



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

29th May, 2023

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| 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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Sub: Press Release on Financial Results for the quarter and year ended 31st March 2023 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Investor presentation.

Dear Sir/Madam,

Please find enclosed the press release titled 'Veranda Learning Solutions announces for the quarter and year ended 31st March 2023 "Financial Results" pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and investor presentation.

This information will also be hosted on the Company's website at www.verandalearning.com. Request you to kindly take the same on record.

Thanking you,

For Veranda Learning Solutions Limited

M. Anantharamakrishnan
Company Secretary & Compliance Officer

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CIN: L74999TN2018PLC125880

Veranda Learning Solutions announces Q4FY23 & FY23 Financial Results

Reports a Strong Revenue Growth in FY23 of 115% YoY and Projects EBITDA of INR100 Cr in FY24

Chennai, May 29th, 2023: Veranda Learning Solutions Limited (“Veranda” BSE: 543514, NSE: VERANDA), a publicly listed company, announced its financial results for Q4FY23 and FY2023. The total revenue for Q4FY23 stood at Rs. 488.00 million compared to Rs. 294.12 million in Q4FY22, a growth of 65.92% year-on-year. The total revenue for FY23 was Rs. 1999.21 million, an impressive 164.44% year-on-year surge from Rs. 756.02 million in FY22.

Mr. Suresh Kalpathi, Executive Director and Chairman, Veranda Learning Solutions, is confident that FY23 has set the stage for the company to witness accelerated growth, increased revenues, and enhanced profitability in FY24. “FY23 was a foundational and formative year that has set a strong base for our next phase of growth. Our Company’s revenue from operations grew by 115.03% year-on-year, while operating losses have come down compared to the previous year,” said Mr. Suresh Kalpathi.

Speaking about the company’s strategy of offering high quality education, Mr. Suresh Kalpathi said, “In FY23, the Company successfully acquired J. K. Shah Classes, one of the largest test prep organizations in India. In addition to that, we recently signed acquisition/investment agreements with seven companies which possess deep synergies to our existing businesses. On the organic front, our Higher Education division has signed crucial agreements with several renowned universities. We have also launched residential programs in Tamil Nadu to cater to IAS and Banking aspirants. Veranda RACE, our competitive exam prep brand, has been successful in penetrating southern states such as Kerala, Karnataka, Andhra, and Telangana, whilst enjoying leadership position in Tamil Nadu. In total, we have over 280 centres across the group where our students are provided with state-of-the-art facilities.”

Mr. Suresh Kalpathi firmly believes FY 23-24 will be crucial for Veranda Learning’s growth trajectory. “Substantial part of the investments that we have made in FY23 are a one-time expense needed to drive the company’s growth. This non-recurring expenditure will catapult profits in the coming years. Another crucial indicator forecasting our growth has been our student enrolment numbers. The constant rise in the number of student enrolments is a strong sign that we are on the right path. The enrolments for FY23 stood at over 4 lakhs compared to about 60 thousand in FY22, including students who trained with us as part of our expansion into the B2B2C space. The Company has prioritised expanding and strengthening the product portfolio as well as in building a robust technology platform for our aspiring students. With these initiatives, we expect the proforma EBITDA to reach over INR 100 Cr in FY23-24,” said Mr. Suresh Kalpathi.

Consolidated Financial Highlights:

| Particulars (Rs. Million) | Q4FY23 | Q4FY22 | Y-o-Y | Q3FY23 | Q-o-Q | FY23 | FY22 | Y-o-Y |
|--------------------------------|-----------------|----------|----------|---------|----------|-----------------|----------|---------|
| Revenue from Operations | 484.06 | 291.20 | 66.23% | 478.78 | 1.10% | 1,613.57 | 750.49 | 115.00% |
| Other Income | 3.94 | 2.92 | | 358.41 | | 385.64 | 5.53 | |
| Total Revenue | 488.00 | 294.12 | 65.92% | 837.19 | (41.71)% | 1,999.21 | 756.02 | 164.44% |
| Gross Profit | 238.51 | 209.98 | 13.59% | 228.74 | 4.31% | 498.36 | 293.03 | 70.07% |
| <i>Gross Profit Margin (%)</i> | 49.27% | 72.11% | | 47.77% | | 30.89% | 39.05% | |
| Operating Expenses | | | | | | | | |
| Advt. & Business Promotion | 115.37 | 63.42 | 81.91% | 115.46 | (0.07)% | 422.42 | 222.48 | 89.87% |
| Corporate Costs | 45.27 | 61.90 | (26.87)% | 55.42 | (18.31)% | 203.56 | 177.04 | 14.98% |
| Non-Operating Expenses | | | | | | | | |
| ESOPs/RSU | 16.79 | 15.70 | 6.96% | (94.82) | | (23.66) | 71.20 | |
| Growth Investment | 80.66 | - | | 98.11 | (17.79)% | 242.43 | - | |
| One-time Transaction Costs | 56.26 | - | | 175.01 | | 231.26 | - | |
| EBITDA | (201.97) | (127.47) | - | 146.29 | - | (336.72) | (390.52) | - |
| Finance Cost | 51.54 | 34.12 | 51.04% | 20.49 | 151.47% | 102.99 | 83.32 | 23.61% |
| Depreciation | 176.73 | 58.48 | 202.22% | 151.82 | 16.40% | 454.62 | 138.25 | 228.84% |
| Tax Expenses | (43.43) | (10.68) | - | (32.62) | - | (102.19) | (27.13) | - |
| PAT | (386.79) | (209.39) | - | 6.59 | - | (792.14) | (584.95) | - |

Key Consolidated Financial Highlights:

- Total Revenue stood at **Rs. 488.00 million in Q4FY23** compared to Rs. 294.12 million in Q4FY22 a growth of 65.92% YoY; Total Revenue for FY23 stood at **Rs. 1,999.21 million** compared to Rs. 756.02 million a strong of 164.44 % YoY
- Gross Profit for Q4FY23 was at **Rs. 238.51 million** compared to 209.98 million in Q4FY22 a growth of 13.59%; Gross Profit for FY23 stood at **Rs. 498.36 million** compared to Rs. 293.03 in FY22 a growth of 70.07% YoY. Reported a Gross Profit margin of **49.27 %** in Q4FY23 and **30.89 %** in FY23.
- Advertising and business promotion expenses for Q4FY23 and FY23 were **Rs. 115.37 million and Rs. 422.42 million** respectively.
- During Q4FY23, the company incurred **Rs. 56.26 million** in expenses towards one-time Transaction Costs. This was spent on due diligence fees, legal fees, and market studies related cost to identify and engage with the acquisition targets; such one-time costs for the year FY23 stood at Rs. 231.26 million
- During FY23, the company continued its growth investment which stood at **Rs. 242.43 million including** towards setting up its Higher Education business.

