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
e: corp@vertoz.com
w: www.vertoz.com

26th May 2025

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

Subject: - Outcome of Board Meeting of the Company held on 26th May 2025

Reference: Regulation 30 & 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 ("LODR")

Dear Sir/Madam,

We wish to inform you that the Board of Directors at its Meeting held today i.e. 26th May 2025 has considered and approved the following matter:

Financial Results:

Pursuant to the Regulation 30 & 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of the Audited Standalone and Consolidated Financial Results for the quarter and year ended on 31st March, 2025 along with Auditor's Report issued by the Statutory Auditors, M/s. Mittal & Associates, on the Standalone and Consolidated Financial Results of the Company as approved by the Board of Directors in the Meeting held today i.e. 26th May 2025 **(Annexure A).**

In Compliance with the provisions of Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") the Company hereby declares that the Statutory Auditors i.e. M/s. Mittal & Associates, Chartered Accountants have issued the Audit Reports with the Unmodified Opinion on the Audited Financial Results of the Company for the year ended 31st March 2025. The declaration of unmodified opinion is appended herewith as **Annexure B.**

A copy of the said Audited Financial Results along with the Auditor's Report will be uploaded on the Company's website at https://www.vertoz.com/.

The Meeting of the Board of Directors commenced at 5.00 p.m. and concluded at 9.00 p.m.

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We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

Zill Pankaj Shah

Digitally signed by Zill Pankaj Shah
Date: 2025.05.26 22:56:17 +05'30'

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Zill Shah
Company Secretary & Compliance Officer
M. No.: A51707

Encl: A/a

MITTAL & ASSOCIATES
CHARTERED ACCOUNTANTS

603, Raylon Arcade,
RK Mandir Road,
Kondivita, JB nagar
Andheri (East), Mumbai – 400059
Tel : 8689958800
Email : audit@mittal-associates.com

Independent Auditor's Report on Standalone Financial Results of Vertoz Limited (Formerly known as Vertoz Advertising Limited) for Quarter ended and year ended 31st March, 2025 pursuant to the Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
Vertoz Limited (Formerly known as Vertoz Advertising Limited)

Opinion

We have audited the accompanying "Statement of Audited Standalone Financial Results ('the Statement') of **Vertoz Limited (Formerly known as Vertoz Advertising Limited)** ('the Company') for the quarter ended and year ended 31st March, 2025, 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 and for the year ended 31st March 2025.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SA's) specified under section 143(10) of the Companies Act, 2013 as amended ('the Act'). Our responsibilities under those standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Results' 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 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 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 and Board of Directors.

- 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.

Materiality is the magnitude of misstatements in the Statements that, individually or in aggregate makes it probable that the economic decision of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope our audit work and in evaluating the results of our work and (ii) to evaluate the effect of any identified misstatements in the Statements.

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. Pursuant to Regulation 32 of the Securities Exchange Board of India (Listing Obligations and Disclosure 2015 Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD1/162/2019 dated 24th December 2019, we are of the opinion that there was no deviation in the utilization of proceeds of Preferential Issue of Share Warrants from the objects and there has been no variation in the use of proceeds Preferential Issue of Shares Warrants from the objects as stated by the Company in its Offer Letter.

   Our opinion is not modified in respect of these matters

For
Mittal & Associates
Chartered Accountants
FRN: 106456W

SOURABH BAGARIA
Digitally signed by SOURABH BAGARIA
Date: 2025.05.26 19:11:17 +05'30'

CA Sourabh Bagaria
Partner
M. No.: 183850 **Place: Mumbai**
UDIN: 25183850BMKZAT5892 **Date: 26/05/2025**

VERTOZ LIMITED

(Formerly known as 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 2025

(₹ in lakhs)

