

Vertoz Advertising Limited (Formerly Known as Vertoz Media Pvt. Ltd. & Vertoz Media Ltd.)

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

14th November 2022

The Manager – Listing Department,
National Stock Exchange of India Limited,
"Exchange Plaza", 5<sup>th</sup> Floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051.

Symbol: VERTOZ Series: EQ

Subject: Outcome of Board Meeting held on 14th November 2022 - Financial Results

Dear Sir/Madam,

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["Listing Regulations"], we wish to inform you that the Board of Directors at its Meeting held today i.e. 14<sup>th</sup> November 2022 has *inter alia*, approved the Unaudited Standalone and Consolidated Financial Results of the Company for the Second Quarter and Half Year ended 30<sup>th</sup> September 2022.

Accordingly, we are enclosing:

- The Unaudited Standalone and Consolidated Financial Results of the Company for the Second Quarter and Half Year ended 30<sup>th</sup> September 2022.
- 2. Limited Review Reports of the Statutory Auditors on the Standalone and Consolidated Financial Results of the Company for the Second Quarter and half Year ended 30<sup>th</sup> September 2022, issued by the Statutory Auditors, M/s Mittal & Associates as required under Regulation 33 of the Listing Regulations.

The Results have been uploaded on the Stock Exchange website at <a href="www.nse.com">www.nse.com</a> and being simultaneously posted on the website of the Company <a href="https://vertoz.com">https://vertoz.com</a>.

The Meeting of the Board of Directors commenced at 6.00 p.m. and concluded at 10.00 p.m.

Kindly take the same on records.

This is for your information and records.

Yours Faithfully,

For Vertoz Advertising Limited

Zill Shah
Company Secretary & Compliance Officer
Encl: a/a



# MITTAL & ASSOCIATES CHARTERED ACCOUNTANTS



B-603, Raylon Arcade, R K Mandir Road, Kondivita Andheri (East), Mumbai - 400 059. Email: mm@mittal-associates.com Tel:: 9892076888 / 8689958800

Independent Auditor's Limited Review Report on Standalone Unaudited Quarter and Half Year Ended financial results of VERTOZ ADVERTISING LIMITED pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To,
The Board of Directors
Vertoz Advertising Limited,

We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of Vertoz Advertising Limited ("the Company"), for the Quarter and half Year ended 30<sup>th</sup> September, 2022 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by the SEBI from time to time.

The preparation of the statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind-AS 34) "Interim Financial Reporting" prescribed under section 133 of the companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles and generally accepted in India, read with the circular is the responsibility of the company's management and has been approved by the Board of Director of the Company. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be Identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of standalone unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind-AS) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Mittal & Associates Chartered Accountants