Business Updates Q4FY23:

Signed acquisition agreements under Subsidiary Veranda Administrative Learning Solutions Pvt Ltd:

Veranda Learning Solutions is acquiring and investing across seven businesses through its Wholly Owned Subsidiary Veranda Administrative Learning Solutions Private Limited for a total valuation of over Rs 400 crore. The entities that will come under the Veranda Learning Solutions' umbrella include: Educare Infrastructure, Six Phrase, Smart Bridge, Talent Academy, Talent Publications, Phire Learning, and Bassure. These acquisitions have the potential to deliver an EBITDA of Rs. 50 crores for FY 2023-24.

Partnering with Logic School of Management:

JK Shah Classes, has collaborated with Logic School of Management to support students in achieving their academic goals. Logic School of Management has a strong presence in Kerala and train students in courses such as ACCA (Chartered Certified Accountants) UK, Certified Management Accountant (CMA) US and Certified Public Accountant (CPA) US. JK Shah Classes has a pan Indian presence with expertise in Chartered Accountancy (CA), Company Secretary (CS) and Cost and Management Accountant (CMA) courses, and this association is a win-win situation for both.

Launch of Academy for Civil Service Aspirants (ACSA):

The Academy for Civil Service Aspirants (ACSA), a comprehensive residential programme for civil service aspirants, has been introduced by Veranda IAS in Chennai. Only those aspirants who pass the Veranda Entrance Scholarship Test (VEST) will be admitted to the programme and the students will receive instruction from top academics from across India. In addition internships will be arranged and the students will receive one-on-one mentoring support from Mr. Sagayam, a former IAS officer. Six cities in Tamil Nadu will host this programme namely Madurai, Coimbatore, Salem, Tiruchi, Vellore, and Tirunelveli. The ACSA will accept 150 applicants, of whom 5 will receive full scholarships.

Tie-Up with XLRI To Launch Executive Diploma in Advanced Business Strategies for CXOs:

Veranda HigherEd is partnering with XLRI (Xavier School of Management) to launch an Executive Diploma in Advanced Business Strategies for CXOs. This is a one-year program, starting on July 29, 2023, and will be conducted in a hybrid mode through a combination of on-campus immersion sessions and live classes online. The objective of this program is to help CXOs become dynamic new generation leaders who possess in-demand skills in business management, strategic leadership and are efficient in driving overall business transformation.

SASTRA University Partners with J.K. Shah Classes For B.Com course along with CA Coaching:

SASTRA University is collaborating with J.K. Shah Classes to launch Bachelor of Commerce (B. Com) Online course with CA coaching under the Veranda Varsity brand. The B.Com course will be fully online, while the CA coaching will be available via a hybrid model comprising of online and offline modules. The objective of this course is to give students an understanding of corporate governance, accounting, and business laws and make them more relevant in the field of accounts and finance.

About Veranda Learning Solutions:

Founded in 2018, by the Kalpathi AGS Group - Veranda Learning Solutions is a public listed education technology company that offers a bouquet of training programs for competitive exam preparation, including State Public Service Commission, Banking, Insurance, Railways, IAS, and CA, as well as a slew of professional skilling and upskilling programmes. Veranda Learning Solutions' platform combines technology, processes, and methodologies to provide high-quality, in-depth, personalised learning opportunities and content to learners across the country. Dedicated to creating an impact on students and delivering successful academic outcomes, Veranda adopts a multi-modal delivery system backed by a rigorous and disciplined learning framework. The company provides services through its subsidiaries: Veranda RACE, Veranda IAS, Edureka - the customer-facing brand of Brain4ce Education Solutions, Veranda HigherEd, and Edureka Learning Centre. Veranda Learning has forayed into high-demand financial courses such as Chartered Accountancy through its partnership with India's premier CA test-preparation institute, J. K. Shah Classes.

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Visit us at www.verandalearning.com | CIN L74999TN2018PLC125880

DISCLAIMER:

Certain statements in this document that are not historical facts, are forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, local, political, or economic developments, industry risks, and many other factors that could cause actual results to differ materially from those contemplated by the relevant forward-looking statements. Veranda Learning Solutions Limited will not be responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances



Veranda Learning Solutions

Affordability | High-quality Content | Outcome-oriented Approach

Investor Presentation as part of Q4 Financial Results | May 2023



Safe Harbor

- This presentation and the following discussion may contain “forward looking statements” by Veranda Learning Solutions Limited (“Veranda Learning” or the Company) that are not historical in nature. These forward looking statements, which may include statements relating to future results of operations, financial condition, business prospects, plans and objectives, are based on the current beliefs, assumptions, expectations, estimates, and projections of the management of Veranda Learning about the business, industry and markets in which Veranda Learning operates.
- These statements are not guarantees of future performance, and are subject to known and unknown risks, uncertainties, and other factors, some of which are beyond Veranda Learning’s control and difficult to predict, that could cause actual results, performance or achievements to differ materially from those in the forward looking statements.
- Such statements are not, and should not be construed, as a representation as to future performance or achievements of Veranda Learning. In particular, such statements should not be regarded as a projection of future performance of Veranda Learning. It should be noted that the actual performance or achievements of Veranda Learning may vary significantly from such statements.

Agenda

01 | Result Highlights

02 | Company Overview

03 | Growth Strategy

04 | Industry Overview

05 | Financials

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Q4 & FY23 Performance

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Key Financial & Business Highlights

Revenue from Operations

Q4FY23

Consolidated
₹484 Mn | YoY Growth %
66%

FY23

Consolidated
₹1,614 Mn | YoY Growth %
115%

Gross Profit

Q4FY23

Consolidated
₹239 Mn | YoY Growth %
14%

FY23

Consolidated
₹498 Mn | YoY Growth %
70%

Key Business Highlights



Proposed Acquisitions: Educare Infrastructure, Six Phrase, Smart Bridge, Neyyar Academy, Neyyar Education, Phire Learning, and Bassure



Launched an Academy for Civil Service Aspirants (ACSA)



SASTRA University Partnered with J.K. Shah Classes For B.Com course along with CA Coaching



Joined forces with XLRI To Launch Executive Diploma in Advanced Business Strategies for CXOs

