Statement

This Statement has been prepared on the basis of the annual audited Standalone Financial Statements and has been approved by the Company's Board of Directors. The Company's Board of Directors



are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit/loss and other comprehensive income and other financial information of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under Section 133 of the Act, read with relevant rules issued there under and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

As part of an audit in accordance with the Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place adequate internal financial controls with reference to Standalone Financial Statements and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.



- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For
MITTAL & ASSOCIATES
Chartered Accountants
FRN106456W

Hemant

HEMANT BOHRA

Partner

M.No.: 165667

UDIN: 22165667AJXAZM8902

Place: Mumbai

Date: 30th May, 2022



VERTOZ ADVERTISING LIMITED 602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080 Corporate Identity Number : L74120MH2012PLC226823 STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2022			
(₹ in lakhs)			
	Particulars	Amount As At 31st Mar. 2022	Amount As At 31st Mar. 2021
(1)	ASSETS		
	Non-current Assets		
	(a) Property, Plant & Equipment	34.90	53.50
	(b) Capital work-in-progress	-	-
	(c) Investment Property	-	-
	(d) Goodwill	-	-
	(e) Other Intangible Assets	5,420.86	5,514.43
	(f) Right of use assets	49.63	78.24
	(g) Financial Assets	-	-
	(i) InvestmentS	-	-
	(ii) Trade Receivables	-	-
	(iii) Loans	-	-
	(h) Deferred Tax assets (net)	-	-
	(i) Other non-current assets	44.57	61.13
	Total Non-current assets	5,549.96	5,707.30
(2)	Current Assets		
	(a) Inventories	-	-
	(b) Financial Assets	-	-
	(i) Investments	-	-
	(ii) Trade Receivables	2,620.83	2,321.19
	(iii) Cash & Cash Equivalents	296.57	296.16
	(iv) Bank Balances other than (iii) above	-	-
	(v) Loans	78.02	3.98
	(c) Current Tax Assets (net)	-	-
	(d) Other current assets	76.95	56.25
	Total Current Assets	3,072.37	2,677.59
Total Assets (1+2)		8,622.33	8,384.89
(1)	EQUITY AND LIABILITIES		
	EQUITY		
	(a) Equity Share Capital	1,197.00	1,197.00
	(b) Other Equity	5,433.27	4,576.10
	Total Equity	6,630.27	5,773.10
(2)	LIABILITIES		
	Non-current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	73.50	153.55
	(ii) Trade Payables	-	-
	(iii) Lease Liabilities	63.43	92.23
	(iv) Other financial Liabilities	-	-
	(b) Provisions	68.15	50.68
	(c) Deferred Tax liabilities (Net)	8.77	12.60
	(d) Other Non-current liabilities	-	-
	Total Non-current liabilities	213.86	309.06
(3)	Current Liabilities		
	(a) Financial Liabilities		
	(i) Borrowings	788.78	1,081.80
	(ii) Trade Payables	-	-
	-Dues of micro and small enterprises	25.13	132.32
	-Dues of others	363.42	484.51
	(iii) Lease Liabilities	-	-
	(iv) Other financial Liabilities	214.43	207.59
	(b) Current tax liabilities (net)	200.49	206.25
	(c) Provisions	84.56	157.30
	(d) Other current liabilities	101.39	32.94
	Total Current liabilities	1,778.20	2,302.72
Total Equity and Liabilities (1+2+3)		8,622.33	8,384.89



For VERTOZ ADVERTISING LIMITED

Hirenkumar Shah
Chariman & Whole Time Director
DIN: 00092739

Mumbai
May 30, 2022

VERTOZ ADVERTISING LIMITED

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

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2022

(₹ in lakhs)

