

Vertoz Advertising Limited (Formerly Known as Vertoz Media Pvt. Ltd. & Vertoz Media Ltd.)

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28th April, 2020

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/Madam,

Subject: Undertaking for not being a Large Entity as per SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018.

As per SEBI Circular No. SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018 - Fund Raising by issuance of Debt Securities by Large Entities, the Listed Entities are required to submit the Initial Disclosure within 30 days from the beginning of the Financial Year.

We hereby would like to inform you that we do not fall under Large Corporate Criteria and so we the provisions of the Circular are not applicable on us.

You are requested to kindly take the above on your records.

Thanking you,

Yours Faithfully,

For Vertoz Advertising Limited

Sd/-**Zill Shah Company Secretary & Compliance Officer**