From the Chairman's Desk



Commenting on the results, Mr. Kalpathi. S. Suresh, Executive Director and Chairman, Veranda Learning Solutions, said *"FY23 was a foundational and formative year that has set a strong base for our next phase of growth. Our Company's revenue from operations grew by 115.03% year-on-year, while operating losses have come down compared to the previous year. In FY23, the Company successfully acquired J. K. Shah Classes, one of the largest test prep organizations in India. In addition to that, we recently signed acquisition/investment agreements with seven companies which possess deep synergies to our existing businesses. On the organic front, our Higher Education division has signed crucial agreements with several renowned universities. We have also launched residential programs in Tamil Nadu to cater to IAS and Banking aspirants. Veranda RACE, our competitive exam prep brand, has been successful in penetrating southern states such as Kerala, Karnataka, Andhra, and Telangana, whilst enjoying leadership position in Tamil Nadu. In total, we have over 280 centres across the group where our students are provided with state-of-the-art facilities.*

Substantial part of the investments that we have made in FY23 are a one-time expense needed to drive the company's growth. This non-recurring expenditure will catapult profits in the coming years. Another crucial indicator forecasting our growth has been our student enrolment numbers. The constant rise in the number of student enrolments is a strong sign that we are on the right path. The enrolments for FY23 stood at over 4 lakhs compared to about 60 thousand in FY22, including students who trained with us as part of our expansion into the B2B2C space. The Company has prioritised expanding and strengthening the product portfolio as well as in building a robust technology platform for our aspiring students. With these initiatives, we expect the proforma EBITDA to reach over INR 100 Cr in FY23-24."

Consolidated P&L Highlights

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| PAT | (386.79) | (209.39) | - | 6.59 | - | (792.14) | (584.95) | - |

*Includes a one-time income of 321.27 million on account of the cancellation and forfeiture of debentures

#Gross profit calculation: (Revenue – Direct Costs) | GP Margin: GP / (Revenue from Operations)

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Veranda Company Overview

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Veranda Learning – A Quick Glance

Veranda Learning Solutions is engaged in the business of offering diversified and integrated learning solutions in online, offline hybrid and offline blended formats to students, aspirants, and graduates professionals and corporate employees

KEY STRENGTHS



Strong Leadership:

Promoters have a collective experience of **over 40 years in the education sector** and proven track record of entrepreneurial success



Diversified Offerings:

Provides a wide range of learning solutions through courses including **UPSC, competitive exams courses, professional courses, short term upskilling and reskilling courses** to students and professionals



Presence across Platforms:

Courses offered through **online, offline hybrid, offline blended, campus in campus and online live instructor led learning models in various languages**



Established Strong Brand:

Established a strong presence in **competitive exam-oriented courses like** Banking, SPSC, Insurance, RRB & SSC and created niche online education platforms across all segments. **Edureka** is a recognised online education platform for IT professionals that offers **upskilling & reskilling courses**

Our Journey so far

INCORPRATION

Incorporated in November 2018

2018

- **Dec'20:** Acquired Content, brand, education materials through Veranda Race; commenced operations
- **Dec'20:** Launched own mobile app comprising all integrated courses

KEY ACQUISITION

LAUNCHES & ACQUISITIONS

- **July'21:** Launched CA course offered by Veranda CA
- **Aug'21:** Launched UPSC course offered by Veranda IAS
- **Sep'21:** Acquired Edureka, enabling Veranda to establish global footprints

2021

- **Apr'22:** Listing on BSE & NSE

LISTING ON EXCHANGES

J. K. SHAH CLASSES AND LAUNCH OF ELCs

- **May'22:** Launched Edureka Learning Centre (ELCs)
- **Oct'22:** Acquired J. K. Shah Classes

2022

- **Jan'23:** Business Transfer Agreement with Chennai Race
-
- **May'23:** Announces association with 7 companies under Veranda Administrative Learning Solutions

ACQUISITIONS IN VERANDA ADMINISTRATIVE SOLUTIONS

2023

Strong presence in test preparations & professional skilling segments

-  Career-defining competitive exams
-  Professional courses
-  Exam-oriented courses
-  Upskilling and Reskilling courses



- TNPSC Group 2
- TNPSC Group 4
- TN TET
- Banking
- SSC
- Railways
- Kerala PSC
- CA Foundation



TNPSC Exam Coaching:

- Group 2 & 2A
- Group 4

Test Series:

- TNPSC
- Banking Test Batch
- CA -all levels

Banking & SSC Exams:

- Tamil
- English
- Malayalam
- Telugu
- Kannada

CA Exam Coaching:

- CA Foundation
- CA Intermediate
- CA Final
- CA Revision

UPSC Exam

- Integrated Learning Programme
- Prelims Learning Programme

Kerala PSC Exam Coaching

TNUSRB SI

Developed **340+** courses offered in Online, Offline Hybrid & Offline Blended

Edureka – A leading player in emerging technology training



Pioneering Instructor Led Live Online training



Industry leader in online professional & higher education segment



Upskilling & Reskilling courses



Global customer presence majorly from US & UK



- A comprehensive learning platform aimed to bridge the workplace-ready IT skills gap
- Veranda acquired Edureka to build a full-stack Education business virtually
- Launched Edureka learning with the first set of Delivery Centres across 105 locations



Courses Offered

- Cloud Computing
- DevOps
- BI Visualization
- Data Science
- Programming & Frameworks
- Frontend Development
- Mobile Development
- Software Testing
- Project Management & Methodologies
- Architecture & Design Patterns
- Artificial Intelligence
- Databases
- Data Warehousing and ETL
- Operating Systems
- Digital Marketing
- Robotic Process Automation
- Blockchain
- Data Science

