VERTOZ

Vertoz Limited (f.k.a. Vertoz Advertising Limited
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

03rd August 2024

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,

This is to inform you that the 13th Annual General Meeting (AGM) of Vertoz Limited (Formerly known as Vertoz Advertising Limited) (herein after referred as "the Company") was held on Friday, 02nd August 2024 at 05.00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide it's General Circular Nos. 14/2020, 17/2020, 20/2020, 02/ 2021, 19/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/ HO/ CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021; SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 5, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Pursuant to the Section 108 of the Companies Act, 2013 read with the Rules made there under, as amended from time to time and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), the Company had provided facility for voting to its Shareholders as on 26th July 2024 (being cut-off date for the purpose of voting) to cast their votes on the items of business stated in the Notice dated 06th July 2024 convening the AGM. The remote E-Voting commenced from Tuesday, 30th July 2024 at 09:00 a.m. (IST) and concluded on Thursday, 01st August 2024 at 05:00 p.m. (IST).

Since the AGM was convened through VC/OAVM, Shareholders were given the facility to vote through E-Voting at the time of the AGM and the said E-Voting Facility was kept open for 15 minutes and thereafter the link for e-voting was disabled.

The Company has received the Scrutinizer's Report from Mr. Umashankar Hegde, Proprietor of M/s. U. Hegde & Associates, Practicing Company Secretaries, Mumbai, confirming details of voting through Remote E-Voting and E-Voting at the time of the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed and approved by the Shareholders on the date of AGM i.e. on 02nd August 2024.

The AGM commenced at 05.00 p.m. and concluded at 5.53 p.m.

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A disclosure of voting results in terms of Regulation 44 of the Listing Regulations is enclosed as "Annexure 1" and the Scrutinizer's report on Remote E-Voting and E-Voting at the time of the AGM is enclosed herewith as "Annexure 2". A copy of the said Scrutinizer's Report and declaration of Results is also being uploaded on the website of the Company viz. www.vertoz.com and website of KFin Technologies Limited viz. https://evoting.kfintech.com/.

Kindly take the above on your record and disseminate the same for the information of investors.

Thanking you,

Yours Faithfully,
For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

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VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

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

cc: KFin Technologies Limited
Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032.

Annexure 1

	VERTOZ ADVERTISING LIMITED
Date of the AGM/EGM	02-08-2024
Total number of shareholders on record date	24451
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	8
Public:	32

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: a.the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon; b.the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of Auditors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	54,57,32,960	54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,93,15,221	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	20,14,01,819	1,89,01,812	9.3851	1,89,01,372	440	99.9976	0.0023	0	1,702
	Poll		2,88,37,517	14.3184	2,88,37,497	20	99.9999	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,77,39,329	23.7035	4,77,38,869	460	99.9990	0.0010	0	1702
	Total	84,64,50,000	59,34,72,289	70.1131	59,34,71,829	460	99.9999	0.0001	0	1702

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

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Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Mr. Harshad Uttamchand Shah (DIN: 07849186), who is liable to retire by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	54,57,32,960	54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,93,15,221	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	20,14,01,819	1,89,01,812	9.3851	1,89,00,252	1,560	99.9917	0.0082	0	1,702
	Poll		2,88,37,517	14.3184	2,88,37,497	20	99.9999	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,77,39,329	23.7035	4,77,37,749	1,580	99.9967	0.0033	0	1702
	Total	84,64,50,000	59,34,72,289	70.1131	59,34,70,709	1,580	99.9997	0.0003	0	1702

Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Rajkumar Gupta (DIN: 10616896) as an Independent Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	54,57,32,960	54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,93,15,221	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	20,14,01,819	1,89,01,812	9.3851	1,89,00,372	1,440	99.9923	0.0076	0	1,702
	Poll		2,88,37,517	14.3184	2,88,37,497	20	99.9999	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,77,39,329	23.7035	4,77,37,869	1,460	99.9969	0.0031	0	1702
	Total	84,64,50,000	59,34,72,289	70.1131	59,34,70,829	1,460	99.9998	0.0002	0	1702

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

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Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mrs. Dimple Hirenkumar Shah (DIN: 07788365) as an Executive Director of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	54,57,32,960	54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,93,15,221	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	20,14,01,819	1,89,01,812	9.3851	1,89,00,252	1,560	99.9917	0.0082	0	1,702
	Poll		2,88,37,517	14.3184	2,88,37,497	20	99.9999	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,77,39,329	23.7035	4,77,37,749	1,580	99.9967	0.0033	0	1702
	Total	84,64,50,000	59,34,72,289	70.1131	59,34,70,709	1,580	99.9997	0.0003	0	1702

