



Vertoz Advertising Limited  
(Formerly Known as Vertoz Media Pvt. Ltd.  
& Vertoz Media Ltd.)  
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13<sup>th</sup> December, 2018

The Manager – Listing Department,  
National Stock Exchange of India Limited,  
“Exchange Plaza”, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051.

**Scrip Code: VERTOZ**

Dear Sir/Madam,

**Subject: Intimation of Incorporation of two Step-down Subsidiary Companies in New York, USA.**

With reference to the captioned subject, we would like to inform you that the Company's Wholly Owned Subsidiary “VERTOZ INC” has incorporated two Wholly Owned Subsidiary Companies viz. “AdZurite INC” and “AdMozart INC” in New York, United States of America on 13<sup>th</sup> December, 2018.

Vertoz INC, having its registered office at 50 California Street, Suite 1500, San Francisco, CA 94111, USA and one operational branch at 132 W, 31st Street, 15th Floor, New York 10001, USA, is a Wholly Owned Subsidiary of Vertoz Advertising Limited.

The details as required under SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September 2015 of both the Companies are given in Annexure A to this Letter.

This is for your information.

Kindly acknowledge the receipt of the same.

**On Behalf of Board of Directors  
For Vertoz Advertising Limited**

**Sumit R. Sharma  
Company Secretary & Compliance Officer  
Place: Mumbai**



Encl: As Above



## Annexure A

Details as required under SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September 2015:

### 1. AdZurite INC

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<b>Name:</b> AdZurite INC <b>Share Capital:</b> \$1000 (1000 Equity Shares of face value of \$1 each) <b>Turnover:</b> Nil (Being a new Company)
2.	Whether the acquisition would fall within the 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"	The initial subscription to the subsidiary mentioned above does not fall within the purview of Related Party Transaction.
3.	Industry to which the entity being acquired belongs	Online Digital Advertising Services
4.	Objects and effects 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)	AdZurite INC is incorporated for buying and selling of online digital advertising services
5.	Brief details of any governmental or regulatory approvals required for the acquisition	NA
6.	Indicative time period for completion of the acquisition	NA
7.	Nature of consideration – whether cash consideration or share swap and details of the same	NA
8.	Cost of acquisition or the price at which the shares are acquired	\$1000 (1000 Equity Shares of face value of \$1 each)
9.	Percentage of shareholding/control acquired and/or number of shares acquired	Vertoz INC is holding 100% paid-up share capital of AdZurite INC
10.	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)	AdZurite INC is a Company incorporated under the provisions of the Business Corporation Law, New York, USA on 13 <sup>th</sup> December, 2018 and is yet to commence its business operations.





## 2. AdMozart INC

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<b>Name:</b> AdMozart INC <b>Share Capital:</b> \$1000 (1000 Equity Shares of face value of \$1 each) <b>Turnover:</b> Nil (Being a new Company)
2.	Whether the acquisition would fall within the 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"	The initial subscription to the subsidiary mentioned above does not fall within the purview of Related Party Transaction.
3.	Industry to which the entity being acquired belongs	Online Digital Advertising Services
4.	Objects and effects 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)	AdMozart INC is incorporated for buying and selling of online digital advertising services
5.	Brief details of any governmental or regulatory approvals required for the acquisition	NA
6.	Indicative time period for completion of the acquisition	NA
7.	Nature of consideration – whether cash consideration or share swap and details of the same	NA
8.	Cost of acquisition or the price at which the shares are acquired	\$1000 (1000 Equity Shares of face value of \$1 each)
9.	Percentage of shareholding/control acquired and/or number of shares acquired	Vertoz INC is holding 100% paid-up share capital of AdMozart INC
10.	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)	AdMozart INC is a Company incorporated under the provisions of the Business Corporation Law, New York, USA on 13 <sup>th</sup> December, 2018 and is yet to commence its business operations.