FRN: 106456W

Hemant Bohra

Partner

M NO.: 165667

UDIN: 22165667BDAAOQ2861

Date: 14th November, 2022

Place: Mumbai

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

Corporate Identity Number : L74120MH2012PLC226823

# STATEMENT OF STANDALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2022

| Sr.No  | Overtage 5 de la   |               |           |           |           |           | is except EF |
|--------|--|---------------|-----------|-----------|-----------|-----------|--------------|
| 31.140 | Particulars  | Quarter Ended |           |           | Half Yea  | Year end  |              |
|        | Revenue:   | 30-Sep-22     | 30-Jun-22 | 30-Sep-21 | 30-Sep-22 | 30-Sep-21 | 31-Mar-2     |
| - 1    | Revenue From Operations ( Net of Taxes )   |               |           |           |           |           |              |
| П      | Other Income   | 1,340.20      | 713.46    | 490.00    | 2,053.66  | 876.66    | 2,051.       |
| III    |  | 15.27         | 3.00      | 3.48      | 18.27     | 40.16     | 42.          |
| IV     | Expenses: Total Income (III)   | 1,355.47      | 716.46    | 493.48    | 2,071.93  | 916.82    | 2,094.       |
|        | Direct Service Expense   |               |           |           |           |           |              |
|        | Employment Benefit Cost  | 861.02        | 318.31    | 149.99    | 1,179.34  | 240.12    | 577.         |
|        | Finance Cost   | 177.33        | 156.87    | 139.77    | 334.20    | 280.19    | 566.         |
|        |  | 8.93          | 16.96     | 33.60     | 25.89     | 53.12     | 69.          |
|        | Depreciation and Amortisation Other Expenses   | 33.81         | 33.70     | 43.15     | 67.51     | 85.75     | 171.         |
|        | Other Expenses   | 152.45        | 79.90     | 55.78     | 232.36    | 85.41     | 205.         |
|        |  |               |           |           |           | 00.11     | 200.         |
|        | Total Expenses (IV)  | 1,233.54      | 605.75    | 422.29    | 1,839.29  | 744.59    | 1,591.       |
| V      | Des Cit La C   |               |           |           | ,         |           | 1,331.       |
| VI     | Profit before exceptional items and tax (III-IV)   | 121.93        | 110.71    | 71.19     | 232.63    | 172.23    | 502.         |
| VII    | Exceptional Items  |               | -         | -         |           | 1,2.23    | 302.         |
|        | Profit before tax (V-VI)   | 121.93        | 110.71    | 71.19     | 232.63    | 172.23    | 502.8        |
| VIII   | Tax expense:   |               |           |           | 202.05    | 172.23    | 302.8        |
|        | (1) Income Tax Provision   |               |           |           |           |           |              |
|        | Current Tax  | 31.37         | 27.87     | 25.22     | 59.24     | 46.96     | 1.41         |
|        | Excess / Short Provision   | -             | -         |           | 33.24     | 40.96     | 141.1        |
| 13/    | (2) Deferred tax   | 8.31          | -         | (1.88)    | 8.31      | 1.00      | (4.8         |
| IX     | Profit for the period (VII-VIII)   | 82.25         | 82.84     | 47.85     | 165.09    | 1.88      | (3.8)        |
| X      | Other Comprehensive Income   |               | 52.01     | 47.85     | 165.09    | 127.15    | 370.3        |
|        | (i) Items that will not be reclassified to Profit or Loss  | 64.50         | 88.90     | 0.18      | 153.41    | 14.07     | (4.2.        |
|        | (ii) Income tax relating to above  | - 1           | -         | 0.10      | 133.41    | 14.87     | (13.6        |
|        |  |               |           |           |           | -         |              |
| XI     | Total Comprehensive Income (IX-X)  | 146.76        | 171.74    | 48.02     | 210.50    |           |              |
| XII    | Paid-up equity share capital (Face value of ₹ 10/- each)   | 1,197.00      | 1,197.00  | 1,197.00  | 318.50    | 112.28    | 356.7        |
| XIII   | Other Equity   | -,            | 1,137.00  | 1,197.00  | 1,197.00  | 1,197.00  | 1,197.0      |
| KIV    | Earning per Equity Share (of ₹ 10/- each) (not annualised)   |               |           | -         | 2,469.93  | 1,849.04  | 2,151.4      |
|        | (1) Basic  | 0.69          | 0.69      | 0.40      |           |           |              |
|        | (2) Diluted  | 0.69          |           | 0.40      | 1.38      | 1.06      | 3.0          |
|        | and the same of th | 0.09          | 0.69      | 0.40      | 1.38      | 1.06      | 3.0          |

For Vertoz Advertising Limited

MUMBAI

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Hirenkumar Shah Whole-time Director DIN: 00092739

