

October 28,2025

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

Dear Sir/Madam,

Sub: Regulations 32 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), for quarter ended September 30, 2025.

Ref: Qualified Institutional Placement of 1,58,71,173 Equity Shares of Veranda Learning Solutions Limited (“the Company”) on July 22,2025

With reference to the captioned subject, we hereby confirm that the Company has fully utilized the proceeds raised through Qualified Institutional Placement for the purposes stated in accordance with the terms of the offer document.

Further, we hereby confirm that there was no deviation in the use of issue proceeds as compared to the objects of the issue.

The statement submitted herein has been reviewed by the Audit Committee and taken on record by the Board at their respective meetings held on October 28, 2025.

The aforesaid information is also hosted on the website of the Company viz. <https://www.verandalearning.com/web/index.php/stock-exchange-intimations>

**Thanking you,
For Veranda Learning Solutions Limited**

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

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🌐 www.verandalearning.com

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808, Anna Salai, Nandanam,
Chennai -600 035

CIN: L74999TN2018PLC125880

Statement on Deviation / Variation in utilisation of funds raised as on September 30, 2025:

(Pursuant to Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 and as amended from time to time)

Name of listed entity	Veranda Learning Solutions Limited
Mode of Fund Raising	Qualified Institutional Placement
Date of Raising Funds	July 22, 2025 (Being date of allotment)
Amount Raised	Rs.35741.88 (In Lakhs)
Report filed for Quarter ended	September 30, 2025
Monitoring Agency	Applicable
Monitoring Agency Name, if applicable	Brickwork Ratings India Private Limited
Is there a Deviation / Variation in use of funds raised?	No
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not Applicable
If Yes, Date of shareholder Approval	Not Applicable
Explanation for the Deviation / Variation	Not Applicable
Comments of the Audit Committee after review	No Comments
Comments of the auditors, if any	No Comments

Objects for which funds have been raised and where there has been a deviation, in the following table

(Rs in Lakhs)						
Original Object	Modifi ed Object	Original Allocati on	Modifi ed Alloca tion, if any	Funds Utilized	Amount of Deviation / Variation for the quarter according to applicable object	Remarks, if any
Redemption, in part or in full of senior, secured, unlisted, redeemable, non-convertible	Not Applicable	31,000	-	31,000	-	No Deviations



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debentures issued by our Subsidiary, Veranda XL Learning Solutions Private Limited including interest payable, in part or in full						
General Corporate Purposes	Not Applicable	3,994.38	-	3,994.38	-	No Deviations
Expenses of the Issue (inclusive of GST)	Not Applicable	747.50	-	747.50	-	No Deviations
Deviation or variation could mean: a. Deviation in the objects or purposes for which the funds have been raised or b. Deviation in the amount of funds actually utilized as against what was originally disclosed or c. Change in terms of a contract referred to in the fund raising document i.e. prospectus, letter of offer, etc.						

For **Veranda Learning Solutions Limited**


Mohasin Khan S.P
Chief Financial Officer

Date: October 28, 2025

Place : Chennai



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