

17th July 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 – 400 051.

Scrip Code: Vertoz

Series: EQ

Dear Sir,

Sub: Reconciliation of Share Capital Audit Report for the Quarter ended 30th June 2024

In compliance with SEBI Circular No. D&CC/FITTC/CIR-16/2002 dated 31st December, 2002, as amended from time to time, we submit herewith the Report made by M/s U. Hegde & Associates, Company Secretaries, with regards to Reconciliation of Share Capital Audit of the Company as on 30th June 2024 and certifying due compliance with related requirements during the quarter ended as on date.

We request you to kindly take the same on records.

Thanking you,

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

Zill Pankaj Digitally signed by
Zill Pankaj Shah
Shah Date: 2024.07.17
13:06:47 +05'30'

Zill Shah
Company Secretary & Compliance Officer
Membership No. A51707
Encl: a/a



U. HEGDE & ASSOCIATES

COMPANY SECRETARIES

To,
Board of Directors
VERTOZ LIMITED (Formerly known as Vertoz Advertising Limited)
602, Avior – Nirmal Galaxy, Opp. Johnson & Johnson,
LBS Road, Mulund West, Mumbai – 400080.

SHARE CAPITAL RECONCILIATION AUDIT

I, have examined the Register of Members, beneficiary details furnished by Depositories and other records and documents maintained by **VERTOZ LIMITED** (formerly known as Vertoz Advertising Limited) and its Registrar and Share Transfer Agent, KFIN Technologies Limited, for issuing this certificate in accordance with Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018.

In my opinion and to best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the following:

1.	Report for the quarter ended	30-06-2024	
2.	ISIN	INE188Y01015	
3.	Face Value	Rs. 10/- each	
4.	Name of the Company	Vertoz Limited (formerly known as Vertoz Advertising Limited)	
5.	Registered Office Address	602, Avior –Nirmal Galaxy, Opp. Johnson & Johnson, LBS Road, Mulund West, Mumbai – 400080.	
6.	Correspondence Address	602, Avior – Nirmal Galaxy, Opp. Johnson & Johnson, LBS Road, Mulund West, Mumbai – 400080.	
7.	Telephone and Fax No.	Ph No. – 022- 61426086 Fax No.- 022– 61426061	
8.	Email Address	compliance@vertoz.com	
9.	Name of the Stock Exchange where the Company’s Securities are listed	National Stock Exchange of India Limited (NSE)	
		Number of Shares	% of Total issued Capital
10.	Issued Capital	42,615,000	100
11.	Listed Capital (Exchange wise) (as per Company records) -NSE	42,322,500	99.31
12.	Held in dematerialized form in CDSL	12,943,712	30.37
13.	Held in dematerialized form in NSDL	29,378,786	68.94
14.	Physical	2	0.00
15.	Total No. of Shares (12+13+14)	42,322,500	99.31

16.	Reasons for differences, if any, between (10&11)	The difference of 292,500 Equity Shares is on account of Equity Shares so issued during the quarter ended June 30, 2024 pursuant to conversion of Warrants which is yet to be listed.					
	(10&15)	The difference of 292,500 Equity Shares is on account of Equity Shares so issued during the quarter ended June 30, 2024 pursuant to conversion of warrants which is yet to be listed.					
	(11&15)	--Not Applicable--					
17.	Certifying the details of changes in Share Capital during the quarter under consideration as per table below:						
	Particulars	No. of Shares	Applied/ Not applied for listing	Listed on Stock Exchange (specify name)	Whether intimated to CDSL	Whether intimated to NSDL	In Principle approval pending for Stock Exchange (specify name)
	Amalgamation/ Scheme of arrangement*	24,060,000	Applied	NSE	Yes	Yes	N.A.
	Conversion of Warrants into Equity Shares**	2,92,500	Applied	NSE	Yes	Yes	N.A.
	Conversion of Warrants into Equity Shares #	2,92,500	Applied	Awaited	No	No	Yes
	Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (specify): Conversion * The said equity shares were allotted pursuant to scheme of merger by absorption between PayNx Technologies Private Limited (1st Transferor Company) and Qualispace Web Services Private Limited (2nd Transferor Company) with Vertoz Advertising Limited (Transferor Company sanctioned by the National Company Law Tribunal, Mumbai vide it's order dated 07th February, 2024. Further, during the quarter ended June 30,2024, the Company has completed the Corporate Action, and Listing & Trading approval for the said shares were effective from May 30,2024. **The said equity shares were allotted during the quarter ended June 30,2024 pursuant to conversion of warrants into equity shares and the Company has completed Corporate Action during the quarter and Listing and Trading approval for the said shares was effective from June 19,2024. # The said equity shares were allotted during the quarter ended June 30,2024 pursuant to conversion of warrants into equity shares and Corporate Action for the same was pending for submission as on June 30,2024 and therefore the listing application for the said shares were pending for submission as on June ,2024.						
18.	Register of Members is updated (Yes/No)	Yes					
	If not, updated up to which date						
19.	Reference of previous quarter with regard to excess dematerialized Shares, if any	N.A.					

20.	Has the Company resolved the matter mentioned in Point No. 19 above, in the current quarter? If not reason why?		N.A.	
21.	Mention that total number of requests, if any, confirmed after 21 days and the total number of requests pending beyond 21 days with the reason for delay:			
	Total No. of Demat requests	No. of requests	No. of Shares	Reason for delay
	Confirmed after 21 days	NIL	NIL	NIL
	Pending for more than 21 days	NIL	NIL	NIL
22.	Name, Telephone & Fax No. of Compliance Officer of the Company		Ms. Zill Shah Membership No- ACS 51707 022-6142 6086	
23.	Name, Address, Telephone & Fax No., Regn No. of the Auditor		Mr. Umashankar K Hegde Practicing Company Secretary B-401, Janki Niwas Shree Rambalakdas Nagri CHS, Tapovan, Malad(E), Mumbai 400 097. Tel No - +91-8454826250. C.P. No- 11161 Membership No- ACS22133	
24.	Appointment of common agency for Share Registry work (if yes, name and address)		KFIN Technologies Limited, Selenium Building, Tower B, Plot No. 31-32, Financial District, Nanakramghuda, Serilingampally, Hyderabad Rangaredi– 500 032. Phone No. - 040 -67162222 Fax – 040 – 23001153 Email – support@karvy.com	
25.	Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from Stock Exchange, Company changed its name, etc.)		a) The Company has changed its name from Vertoz Advertising Limited to Vertoz Limited with effect from 4 th July 2024. b) The ISIN Code for the Equity Shares of the Company has changed to INE188Y01023 with effect from 5 th July 2024 pursuant to Sub-division from 1 Equity Share of Rs. 10/- each to 10 Equity Shares of Re. 1/- each.	

FOR U. HEGDE & ASSOCIATES, COMPANY SECRETARIES

UMASHANKAR
KRISHNA HEGDE

Digitally signed by UMASHANKAR
KRISHNA HEGDE
Date: 2024.07.16 19:30:06 +05'30'

UMASHANKAR K HEGDE

(Proprietor)

CP No- 11161 # M.No- A22133

Date: 16th July 2024

Place: Mumbai