

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Vertoz Advertising Limited**
2. Quarter ending - **31-December-2022**

i. Composition of Board of Director

Tit le (M r. / M s)	Name of the Directo r	DIN	PAN	Categor y (Chairpe rson /Executiv e/Non- Executive / Independ ent/ Nominee)	Sub Cate gory	Initial Date of Appoin tment	Date of Appoin tment	Date of cessa tion	Ten ure	Da te of Bir th	Whethe r the director is disquali fied?	Start Date of disqualifi cation	End Date of disqualifi cation	Details of disqualifi cation	Curr ent stat us	Wheth er special resoluti on passed ? [Refer Reg. 17 (1A) of Listing Regulat ions]	Date of passin g specia l resolu tion	No. of Directo rship in listed entities includi ng this listed entity	No of Indepe ndent Directo rship in listed entities includin g this listed entity	No of member ships in Audit/ Stakeho lder Commit tee(s) includin g this listed entity	No of post of Chair perso n in Audit/ Stake holder Comm mittee held in listed entiti es includ ing this listed entity	Memb ership in Comm ittees of the Comp any	Remark s
Mr.	Hirenk umar Shah	00092 739	APNPS6 881B	ED		02-May- 2014	14-Jun- 2022			16 - Ju n- 19 80						NA		1	0	2	0	AC, SC	
Mr.	Ashish Shah	00092 787	ATLPS9 242E	NED		13-Feb- 2012				16 - Ju n- 19 81						No		1	0	0	0		
Mr.	Rasiklal Shah	00091 585	APPPS1 419F	NED		25-Sep- 2017				05 - No v- 19 44						Yes	30-09- 2021	1	0	0			



																							She was appointed as
																							an ID of the Company for a tenure of 5 years. Now re-appointed for second term of 5 years commencing from 14th June 2022.
Mrs.	Nilam Doshi	07848 294	AMPLD 4407F	ID		14-Jun-2017	14-Jun-2022		66	28 - Dec-1978						No		1	1	2	2	AC,SC,NRC	
Mr.	Harshad U Shah	07849 186	AACPS9 040G	C & NED		14-Jun-2017	04-Jan-2020			19 - Jan-1955						No		1	0	1	0	SC,NRC	
Mr.	Rohit Vaghadia	07946 771	AAJPV8 398R	ID		25-Sep-2017	25-Sep-2017		63	21 - Jul-1980						No		1	1	2	0	AC,SC,NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hirenkumar Shah	ED	Member	21-Jul-2017	
2	Nilam Doshi	ID	Chairperson	21-Jul-2017	



3	Rohit Vaghadia	ID	Member	25-Jun-2020	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hirenkumar Shah	ED	Member	21-Jul-2017	
2	Nilam Doshi	ID	Chairperson	21-Jul-2017	
3	Harshad U Shah	C & NED	Member	21-Jul-2017	
4	Rohit Vaghadia	ID	Member	25-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	Risk Management Committee is not applicable to the company
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Nilam Doshi	ID	Chairperson	21-Jul-2017	
2	Harshad U Shah	C & NED	Member	21-Jul-2017	
3	Rohit Vaghadia	ID	Member	25-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors



Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
10-Aug-2022	Yes	6	5	2
05-Sep-2022	Yes	6	5	2
16-10-2022	Yes	6	5	2
14-11-2022	Yes	6	5	2
24-11-2022	Yes	6	5	2
29-12-2022	Yes	6	6	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	40

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	10-Aug-2022	Yes	3	3	2	0
Audit Committee	05-Sep-2022	Yes	3	3	2	0
Audit Committee	14-Nov-2022	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	69



v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Zill Shah
 Designation : Company Secretary & Compliance Officer

For VERTOZ ADVERTISING LIMITED
 Zill Shah
 DIRECTOR / AUTHORIZED SIGNATORY