Sr. No.	Particulars	Note No.	Amount As At 31st Mar 25	Amount As At 31st Mar 24
	ASSETS			
(1)	**Non-current Assets**			
	(a) Property Plant & Equipment	1	167.16	184.09
	(b) Capital work-in-progress			
	(c) Investment Property			
	(d) Goodwill			
	(e) Other Intangible Assets	1	478.08	368.20
	(f) Right of use assets	1	263.74	281.00
	(g) Financial Assets			
	(i) Investment in Subsidiaries	2	6,508.27	6,334.44
	(ii) Investment in Others	2	19.97	497.78
	(ii) Trade Receivables			
	(iii) Other Financial Assets	3	696.46	52.74
	(h) Deferred Tax assets (net)		62.46	38.22
	(i) Other non-current assets			
	Total Non-current assets		**8,196.14**	**7,756.48**
(2)	**Current Assets**			
	(a) Inventories			
	(b) Financial Assets			
	(i) Investments			
	(ii) Trade Receivables	4	4,773.80	3,454.49
	(iii) Cash & Cash Equivalents	5	34.03	368.98
	(iv) Bank Balances other than (iii) above	5	-	391.02
	(v) Loans	6	2,317.26	1,074.32
	(c) Current Tax Assets (net)		30.77	-
	(d) Other current assets	7	480.56	1,399.55
	Total Current Assets		**7,636.43**	**6,688.35**
	Total Assets (1+2)		15,832.57	14,444.84
	EQUITY AND LIABILITIES			
(1)	**EQUITY**			
	(a) Equity Share Capital		8,523.00	4,203.00
	(b) Other Equity	9	4,643.53	8,028.24
	Total Equity		**13,166.53**	**12,231.24**
	LIABILITIES			
(2)	**Non-current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	10	4.19	13.64
	(ii) Trade Payables			
	(iii) Lease Liabilities		132.44	-
	(iv) Other financial Liabilities			
	(b) Provisions	11	152.14	125.30
	(c) Deferred Tax liabilities (Net)			
	(d) Other Non-current liabilities			
	Total Non-current liabilities		**288.77**	**138.95**
(3)	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	12	1,488.40	1,095.52
	(ii) Trade Payables			
	-Dues of micro and small enterprises			
	-Dues of others	13	609.75	501.54
	(iii) Lease Liabilities		142.06	279.85
	(iv) Other financial Liabilities		23.41	58.49
	(b) Current tax liabilites (net)		18.85	70.77
	(c) Provisions	16	60.13	50.04
	(d) Other current liabilities	17	34.67	18.44
	Total Current liabilities		**2,377.27**	**2,074.65**
	Total Equity and Liabilities (1+2+3)		15,832.57	14,444.84

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

VERTOZ LIMITED

(Formerly known as Vertoz Advertising Limited)

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

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2025

(₹ in Lakhs, except EPS)

Sr.No.	Particulars	Quarter Ended			Year Ended	
		31-Mar-25	31-Dec-24	31-Mar-24	31-Mar-25	31-Mar-24
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
	Revenue:					
I	Revenue From Operations (Net of Taxes)	1,739.24	1,658.63	1,035.45	5,749.02	4,178.25
II	Other Income	179.47	14.38	7.92	345.77	121.94
III	***Total Income (III)***	**1,918.71**	**1,673.00**	**1,043.37**	**6,094.79**	**4,300.19**
IV	***Expenses:***					
	Direct Service Expense	814.15	649.77	489.42	2,693.58	2,344.22
	Employment Benefit Cost	479.10	406.10	269.59	1,640.80	901.72
	Finance Cost	34.44	38.28	11.22	165.92	109.76
	Depreciation and Amortisation	111.51	47.32	55.13	290.39	158.06
	Other Expenses	234.81	322.98	147.06	629.18	503.03
	Total Expenses (IV)	**1,674.02**	**1,464.45**	**972.42**	**5,419.86**	**4,016.80**
V	**Profit before exceptional items and tax (III-IV)**	244.69	208.56	70.97	674.93	283.41
VI	Exceptional Items					
VII	**Profit before tax (V-VI)**	244.69	208.56	70.97	674.93	283.41
VIII	***Tax expense:***					
	(1) Income Tax Provision					
	Current Tax	67.02	50.44	17.24	172.77	70.71
	Excess / Short Provision	-	6.24	-	6.24	-
	(2) Deferred tax	(0.77)	7.60	(43.40)	(17.31)	(45.86)
IX	Profit for the period (VII-VIII)	178.44	144.29	97.12	513.23	258.56
X	**Other Comprehensive Income**					
	(i) Items that will not be reclassified to Profit or Loss	2.48	10.40	(40.53)	27.50	7.36
	(ii) Income tax relating to above	(1.62)	(1.62)	(10.20)	(6.92)	1.85
XI	**Total Comprehensive Income (IX-X)**	**182.55**	**156.31**	**66.79**	**547.65**	**264.07**
XII	Paid-up equity share capital (Face value of Rs. 1/- each)	8,523.00	8,523.00	1,605.97	8,523.00	1,605.97
XIII	Other Equity			-	-	8,028.24
XIV	Earning per Equity Share (of Rs. 1/- each) (not annualised)					
	(1) Basic	0.02	0.02	0.60	0.06	1.61
	(2) Diluted	0.02	0.02	0.60	0.06	1.61