Established a result oriented unique 360° Approach

360° Approach



Weekly lectures by subject matter experts with Q&A



Mentors assigned to every student to track and ensure progress



Right blend of offline & online materials to support the learning outcomes



Textbooks for all courses for in-depth structural & methodical learning



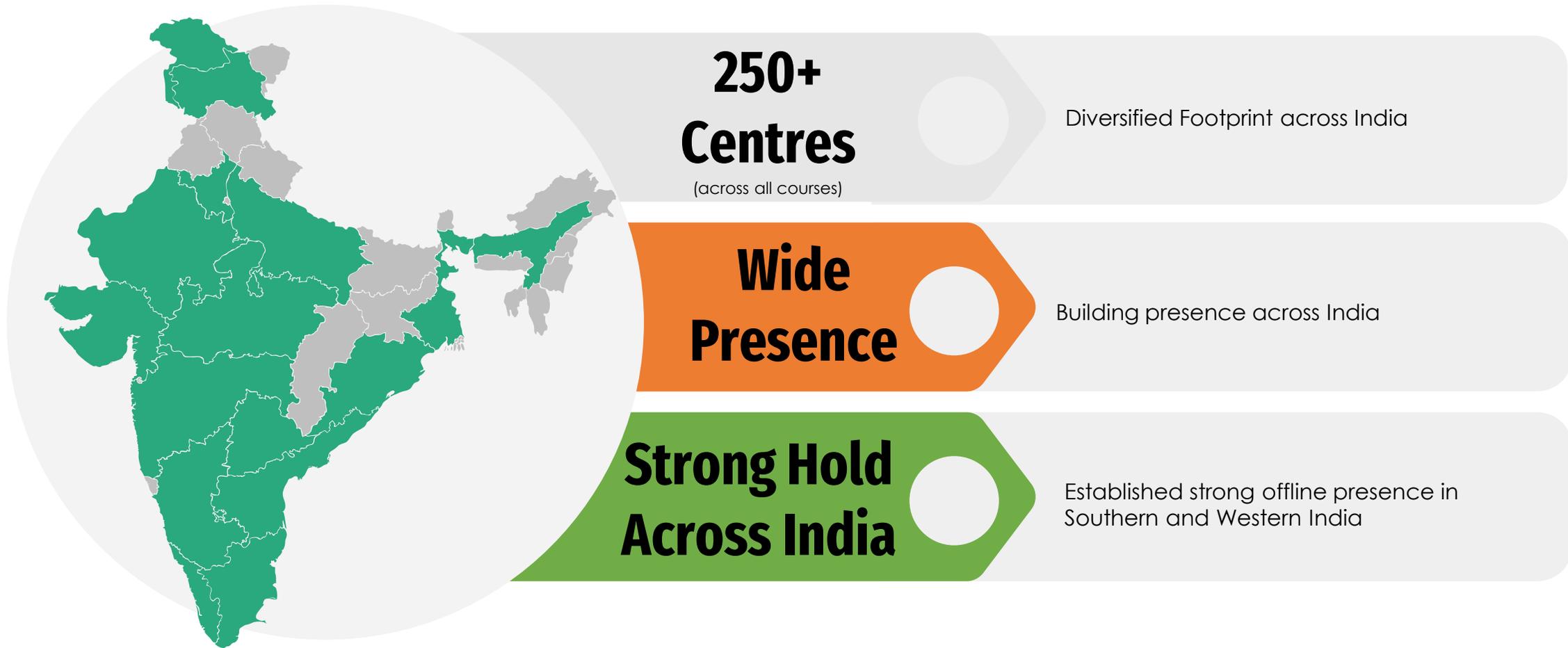
Chapter and paper level mock tests for practice



Multi-level practice programmes



Veranda Learning – Coaching centres across India



Proficient Team to drive the business



Kalpathi S Suresh
Chairman &
Executive Director

- More than a decade of experience in the Education industry
- **Founded SSI** in 1991, providing software education and IT training; key milestones include listing on NSE and BSE, formed a JV with NASDAQ, acquired Albion Orion Company LLC and acquired controlling stake in Aptech Limited
- **Founded AGS Entertainment** in 2003, a production house and later ventured into film exhibition via AGS Cinemas
- **Founded Kalpathi Investments** in 2007, a NBFC which invests in various ventures
- Awarded the 'Outstanding Entrepreneur of the Year' in 1999 by Ernst & Young, India
- Bachelor's degree of Technology in Electrical Engineering, Master's Degree in Electrical Engineering



Kalpathi S Aghoram
Non-Executive Director

- Bachelor's degree in Commerce
- A decade of experience in finance, education, IT, entertainment
- Previously associated with TNCA and BCCI



Kalpathi S Ganesh
Non-Executive Director

- Bachelor's degree in Applied Sciences, Master 's degree in Software Systems
- A decade of experience in finance, education, IT, entertainment



Kalpathi Aghoram Archana
Non-Executive Director

- Master's degree in Computer Science
- Director of AGS Cinemas; Executive producer of AGS Entertainment

Veranda Learning – Key Team Members (1/2)



Praveen Kumar
President, Corporate Strategy

- 25+ years of experience in cross border acquisitions & pre-acquisition process in M&A
- Previously worked with SSI and Deloitte Haskins and Sells
- Member of ICAI and ICWAI



Saradha Govindarajan
Chief Financial Officer

- 11+ years of experience in the areas of Finance, Strategy and Operations
- Previously led Qube Cinemas and Dr. Agarwal's Eye Hospital as CFO & SVP, Strategy & Operations
- BE from College of Engineering, Guindy and MBA from XLRI, Jamshedpur



Pravin Menon
Chief Marketing Officer

- 26+ years of experience in marketing in EdTech, Media and Publishing businesses
- Previously worked with Worldwide Media, Vikatan, Bennet Coleman & Network Digttech
- Bachelor's degree from University of Mumbai



Rajesh Pankaj
Chief Program Officer

- 30+ years of industry experience spanning technology, education & content development
- Previously worked with Pearson, MPS, HCL TalentCare, Everon Education and Hurix
- B.Sc in Chemistry from Mahatma Gandhi University and PG Diploma from NIIT



Venkatesh K
Chief Instruction Delivery

- 25+ years of experience in Strategy and execution
- Previously worked with SSI, e4e, TCS, Primex and Wellcorp at senior management roles
- Executive MBA from IIM-B and is a Certified Corporate Director from IOD



Sivakumar Ganesan
VP, Sales & Field Force Marketing

- 4+ decades of leadership and entrepreneurial experience across sales & marketing and education domains
- Previously worked with SSI, Aptech and Dunlop
- B.A. in Economics from University of Madras and PGDM in Marketing from AIMA

Veranda Learning – Key Team Members (2/2)



Bharat Seeman
CEO, Veranda IAS
Ex-founder,
Veranda Race

- 10+ years of experience in business leadership
- Master’s degree in Technology from Anna University



Lovleen Bhatia
Co-Founder, Edureka

- 18 years+ of technical leadership and R&D experience
- B.Tech from IIT BHU



Santhoshkumar P
CEO, Veranda Race

- 7+ years of experience in operations management at Veranda RACE
- MBA from Illinois Tech Stuart School of Business and Master’s degree from Great Lakes Institute of Management



J K Shah
Executive Chairman, JKSC

- Founder, pioneer and a seasoned educationist
- 38+ years of proven industry experience in leading and managing CA coaching classes



Pooja Shah
Joint COO, JKSC

- Education enthusiast focused on disrupting hybrid educational spaces
- Before JK Shah, began her journey as an Articled Assistant at Arvind H Shah & Co
- B.Com in Accounting & Finance from University of Mumbai and member of the ICAI



Vishal Shah
Joint COO, JKSC

- 7+ years of experience in managing business development & operations and lead generation functions
- Heads the online coaching vertical at JK Shah Classes
- B.Com from NMIMS and member of the ICAI

