



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

December 29, 2022

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 - 400051.

Scrip Code: VERTOZ

Subject: Outcome of Board meeting - Allotment of Equity Share Warrants on Preferential Basis

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('SEBI Listing Regulations'), we hereby inform you that the Board of Directors of Vertoz Advertising Limited ('the Company') at their Meeting held today, i.e. Thursday, December 29, 2022, inter- alia, considered and approved allotment of 65,85,000 (Sixty Five Lakhs and Eighty Five Thousand only) fully convertible Equity Share Warrants having face value Rs. 10/- (Rupees Ten Only) each at a premium of Rs. 112.93/- (Rupees One Hundred Twelve and Ninety Three Paise only) issued on Private Placement basis in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ('SEBI ICDR Regulations') and the provisions of the Companies Act, 2013 and rules made there under.

The details required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/ CMD /4/ 2015 dated September 09, 2015 with respect to Allotment of Equity Share Warrants is enclosed as **Annexure A** to this letter.

The meeting commenced at 4.00 p.m. and concluded at 4.45 p.m.

The outcome shall also be uploaded on the Company's website at <https://ir.vertoz.com/boardmeeting/>

Kindly take the same on your records.

For Vertoz Advertising Limited

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



Encl: Annexure A



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Annexure – A

**Disclosure pursuant to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015
and SEBI Circular No. CIR/ CFD/CMD/ 4/ 2015 dated September 09, 2015**

S. No.	Particulars	Details
1	Types of securities Allotted	Equity Share Warrants convertible into Equity Shares ('Share Warrants')
2	Type of issuance	Preferential Issue
3	Total number of Securities allotted	65,85,000 (Sixty Five Lakhs and Eighty Five Thousand only) fully convertible Equity Share Warrants having face value Rs. 10/- (Rupees Ten Only) each at a premium of Rs. 112.93/- (Rupees One Hundred Twelve and Ninety Three Paise only)
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):	
	Names of the investors	No. of Investors - 10 For other details, please refer Table A1.
	Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors; In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	<u>Key terms of Equity Share Warrants:</u> Each Equity Share Warrant is convertible into 1(one) Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment of Share Warrants i.e. December 29, 2022. <u>Allotment terms:</u> Equity Share Warrants were allotted upon receipt of payment of 25% of the Issue Price of Equity Share Warrants. <u>Conversion terms:</u> Option for conversion of Equity Share Warrants shall be available only upon payment of balance Issue Price before such exercise of option. Further, the Company shall intimate separately at the time of conversion of Share Warrants into Equity Shares.





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Table A1

Details of Investors

S. No	Name of Allottees	No. of Equity Share Warrants Allotted	Class of Allottee	Category	Consideration Received (In Rs.)	Issue price / allotted price (in case of convertibles)
1.	Nexpact Limited	9,00,000	Foreign Portfolio Investor (Category III)	Non-Promoter	2,76,59,250	Rs. 122.93/- per share warrant/ equity share (including premium of Rs. 112.93/-)
2.	AG Dynamic Fund Limited	9,00,000	Foreign Portfolio Investor (Category I)	Non-Promoter	2,76,59,250	
3.	Saint Capital	18,00,000	Foreign Portfolio Investor (Category II)	Non-Promoter	5,53,18,500	
4.	Lalitaben Rupareliya	6,00,000	Resident Individual	Non-Promoter	1,84,39,500	
5.	Kurjibhai Rupareliya	6,00,000	Resident Individual	Non-Promoter	1,84,39,500	
6.	Prachi Rupareliya	6,00,000	Resident Individual	Non-Promoter	1,84,39,500	
7.	Shankar Sharma	4,00,000	Non-Resident Individual	Non-Promoter	1,22,93,000	
8.	Harshaben Tejasbhai Joshi	2,00,000	Resident Individual	Non-Promoter	61,46,500	
9.	Hirenkumar Rasiklal Shah	2,92,500	Resident Individual	Promoter	89,89,256.25	
10.	Ashish Rasiklal Shah	2,92,500	Non-Resident Individual	Promoter	89,89,256.25	
	Total	65,85,000			20,23,73,512.50	