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

VERTOZ LIMITED

(Formerly known as 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 2025

(₹ in Lakhs)

Particulars	Amount As At 31st Mar. 2025	Amount As At 31st Mar. 2024
A : Cash flows from operating activities:		
Profit before taxation	**674.93**	**283.40**
Add: Non Operating Expense		
Depreciation & Amortisation	290.39	158.06
Capital Work in Process		
Interest expense	137.22	109.76
	427.61	**267.82**
Less: Non Operating Income		
Other Non Operating Income (Inclusive of interest income)	392.85	121.94
	392.85	**121.94**
Operating profit before working capital changes	**709.69**	**429.28**
Working capital changes:		
Decrease /(Increase) In Trade Receivables	-1,319.31	-1,854.14
Decrease/(Increase) in Other Financial Assets	-643.72	532.05
Decrease/(Increase) in Other Non-Current Assets	-	-3.60
Decrease/(Increase) in Other Current Assets	-354.73	-486.43
Increase /(Decrease) in Short Term Borrowing	392.89	299.55
Increase /(Decrease) in Trade Payables	108.22	-298.74
Increase /(Decrease) in Current Tax Liabilities	-	-56.83
Increase /(Decrease) in Other Financial Liabilities	-35.08	-38.18
Increase /(Decrease) in Other Current Liabilities	16.22	2.66
Increase /(Decrease) in Short Term Provisions	36.93	20.06
Increase /(Decrease) in Adjustments in Provisions	-	-11.61
	-1,798.59	**-1,895.21**
Cash generated from operations	-1,088.90	-1,465.94
(-) Taxes paid	-234.48	-70.71
Net cash used in operating activities	**-1,323.38**	**-1,536.65**
B : Cash flows from investing activities:		
Fixed asset (Addition)/Deduction	-293.75	-655.89
Other Non Operating Income (Inclusive of interest income)	55.08	121.94
Investment	-1.01	-3,289.83
Investment in Others	813.96	-497.78
Net cash Generated from investing activities	**574.29**	**-4,321.56**
C : Cash flows from financing activities:		
Proceeds from issue of Share Warrants	269.68	5,794.67
Proceeds for business combination	-	254.30
Expenses of business combination directly Transfer to reserve	-	-35.92
Increase /(Decrease) in Long Term Borrowings	-9.45	11.36
Dividend Paid	-	-
Increase /(Decrease) in Lease Liabilities	-122.54	249.99
Increase /(Decrease) in Other Long Term Liabilities	-	47.23
Interest Expenses	-114.56	-109.76
Net cash generated from financing activities	**23.13**	**6,211.86**
D : Net increase in cash and cash equivalents = (A+B+C)	**-725.97**	**353.65**
E : Cash and cash equivalents at beginning of period	760.00	406.34
F: Cash and cash equivalents at end of period = (D+E)	**34.03**	**760.00**

Note:

Cash and Cash Equivalants Comprises of:

Particulars	Amount As At 31st Mar. 2025	Amount As At 31st Mar. 2024
Balance with Banks		
(i) In Current Accounts	32.58	368.40
(ii) In Deposit Accounts	-	391.02
Cash on Hand	1.45	0.58
Cash & Cash Equivalants	**34.03**	**760.00**

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

VERTOZ LIMITED

(Formerly known as 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 Financial Results for the Quarter and Year ended 31st March, 2025:

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, 26th May, 2025.

