

July 17, 2025

BSE Limited Dept of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: 543514	National Stock Exchange of India Limited The Listing Department, Exchange Plaza, Bandra Kurla Complex, Mumbai – 400 051 Symbol: VERANDA
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Dear Sir/Madam,

Sub: Qualified Institutions Placement of equity shares of face value of INR 10 each ("Equity Shares") by Veranda Learning Solutions Limited (the "Company") under the provisions of Chapter VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations") and Sections 23(1)(b), 42 and 62 (1)(c) of the Companies Act, 2013 and the rules made thereunder, each as amended (the "Issue")

We wish to inform you that pursuant to the approval accorded by the Board of Directors of the Company, at its meeting held on May 17, 2025, and the special resolution passed by the members of the Company at the Extra-ordinary General Meeting ("EGM") held on June 10, 2025, the Qualified Institutions Placement Committee (the "QIP Committee") of the board has, at its meeting held today i.e. Thursday, July 17, 2025, *inter alia*, passed the following resolutions:

- Approving and authorizing the opening of the proposed Issue today, i.e. Thursday, July 17, 2025;
- Approving and adopting the preliminary placement document dated July 17, 2025, together with the application form in connection with the Issue;
- Approving the floor price for the Issue, being INR 236.92 per Equity Share ("Floor Price"), based on the pricing formula as prescribed under Regulation 176 of the SEBI ICDR Regulations.

We further wish to inform you that the 'relevant date' for the purpose of the issue, in terms of Regulation 171 of the SEBI ICDR Regulations, is July 17, 2025, and accordingly the Floor Price in respect of the Issue, being INR 236.92 per Equity Share, has been determined based on the pricing formula as prescribed under Regulation 176(1) of the SEBI ICDR Regulations.

Pursuant to Regulation 176(1) of the SEBI ICDR Regulations and in accordance with the approval of the shareholders of the Company accorded through a special resolution at the EGM held on June 10, 2025, the Company may at its discretion offer a discount of not more than 5% on the floor price for the Issue.

The meeting of the QIP Committee commenced at 7.00 P.M. and concluded at 7.30 P.M.

In relation to the Qualified institutions placement, we will file the preliminary placement document with the BSE Limited and National Stock Exchange of India Limited today.

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We further wish to inform you that, in terms of Regulation 9 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, and the Company's Code of Fair Disclosure and Code of Conduct for Prevention of Insider Trading, the trading window for dealing in the securities of the Company, has already been closed and shall continue to remain closed for all the Designated Persons and their immediate relatives until further notice.

We request you to kindly take this on records and the same be treated as compliance under Regulation 29(1) and 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, as amended.

Kindly take the same on record and display the same on the website of your exchange. This information will also be available on the Company's website at <https://www.verandalearning.com/web/index.php/stock-exchange-intimations>

Thanks & Regards
For Veranda Learning Solutions Limited

S Balasundharam
Company Secretary & Compliance Officer
M. No: ACS-11114

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