

10th December 2025

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

Subject: Intimation under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/Madam,

The Board of Directors at its Meeting held today i.e., on 10th December 2025, has approved the proposed investment of Rs. 50 crores in its Wholly-owned Subsidiary, Vertoz Inc.

This is Pursuant to Regulation 30 read with Schedule III Part A Clause 1 and 5A of the SEBI Listing Regulations.

The details as required under the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 as amended, are enclosed as “Annexure – A”.

The Meeting of the Board of Directors commenced at 6.30 p.m. and concluded at 7.00 p.m.

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,

For Vertoz Limited



Zill Shah

Company Secretary & Compliance Officer

M. No.: A51707

Place: Mumbai

Encl: A/a

Annexure A**Investment**

Sr. No.	Details of the event to be provided	Information of such event
a)	Name of the target entity, details in brief such as size, turnover etc.;	Vertoz Inc , United States of America Business: Online Advertising Services. Revenue as per financials (FY24): — \$4.96 M
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	Yes, this would fall under Related Party Transactions, as it is Wholly-owned Subsidiary of the Company. The Promoter & Promoter Group of the Company do not have any interest in the transaction, and the said transaction is at arms’ length.
c)	Industry to which the entity being acquired belongs;	Digital Marketing & Advertising Technology (AdTech)
d)	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The investment is intended to subscription of Shares in Vertoz Inc. The investment is required to support a strategic acquisition being undertaken by Vertoz Inc. in the United States. This acquisition will significantly enhance the subsidiary’s operational capabilities, strengthen its market presence, and enable Vertoz Group to efficiently serve existing and prospective global clients.
e)	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable
f)	Indicative time period for completion of the acquisition;	Expected to be completed within 2 years, as the investment will be in tranches.
g)	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash consideration
h)	Cost of acquisition and/ or the price at which the shares are acquired;	Investment upto INR Rupees 50 Crores
i)	Percentage of shareholding / control acquired and / or number of shares acquired;	100% WOS
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Vertoz Inc., incorporated in the United States, is a wholly owned subsidiary of Vertoz Limited. It plays a critical role in expanding the Company’s global footprint and caters to clients across North America by offering digital marketing solutions and advanced programmatic advertising services. Date of incorporation – 5 th December 2012 Turnover of last 3 FYs – FY 2024 – \$ 4.96 MN FY 2023 – \$ 4.12 MN FY 2022 – \$ 4.03 MN Country of incorporation - USA