2) The Financial Results for the Quarter and Year ended 31st March, 2025, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative Quarter and Year ended 31st March, 2025 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 above statement of Audited Standalone Financial Results for the Quarter and Year ended 31st March 2025 are not comparable to those reported for the proceeding periods due to Merger and Acquisitions mentioned in the Quarter and Year ended 31st March, 2025. Previous periods figures have been regrouped and rearranged wherever necessary.

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 gain of Rs. 4.10 lakhs during the current Quarter ended 31st March, 2025 and Rs. 34.42 lakhs during the Year ended 31st March, 2025.

8) The figures for the Quarter ended 31st March 2025 and 31st March 2024 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.

9) **Sub-Division/ Split of the Equity Shares of the Company:**

   The Board of Directors in its Meeting held on 31st May 2024 approved to sub-divide each of the fully paid Equity Share of the Company having a face value of Rs. 10/- each to face value of Re. 1/- each, fully paid-up, by alteration of Capital Clause of the Memorandum of Association of the Company, which was approved by the Shareholders at their Meeting held on 24th June 2024. The Record Date for the purpose of determining eligible Shareholders for Split of Shares was 05th July 2024.

VERTOZ LIMITED

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Corporate Identity Number: L74120MH2012PLC226823

10) **Issuance and Allotment of Bonus Equity Shares:**

The Board of Directors in its Meeting held on 31st May 2024 approved the Capitalization of Securities Premium Account of at least Rs. 42,61,50,000 (Rupees Forty-Two Crore Sixty-One Lakh and Fifty Thousand Only) from and out of the Securities Premium Account as per the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2024 for issuance and allotment of Bonus Equity Shares in the ratio of 1:1 (i.e., one Bonus Share for each existing Equity Share held in the Company), which was approved by the Shareholders at their Meeting held on 24th June 2024.The Record Date for the purpose of determining eligible Shareholders for Bonus issue of Shares was 05th July 2024.

Further, the Board of Directors of the Company has accorded its approval for allotment of 42,61,50,000 Bonus Equity Shares of face value of Re. 1/- (Rupee One only) each, fully paid-up as Bonus Equity Shares in the proportion of 1:1 i.e. 1 (One) Bonus Share of Re. 1/- each for every 1 (One) existing Equity Share held to be credited as fully paid-up Equity Shares to the holders of the existing Equity Shares of the Company whose names appeared in the Register of Members or in the Register of Beneficial Owners maintained by the Company/ Depositories as on 05th July, 2024, i.e. the Record Date fixed for this purpose. Consequently, the paid-up Equity Share Capital of the Company stands increased from Rs. 42,61,50,000/- (Rupees Forty-Two Crore Sixty-One Lakh and Fifty Thousand Only) divided into 42,61,50,000 Bonus Equity Shares of face value of Re. 1/- (Rupee One only) each to Rs. 85,23,00,000/- (Rupees Eighty-Five Crore and Twenty-Three Lakhs Only) divided into 85,23,00,000 Equity Shares of face value of Re. 1/- (Rupee One only) each. The Bonus Equity Shares allotted shall rank pari-passu and carry the same rights with the existing Equity Shares of the Company in all respects.

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

MITTAL & ASSOCIATES
CHARTERED ACCOUNTANTS

603, Raylon Arcade,
RK Mandir Road,
Kondivita, JB nagar
Andheri (East), Mumbai – 400059
Tel : 8689958800
Email : audit@mittal-associates.com

Independent Auditor's Report on Consolidated Financial Results of Vertoz Limited (Formerly known as Vertoz Advertising Limited) for Quarter ended and Year ended 31st March, 2025 pursuant to the Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors of
Vertoz Limited (Formerly known as Vertoz Advertising Limited)

Opinion

We have audited the accompanying Statement of Consolidated Financial results for the Quarter and Year ended 31st March, 2025 of **Vertoz Limited (Formerly known as Vertoz Advertising Limited)** ('the Parent') which include its subsidiaries (the Parent and its subsidiaries together referred as "the Group") 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')