Place: Mumbai

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

UNAUDITED STANDALONE STATEMENT OF ASSETS AND LIABILITIES AS ON 30TH SEPTEMBER 2022

|             | 7   | Т        |                                | (₹ in lakh                     |
|-------------|---|----------|--------------------------------|--------------------------------|
| Sr. No.     | Particulars                                   | Note No. | Amount As At<br>30th Sep. 2022 | Amount As As<br>31st Mar. 2022 |
|             | ASSETS  |          |                                |                                |
| (1)         | Non-current Assets                            |          |                                |                                |
|             | (a) Property, Plant & Equipment               | 1        | 24.00                          | 28.0                           |
|             | (b) Capital work-in-progress                  |          | -                              | -                              |
|             | (c) Investment Property                       |          | -                              | -                              |
|             | (d) Goodwill (e) Other Intangible Assets      |          | 323.36                         | 371.2                          |
|             | (f) Right of use assets                       |          | 35.29                          | 49.6                           |
|             | (g) Financial Assets                          |          | 33.23                          | 45.0                           |
|             | (i) Investment in Subsidiaries                |          | 2,918.49                       | 2,763.2                        |
|             | (ii) Trade Receivables                        |          | -                              | -                              |
|             | (iii) Loans                                   |          | -                              |                                |
|             | (h) Deferred Tax assets (net)                 |          | -                              | -                              |
|             | (i) Other non-current assets                  |          | 43.31                          | 11.8                           |
|             | Total Non-current assets                      |          | 3,344.46                       | 3,224.0                        |
| (2)         | Current Assets                                | 100      |                                |                                |
| <b>\-</b> / | (a) Inventories                               |          | _                              | _                              |
|             | (b) Financial Assets                          |          |                                |                                |
|             | (i) Investments                               |          | -                              |                                |
|             | (ii) Trade Receivables                        |          | 923.56                         | 1,290.6                        |
|             | (iii) Cash & Cash Equivalents                 |          | 267.30                         | 281.3                          |
|             | (iv) Bank Balances other than (iii) above     |          | 267.30                         | 201                            |
|             | (v) Loans                                     |          | 749.25                         | 23.9                           |
|             | (c) Current Tax Assets (net)                  |          | -                              | -                              |
|             | (d) Other current assets                      |          | 340.26                         | 38.0                           |
|             | Total Current Assets                          |          | 2,280.37                       | 1,633.6                        |
|             | Total Assets (1+2)                            |          | 5,624.83                       | 4,857.7                        |
|             | FOURTY AND LABOUTES                           |          |                                |                                |
| (1)         | EQUITY AND LIABILITIES                        |          |                                |                                |
| (1)         | EQUITY  |          |                                |                                |
|             | (a) Equity Share Capital                      |          | 1,197.00                       | 1,197.0                        |
|             | (b) Other Equity  Total Equity                |          | 2,469.93<br><b>3,666.93</b>    | 2,151.4<br>3,348.4             |
|             |   |          | ,,,,,,,,,                      | 7,0                            |
|             | LIABILITIES                                   |          |                                |                                |
| (2)         | Non-current Liabilities                       |          |                                |                                |
|             | (a) Financial Liabilities                     |          |                                |                                |
|             | (i) Borrowings<br>(ii) Trade Payables         |          | 74.43                          | 73.5                           |
|             | (iii) Lease Liabilities                       |          | 11.42                          | 20.5                           |
|             | (iv) Other financial Liabilities              |          | 11.43                          | 29.8                           |
|             | (b) Provisions                                |          | 70.00                          | 68.1                           |
|             | (c) Deferred Tax liabilities (Net)            |          | 17.08                          | 8.7                            |
|             | (d) Other Non-current liabilities             |          | -                              | -                              |
|             | Total Non-current liabilities                 |          | 172.94                         | 180.2                          |
| (2)         | Company No. 1 (1) (1) (1)                     |          |                                |                                |
| (3)         | Current Liabilities (a) Financial Liabilities |          |                                |                                |
|             | (i) Borrowings                                |          | 371.81                         | 621.0                          |
|             | (ii) Trade Payables                           |          | 3/1.61                         | 021.0                          |
|             | -Dues of micro and small enterprises          |          | 0.86                           | 22.2                           |
|             | -Dues of others                               |          | 401.25                         | 169.8                          |
|             | (iii) Lease Liabilities                       |          | 35.56                          | 33.5                           |
|             | (iv) Other financial Liabilities              |          | 634.72                         | 214.4                          |
|             | (b) Current tax liabilites (net)              |          | 200.35                         | 141.1                          |
|             | (c) Provisions                                |          | 34.50                          | 31.0                           |
|             | (d) Other current liabilities                 |          | 105.90                         | 95.7                           |
|             | Total Current liabilities                     |          | 1,784.96                       | 1,328.9                        |
|             | Total Equity and Liabilities (1+2+3)          |          | 5,624.83                       | 4,857.7                        |

