

24th January 2023

To The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai - 400 001</u> Scrip Code: 543514	To The Manager, Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, G Block, Bandra-Kurla Complex, <u>Bandra (East), Mumbai – 400 051</u> Scrip Code: VERANDA
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Dear Sir/Madam,

Sub: Submission of copies of newspaper advertisement for Postal Ballot Notice

Pursuant to Regulation 30 and Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a copy of newspaper publication with regard to Postal Ballot Notice of the Company and e-voting information as published in the Newspapers of Financial Express (National Daily Newspaper) and Makkal Kural (Daily Newspaper of the region).

The same has been made available on the Company's Website at www.verandalearning.com

Kindly take the same on record and display the same on the website of your exchange.

Thanks & Regards,

For Veranda Learning Solutions Limited

M Anantharamakrishnan
Company Secretary & Compliance Officer

INSOLVENCY PROCEEDINGS

RCap: Maintain status quo till final order, directs NCLT

RAJESH KURUP
Mumbai, January 23

THE BANKRUPTCY TRIBUNAL has directed to put on hold all proceedings regarding Reliance Capital's (RCap) insolvency process till its final order. The National Company Law Tribunal's (NCLT) Mumbai bench is likely to pronounce an order the next week.

The bench during a hearing on Monday said the applications have been heard on merit and are closed for orders.

"The applications can be notified for pronouncement for order shortly in the week commencing from January 30," the tribunal said.

"In the circumstances, the interim order in force to continue inclusive of stay to second challenge mechanism. Needless to state that any action or decision taken subse-



FACT FILE

■ The administrator of RCap had proposed to hold the second round of the auction on Monday, depending on court ruling

■ The Mumbai Bench of the bankruptcy tribunal last week asked the bidders and lenders to maintain the status quo till Monday

quent to filing of present interlocutory application shall be subject to the outcome of final decision in the application," the tribunal said in the order, adding it had perused the written notes from both the sides.

The administrator of RCap had proposed to hold the second round of the auction on Monday, depending on the rul-

ing by the bankruptcy court. Last week, the NCLT had asked the bidders and lenders to maintain the status quo till Monday.

The RCap's administrator had earlier sought assurances from Torrent Group and Hinduja Group – the final bidders for the entire assets of the debt-laden firm – that they will

not withdraw their bids and maintain the bid amount they had earlier quoted.

Earlier on January 18, the counsel for IndusInd International Holdings Ltd (IIHL), the group company through which the Hinduja had placed bids, had said the company will not withdraw from the challenge mechanism and "continue to hold the field".

The lenders to the former Anil Ambani group company had earlier planned to hold the second round of e-auction last week, which was pushed to this week following directions from the tribunal.

Torrent Investments, a group company through which Torrent Group had placed its bid for RCap, earlier moved the NCLT, terming the administrator's decision to hold another round of auction as "illegal".

TMB profit climbs 38%, asset quality improves

SAJAN C KUMAR
Chennai, January 23

TAMILNAD MERCANTILE BANK (TMB) on Monday reported a 38% jump in its net profit to ₹280 crore for the third quarter of FY23 owing to a rise in net interest income (NII) and an improved asset quality. The lender had posted a net profit of ₹203 crore in the year-ago period. Total income stood at ₹1,173 crore, against ₹1,213 crore, down 3.34%.

SKrishnan, MD & CEO, told reporters that the bank has continuously been making growth in the bottom line and the third quarter profit was due to increase in the NII and improvement in the asset quality. The NII increased to ₹534 crore from ₹453 crore while the net interest margin rose to 4.50% from 4.03%.

Gross NPA as a percentage to total advances contracted to 1.70% from 3.08% and net NPA declined to 0.75% from 1.44%. The provision coverage ratio increased to 89.83% from 83.71%. "We have recorded good set of NPA numbers and could contain fresh slippages in the third quarter," he said.

Slippages during the latest quarter were at ₹66.52 crore and they were offset by recovery of ₹68.78 crore. Krishnan said the bank has set up a monitoring mechanism under the supervision of headquarters for effective recovery process. "Our focus will be on RAM (retail, agri and MSMEs) and we will be very selective on corporate lending."

The total business rose 5.69% to ₹78,242 crore, of which deposit accounted for ₹43,440 crore.