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: -

1. Vertoz INC, USA (Wholly Owned Subsidiary)
2. Vertoz Ltd, UK (Wholly Owned Subsidiary)
3. Vertoz Advertising FZ-LLC, UAE (Subsidiary of Vertoz Ltd, UK)
4. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
5. ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
6. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
7. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)
8. AdZurite INC, USA (Subsidiary of Vertoz INC, USA)
9. AdZurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary)
10. Own Web Solution Pvt. Ltd., India (Wholly Owned Subsidiary)
11. Increment X Pvt. Ltd., India (Wholly Owned Subsidiary)
12. Vertoz FZ LLC, UAE (Wholly Owned Subsidiary)
13. OR Solutions FZ LLC, UAE (Subsidiary of Vertoz FZ LLC, UAE)
14. Vertoz Limited, HK (Wholly Owned Subsidiary)
15. Perfomise Solutions Pvt Ltd, India (f.k.a Silvertech Web Solutions Private Ltd.) (Majority Owned Subsidiary - 51%)
16. Perfomise Inc, USA (Subsidiary of Perfomise Solutions Pvt Ltd, India)
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39. IncrementX LLC, USA (Wholly Owned Subsidiary of Vertoz Inc, USA)
40. Qualispace Cloud Pvt. Ltd., India (Wholly Owned Subsidiary)

ii. are presented 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 and year ended 31st March 2025.

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.

The respective Board of Directors of the companies included in the Group are responsible for 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, which have been used for the purpose of preparation of the Statement by the Directors of the Parent, as aforesaid.

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 respective Board of Directors of the companies included in the Group 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.

- Perform procedures in according with the Circular No. CIR/CFD/CMDI/44/2019 dated 29th March, 2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations to the extent applicable.

- Obtain sufficient appropriate audit evidence regarding the standalone/consolidated financial statements/financial results/financial information of the entities within the Group to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the Statement of which we are the independent auditors. For the other entities included in the Statement, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Statement that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Statement may be influenced. We consider quantitative materiality and qualitative factors (i) in planning the scope of our audit work and in evaluating the results of our work, and (ii) to evaluate the effect of any identified misstatements in the Statement.

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 Foreign Subsidiaries included in the Consolidated Financial Statements; whose Financial Statements include total assets of Rs. 15,959.13 Lakhs and net assets of Rs. 12,806.86 Lakhs as at March 31, 2025 and total revenues of Rs 23,266.41 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 Indian Subsidiary included in the Consolidated Financial Statements; whose Financial Statements include total assets of Rs.9,286.91 Lakhs and net assets of Rs.6,139.73 Lakhs as at March 31, 2025 and total revenues of Rs 22,928.97 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

iii. Pursuant to Regulation 32 of the Securities Exchange Board of India (Listing Obligations and Disclosure 2015 Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD1/162/2019 dated 24th December 2019, we are of the opinion that there was no deviation in the utilization of proceeds of Preferential Issue of Share Warrants from the objects and there has been no variation in the use of proceeds Preferential Issue of Shares Warrants from the objects as stated by the Company in its Offer Letter

Our opinion is not modified in respect of these matters

For
Mittal & Associates
Chartered Accountants
FRN: 106456W

SOURABH BAGARIA
Digitally signed by SOURABH BAGARIA
Date: 2025.05.26 19:09:52 +05'30'

CA Sourabh Bagaria
Partner
M.No.:183850
UDIN: 25183850BMKZAU2692
Place: Mumbai
Date: 26/05/2025

VERTOZ LIMITED

(Formerly Known as Vertoz Advertising Limited)

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

Corporate Identity Number : L74120MH2012PLC226823

AUDITED STATEMENT OF CONSOLIDATED BALANCE SHEET FOR THE YEAR ENDED MARCH 31, 2025

(₹ in lakhs)

