

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Vertoz Advertising Limited**
2. Quarter ending - **31-December-2022**

**i. Composition of Board of Director**

Tit le ( M r. / M s)	Name of the Directo r	DIN	PAN	Categor y (Chairpe rson / Executiv e/ Non- Executiv e/ Independ ent/ Nominee)	Sub Cate gory	Initial Date of Appoin tment	Date of Appoin tment	Date of cessa tion	Ten ure	Da te of Bir th	Whe th er the directo r is disquali fied?	Start Date of disqualifi cation	End Date of disqualifi cation	Details of disqualifi cation	Curr ent stat us	Whe th er special resoluti on passed ? [Refer Reg. 17 (1A) of Listing Regulat ions]	Date of passin g specia l resolu tion	No. of Directo rship in listed entit ies includ ing this listed entit y	No of Indepe ndent Directo rship in listed entit ies includ ing this listed entit y	No of member ships in Audit/ Stakeho lder Commit tee(s) includ ing this listed entit y	No of post of Chair perso n in Audit/ Stake holder Comm mitte e held in listed entit ies includ ing this listed entit y	Mem bership in Comm ittees of the Comp any	Remar ks
Mr.	Hirekumar Shah	00092739	APNPS6881B	ED		02-May-2014	14-Jun-2022			16 - Jun - 1980					NA			1	0	2	0	AC, SC	
Mr.	Ashish Shah	00092787	ATLPS9242E	NED		13-Feb-2012				16 - Jun - 1981					No			1	0	0	0		
Mr.	Rasiklal Shah	00091585	APPPS1419F	NED		25-Sep-2017				05 - Nov - 1944					Yes	30-09-2021		1	0	0			





3	Rohit Vaghadia	ID	Member	25-Jun-2020	
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Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Hirenkumar Shah	ED	Member	21-Jul-2017	
2	Nilam Doshi	ID	Chairperson	21-Jul-2017	
3	Harshad U Shah	C & NED	Member	21-Jul-2017	
4	Rohit Vaghadia	ID	Member	25-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks		Risk Management Committee is not applicable to the company
Whether Permanent chairperson appointed	No	

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Nilam Doshi	ID	Chairperson	21-Jul-2017	
2	Harshad U Shah	C & NED	Member	21-Jul-2017	
3	Rohit Vaghadia	ID	Member	25-Jun-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**



Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
10-Aug-2022	Yes	6	5	2
05-Sep-2022	Yes	6	5	2
16-10-2022	Yes	6	5	2
14-11-2022	Yes	6	5	2
24-11-2022	Yes	6	5	2
29-12-2022	Yes	6	6	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	40

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	10-Aug-2022	Yes	3	3	2	0
Audit Committee	05-Sep-2022	Yes	3	3	2	0
Audit Committee	14-Nov-2022	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	69



v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : Zill Shah  
 Designation : Company Secretary & Compliance Officer

For VERTOZ ADVERTISING LIMITED  
 Zill Shah  
 DIRECTOR / AUTHORIZED SIGNATORY