Oil hits 7-week high on stronger China outlook

STEPHANIE KELLY
New York, January 23

OIL PRICES ROSE by around 1% on Monday to a seven-week high, extending last week's gains on the back of a stronger outlook thanks to an expected economic recovery in top oil importer China this year.

Brent crude was up \$1.28, or 1.5%, at \$88.91 a barrel at 11:06 am EST (1606 GMT). The session high was \$88.99 a barrel, highest since December 1. US West Texas Intermediate crude rose 76 cents, or 0.9%, to \$82.40. The session high was \$82.64 a barrel, the highest since December 5.

Asian trading was slower because of the Lunar New Year holiday, but analysts said the optimism over China's reopening is likely to drive oil prices higher.

Sukrit Vijayakar, director of Mumbai-based energy consultancy Trifecta, said the market wants to preserve long positions in case the Chinese



growth resumes.

Data shows a solid pick-up in travel in China after COVID-19 curbs were eased. ANZ commodity analysts said in a note, pointing out that road traffic congestion in the country's 15 key cities so far this month is up 22% from the same period last year. Crude oil prices in much of the world's physical markets have started the year with a rally as China has shown signs of more buying and traders have worried that sanctions on Russia could tighten supply.

—REUTERS

AU SFB allows credit card upgrades, portability

FE BUREAU
Mumbai, January 23

AU SMALL FINANCE Bank will allow customers to instantly upgrade/port their credit cards from other banks to its platform with increased credit limits, cashbacks and reward points. The bank said on Monday its Swipeup platform is hassle-free and the entire upgrade/transfer can happen digitally within minutes.

The Swipeup platform primarily focuses on customers who have held credit cards of other banks, and can benefit from an upgraded credit card matching their lifestyle. Cardholders of other banks can provide details of their existing credit cards and check their eligibility for an upgraded range of AU SFB credit cards.

In 2022, the small financier launched LIT, a customizable credit card. The card offers benefits like lounge access, milestone benefits, free membership to various OTT platforms and reward points for online and PoS transactions.

Investment via P-notes drops to ₹96,292 cr in Dec

PRESS TRUST OF INDIA
New Delhi, January 23

INVESTMENT IN THE Indian capital markets through participatory notes marginally dropped to ₹96,292 crore month-on-month at the end of December 2022 because of higher valuation of the domestic markets.

Before the decline, the investment through the route had been on an increasing trend since July because of a slump in prices of oil and other commodities and relative out-performance of the Indian equity markets.

Participatory notes (P-notes) are issued by registered

foreign portfolio investors (FPIs) to overseas investors who wish to be part of the Indian stock market without registering themselves directly. They, however, need to go through a due diligence process.

According to Sebi data, the value of P-note investments in Indian markets – equity, debt, and hybrid securities – stood at ₹96,292 crore at December-end, as compared with ₹99,315 crore at the end of November. The investment level through the route was at ₹97,784 crore at October-end, ₹88,813 crore at September-end, ₹84,810 crore at August-end and ₹75,725 crore at the




end of July. It was at ₹80,092 crore at the end of June.

Investment via P-notes normally moves in line with FPI investment. When there is a global risk to the environment, investment through P-notes increases and vice-versa.

"FPIs are finding Indian markets expensive compared to other emerging markets and ours is probably the only market where they would have made profits last year. This would be a good time for them to book profits and look for cheaper valuations elsewhere. As FPIs start taking out money, a similar trend will be observed with P-notes, though the outflow might not be that significant," JARVIS Invest Founder and CEO Sumit Chanda said.

Of total ₹96,292 crore invested through this route till December 2022, ₹86,351 crore was invested in equities, ₹9,855 crore in debt, and ₹86 crore in hybrid securities.



Veranda Learning Solutions Limited

(formerly Veranda Learning Solutions Private Limited)
(formerly Andromeda Edutech Private Limited)

NOTICE OF POSTAL BALLOT

NOTICE is hereby given that Veranda Learning Solutions Limited ("the Company") is seeking approval of the Members of the Company by way of postal ballot (including remote e-voting) on the following resolution:

Sl. No	Type of Resolution	Description of Resolution
1.	Special Resolution	Appointment of Mr. Varun Bajpai (DIN: 00058339) as a Non Executive Independent Director

The Postal Ballot Notice ("Notice") is available on the website of the Company at www.verandalearning.com, the website of the Kfin Technologies Limited at <https://evoting.kfintech.com> and on the website of the Stock Exchanges on which the equity shares of the Company are listed i.e., BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com.