Hirenkumar Shah Whole-time Director DIN: 00092739

Place: Mumbai

602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080 Corporate Identity Number: L74120MH2012PLC226823
UNAUDITED STANDALONE CASHFLOW STATEMENT AS ON 30TH SEPTEMBER, 2022

|   |           |                                | (₹ in lakhs)                   |
|---|-----------|--------------------------------|--------------------------------|
| Particulars   | Note No.  | Amount As At<br>30th Sep. 2022 | Amount As At<br>31st Mar. 2022 |
| A : Cash flows from operating activities:                                 |           |                                |                                |
| Profit before taxation  | (a)       | 232.63                         | 502.82                         |
| Add: Non Operating Expense  |           | -                              | -                              |
| Depreciation & Amortisation   |           | 67.51                          | 171.67                         |
| Capital Work in Process   | 1         | -                              | -                              |
| Interest expense  |           | 25.89                          | 69.47                          |
|   | (b)       | 93.40                          | 241.14                         |
| Less: Non Operating Income  |           |                                |                                |
| Other Non Operating Income (Inclusive of interest income)                 | 1         | 18.27                          | 42.78                          |
|   | (c)       | 18.27                          | 42.78                          |
|   | 1         | 207.76                         | 701.10                         |
| Operating profit before working capital changes                           | d=(a+b-c) | 307.76                         | 701.18                         |
| Working capital changes:  |           |                                |                                |
| Decrease /(Increase) In Trade Receivables                                 |           | 367.05                         | (52.15)                        |
| Decrease/(Increase) in Other Financial Assets                             |           | (725.35)                       | (19.22)                        |
| Decrease/(Increase) in Other Non-Current Assets                           |           | (31.48)                        | (0.01)                         |
| Decrease/(Increase) in Other Current Assets                               |           | (302.25)                       | 16.66                          |
| Increase /(Decrease) in Short Term Borrowing                              |           | (249.21)                       | (213.97)                       |
| Increase /(Decrease) in Trade Payables                                    |           | 210.02                         | (125.75)                       |
| Increase /(Decrease) in Current Tax Liabilities                           |           | 59.24                          | 31.60                          |
| Increase /(Decrease) in Other Financial Liabilities                       |           | 420.29                         | 17.16                          |
| Increase /(Decrease) in Other Current Liabilities                         |           | 10.19                          | 63.84                          |
| Increase /(Decrease) in Short Term Provisions                             |           | 3.43                           | (114.86)                       |
| Increase /(Decrease) in Adjustments in Provisions                         |           | (0.83)                         | (13.61)                        |
| merease / (beerease) minajastmenta minastmas                              | (e)       | (238.89)                       | (410.30)                       |
|   |           |                                |                                |
| Cash generated from operations  | (d+e)     | 68.87                          | 290.88                         |
| (-) Taxes paid  |           | (59.24)                        | (136.31)                       |
| Net cash used in operating activities                                     | (A)       | 9.63                           | 154.57                         |
| B: Cash flows from investing activities:                                  |           |                                |                                |
| Fixed asset (Addition)/Deduction  |           | (1.16)                         | (4.57)                         |
| Other Non Operating Income (Inclusive of interest income)                 |           | 18.27                          | 42.78                          |
| Investment  |           | (1.00)                         | (1.00)                         |
| Net cash Generated from investing activities                              | (B)       | 16.11                          | 37.21                          |
|   |           |                                |                                |
| C: Cash flows from financing activities:                                  |           |                                |                                |
| Proceeds from issue of Shares   |           | 0.93                           | (80.05)                        |
| Increase /(Decrease) in Long Term Borrowings                              |           | 0.33                           | (80.03)                        |
| Dividend Paid   |           | (16.43)                        | (28.80)                        |
| Increase /(Decrease) in Lease Liabilities                                 |           | 1.84                           | 17.48                          |
| Increase /(Decrease) in Other Long Term Liabilities                       |           | (25.89)                        | (69.47)                        |
| Interest Expenses   | (c)       | (39.54)                        | (160.85)                       |
| Net cash generated from financing activities                              | (0)       | (33.34)                        | (100.83)                       |
| D : Net increase in cash and cash equivalents = (A+B+C)                   | D=(A+B+C) | (13.80)                        | 30.92                          |
| E : Cash and cash equivalents at beginning of period                      | (E)       | 281.10                         | 250.18                         |
| F. Cook and each assistance at and of period = (D.E.)                     | (D + E)   | 267.30                         | 281.10                         |
| F: Cash and cash equivalents at end of period = (D+E)                     | 22        | 207.30                         | 201.10                         |
| Note:<br>Cash and Cash Equivalants Comprises of:                          |           |                                |                                |
| Particulars   | Note No.  | Amount As At<br>30th Sep. 2022 | Amount As At<br>31st Mar. 2022 |
| Balance with Banks<br>(i) In Current Accounts<br>(ii) In Deposit Accounts |           | 0.53<br>266.75                 | 19.89<br>261.19                |