Sr. No.	Particulars	Amount As At 31st Mar 2025	Amount As At 31st Mar 2024
	ASSETS		
(1)	**Non-current Assets**		
	(a) Property, Plant & Equipment	200.69	188.80
	(b) Capital work-in-progress	-	-
	(c) Investment Property	-	-
	(d) Goodwill	-	-
	(e) Other Intangible Assets	8,102.11	8,811.63
	(f) Right of use assets	263.74	281.00
	(g) Financial Assets	-	-
	(i) Investment in Subsidiaries	-	-
	(ii) Investment in Others	19.97	497.78
	(ii) Trade Receivables	-	-
	(iii) Loans	-	37.81
	(h) Deferred Tax assets (net)	65.70	38.22
	(i) Other financial assets	810.32	134.74
	Total Non-current assets	**9,462.55**	**9,990.00**
(2)	**Current Assets**		
	(a) Inventories	-	-
	(b) Financial Assets	-	-
	(i) Investments	-	-
	(ii) Trade Receivables	6,108.80	5,320.00
	(iii) Cash & Cash Equivalents	1,279.51	688.27
	(iv) Bank Balances other than (iii) above	-	391.02
	(v) Loans	3,398.62	1,920.98
	(c) Current Tax Assets (net)	34.68	-
	(d) Other current assets	5,083.29	1,481.52
	Total Current Assets	**15,904.90**	**9,801.79**
	Total Assets (1+2)	25,367.44	19,791.78
	EQUITY AND LIABILITIES		
(1)	**EQUITY**		
	(a) Equity Share Capital	8,523.00	4,203.00
	(b) Other Equity	10,517.23	11,633.50
	Total Equity	**19,040.23**	**15,836.50**
	Non controlling interest	**-**	**34.49**
	TOTAL EQUITY	**19,040.23**	**15,870.99**
	LIABILITIES		
(2)	**Non-current Liabilities**		
	(a) Financial Liabilities		-
	(i) Borrowings	3.24	33.39
	(ii) Trade Payables	-	-
	(iii) Lease Liabilities	132.44	-
	(iv) Other financial Liabilities	119.77	-
	(b) Provisions	166.24	142.69
	(c) Deferred Tax liabilities (Net)	-	0.04
	(d) Other Non-current liabilities	-	-
	Total Non-current liabilities	**421.68**	**176.12**
(3)	**Current Liabilities**		
	(a) Financial Liabilities		
	(i) Borrowings	1,837.99	1,388.25
	(ii) Trade Payables	-	-
	-Dues of micro and small enterprises	-	-
	-Dues of others	3,180.77	1,709.21
	(iii) Lease Liabilities	142.06	279.85
	(iv) Other financial Liabilities	305.90	53.21
	(b) Current tax liabilites (net)	82.52	85.78
	(c) Provisions	111.03	153.44
	(d) Other current liabilities	245.27	74.92
	Total Current liabilities	**5,905.53**	**3,744.67**
	Total Equity and Liabilities (1+2+3)	25,367.44	19,791.78

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

VERTOZ LIMITED

(Formerly Known as Vertoz Advertising Limited)

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

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2025

(₹ in Lakhs, except EPS)