Sr.No.	Particulars	Quarter ended			Year ended	
		31-Mar-22	31-Dec-21	31-Mar-21	31-Mar-22	31-Mar-21
	Revenue:					
I	Revenue From Operations (Net of Taxes)	1,000.20	1,224.74	2,602.61	4,160.64	5,700.40
II	Other Income	2.57	7.57	7.78	100.35	203.40
III	Total Income (III)	1,002.77	1,232.32	2,610.38	4,260.99	5,903.80
	Expenses:					
IV	Direct Service Expense	478.49	640.65	1,838.32	2,134.88	3,601.43
	Employment Benefit Cost	173.55	155.87	181.15	633.10	665.32
	Finance Cost	7.89	21.45	59.60	103.07	129.90
	Depreciation and Amortisation	75.86	73.92	124.21	302.24	369.15
	Other Expenses	84.60	115.78	57.08	312.61	204.11
	Total Expenses (IV)	820.40	1,007.67	2,260.36	3,485.91	4,969.91
V	Profit before exceptional items and tax (III-IV)	182.38	224.64	350.02	775.08	933.89
VI	Exceptional Items	-	-	-	-	-
VII	Profit before tax (V-VI)	182.38	224.64	350.02	775.08	933.89
VIII	Tax expense:					
	(1) Income Tax Provision					
	Current Tax	6.01	48.44	49.64	172.99	129.79
	Excess / Short Provision	(4.44)	-	(4.02)	(4.44)	(4.02)
	(2) Deferred tax	(1.95)	-	(6.16)	(3.82)	(10.35)
IX	Profit for the period (VII-VIII)	182.75	176.20	310.56	610.35	818.47
X	Other Comprehensive Income					
	(i) Items that will not be reclassified to Profit or Loss	0.55	0.71	4.00	(13.61)	7.11
	(ii) Income tax relating to above	-	-	1.01	-	1.79
XI	Total Comprehensive Income (IX-X)	183.30	176.90	313.55	596.74	823.78
XII	Paid-up equity share capital (Face value of ₹ 10/- each)	1,197.00	1,197.00	1,197.00	1,197.00	1,197.00
XIII	Other Equity	-	-	-	5,433.27	4,576.10
XIV	Earning per Equity Share (of ₹ 10/- each) (not annualised)					
	(1) Basic	1.53	1.47	2.59	5.10	6.84
	(2) Diluted	1.53	1.47	2.59	5.10	6.84



For VERTOZ ADVERTISING LIMITED

Hirenkumar Shah
Chariman & Whole Time Director
DIN: 00092739

Mumbai
May 30, 2022

VERTOZ ADVERTISING LIMITED 602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080 Corporate Identity Number : L74120MH2012PLC226823 AUDITED CONSOLIDATED CASHFLOW STATEMENT AS ON 31ST MARCH, 2022		
(₹ in lakhs)		
Particulars	Amount As At 31st Mar. 2022	Amount As At 31st Mar. 2021
A : Cash flows from operating activities:		
Profit before taxation	761.47	939.21
Add: Non Operating Expense		
Depreciation & Amortisation	302.24	369.15
Finance Cost	103.07	129.90
Exchange gain/loss on restatement of forex	246.87	(299.87)
	652.18	199.18
Less: Non Operating Income		
Non Operating Income (incl. of Interest Income)	100.35	203.40
	100.35	203.40
Operating profit before working capital changes	1,313.30	934.98
Working Capital Changes:		
(Increase) / Decrease in Trade Receivables	(299.64)	(1,394.50)
(Increase) / Decrease in Other Financial Assets	(74.04)	10.46
(Increase) / Decrease in Non-current Assets	16.56	(44.29)
(Increase) / Decrease in Other Current Assets	(20.69)	(3.76)
(Decrease) / Increase in Short Term Borrowings	(293.02)	179.99
(Decrease) / Increase in Trade Payables	(228.28)	(33.42)
Increase /(Decrease) in Current Tax Liabilities	(5.76)	66.99
Increase /(Decrease) in Other Financial Liabilities	6.83	28.54
(Decrease) / Increase in Current Liabilities	68.45	16.88
(Decrease) / Increase in Short Term Provisions	(83.74)	93.61
	(913.34)	(1,079.48)
Cash generated from operations	399.97	(144.51)
(-) Taxes paid	(168.55)	(125.77)
Net cash used in operating activities	231.42	(270.28)
B : Cash flows from investing activities:		
Fixed asset (Addition)/Deduction	(136.90)	140.16
Non Operating Income (incl. of Interest Income)	100.35	203.40
Investment	-	-
Net cash Generated from investing activities	(36.56)	343.57
C : Cash flows from financing activities:		
Proceeds from issue of Shares	-	-
Dividend Paid	-	-
(Decrease) / Increase in Long Term Borrowings	(80.05)	82.35
Increase /(Decrease) in Lease Liabilities	(28.80)	(35.27)
Increase /(Decrease) in Other Long Term Liabilities	17.48	8.29
Interest Expenses	(103.07)	(129.90)
Net cash generated from financing activities	(194.45)	(74.54)
D : Net increase in cash and cash equivalents = (A+B+C)	0.41	(1.25)
E : Cash and cash equivalents at beginning of period	296.16	297.41
F: Cash and cash equivalents at end of period = (D+E)	296.57	296.16
Note: Cash and Cash Equivalents Comprises of:		
Particulars	Amount As At 31st Mar. 2022	Amount As At 31st Mar. 2021
Balance with Banks		
(i) In Current Accounts	35.37	46.36
(ii) In Deposit Accounts	261.19	249.67
Cash on Hand	0.02	0.14
Cash & Cash Equivalents	296.57	296.16



Mumbai
May 30, 2022

For VERTOZ ADVERTISING LIMITED

Hirenkumar Shah
Chariman & Whole Time Director
DIN: 00092739

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 Audited Consolidated Financials Results and
Assets & Liabilities for the Quarter and Year ended March 31, 2022:**