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Place: Mumbai

Cash & Cash Equivalants

Cash on Hand

Date: November 14, 2022

For Vertoz Advertising Limited

0.02

267.30

0.02

281.10

Hirenkumar Shah Whole-time Director DIN: 00092739

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 Unaudited Standalone Financial Results for the Quarter and Half Year Ended September 30, 2022:

- 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, November 14, 2022.
- 2) The Financial Results for the Quarter and Half Year ended September 30, 2022, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative quarter ended June 30, 2022 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 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. 66.04 lakhs during the current Quarter ended 30th September 2022 and Rs. 154.94 lakhs during the half year ended 30th September 2022.

For Vertoz Advertising Limited

OVERTISING

MUMBA

Whole-time Director
DIN: 00092739

Place: Mumbai

# MITTAL & ASSOCIATES CHARTERED ACCOUNTANTS



B-603, Raylon Arcade, R K Mandir Road, Kondivita Andheri (East), Mumbai - 400 059. Email: mm@mittal-associates.com Tel:: 9892076888 / 8689958800

Independent Auditor's Limited Review Report on Consolidated Unaudited Quarter and Half Year Ended financial results of VERTOZ ADVERTISING LIMITED pursuant to the regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended

To,
The Board of Directors
Vertoz Advertising Limited,

We have reviewed the accompanying statement of unaudited Consolidated financial results ('the Statement') of Vertoz Advertising Limited ('the Holding Company'), its foreign subsidiary and Indian Subsidiary (together referred to as "the Group") for the quarter and six month ended 30th September 2022, 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 preparation of the statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles and generally accepted in India, read with the circular is the responsibility of the Holding company's management and has been approved by the Board of Director of the Company. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the Standards on Auditing specified under section 143(10) of the Act, and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

This statement Includes the results of the following entities: -

- Vertoz INC, USA (Wholly Owned Subsidiary)
- II. Vertoz Ltd, UK (Wholly Owned Subsidiary)
- III. AdZurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary)
- IV. Vertoz Advertising FZ-LLC, UAF (Subsidiary of Vertoz Ltd, UK)
- V. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
- ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
- VII. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
- VIII. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)
- IX. AdZurite INC, USA (Subsidiary of Vertoz INC, USA)
- X. Own Web Solution Pvt. Ltd., India (Wholly Owned Subsidiary)
- XI. IncrementX Pvt. Ltd., India (Wholly Owned Subsidiary)

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We did not review the financial statements of a foreign subsidiaries included in the consolidated financial statements; whose financial statements total assets of Rs. 3,935.02 Lakhs and net assets of Rs. 2,925.99 Lakhs as at September 30, 2022 and total revenues of Rs. 1,102.12 Lakhs for the half year ended September 30, 2022.

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.

We did not review the financial statements of an Indian subsidiary included in the consolidated financial statements; whose financial statements include total assets of Rs. 232.50 Lakhs and net assets of Rs. 97.52 Lakhs as at September 30, 2022 and total revenues of Rs. 294.88 Lakhs for the half year ended September 30, 2022. These financial statement have been reviewed by other auditor whose limited review report has been furnished to us by the parent company 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind AS) and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Mittal and Associates Chartered Accountant

FRN: 106456W

Hemant Bohra

Partner M. No.: 165667

UDIN: 22165667BDABXI9754

Date: 14th November, 2022

Place: Mumbai

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

Corporate Identity Number: L74120MH2012PLC226823

UNAUDITED STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED SEPTEMBER 30, 2022