Sr.No.	Particulars	Quarter Ended			Year ended	
		31-Mar-2025	31-Dec-2024	31-Mar-2024	31-Mar-2025	31-Mar-2024
		(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)
	Revenue:					
I	Revenue From Operations (Net of Taxes)	6,517.98	6,619.94	4,566.24	25,519.92	15,536.64
II	Other Income	183.99	160.48	16.63	697.94	158.10
III	***Total Income (III)***	**6,701.98**	**6,780.43**	**4,582.86**	**26,217.86**	**15,694.74**
IV	***Expenses:***					
	Direct Service Expense	4,276.71	4,836.05	3,281.46	18,526.70	11,356.30
	Employment Benefit Cost	565.60	495.25	387.77	2,044.21	1,259.26
	Finance Cost	30.95	69.44	18.05	217.94	152.93
	Depreciation and Amortisation	693.45	121.52	292.74	1,335.27	568.76
	Other Expenses	436.32	461.12	231.22	1,305.39	773.16
	Total Expenses (IV)	**6,003.03**	**5,983.38**	**4,211.25**	**23,429.51**	**14,110.40**
V	**Profit before exceptional items and tax (III-IV)**	698.95	797.04	371.62	2,788.35	1,584.34
VI	Exceptional Items					
VII	**Profit before tax (V-VI)**	698.95	797.04	371.62	2,788.35	1,584.34
VIII	***Tax expense:***					
	(1) Income Tax Provision					
	Current Tax	99.20	55.45	15.11	246.26	88.19
	Excess / Short Provision	-0.15	-1.95	-69.35	-2.10	-69.80
	(2) Deferred tax	-0.94	8.43	-43.36	-22.17	-45.82
IX	Profit for the period (VII-VIII)	600.84	735.11	469.21	2,566.36	1,611.77
X	**Other Comprehensive Income**					
	(i) Items that will not be reclassified to Profit or Loss	2.67	10.89	-43.03	33.66	7.36
	(ii) Income tax relating to above	-1.58	-1.74	-10.83	-8.38	1.85
XI	**Total Comprehensive Income (IX-X)**	**605.08**	**747.75**	**437.01**	**2,608.39**	**1,617.27**
	Total Profit or Loss, attributable to					
	Profit or Loss, attributable to owners of parent	687.01	715.50	446.25	2,600.84	1,577.77
	Total Profit or Loss, attributable to non-controlling interests	-86.17	19.62	22.96	-34.49	34.00
	Total Comphrehensive Income, attributable to					
	Total Comphrehensive Income for the period attributable to owners of parent	691.25	728.24	414.05	2,642.93	1,583.28
	Total Comphrehensive Income for the period attributable to owners of parent	-86.16	19.51	22.96	-34.54	34.00
XII	Paid-up equity share capital (Face value of Rs. 1/- each)	8,523.00	8,523.00	1,605.97	8,523.00	1,605.97
XIII	Other Equity					11,633.50
XIV	Earning per Equity Share (of Rs. 1/- each) (not annualised)					
	(1) Basic	0.07	0.09	0.29	0.30	1.00
	(2) Diluted	0.07	0.09	0.29	0.30	1.00

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

VERTOZ LIMITED

(Formerly Known as Vertoz Advertising Limited)

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

Corporate Identity Number : L74120MH2012PLC226823

STATEMENT OF AUDITED CONSOLIDATED CASH FLOW AS ON MARCH 31, 2025

(₹ in lakhs)

Particulars	Amount As At 31st March 2025	Amount As At 31st March 2024
A : Cash flows from operating activities:		
Profit before taxation	**2,788.35**	**1,584.34**
Add: Non Operating Expense	-	-
Depreciation & Amortisation	1,335.27	568.76
Capital Work in Process	-	152.93
Interest expense	217.94	37.41
	1,553.22	**759.10**
Less: Non Operating Income		
Other Non Operating Income (Inclusive of interest income)	697.94	158.10
	697.94	**158.10**
Operating profit before working capital changes	**3,643.63**	**2,185.33**
Working capital changes:		
Decrease /(Increase) In Trade Receivables	(788.80)	(1,549.62)
Decrease/(Increase) in Other Financial Assets	(675.58)	(158.48)
Decrease/(Increase) in Other Non-Current Assets	-	(29.87)
Decrease/(Increase) in Other Current Assets	(3,601.77)	(464.02)
Increase /(Decrease) in Short Term Borrowing	449.74	594.97
Increase /(Decrease) in Trade Payables	1,471.56	425.70
Increase /(Decrease) in Current Tax Liabilities	-	(235.53)
Increase /(Decrease) in Other Financial Liabilities	372.45	(38.18)
Increase /(Decrease) in Other Current Liabilities	170.34	(26.03)
Increase /(Decrease) in Short Term Provisions	(18.86)	109.66
Increase /(Decrease) in Adjustments in Provisions	120	(11.61)
	(2,501.34)	**(1,383.01)**
Cash generated from operations	1,142.29	802.32
(-) Taxes paid	(294.25)	(88.19)
Net cash used in operating activities	**848.04**	**714.13**
B : Cash flows from investing activities:		
Fixed asset (Addition)/Deduction	(327.63)	(4,065.85)
Other Non Operating Income (Inclusive of interest income)	383.98	158.10
Investment	-	-
Investment in Others	813.96	(497.78)
Net cash Generated from investing activities	**870.31**	**(4,405.53)**
C : Cash flows from financing activities:		
Proceeds from issue of Share Warrants	269.68	5,794.67
Proceeds for business combination	-	(1,801.50)
Expenses of business combination directly Transfer to reserve	-	(35.92)
Increase /(Decrease) in Long Term Borrowings	(30.15)	11.36
Increase /(Decrease) in Lease Liabilities	(122.54)	249.99
Increase /(Decrease) in Other Long Term Liabilities	-	64.61
(Increase) /Decrease in Loans	(1,439.84)	-
Interest Expenses	(195.28)	(152.93)
Net cash generated from financing activities	**(1,518.13)**	**4,130.28**
D : Net increase in cash and cash equivalents = (A+B+C)	**200.22**	**438.88**
E : Cash and cash equivalents at beginning of period	1,079.29	640.40
F: Cash and cash equivalents at end of period = (D+E)	**1,279.51**	**1,079.29**