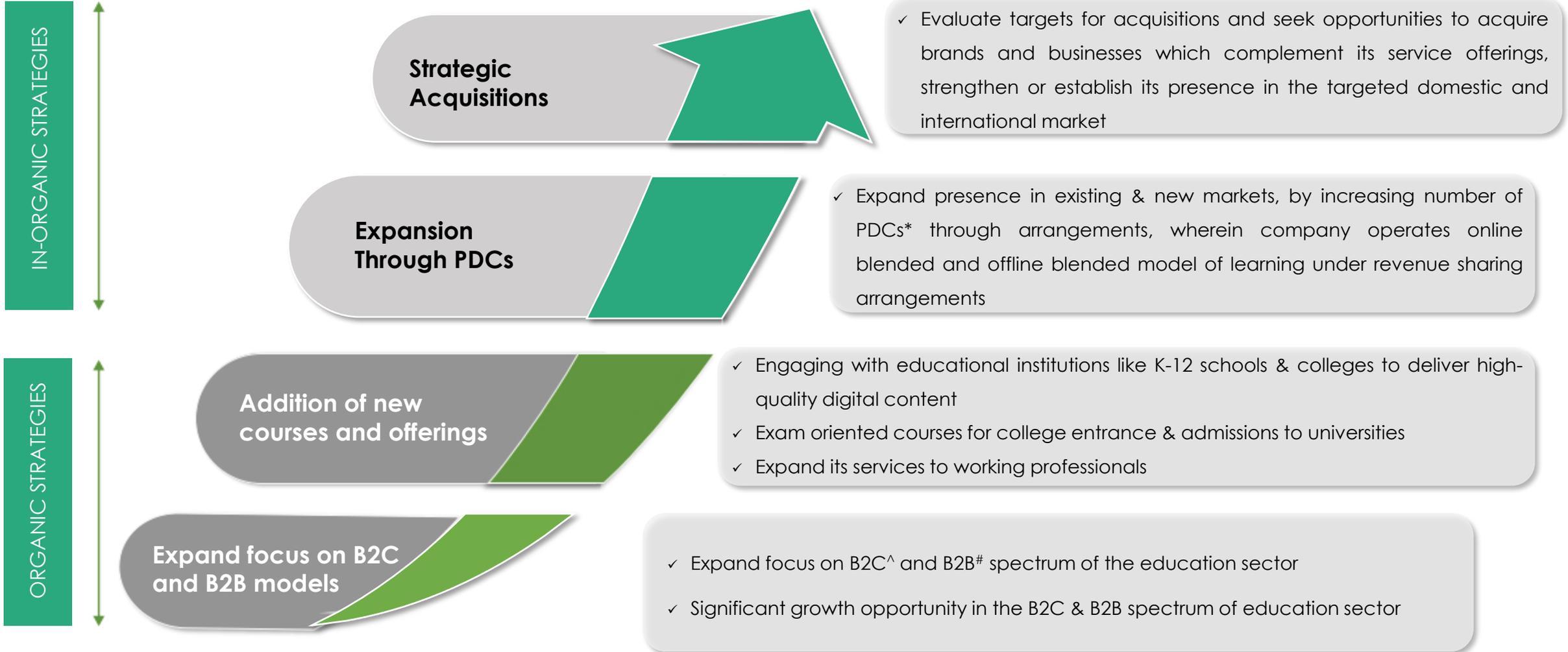
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Veranda Growth Strategy

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Veranda Learning – Growth Strategy

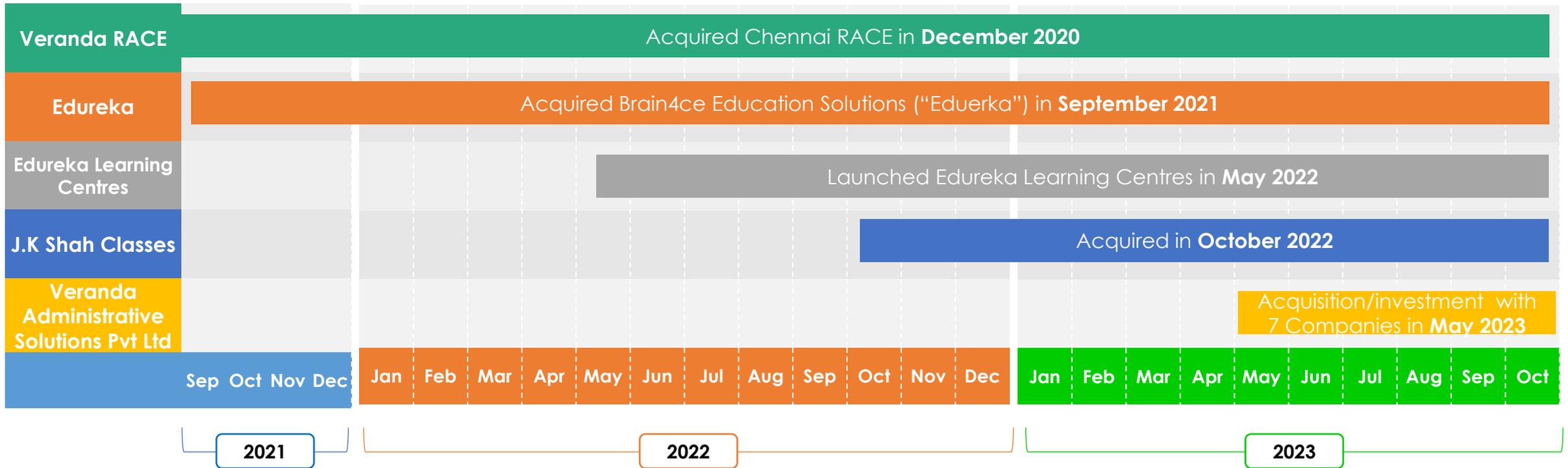


*Preferred Delivery Centres

#Business-to-business where company delivers services to the Corporate/ educational institutes

[^]Business-to-consumer where company delivers services directly to consumer such as Student / Learner

Strategic Acquisitions & New Launches to Scale business Operations



Veranda RACE

Chennai RACE was engaged in running coaching institutes in Tamil Nadu, Kerala and Punjab. With this acquisition, Veranda expanded offline & Hybrid operations.

Revenue Contribution in FY23

50.5%

Edureka

Veranda expanded its offerings in academic learning, professional skilling & corporate training services in trending courses related to technologies.

Revenue Contribution in FY23

47.5%

J. K. Shah Classes

Through J. K. Shah Classes Veranda collaborates with India's leading brand to offer courses like CA, CS, CMA, CFA, ACCA, etc

Acquired Majority Stake in J. K. Shah

76.0%

Edureka Learning Centres (ELC)

The company intends to deliver high quality, affordable, and experienced instructor led courses across tier 2 and tier 3 towns.

Tech ready. Job ready.