(₹ in lakhs except for EPS)

|        |  | Quarter ended |             |             | Half Year Ended |             | Year ended |  |
|--------|--|---------------|-------------|-------------|-----------------|-------------|------------|--|
| Sr.No. | Particulars  | 30-09-2022    | 30-06-2022  | 30-09-2021  | 30-09-2022      | 30-09-2021  | 31-03-2022 |  |
|        |  | (Unaudited)   | (Unaudited) | (Unaudited) | (Unaudited)     | (Unaudited) | (Audited)  |  |
|        | Revenue:   |               |             |             |                 |             |            |  |
| 1      | Revenue From Operations ( Net of Taxes )                   | 1,587.84      | 1,103.32    | 1,006.39    | 2,691.15        | 1,935.69    | 4,160.64   |  |
| 11     | Other Income   | 57.91         | 3.41        | 52.57       | 61.32           | 90.20       | 100.35     |  |
| Ш      | Total Income (III)   | 1,645.74      | 1,106.73    | 1,058.96    | 2,752.47        | 2,025.90    | 4,260.99   |  |
| IV     | Expenses:  |               |             |             |                 |             |            |  |
|        | Direct Service Expense                                     | 828.81        | 528.04      | 488.73      | 1,356.85        | 1,015.74    | 2,134.88   |  |
|        | Employment Benefit Cost                                    | 208.59        | 201.63      | 150.02      | 410.22          | 303.69      | 633.10     |  |
|        | Finance Cost   | 19.81         | 22.41       | 47.43       | 42.23           | 73.73       | 103.07     |  |
|        | Depreciation and Amortisation                              | 65.32         | 66.02       | 67.50       | 131.34          | 112.23      | 302.24     |  |
|        | Other Expenses   | 194.54        | 104.00      | 76.45       | 298.54          | 152.45      | 312.61     |  |
|        | Total Expenses (IV)  | 1,317.08      | 922.11      | 830.12      | 2,239.19        | 1,657.84    | 3,485.91   |  |
|        |  |               |             |             |                 |             |            |  |
| V      | Profit before exceptional items and tax (III-IV)           | 328.66        | 184.62      | 228.83      | 513.28          | 368.06      | 775.08     |  |
| VI     | Exceptional Items  | -             |             |             |                 |             |            |  |
| VII    | Profit before tax (V-VI)                                   | 328.66        | 184.62      | 228.83      | 513.28          | 368.06      | 775.08     |  |
| VIII   | Tax expense:   |               |             |             |                 |             |            |  |
|        | (1) Income Tax Provision                                   |               |             |             |                 |             |            |  |
|        | Current Tax  | 87.67         | 44.22       | 96.80       | 131.89          | 118.53      | 172.99     |  |
|        | Excess / Short Provision                                   |               |             |             | -               |             | (4.44      |  |
|        | (2) Deferred tax   | 8.31          |             | (1.88)      | 8.31            | (1.88)      | (3.82      |  |
| IX     | Profit for the period (VII-VIII)                           | 232.69        | 140.39      | 133.91      | 373.08          | 251.40      | 610.35     |  |
| Х      | Other Comprehensive Income                                 |               |             |             |                 |             |            |  |
|        | (i) Items that will not be reclassified to Profit or Loss  | 152.70        | 0.71        | 0.18        | 153.41          | (14.87)     | (13.61     |  |
|        | (ii) Income tax relating to above                          |               |             |             | -               |             |            |  |
| ΧI     | Total Comprehensive Income (IX-X)                          | 385.39        | 141.10      | 134.09      | 526.49          | 236.53      | 596.74     |  |
| XII    | Paid-up equity share capital (Face value of ₹ 10/- each)   | 1,197.00      | 1,197.00    | 1,197.00    | 1,197.00        | 1,197.00    | 1,197.00   |  |
| XIII   | Other Equity   |               | -           |             |                 | -           | 5,433.27   |  |
| XIV    | Earning per Equity Share (of ₹ 10/- each) (not annualised) |               |             |             | 80              |             | ,          |  |
|        | (1) Basic  | 1.94          | 1.17        | 1.12        | 3.12            | 2.10        | 5.10       |  |
|        | (2) Diluted  | 1.94          | 1.17        |             | 3.12            | 2.10        | 5.10       |  |

Place: Mumbai Date: November 14, 2022 MUMBAI \*

Whole Time Director DIN: 00092739

VERTOZ ADVERTISING LIMITED

DIN: 00092739

602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080 Corporate Identity Number : L74120MH2012PLC226823 UNAUDITED STATEMENT OF CONSOLIDATED BALANCE SHEET FOR THE HALF YEAR ENDED SEPTEMBER 30, 2022