The Company has sent this Notice to the Members, whose names appeared in the Register of Members/List of Beneficial Owners as received from the Depositories/Kfin Technologies Limited, the Company's RTA as on Friday, January 13, 2023 ("Cut-off Date"). The Company has sent the postal ballot notice through electronic mode to those members whose e-mail addresses are registered with the Company/ Depositories/ Registrar and Transfer Agent ("RTA") and those who haven't registered the email address with the Company/RTA/Depositories shall download the postal ballot form from the website of RTA at <https://evoting.kfintech.com> and also from the website of the Company at www.verandalearning.com.

The Members desiring to exercise their vote by Postal Ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the same duly through courier or registered post or speed post at the expense of the Company. The duly completed Postal Ballot Form should reach the Scrutinizer not later than by 5:00 p.m. (IST) on Thursday, February 23, 2023, to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.

Pursuant to Section 108, 110 and other applicable provisions of the Companies Act, 2013, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India each as amended, the Company is providing remote e-voting facility to all its Members to cast their votes on resolution set forth in the Notice. Additionally, voting through physical postal ballot is also made available for the Members.

The Company has engaged the Services of Kfin Technologies Limited to provide remote e-voting facility to its members. The Physical ballot as well as the remote e-voting period commences on Wednesday, January 25, 2023 at 09:00 a.m. (IST) and ends on Thursday, February 23, 2023 at 05:00 p.m. (IST). The e-voting module shall be disabled by Kfin Technologies Limited thereafter. Further, the duly completed postal ballot form should reach the scrutinizer not later than 05.00 p.m. (IST) on Thursday, February 23, 2023 to be eligible for being considered, failing which it will be strictly considered that no reply has been received from the Member.

The Communication of the assent or dissent of the Members will take place through the remote e-voting system as well as through physical ballot form. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-off Date. Once vote on a resolution is cast, the Member will not be able to change it subsequently. If a Member has cast vote both through e-voting and through postal ballot form, the vote casted only through e-voting will be taken as valid. Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes. Other Members shall treat this Notice for information only.

The details of the procedure to cast vote (both through e-voting as well as through physical ballot form) forms part of the 'Notes' to the Notice. Members are requested to carefully read the same.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.kfintech.com/public/Faq.aspx>. In case of any queries / concern / grievances, you may contact Mr. Raju S.V., Dy. Vice President/ Mr. Mohan Kumar A., Manager KFin Technologies Limited, Selenium, Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032, India, at email: einward.ris@kfintech.com; 1-800-309-4001 (toll free).

The Board of Directors of the Company has appointed Mr.K.Sridhar (Membership No.FCS 9939 and CP No. 12060 of K.Sridhar & Co, Practising Company Secretaries, as the Scrutinizer to scrutinize the postal ballot process in a fair and transparent manner. Upon the Completion of the Scrutiny of the votes cast, the Scrutinizer will submit his report to the Chairman of the Company or to any other person authorized by him after completion of scrutiny of the postal ballots (including e-voting). The Results of the voting conducted by Postal Ballot along with the Scrutinizer's Report will be made available on the website of the Company at www.verandalearning.com, on the website of the Kfin Technologies Limited at <https://evoting.kfintech.com> and also on the website of the Stock Exchanges on which the equity shares of the Company are listed i.e., BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com, where the equity shares of the Company are listed, on or before Saturday, February 25, 2023.

For Veranda Learning Solutions Limited
Sd/-
M. Anantharamakrishnan
Company Secretary & Compliance Officer

Place: Chennai
Date: January, 23 2023

360 ONE WAM LIMITED (Formerly known as IIFL WEALTH MANAGEMENT LIMITED)
CIN: L74140MH2008PLC177884
Regd. Office: IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai 400013.
Tel: (91-22) 4876 5600 | Fax: (91-22) 4646 4706
Email id: secretarial@iiflw.com | Website: www.360.one

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NOTICE OF EXTRAORDINARY GENERAL MEETING AND E-VOTING INFORMATION

Notice is hereby given that the 3rd Extraordinary General Meeting for the financial year 2022-23 ("EGM") of 360 ONE WAM LIMITED (Formerly known as IIFL Wealth Management Limited) ("Company") will be held on Wednesday, February 15, 2023, at 11:30 a.m. (IST), through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without physical presence of the Members at a common venue, to transact the businesses specified in the Notice convening the EGM ("EGM Notice") in compliance with the applicable provisions of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") read with General Circular No. 11/2022 dated December 28, 2022 and all other applicable circulars issued by Ministry of Corporate Affairs ("MCA") in this regard and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and all other applicable circulars issued by Securities and Exchange Board of India ("SEBI") in this regard (collectively referred as "MCA and SEBI Circulars").