9900108866

www.edureka.co/learning-center | Centres open across Tamil Nadu

Veranda Enterprise

Association with seven companies under VALS (1/2)

Acquiring and Investing across seven businesses through its Wholly Owned Subsidiary Veranda Administrative Learning Solutions Private Limited (VALS)

Total valuation of acquisitions is over Rs. 400 crore

1

Educare Infrastructure

About: Educare offers services in various areas of management like infrastructure planning & development, staff recruitment & training, sales & marketing, affiliation & statutory compliances to 6 schools with over 4,500 students studying in it

Rationale: Acquiring Educare Infra would give Veranda direct access to K-12 primary education segment which is the largest education market

2

Six Phrase

About: An institution that has been engaged in employability training, skill development, career guidance services, technical training, aptitude, and soft skills training, LMS - E-learning and online assessment portal to students across colleges and universities

Rationale: This acquisition will give Veranda Learning access to the deep and wide-spread network of colleges of Six Phrase and allow for cross-sell opportunities for Veranda

3-4

Neyyar Academy & Neyyar Education

About: Neyyar Academy ("Talent") is a test prep coaching centre in Kerala that provides coaching classes for PSC, SSC, RRB & CLAT exams

Rationale: Acquiring Talent would give Veranda Race leadership in Kerala PSC, SSC and other related test-prep segments in Kerala and help expand publication business across the nation

Association with seven companies under VALS (2/2)

5

Phire

About: Phire is a placement-oriented training company that provides expert training for recruitment in Private Banking and BFSI sector

Rationale: Acquisition of Phire is a strategic move that allows Veranda Race to vertically integrate in banking test prep segment

6

Smart Bridge

About: SmartBridge is an Ed Tech organization that provides outcome-based experiential learning programs on emerging technologies such as IoT, ML, Data Science, AI, and Robotics

Rationale: Would give Veranda Learning access to expertise in Skill Development initiatives of Govt, establishing relationships with public sector decision-makers, and a wider reach, allowing for more targeted and effective solutions

7

BAssure

About: BAssure is the company that runs a Hire-Train-Deploy model on behalf of its clients . They offer talents with industry-needed skills such as Modern Mobile/Web App Development, Data Engineers, Full-Stack, Microservices, and API Developers with Cloud, DevOps etc

Rationale: Acquiring BAssure would allow Veranda Learning to double down on its technological efforts of building a truly world-class EdTech company

Collaboration with J. K. Shah – India’s leading institute for CA test prep



Veranda acquired J. K. Shah Classes (JKSC)

Forayed into an imperative segment of high-demand financial courses such as Chartered Accountancy through acquisition of India's premier CA test-preparation institute, J. K. Shah Classes.

Synergy of Veranda & J. K. Shah Classes

Veranda will provide its rich technological expertise meanwhile leveraging J. K. Shah's strong brand recognition and legacy; additionally Veranda will aid JKSC to establish presence in the South, North, & East of India, along with strengthening its online and hybrid offerings.

Deal Status

Veranda has acquired 76% stake as on 31st Mar 2023.

Marquee Alumni

JKSC's alumni includes marquee names like Mr. Kumar Mangalam Birla, India's leading industrialist and Chairman of the Aditya Birla Group; Mr. Piyush Goyal, Hon'ble Minister of Commerce and a member of the Rajya Sabha; Mr. Nilesh Shah, MD of Kotak Mahindra AMC.

39 years
of legacy

~75
Centres in India

1,870
CA Rankers Since 2001

214
CS Rankers since 2016

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Industry Growth Drivers

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Geographical Segmentation - Global



| Region | Market Size (2021) | Market Size (2027) | Growth Rate CAGR (2021-27) |
|-------------------------------|--------------------|--------------------|----------------------------|
| Asia Pacific Countries (APAC) | \$107.63 BN | \$277.39 BN | 17.09% |
| North America | \$52.62 BN | \$109.27 BN | 12.95% |
| Europe | \$39.62 BN | \$92.26 BN | 15.13% |
| Latin America | \$29.68 BN | \$72.95 BN | 16.17% |
| Middle East & Africa | \$25.25 BN | \$53.52 BN | 13.34% |