(₹ in lakhs)

|     | Particulars  | Amount As At<br>30th Sep. 2022 | Amount As At<br>31st Mar. 2022 |
|-----|--|--------------------------------|--------------------------------|
|     | ASSETS   |                                |                                |
| (1) | Non-current Assets                                       |                                |                                |
|     | (a) Property, Plant & Equipment                          | 30.55                          | 34.9                           |
|     | (b) Capital work-in-progress                             | -                              |                                |
|     | (c) Investment Property                                  | -                              |                                |
|     | (d) Goodwill   |                                |                                |
|     | (e) Other Intangible Assets                              | 5,689.43                       | 5,420.8                        |
|     | (f) Right of use assets                                  | 35.29                          | 49.0                           |
|     | (g) Financial Assets                                     |                                | -                              |
|     | (i) InvestmentS  |                                | -                              |
|     | (ii) Trade Receivables<br>(iii) Loans                    |                                | -                              |
|     | (h) Deferred Tax assets (net)                            |                                |                                |
|     | (i) Other non-current assets                             | 5.66                           | 44                             |
|     | Total Non-current assets                                 | 5,760.93                       | 5,549.                         |
|     | Total Non-current assets                                 | 5,760.93                       | 5,549.                         |
| (2) | Current Assets   |                                |                                |
|     | (a) Inventories  |                                | -                              |
|     | (b) Financial Assets                                     | -                              | -                              |
|     | (i) Investments  | -                              |                                |
|     | (ii) Trade Receivables                                   | 2,052.37                       | 2,620.                         |
|     | (iii) Cash & Cash Equivalents                            | 706.55                         | 296.                           |
|     | (iv) Bank Balances other than (iii) above                |                                |                                |
|     | (v) Loans  | 912.25                         | 78.                            |
|     | (c) Current Tax Assets (net)                             |                                |                                |
|     | (d) Other current assets                                 | 360.25                         | 76.5                           |
|     | Total Current Assets                                     | 4,031.42                       | 3,072.                         |
|     | Total Assets (1+2)                                       | 9,792.35                       | 8,622.                         |
|     |  |                                |                                |
| 141 | EQUITY AND LIABILITIES                                   |                                |                                |
| (1) | EQUITY   |                                |                                |
|     | (a) Equity Share Capital                                 | 1,197.00                       | 1,197.                         |
|     | (b) Other Equity Total Equity                            | 6,178.40<br>7,375.40           | 5,433.<br>6,630.               |
|     | , , ,  |                                |                                |
|     | LIABILITIES  |                                |                                |
| (2) | Non-current Liabilities                                  |                                |                                |
|     | (a) Financial Liabilities                                |                                |                                |
|     | (i) Borrowings   | 99.13                          | 73.                            |
|     | (ii) Trade Payables                                      |                                | -                              |
|     | (iii) Lease Liabilities                                  | 11.43                          | 63.                            |
|     | (iv) Other financial Liabilities                         | 70.00                          | 68.                            |
|     | (b) Provisions (c) Deferred Tax liabilities (Net)        | 17.08                          | 8.                             |
|     | (d) Other Non-current liabilities                        | 17.08                          | 0.                             |
|     | Total Non-current liabilities                            | 197.64                         | 213.                           |
|     |  |                                |                                |
| (3) | Current Liabilities                                      |                                |                                |
|     | (a) Financial Liabilities                                | 204.07                         | 700                            |
|     | (i) Borrowings   | 301.87                         | 788.                           |
|     | (ii) Trade Payables -Dues of micro and small enterprises | 0.86                           | 25.                            |
|     | -Dues of others  | 705.36                         | 363.                           |
|     | (iii) Lease Liabilities                                  | 35.56                          | 563.                           |
|     | (iv) Other financial Liabilities                         | 634.72                         | 214.                           |
|     | (b) Current tax liabilities (net)                        | 222.17                         | 200.                           |
|     | (c) Provisions   | 130.38                         | 84.                            |
|     | (d) Other current liabilities                            | 188.38                         | 101.                           |
|     | Total Current liabilities                                | 2,219.31                       | 1,778.                         |
|     | Total Equity and Liabilities (142+3)                     | 9,792.35                       | 8,622.                         |