In accordance with the MCA and SEBI Circulars, the EGM Notice is sent only by electronic mode to those Members whose e-mail addresses were registered with the Company / Depositories. Members may note that the EGM Notice is also available on the website of the Company i.e. www.iiflwealth.com/Investor-Relations and websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of Central Depository Services (India) Limited ("CDSL") at www.evotingindia.com. The dispatch of the EGM Notice through e-mails is completed on January 23, 2023.

In terms of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI Listing Regulations, 2015, read with Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, the Company is providing the facility to its Members to exercise their right to vote by electronic means on the businesses specified in the EGM Notice through e-voting services of CDSL. The voting rights of Member shall be in proportion to the equity shares held by them in the paid-up share capital of the Company. Only the Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

All the Members are informed that:

- Members holding shares either in physical form or in dematerialized form and whose names are recorded in the register of members or in register of beneficial owners maintained by Depositories, as on the cut-off date i.e. Wednesday, February 8, 2023, are eligible ("Eligible Members") to exercise their right to vote by remote e-voting system as well as e-voting during the EGM, on the businesses specified in the EGM Notice.
- The remote e-voting shall commence on Saturday, February 11, 2023, at 9:00 a.m. (IST).
- The remote e-voting shall end on Tuesday, February 14, 2023, at 5:00 p.m. (IST).
- The remote e-voting will not be allowed before or beyond the aforesaid date and time and the remote e-voting module shall be disabled by CDSL after 5:00 p.m. (IST) on Tuesday, February 14, 2023.
- Once the vote on a resolution is cast by the Member, the same shall not be allowed to change subsequently.
- The manner of remote e-voting for Members holding shares in dematerialized mode, physical mode and for Members who have not registered their email address is provided in the EGM Notice.
- Members can attend and participate in the EGM through VC / OAVM facility only.
- E-voting during the EGM:
 - The Members can participate in the EGM even after exercising their right to vote through remote e-voting but will not be able to cast their vote again at the EGM.
 - The procedure for e-voting at the EGM is mentioned in the EGM Notice.
 - Only those Members, attending the EGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote at the EGM.

Any person who becomes Member of the Company after the EGM Notice is sent electronically by the Company and holds shares as on the cut-off date i.e. Wednesday, February 8, 2023, is requested to refer to the login method explained in the EGM Notice and may contact the Company at Secretarial@iiflw.com in case of any queries.

We encourage Members to support our commitment to environmental protection by choosing to receive the Company communication through e-mail. Accordingly, members are requested to register / update their e-mail addresses in the following manner:

- Members holding shares in dematerialized form, who have not registered / updated their e-mail addresses are requested to register / update their e-mail addresses with their respective Depository Participants; and
- Members holding shares in physical form are requested to register / update their e-mail addresses with Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company, by writing an e-mail at rnt.helpdesk@linkintime.co.in.

Members are requested to intimate changes, if any, in their name, postal address, e-mail address, telephone / mobile numbers, bank account details, Permanent Account Number, nominations, power of attorney etc. to their Depository Participants in case the shares are held by them in dematerialized form and to Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company, in case the shares are held by them in physical form, in the manner specified in the EGM Notice.

In case of queries / grievances relating to e-voting, Members may refer to the Frequently Asked Questions (FAQs) and e-voting manual for the Members at the HELP Section at the website of CDSL i.e. www.evotingindia.com or write an email to helpdesk.evoting@cdslindia.com or call on toll free no: 1800 22 5533 or contact Mr. Rakesh Dalvi, Sr. Manager, CDSL at A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400 013 or write an e-mail to the Company at Secretarial@iiflw.com.

For 360 ONE WAM LIMITED
(Formerly known as IIFL Wealth Management Limited)
Sd/-
Rohit Bhave
Company Secretary
ACS: 21409

Place: Mumbai
Date: January 23, 2023

For Veranda Learning Solutions Limited
Sd/-
M. Anantharamakrishnan
Company Secretary & Compliance Officer

Place: Chennai
Date: January, 23 2023