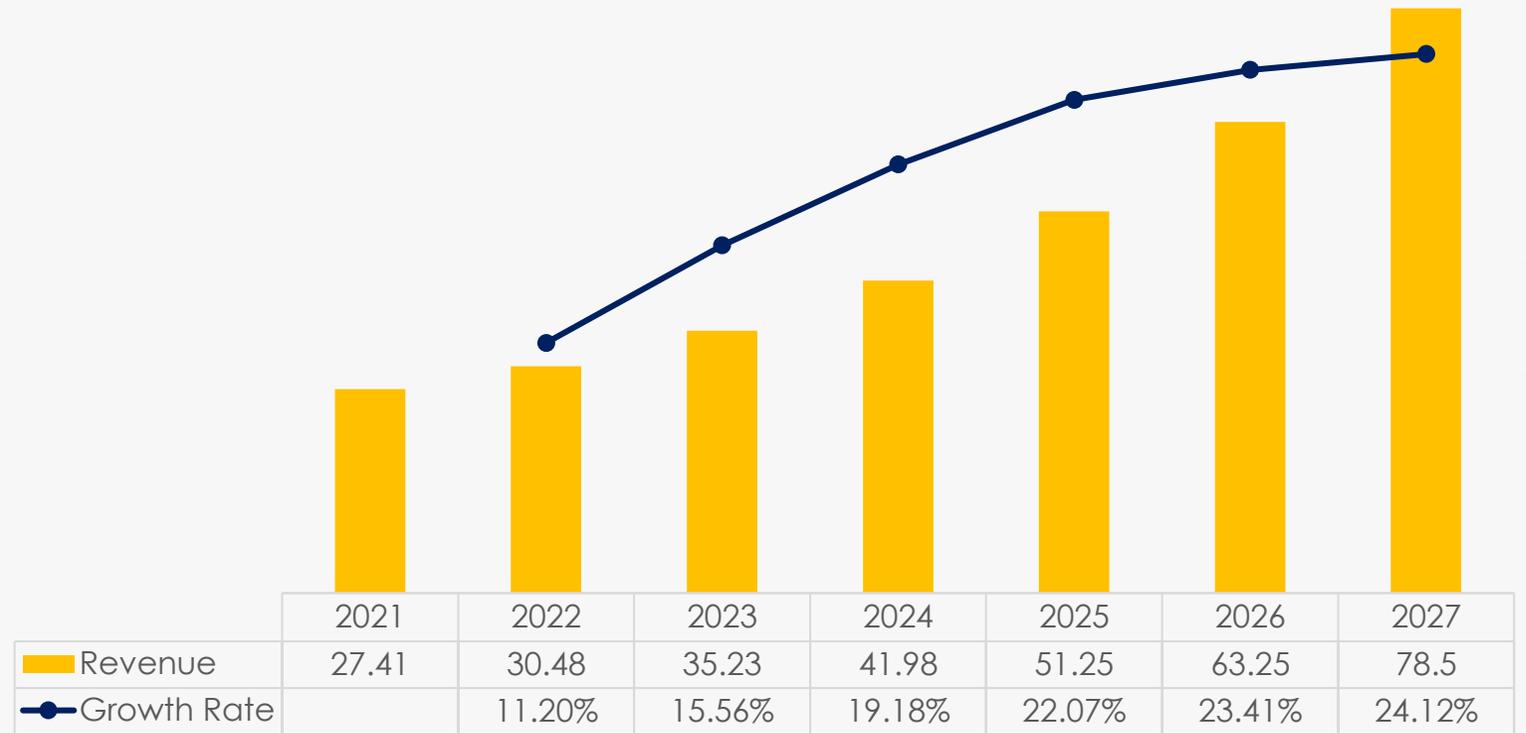
Indian Ed-tech Sector – Market Size

Growth Rate

**19.17%
CAGR**

(2021-2027)

Edtech Market in India 2021–2027 (\$ billion)



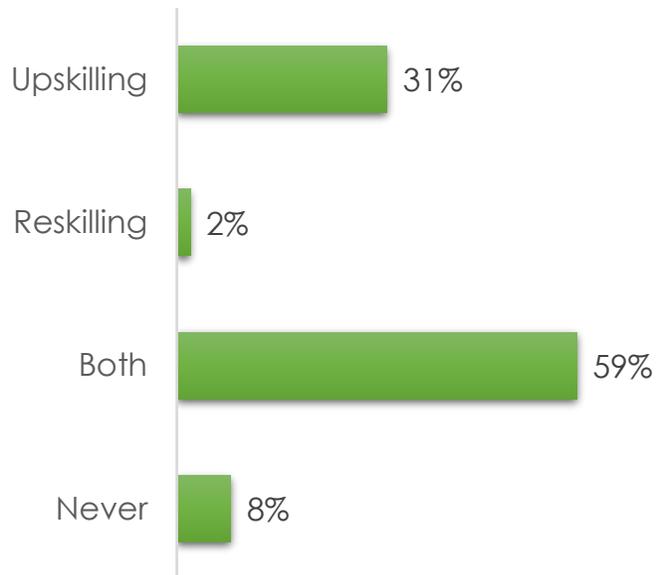
Indian Sector – Boom for Upskilling & Reskilling Courses

Upskilling and Reskilling – A budding requirement

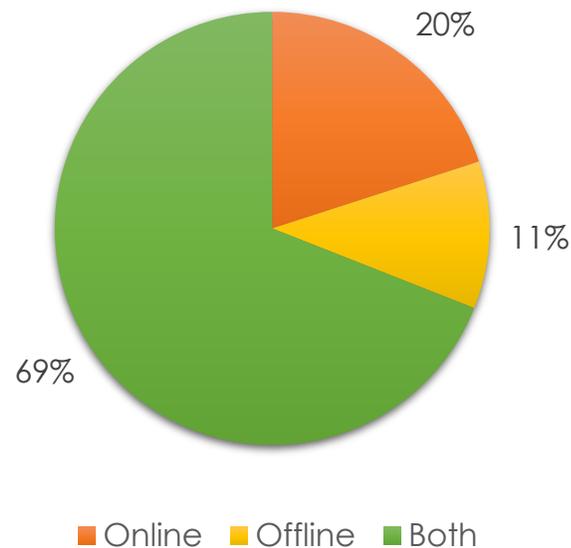
A McKinsey global survey in February 2020 found that 9 in 10 executives and managers are either already facing skills gaps in their organizations or expect gaps to develop within the next 5 years

KEY SURVEY RESPONSES

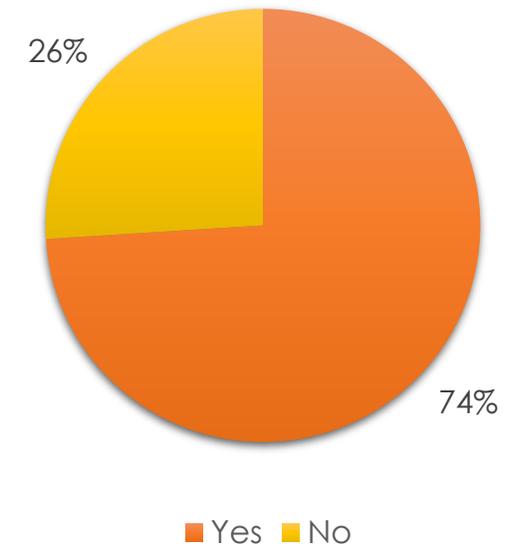
HR providing employees with Upskilling & Reskilling Training



Model of employees receiving Upskilling & Reskilling Training



Employees prefer to work with company providing Upskilling & Reskilling Training



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Financial Performance

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Consolidated P&L Highlights

| Particulars (Rs. Mn) | FY22 | FY23 |
|--------------------------------|-----------------|-----------------|
| Revenue from Operations | 750.49 | 1,613.57 |
| Other Income | 5.53 | 385.64 * |
| Total Revenue | 756.02 | 1,999.21 |
| Gross Profit# | 293.03 | 498.36 |
| <i>Gross Profit Margin (%)</i> | 39.05% | 30.89% |
| Operating Expenses | | |
| Advt & Business Promotion | 222.48 | 422.42 |
| Corporate Costs | 177.04 | 203.56 |
| Non-Operating Expenses | | |
| ESOPs/RSU | 71.20 | (23.66) |
| Growth Investment | - | 242.43 |
| One Time Transaction Costs | - | 231.26 |
| EBITDA | (390.52) | (336.72) |
| Finance Cost | 83.32 | 102.99 |
| Depreciation | 138.25 | 454.62 |
| Tax Expenses | (27.13) | (102.19) |
| PAT | (584.95) | (792.14) |

*Includes a one-time income of 321.27 million on account of the cancellation and forfeiture of debentures

#Gross profit calculation: (Revenue from Ops – Direct Costs) | GP Margin: GP / (Revenue from Operations)

