



Vertoz Advertising Limited
(Formerly Known as Vertoz Media Pvt. Ltd.
& Vertoz Media Ltd.)
CIN: L74120MH2012PLC226823
Regd. Office.: 602 Avior Nirmal Galaxy
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05th February, 2019

To,
The Manager
Listing Department
The National Stock Exchanges of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051

Scrip Code: - VERTOZ

Sub: - Outcome of Board Meeting.

Pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors at its Meeting held today i.e. 05th February, 2019, transacted the following businesses: -

1. The Company has appointed M/s. U. Hegde & Associates, Company Secretaries as the Secretarial Auditor of the Company for the FY 2018-19.
2. Board has given approval to incorporate a Wholly-owned Subsidiary in India in the name of "ADZURITE PRIVATE LIMITED or ADZURITE SOLUTIONS PRIVATE LIMITED or in any other name and style as may be approved by ROC".
3. The Company has proposed to appoint BASAN EQUITY BROKING LIMITED, having SEBI Registration No. INZ000197331, as an Additional Market Maker.
4. The Board noted all the amendments in PIT Regulation, and it will soon implement the changes, as required in the policies.

The Outcome will be uploaded on the Stock Exchange websites at <https://www.nseindia.com/emerge/> and on the website of the Company at the URL <https://www.vertoz.com/investors>

The Meeting of the Board of Directors commenced at 3.00 p.m. and concluded at 6.15 p.m.

We request you to kindly take the same on record.

For Vertoz Advertising Limited

Sumit Sharma

Sumit R. Sharma
Company Secretary & Compliance Officer
Encl: - a/a



U. HEGDE & ASSOCIATES

COMPANY SECRETARIES

Date: 25/01/2019

To,

The Board of Director

VERTOZ ADVERTISING LIMITED.

602, Avior, Nirmal Galaxy, LBS Marg.

Opp Johnson & Johnson, Mulund (W), Mumbai 400 080

K/A: Company Secretary -Shri Sumit Sharma

Re: Secretarial Audit u/s 204 of the Companies Act, 2013 & Consent to act as a Secretarial Auditor.

With reference to the captioned subject, I hereby would like to give my consent to act as "Secretarial Auditor" of Your Company as per Companies Act, 2013 for the F.Y.2018-19.

The Secretarial Audit Report shall be submitted in the Form No.MR-3 as given in rules to chapter XIII. Of Companies Rule 2014. As an auditor I need to confirm the compliances of your company with provisions of various other acts namely the Companies Act, 2013. Securities Contract (Regulation) Act, 1956, FEMA regulations (if applicable) and guidelines/regulations prescribed under SEBI etc and applicable to the Company.

I hereby declare that I meet the eligibility criteria prescribed by the ICSI and if appointed as Secretarial Auditor my appointment would be within the limits prescribed by ICSI.

Further, I will be pleased to act as Secretarial Auditors of the Company once confirmed by the board of directors of the company for the said financial year.

Thanking You

Yours faithfully

For U.Hegde & Associates, Company Secretaries.



(Umashankar K Hegde)

Proprietor