

**ANNEXURE I**

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

1. Name of Listed Entity - **Vertoz Advertising Limited**
2. Quarter ending - **30-June-2023**

**i. Composition of Board of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Hirenkumar 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	14-Jun-2022			16-Jun-1981	No		1	0	0	0		
Mr.	Rasiklal Shah	00091585	APPS1419F	NED		25-Sep-2017				05-Nov-1944	Yes	30-09-2021	1	0	0	0		
Mrs.	Nilam Doshi	07848294	AMPLD4407F	ID		14-Jun-2017	14-Jun-2022		72	28-Dec-1978	No		1	1	2	2	AC,SC,NRC	
Mr.	Harshad U Shah	07849186	AACPS9040G	C & NED		14-Jun-2017	04-Jan-2020			19-Jan-1955	No		1	0	1	0	SC,NRC	
Mr.	Rohit Vaghadia	07946771	AAJPV8398R	ID		25-Sep-2017	25-Sep-2022		69	21-Jul-1980	No		1	1	2	0	AC,SC,NRC	

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Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No



ii. **Composition of Committees**

a. **Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Nilam Doshi	ID	Chairperson	21-Jul-2017	
2	Rohit Vaghadia	ID	Member	25-Jun-2020	
3	Hirenkumar Shah	ED	Member	21-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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	
4	Hirenkumar Shah	ED	Member	21-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	

d. **Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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	
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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
09-02-2023	Yes	6	5	2
25-06-2023	Yes	6	5	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	74

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	09-Feb-2023	Yes	3	3	2	0
Audit Committee	25-Apr-2023	Yes	3	3	2	0
Stakeholders Relationship Committee	10-Jan-2023	Yes	4	4	2	0



Nomination and Remuneration Committee	25 <sup>th</sup> April 2023	Yes	3	3	2	0
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Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	74

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	Not Applicable	
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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*Zill Shah*

Name : Zill Shah  
 Designation : Company Secretary & Compliance Officer