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Change in designation of Mr. Hirenkumar Rasiklal Shah (DIN: 00092739), Whole-time Director (WTD) to Managing Director (MD) of the Company.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	54,57,32,960	54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		54,57,32,960	100.0000	54,57,32,960	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	9,93,15,221	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non Institutions	E-Voting	20,14,01,819	1,89,01,812	9.3851	1,89,00,252	1,560	99.9917	0.0082	0	1,702
	Poll		2,88,37,517	14.3184	2,88,37,497	20	99.9999	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		4,77,39,329	23.7035	4,77,37,749	1,580	99.9967	0.0033	0	1702
	Total	84,64,50,000	59,34,72,289	70.1131	59,34,70,709	1,580	99.9997	0.0003	0	1702

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

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Annexure 2

U. HEGDE & ASSOCIATES

COMPANY SECRETARIES

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of the Meeting
Vertoz Limited (Previously known as Vertoz Advertising Limited)

Meeting: Thirteenth Annual General Meeting through Video Conferencing/Other Audio-Visual Means
Date of Meeting: August 2,2024
Time of Meeting: 5.00 p.m.
Deemed Venue: 602, Avior, Nirmal Galaxy, Opp. Johnson & Johnson, LBS Marg, Mulund (West), Mumbai, Maharashtra - 400 080.

Dear Sir,

I, Umashankar Hegde, Practicing Company Secretary proprietor of M/s U. Hegde & Associates, Company Secretaries having my office at B-401, Janki Niwas, Shree Rambalakdas Nagri CHS, Tapovan, Malad(E), Mumbai - 400097, was appointed as the Scrutinizer of Vertoz Limited for scrutinizing Remote e-voting and E-voting during the Thirteenth Annual General Meeting ("AGM") held on Friday, August 2, 2024 at 5.00 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members (also referred as "Shareholders") at a common venue.

The Ministry of Corporate Affairs (MCA) vide it's General Circular no. 14/2020 dated 8th April, 2020, General Circular no. 17/2020 dated 13th April, 2020, General Circular no. 20/2020 dated 05th May, 2020, General Circular no. 39/2020 dated 31st December, 2020, General Circular No. 02/2021 dated 13th January, 2021, General Circular no. 10/2021 dated 23rd June, 2021, General Circular no. 20/2021 dated 8th December, 2021, General Circular No. 21/2021 dated 14th December,2021, General Circular no. 03 /2022 dated 5th May, 2022, General Circular no. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 23rd September,2023 (hereinafter referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs and Master Circular no. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June, 2023 (hereinafter collectively referred to as "the Circulars"), pursuant to Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated 12th May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, Circular No. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13th May, 2022 followed by Circular No. SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 ("SEBI Circulars") and all other relevant circular issued from time to time had permitted the Company to conduct Annual General Meeting ("AGM" or "Meeting") through Video Conferencing/Other Audio

B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097
Mobile No- 8454826250, website: www.csuhegde.in
Email: umashankar.hegde@gmail.com/uhegdeassociates@gmail.com.

Visual Means ("VC/ "OAVM") without the physical presence of stakeholders at a common venue.".

Further in compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report for FY 2023-24 was sent only through electronic mode to those Members whose name appeared in the Register of Members / Beneficial Owners maintained by the Depositories as on benpos date i.e. Friday, 5th July, 2024 and whose email addresses are registered with the Company / Depositories. The Notice and Annual Report for FY 2023-2024 was also made available on website of the Company, i.e. www.vertoz.com, website of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com respectively, and on the website of the KFIN Technologies Limited ("KFIN") at www.evoting.kfintech.com.

Since the AGM was held pursuant to MCA circulars through VC /OVAM, physical attendances of members were dispensed with. Accordingly, in terms of above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by Members were dispensed with.

Members attended the meeting through VC /OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 ("the Act").

In compliance with the provisions of the Section 108 of the Act read with the Rules made thereunder and other applicable provisions of the Act, Secretarial Standard on General Meetings ("SS-2") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended from time to time), the Company has also provided the facility to the Members to cast their votes on all the resolutions set out in the Notice of the AGM, by Remote e-voting facility. Further, the Company also provided E-voting facility during AGM, to its Members in respect of the businesses to be transacted at the AGM to those Members who attended the AGM and who had not voted through Remote e-voting.

The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with Ministry of Corporate Affairs Circular No. 20/2020 dated 5th May 2020 were published in "Financial Express" (in English) (All editions) and in "Lakshadeep" (in Marathi) (Mumbai Edition) on 10th July, 2024.

The Members of the Company holding Shares of the Company as on the "cut-off" date i.e., Friday, 26th July, 2024 were entitled to vote on the Resolutions as contained in the Notice of AGM of the Company.

The Company had made necessary arrangements with KFIN Technologies Limited (KFIN) to facilitate Remote e-voting and E-voting during AGM.

The period for Remote e-voting commenced on Tuesday, 30th July,2024 at 9:00 a.m. (I.S.T.) and ended on Thursday, 1st August, 2024 at 5:00 p.m. (I.S.T.) and the KFIN e-voting system was blocked in due time.

