

1st October 2026

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

ISIN: INE188Y01031

Subject: Result of e-Voting at the 15th Annual General Meeting and remote e-voting on the Resolutions of Vertoz Limited under Reg. 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizers' Report.

Dear Sir / Madam,

This is to inform you that the 15th Annual General Meeting (AGM) of Vertoz Limited (hereinafter referred as "the Company") was held on Tuesday, 29th September 2026 at 04:00 p.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In view of the same, 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. All the resolutions have been passed with requisite majority, the resolutions are deemed to be passed and approved by the Shareholders on the date of AGM i.e. on 29th September 2026.

The AGM commenced at 04:00 P.M. (IST) and concluded at 4:35 P.M. (IST) (Including 15 minutes of E-Voting after conclusion of AGM Proceedings)

The 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

NUPUR Digitally signed
by NUPUR JOSHI
Date: 2026.10.01
18:26:26 +05'30'

Nupur Joshi

Company Secretary & Compliance Officer

Membership No. A43768

Encl: a/a



cc: KFin Technologies Limited

Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032.

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	5,52,33,242	5,52,31,130	99.9962	5,52,31,130	0	100.0000	0.0000	0	0
	Poll		2,000	0.0036	2,000	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,52,33,130	99.9998	5,52,33,130	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,09,862	12	0.0009	12	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		12	0.0009	12	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,85,86,896	59,95,761	20.9738	59,92,183	3,578	99.9403	0.0596	0	100
	Poll		67,734	0.2369	67,734	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		60,63,495	21.2107	60,59,917	3,578	99.9410	0.0590	0	100
	Total	8,52,30,000	6,12,96,637	71.9191	6,12,93,059	3,578	99.9942	0.0058	0	100

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

Meeting: Fifteenth Annual General Meeting through Video Conferencing/Other Audio-Visual Means

Date of Meeting: 29th September, 2026

Time of Meeting: 4.00 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 Fourteenth Annual General Meeting ("AGM") held on Tuesday, 29th September 2026 at 4.00 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 AGM of the Company is being conducted through VC in compliance with General Circular No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020 and various subsequent circulars latest being bearing reference No. 03/2025 dated September 22, 2025 and such other related circulars issued from time to time (collectively referred to as "MCA Circulars") and Circular dated October 3, 2024 read with Circulars dated October 7, 2023, May 12, 2020, January 15, 2021, May 13, 2022, January 15, 2021, May 12, 2020 issued by the Securities and Exchange Board of India (collectively referred to as "Circulars"), which details the procedure and manner of holding AGM through VC and provide certain relaxations from compliance with Listing obligations.

Further in compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report for FY 2025-26 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. 4th September 2026 and whose email addresses are registered with the Company / Depositories. The Notice and Annual Report for FY 2025-2026 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.

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.

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 3rd September 2026 and 8th September 2026, respectively.

The Members of the Company holding Shares of the Company as on the "cut-off" date i.e., Tuesday, September 22, 2026 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 Saturday, 26th September 2026 at 9:00 a.m. (I.S.T.) and ended on Monday, 28th September 2026 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 28th September 2026, 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, 2026.
- 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 2026.

(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	92	61,226,546	99.8858
e-Voting during AGM	17	69,734	0.1138
Total	109	61,296,280	99.9994

(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	6	357	0.0006
e-Voting during AGM	0	0	0.0000
Total	6	357	0.0006

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	-	-
E-voting during AGM	-	-

(iv) **Abstained from Voting:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	1	100
E-voting during AGM	-	-

Resolution No. 2: Ordinary Resolution

Re-Appointment of Director in place of 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	90	61,223,225	99.8802
E-voting during AGM	17	69,734	0.1138
Total	107	61,292,959	99.9940

(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	8	3,678	0.0060
E-voting during AGM	0	0	0
Total	8	3,678	0.006

(iii) **Invalid votes:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	-	-
E-voting during AGM	-	-

(iv) **Abstained from Voting:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	1	100
E-voting during AGM	-	-

Resolution No. 3: Special Resolution

Appointment of Mr. Hirenkumar Rasiklal Shah (DIN: 00092739) as Managing Director for a further term of five (5) consecutive years:

(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*	82	11,749,129	99.3791
E-voting during AGM	17	69,734	0.5898
Total	99	11,818,863	99.9689

***Note:** The votes cast through 8 demat accounts aggregating of 49,474,096 equity shares of the Company, representing 6 beneficial owner(s), have not been considered for the purpose of determining the valid votes cast, as the holders of the said demat accounts were members interested in the Resolution.

(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	8	3,678	0.0311
E-voting during AGM	0	0	0
Total	8	3,678	0.0311

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	-	-
E-voting during AGM	-	-

(iv) **Abstained from Voting:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	1	100
E-voting during AGM	-	-

Resolution No. 4: Ordinary Resolution

Increase in the authorized share capital of the company and consequent alteration in the Memorandum of Association 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	91	61,223,325	99.8804
E-voting during AGM	17	69,734	0.1138
Total	108	61,293,059	99.9942

(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	7	3,578	0.0058
E-voting during AGM	0	0	0
Total	7	3,578	0.0058

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	-	-
E-voting during AGM	-	-

(iv) **Abstained from Voting:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	1	100
E-voting during AGM	-	-

Resolution No. 5: Special Resolution

Consideration and approval of issuance of equity shares on a preferential basis for consideration other than cash pursuant to a share swap arrangement and other matters incidental thereto:

(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	91	61,223,325	99.8804
E-voting during AGM	17	69,734	0.1138
Total	108	61,293,059	99.9942

(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	7	3,578	0.0058
E-voting during AGM	0	0	0
Total	7	3,578	0.0058

(iii) **Invalid** votes:

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	-	-
E-voting during AGM	-	-

(iv) **Abstained from Voting:**

Particulars	Total number of members voted.	Total number of votes cast by them
Remote e-voting	1	100
E-voting during AGM	-	-

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.

U. HEGDE & ASSOCIATES
COMPANY SECRETARIES

Thanking You,

Place: Mumbai

Date: 01/10/2026

For U. HEGDE & ASSOCIATES

UMASHANKAR
KRISHNA HEGDE

Digitally signed by
UMASHANKAR KRISHNA HEGDE
Date: 2026.10.01 13:41:46
+05'30'

**Umashankar K Hegde
(Scrutinizer)**

**Practicing Company Secretary
M. No- A22133 # C.P No- 11161**

ICSI UDIN: A022133H001699226

**Countersigned
For Vertoz Limited**

HIRENKUMAR
RASIKLAL
SHAH

Digitally signed by
HIRENKUMAR RASIKLAL
SHAH
Date: 2026.10.01
18:25:21 +05'30'

**Hirenkumar Shah
Chairman for the meeting
DIN: 00092739**