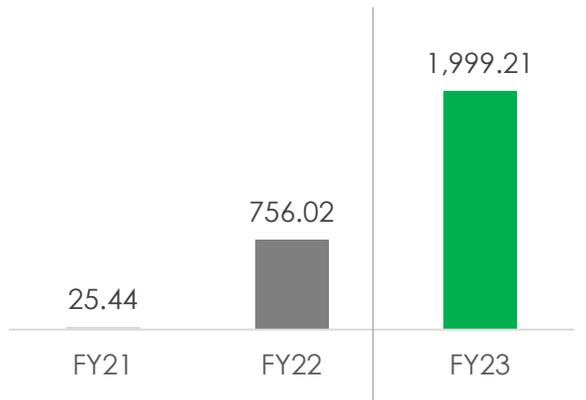
Consolidated Balance sheet

| Particulars (INR mn) | Mar'23 | Mar'22 |
|-------------------------------------|-----------------|-----------------|
| 1. ASSETS | | |
| Non-current assets | | |
| Property, plant and equipment | 140.84 | 14.76 |
| Capital Work in Progress | 0.76 | - |
| Right of use Assets | 718.80 | - |
| Goodwill | 4,458.29 | 1,730.76 |
| Other Tangible Assets | 2,023.95 | 800.10 |
| Intangible Assets under development | 26.68 | - |
| Financial Assets | 67.47 | 1.00 |
| Deferred Tax assets | 49.63 | 11.41 |
| Income tax assets (net) | 72.37 | 37.63 |
| Other non-current Assets | 2.03 | 2.03 |
| Total non-current assets | 7,560.84 | 2,597.69 |
| Current assets | | |
| Inventories | 13.21 | 6.37 |
| Financial assets | | |
| Trade receivables | 55.06 | 34.50 |
| Cash and cash equivalents | 848.17 | 487.01 |
| Bank balances | 21.24 | 276.41 |
| Other financial assets | 54.01 | 47.56 |
| Other current assets | 364.38 | 361.85 |
| Total Current Assets | 1,356.07 | 1,213.70 |
| Total Assets | 8,916.91 | 3,811.39 |

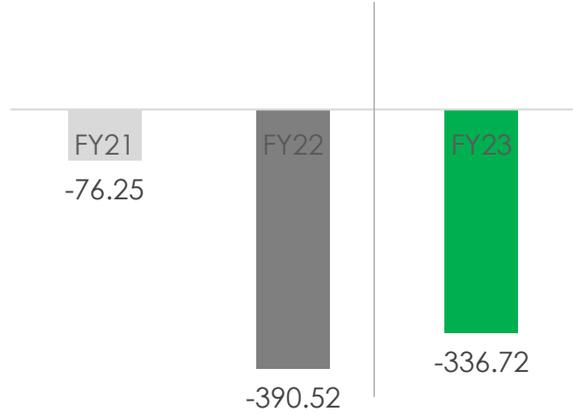
| Particulars (INR mn) | Mar'23 | Mar'22 |
|--------------------------------------|-----------------|-----------------|
| 1. EQUITY | | |
| Equity share capital | 615.72 | 411.77 |
| Other Equity | 2,443.69 | 358.03 |
| Total equity | 3,059.41 | 769.80 |
| 2. LIABILITIES | | |
| Non-current liabilities | | |
| Provisions | 20.72 | 11.30 |
| Borrowings | 2,212.44 | 1,206.39 |
| Lease Liabilities | 624.14 | - |
| Other Financial Liabilities | 1,451.31 | 283.71 |
| Deferred tax liabilities (net) | 503.76 | 189.66 |
| Total non-current liabilities | 4,812.37 | 1,691.05 |
| Current liabilities | | |
| Financial liabilities | | |
| Borrowings | 95.71 | 826.24 |
| Lease Liabilities | 129.30 | - |
| Trade payables | 284.43 | 352.01 |
| Other Financial Liabilities | 47.60 | 4.02 |
| Other current liabilities | 480.86 | 164.29 |
| Provisions | 7.22 | 3.98 |
| Total current liabilities | 1,045.12 | 1,350.54 |
| Total liabilities | 5,857.49 | 3,041.59 |
| Total Equity and Liabilities | 8,916.91 | 3,811.39 |

Financial Highlights

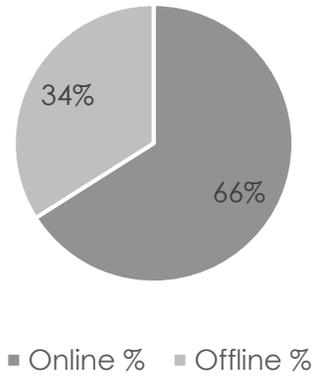
Total Revenue



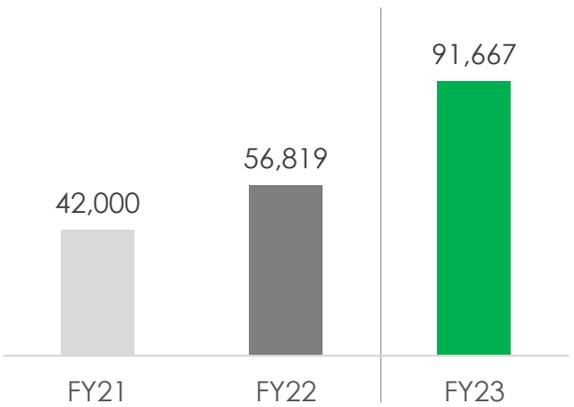
EBITDA



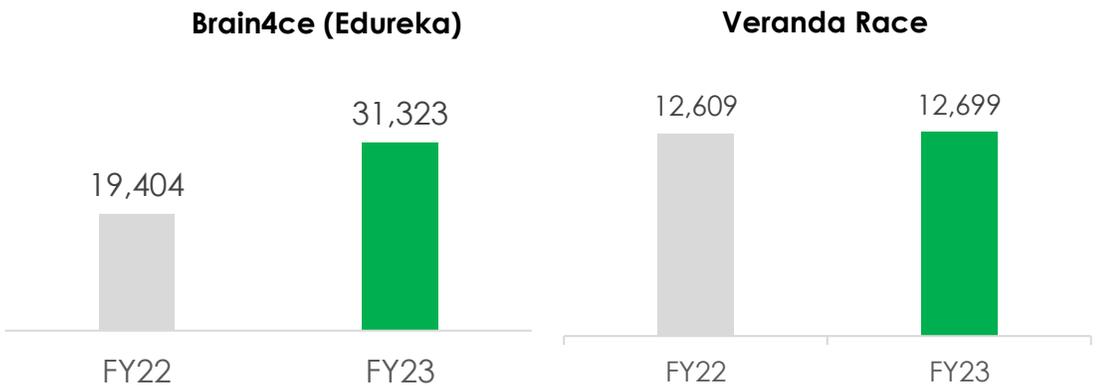
Revenue Break-up (FY23)



Enrolments



ARPU





Veranda

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Let's Connect



Building a better
working world

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