After the end of the Remote e-voting period i.e. on 1st August, 2024, I was provided access to details of the Members who had opted for Remote e-voting. The details such as the name of the member, DP Id, Client Id, and number of Shares held by the Member could be seen to ensure that these Members do not vote again at the AGM. However, the manner in which the votes were cast by the Members were not available.

Further, the E-voting was announced during the AGM for the Members who attended the AGM and had not cast their vote earlier through Remote e-voting.

After the closure of the E-voting at the AGM, the Report on the E-voting done during the AGM was generated and the voting was diligently scrutinized and reconciled with the votes casted under Remote e-voting facility which was unblocked in the presence of two witnesses who were not in employment of the Company.

I, have scrutinized and reviewed the Remote e-voting and E-voting tendered during AGM based on the data downloaded from the e-voting system of KFIN.

The Consolidated Report on the result of the Remote e-voting and E-voting during AGM in respect of the Resolutions set out in the Notice of the AGM is as under:

Resolution No. 1: Ordinary Resolution

a) Consideration and Adoption of the Audited Standalone Financial Statement of the Company together with the report of the Board of Directors and the Auditors thereon for the financial year ended 31st March, 2024.
b) Consideration and Adoption of the Audited Consolidated Financial Statement of the Company together with the report of the Auditors thereon for the financial year ended 31st March 2024.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	80	564,634,332	95.1408
e-Voting during AGM	17	28,837,497	4.8591
Total	97	593,471,829	99.9999

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	2	440	0.0001
e-Voting during AGM	1	20	0
Total	3	460	0.0001

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	2*	1,702
E-voting during AGM	-	-

***Abstained from voting**

Resolution No. 2: Ordinary Resolution

Appointment of Director in place of Mr. Mr. Harshad Uttamchand Shah (DIN: 07849186), who retires by rotation, and being eligible, offered himself for re-appointment.

(i) Voted **in favor** of the Resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	78	564,633,212	95.1406
E-voting during AGM	17	28,837,497	4.8591
Total	95	593,470,709	99.9997

(ii) Voted **against** the Resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1,560	0.0003
E-voting during AGM	1	20	0
Total	5	1,580	0.0003

(iii) Invalid votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	2*	1,702
E-voting during AGM	-	-

***Abstained from voting**

Resolution No. 3: Special Resolution

Appointment of Mr. Rajkumar Gupta (DIN: 10616896) as an Independent Director of the Company.

(i) Voted **in favor** of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	79	564,633,332	95.1407
E-voting during AGM	17	28,837,497	4.8591
Total	96	5,93,470,829	99.9998

(ii) Voted against the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	3	1,440	0.002
E-voting during AGM	1	20	0
Total	4	1,460	0.002

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	2*	1,702
E-voting during AGM	-	-

***Abstained from voting**

Resolution No. 4: Special Resolution

Appointment of Mrs. Dimple Hirenkumar Shah (DIN: 07788365) as an Executive Director of the Company.

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	78	564,633,212	95.1406
E-voting during AGM	17	28,837,497	4.8591
Total	95	593,470,709	99.9997

(i) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1,560	0.0003
E-voting during AGM	1	20	0
Total	5	1,580	0.0003

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	2*	1,702
E-voting during AGM	-	-

***Abstained from voting**

Resolution No. 5: Special Resolution

Change in designation of Mr. Hirenkumar Rasiklal Shah (DIN: 00092739), Whole time Director (WTD) to Managing Director (MD) of the Company:

(i) Voted in favor of the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	78	564,633,212	95.1406
E-voting during AGM	17	28,837,497	4.8591
Total	95	593,470,709	99.9997

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	1,560	0.0003
E-voting during AGM	1	20	0
Total	5	1,580	0.0003

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	2*	1,702
E-voting during AGM	-	-

***Abstained from voting**

Note :- Based on the confirmation received from the Company/RTA, the total paid up capital for e-voting purpose is considered as 846,450,000 equity shares, as corporate action for the conversion of warrants into equity for 2,92,500 shares is pending for execution & therefore residual corporate benefit of the Stock Split and the Bonus arising out original equity shares of 292,500 shares (i.e., for 5850000 equity shares) is yet to be given effect.

All the Resolutions stated above from Resolution No. 1 to Resolution No. 5 have been passed with requisite majority.

The records relating to electronic voting (Remote e-voting and E-voting during AGM) containing details has been provided to the Company for safe keeping.

Thanking You,

Place: Mumbai
Date: 03/08/2024

For U. HEGDE & ASSOCIATES

UMASHANKAR KRISHNA HEGDE
Digitally signed by UMASHANKAR KRISHNA HEGDE
Date: 2024.08.03 13:45:54 +05'30'

Umashankar K Hegde
(Scrutinizer)
Practicing Company Secretary
M. No- A22133 # C.P No- 11161

ICSI UDIN: A022133F000889725

Countersigned
For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

Hirenkumar Rasiklal Shah
Digitally signed by Hirenkumar Rasiklal Shah
Date: 2024.08.03 14:00:45 +05'30'

Hirenkumar Shah
Chairman for the meeting
DIN: 00092739