Note:

Cash and Cash Equivalants Comprises of:

Particulars	Amount As At 31st March 2025	Amount As At 31st Mar. 2024
Balance with Banks		
(i) In Current Accounts	1,277.91	687.69
(ii) In Deposit Accounts	1.60	391.02
Cash on Hand	-	0.58
Cash & Cash Equivalants	**1,279.51**	**1,079.29**

For Vertoz Limited

(Formerly Known as Vertoz Advertising Limited)

Hirenkumar Shah

Managing Director

DIN: 00092739

Place: Mumbai

Date: May 26, 2025

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

VERTOZ LIMITED

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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 Financial Results for the Quarter and Year ended 31st March, 2025:

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, 26th May, 2025.

2) The Consolidated Financial Results for the Quarter and Year ended 31st March, 2025, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative Quarter and Year ended 31st March, 2025 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 the 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 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 gain of Rs. 4.34 Lakhs during the current Quarter ended 31st March 2025 and Rs. 42.13 Lakhs during the Year ended 31st March 2025.

7) The figures for the Quarter ended 31st March 2025 and 31st March 2024 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.

8) These Financial Statements includes the year-to-date results of the following Entities: -

1. Vertoz INC, USA (Wholly Owned Subsidiary)
2. Vertoz Ltd, UK (Wholly Owned Subsidiary)
3. Vertoz Advertising FZ-LLC, UAE (Subsidiary of Vertoz Ltd, UK)
4. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
5. ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
6. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
7. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)
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15. Perfomise Solutions Pvt Ltd, India (Formerly Known as Silvertech Web Solutions Pvt. Ltd.) (Majority Owned Subsidiary - 51%)
16. Perfomise INC, USA (Subsidiary of Perfomise Solutions Pvt Ltd, India)

VERTOZ LIMITED

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602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) – 400080
Corporate Identity Number: L74120MH2012PLC226823

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32. Flairads INC, USA (Wholly Owned Subsidiary of Admeridian INC, USA)
33. Admida INC, USA (Wholly Owned Subsidiary of Admeridian INC, USA)
34. OwnAdtech Inc, USA (Wholly Owned Subsidiary of Admeridian Inc, USA)
35. AdCanny LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
36. AdZesto LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
37. BoffoAds LLC, USA (Wholly Owned Subsidiary of AdNet Holdings, USA)
38. IncrementX LLC, USA (Wholly Owned Subsidiary of Vertoz INC, USA)
39. Qualispace Cloud Pvt. Ltd., India (Wholly Owned Subsidiary)
40. IngeniousPlex LLC, USA (Wholly Owned Subsidiary of Vertoz INC, USA)

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823

Hirenkumar Shah
Managing Director
DIN: 00092739
Place: Mumbai
Date: May 26, 2025

Annexure B

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
e: corp@vertoz.com
w: www.vertoz.com

26th May 2025

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 2025.

In compliance of the provisions of Regulation 33(3)(d) of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015 ("Listing Regulations"), 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 2025, which are duly considered and approved by the Board of Directors on 26th May 2025.

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

Thanking you,

Yours Faithfully,

For Vertoz Limited
(Formerly known as Vertoz Advertising Limited)

Hirenkumar Rasiklal Shah
Managing Director
DIN: 00092739

VERTOZ LIMITED MUMBAI CIN: L74120MH2012PLC226823