Place: Mumbai Date: November 14, 2022 FORVERTOZ ADVERTISING LIMITED

Hirenkumar Shah Whole Time Director DIN: 00092739

MUMBAI

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602, AVIOR, NIRMAL GALAXY, L.B.S. MARG, OPP. JOHNSON & JOHNSON, MULUND (W) - 400080 Corporate Identity Number : L74120MH2012PLC226823 UNAUDITED CONSOLIDATED CASHFLOW STATEMENT AS ON SEPTEMBER 30, 2022

| 513.28         |   |
|----------------|---|
| 513.28         |   |
| l .            | 775.08  |
|                |   |
| 298.54         | 302.24  |
| 42.23          | 103.07  |
| (173.77)       | 246.87  |
| 167.00         | 652.18  |
|                |   |
| 61.32          | 100.35  |
| 61.32          | 100.35  |
|                |   |
| 618.96         | 1,326.91  |
|                |   |
|                |   |
|                | (299.64   |
| 100 management | (74.04  |
|                | 16.56   |
| (283.30)       | (20.69  |
| (486.91)       | (293.02   |
| 317.67         | (228.28   |
| 21.68          | (5.76   |
| 420.29         | 6.83  |
| 86.99          | 68.45   |
| 45.82          | (83.74  |
| (104.63)       | (913.34   |
| (12.11.27)     |   |
| 513.51         | 399.97  |
| (131.89)       | (168.55   |
| 381.61         | 231.42  |
|                |   |
| (1.73)         | (136.90   |
| 61.32          | 100.35  |
|                | -   |
| 59.59          | (36.56  |
|                |   |
|                |   |
|                |   |
| 25.62          | (80.05  |
|                |   |
| 6              | (28.80<br>17.48   |
|                |   |
|                | (103.07   |
| (31.19)        | (194.45   |
| 410.01         | 0.41  |
| 296.57         | 296.16  |
| 706.58         | 296.57  |
|                | 61.32<br>61.32<br>61.32<br>618.96<br>568.46<br>(834.23)<br>38.90<br>(283.30)<br>(486.91)<br>317.67<br>21.68<br>420.29<br>86.99<br>45.82<br>(104.63)<br>513.51<br>(131.89)<br>381.61<br>(1.73)<br>61.32<br>59.59 |

FOR VERTOZ ADVERTISING LIMITED

Place: Mumbai Date: November 14, 2022 MUMBAI

HivenSymar Shah

Whole Time Director

OIN: 100092739

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 Unaudited Consolidated Financial Results for the Quarter and Half Year Ended September 30, 2022:

- 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, November 14, 2022.
- 2) The Financial Results for the Quarter and Half Year ended September 30, 2022, are in compliance with Ind AS and other Accounting Principles generally accepted in India and the Results for the comparative quarter ended June 30, 2022 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 section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards), Rule, 2015, as amended.
- 4) The figures for the previous Quarters and year-to-date have been restated / regrouped, reclassified, wherever necessary to make them comparable.
- 5) 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. 66.04 lakhs during the current Quarter ended 30th September 2022 and Rs. 154.94 lakhs during the half year ended 30th September 2022.
- 6) These Financial Statements includes the year-to-date resullts of the following Entities: -
  - I. Vertoz INC, USA (Wholly Owned Subsidiary)
  - II. Vertoz Ltd, UK (Wholly Owned Subsidiary)
  - III. Vertoz Advertising FZ-LLC, UAE (Subsidiary of Vertoz Ltd, UK)
  - IV. AdNet Holdings INC, USA (Subsidiary of Vertoz INC, USA)
  - V. ZKraft INC, USA (Subsidiary of Vertoz INC, USA)
  - VI. PubNX INC, USA (Subsidiary of Vertoz INC, USA)
  - VII. AdMozart INC, USA (Subsidiary of Vertoz INC, USA)
  - VIII. AdZurite INC, USA (Subsidiary of Vertoz INC, USA)
  - IX. AdZurite Solutions Pvt. Ltd., India (Wholly Owned Subsidiary)
  - X. Own Web Solution Pvt. Ltd., India (Wholly Owned Subsidiary)
  - XI. Increment X Pvt. Ltd., India (Wholly Owned Subsidiary)

**MUMBAI** 

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For Vertoz Advertising Limited RTIS/N

Hirenkumar Shah Whole-time Director DIN: 00092739

Place: Mumbai