

18th January, 2018

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.
Scrip Code: Vertoz

Dear Sir,

Subject: Reconciliation of Share Capital Audit Report for the Third Quarter ended 31st December, 2017

In compliance with SEBI Circular No. D&CC/FITTC/CIR-16/2002 dated 31st December, 2002, as amended from time to time, we submit herewith the Report made by M/s U. Hegde & Associates, Company Secretaries, with regard to Reconciliation of Share Capital Audit of the Company as at 31st December, 2017 and certifying due compliance with related requirements during the quarter ended as on date.

We request you to kindly take the same on records.

Thanking you,

For Vertoz Advertising Limited
(Previously known as Vertoz Media Limited & Vertoz Media Pvt Ltd)

SUMIT

Sumitkumar Sharma
Company Secretary & Compliance Officer
Encl: a/a



U. HEGDE & ASSOCIATES

COMPANY SECRETARIES

To,
Board of Directors
VERTOZ ADVERTISING LIMITED
602, Avior - Nirmal Galaxy, Opp. Johnson & Johnson,
LBS Road, Mulund West, Mumbai - 400080

SHARE CAPITAL RECONCILIATION AUDIT

I, have examined the Register of Members, beneficiary details furnished by depositories and other records and documents maintained by VERTOZ ADVERTISING LIMITED and its Registrar and Share Transfer Agent, Karvy Computershare Private Limited, for issuing this certificate in accordance with SEBI circular - D &CC/FITTC/CIR-16/2002 dated December 31,2002.

In my opinion and to best of my information and according to the explanations given to me and based on such verification as considered necessary, I hereby certify the following:

1.	Report for the quarter ended	31.12.2017	
2.	ISIN	INE188Y01015	
3.	Face Value	Rs. 10/- each	
4.	Name of the Company	Vertoz Advertising Limited	
5.	Registered Office Address	602, Avior - Nirmal Galaxy, Opp. Johnson & Johnson, LBS Road, Mulund West, Mumbai - 400080	
6.	Correspondence Address	602, Avior - Nirmal Galaxy, Opp. Johnson & Johnson, LBS Road, Mulund West, Mumbai - 400080	
7.	Telephone and Fax No.	Ph No. - 022- 61426086 Fax - 022 - 61426061	
8.	Email Address	compliance@vertoz.com	
9.	Name of the Stock Exchange where the Company's Securities are listed	National Stock Exchange of India Limited - Emerge Platform	
		Number of Shares	% of Total issued Capital
10.	Issued Capital	59,85,000	100%
11.	Listed Capital (Exchange wise) All (as per Company records)	59,85,000	100%
12.	Held in dematerialized form in CDSL	6,09,712	10.19%
13.	Held in dematerialized form in NSDL	53,45,362	89.31%

B-401, JANKI NIWAS, SHREE RAMBLAKDAS NAGRI CHS, TAPOVAN, MALAD(E), MUMBAI 400097
Mobile No: 09226206821/08454826250, website: www.csuhegde.in
email: uhegdeassociates@gmail.com / umashankar@csuhegde.in



14.	Physical		29,926	0.50%			
15.	Total No. of Shares (12+13+14)		59,85,000	100.00%			
16.	Reasons for differences, if any, between (10&11), (10&15) and (11&15)		NIL	NIL			
17.	Certifying the details of changes in Share Capital during the quarter under consideration as per table below:						
	Particulars	No. of Shares	Applied/ Not applied for listing	Listed on Stock Exchange (specify name)	Whether intimated to CDSL	Whether intimated to NSDL	In Principle approval pending for Stock Exchange (specify name)
	Public Issue of Shares*	59,85,000	59,85,000	NSE EmERGE	Yes	Yes	No
	*During the quarter, the Company came out with its maiden Initial Public Offering of 15,84,000 equity shares of Rs.10/- each and the Company received final trading approval from the exchange for total issued capital of 59,85,000 equity shares						
18.	Register of Members is updated (Yes/No)	Yes					
	If not, updated up to which date						
19.	Reference of previous quarter with regard to excess dematerialized Shares, if any	N.A.					
20.	Has the Company resolved the matter mentioned in Point No. 19 above, in the current quarter? If not reason why?	N.A.					
21.	Mention that total number of requests, if any, confirmed after 21 days and the total number of requests pending beyond 21 days with the reason for delay:						
	Total No. of Demat requests	No. of requests	No. of Shares	Reason for delay			
	Confirmed after 21 days	NIL	NIL	NIL			
	Pending for more than 21 days	NIL	NIL	NIL			
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	Mr. Sumit R. Sharma 022-6142 6086					
23.	Name, Address, Telephone & Fax No., Regn No. of the Auditor	Mr. Umashankar K Hegde B-401, Janki Niwas Shree Rambalakdas Nagri CHS, Tapovan, Malad(E), Mumbai 400 097 Tel No - 8454826250. C.P. No- 11161					
24.	Appointment of common agency for Share Registry work (if yes, name and address)	Karvy Computershare Private Limited Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nankramghuda, Hyderabad - 500 032. Phone No. - 040 -67162222 Fax - 040 - 23001153 Email -support@karvy.com					



25.	Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from Stock Exchange, Company changed its name, etc.)	N.A.
-----	--	------

FOR U.HEDGE & ASSOCIATES, COMPANY SECRETARIES



UMASHANKAR K HEGDE , Practicing Company Secretary

Proprietor

COP No- 11161 # M.No- A22133



Date: 17/01/2018

Place : Mumbai