- 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 Monday, May 30, 2022.
- 2) The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from April 01, 2019, the Financial Results for the Quarter and Year ended March 31, 2022 are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative Quarter and Year ended March 31, 2021 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, 2022 and 31st March, 2021 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 Loss of Rs. 13.61 lakhs during the year 2021-22 including net Gain of Rs 0.55 lakhs in the current Quarter.
- 7) 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)

For VERTOZ ADVERTISING LIMITED

H. S.
Hirenkumar Shah
Whole-time Director
DIN: 00092739



Mumbai
May 30, 2022



Auditor's Report on Quarter and financial year ended on 31st March, 2022 Consolidated Financial results of the company pursuant to the Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
VERTOZ ADVERTISING LIMITED

Report on the Audit of the 4th Quarter and Annual Consolidated Financial results:

We have audited the accompanying annual Consolidated Financial results ('the Statement') of **VERTOZ ADVERTISING LIMITED** ('the Company') for the quarter ended 31st March, 2022 and for the year ended 31st March, 2022, attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('the Listing Regulations'), including relevant circulars issued by SEBI from time to time.

In our opinion and to the best of our information and according to the explanations given to us the Statement:

- i. Includes the results of the following entities: -
 - I. Vertoz INC, USA (Wholly Owned Subsidiary)
 - II. Vertoz Ltd, UK (Wholly Owned Subsidiary)
 - III. AdZurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary)
 - IV. Vertoz Advertising FZ-LLC, UAE (Subsidiary of Vertoz Ltd, UK)
 - V. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
 - VI. ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
 - VII. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
 - VIII. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)
 - IX. AdZurite INC, USA (Subsidiary of Vertoz INC, USA)
 - X. Own Web Solution Pvt. Ltd., India (Wholly Owned Subsidiary)
- ii. presents Consolidated Financial results in accordance with the requirements of Regulation 33 of the Listing Regulations and
- iii. gives a true and fair view in conformity with the applicable Indian Accounting Standards ('Ind AS') prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued there under, and other accounting principles generally accepted in India, of the net profit after tax and other comprehensive income and other financial information of the Company for the quarter ended 31st March, 2022 and for the year ended 31st March 2022.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Statement section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI') together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us, is sufficient and appropriate to provide a basis for our opinion.



Responsibilities of Management and Those Charged with Governance for the Statement

This Statement has been prepared on the basis of the annual audited Consolidated Financial Statements and has been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit/loss and other comprehensive income and other financial information of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under Section 133 of the Act, read with relevant rules issued there under and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this Statement.

As part of an audit in accordance with the Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has in place adequate internal financial controls with reference to Consolidated Financial Statements and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists



related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters:

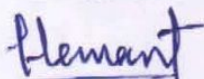
- i. We did not audit the Financial Statements of a Foreign Subsidiaries included in the Consolidated Financial Statements; whose Financial Statements include total assets of Rs. 3,625.14 Lakhs and net assets of Rs. 3,217.83 Lakhs as at March 31, 2022 and total revenues of Rs 1,576.59 Lakhs for the year 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.
- ii. We did not audit the Financial Statements of an Indian Subsidiary included in the Consolidated Financial Statements; whose Financial Statements include total assets of Rs. 139.48 Lakhs and net assets of Rs. 64.00 Lakhs as at March 31, 2022 and total revenues of Rs 590.12 Lakhs for the year ended on that date. These Financial Statement have been Audited by other Auditor whose Audit Report has been furnished to us by the Parent Company's 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.

Our opinion is not modified in respect of these matters.

For MITTAL & ASSOCIATES

Chartered Accountants

FRN 106456W



HÉMANT BOHRA

Partner

M.No.: 165667

UDIN: 22165667AJXCDR6256

Place: Mumbai

Date: 30th May, 2022





Vertoz Advertising Limited
(Formerly known as Vertoz Media Pvt. Ltd. & Vertoz Media Ltd.)

CIN: L74120MH2012PLC226823

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30th May, 2022

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

Dear Sir/Madam,

Sub: - Submission of Declaration in respect of Audit Report with Unmodified Opinion for the Annual Audited Financial Results for the Financial Year ended 31st March 2022.

With reference to the above, the Company do hereby declare that the Statutory Auditors of the Company, have expressed an Unmodified Opinion on their Auditor's Report on Annual Audited (Standalone and Consolidated) Financial Results for the Quarter and Financial Year ended 31st March, 2022, which are duly considered and approved by the Board of Directors on 30th May, 2022.

You are kindly requested to acknowledge and take the above into your records.

Thanking you,

Yours Faithfully,

For Vertoz Advertising Limited

Hirenkumar Rasiklal Shah
Whole-time Director
DIN: 00092739

