

November 04, 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
---	--

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (“SEBI Listing Regulations”)

Pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, we hereby inform you that M/s. S C V J & Associates, Statutory Auditors of BB Virtuals Private Limited, a material subsidiary of the Company, have tendered their resignation as Statutory Auditors vide their letter dated November 04, 2025.

The management of the Company, in line with its policy and internal governance framework, has decided that it would be appropriate to appoint a common statutory auditor for all material subsidiaries of the Company. Accordingly, M/s. Deloitte Haskins & Sells has been appointed as the Statutory Auditors of BB Virtuals Private Limited.

A copy of the resignation letter dated November 04, 2025, received from M/s. S C V J & Associates, is enclosed herewith as Annexure – 1.

The information required under Regulation 30 of the SEBI Listing Regulations is enclosed as Annexure – 2.

This disclosure is also being uploaded on the Company’s website at <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**



✉ contact@verandalearning.com

🌐 www.verandalearning.com

☎ +91 44 4690 1007

G.R. Complex First floor No.807-
808, Anna Salai, Nandanam,
Chennai -600 035

CIN: L74999TN2018PLC125880

S C V J & ASSOCIATES

CHARTERED ACCOUNTANTS

Date: November 04, 2025

The Board of Directors
BB Virtuals Private Limited
D-1, Siddhi CHS Plot No-13,
RSC-1, Akurli Road,
Kandivali,
Mumbai - 400101

Dear Sirs,

Subject: Resignation as Statutory Auditors of BB Virtuals Private Limited (the Company')

We write to inform you of our decision to resign from the position of Statutory Auditors of BB Virtuals Private Limited, pursuant to the provisions of Section 140(2) of the Companies Act, 2013, and the rules made thereunder.

This decision has been necessitated due to a change in the management of the Company following the acquisition of its holding company, BB Publication Private Limited, by Veranda Learning Solutions Limited ("ultimate holding company"). We have been informed that, in line with the ultimate holding company's internal governance policies and auditor alignment framework, Veranda Learning Solutions Limited has expressed a preference to appoint a common statutory auditor across its material subsidiaries.

We wish to confirm that we have, as of November 04, 2025, duly discharged our professional obligations towards the Company. We have completed the Limited Review for the quarter ended September 30, 2025, and issued our Limited Review Reports on the standalone financial results of the Company for the said period.

Accordingly, we hereby tender our resignation from the position of Statutory Auditors of the Company with immediate effect. We further confirm that there are no other reasons for our resignation other than those stated herein.

Please find enclosed the completed **Annexure A**, containing the requisite information as prescribed under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, pertaining to the Resignation of Statutory Auditors of Material Subsidiaries.

We wish to place on record our sincere appreciation to the management and the Board of Directors for the cooperation and support extended to us during our tenure as the Statutory Auditors of the Company.

Thanking you

For S C V J & Associates
Chartered Accountants
FRN: 148419W

SHEETAL
JETHAJI
SOLANKI

Digitally signed by
SHEETAL JETHAJI
SOLANKI
Date: 2025.11.04
15:15:58 +05'30'

Sheetal Jethaji Solanki
Partner
M.NO. 174874

S C V J & ASSOCIATES

CHARTERED ACCOUNTANTS

Annexure A

Sr. No.	Particulars	Explanations
1.	Name of the listed entity / material subsidiary	BB Virtuals Private Limited
2.	Details of the statutory auditor:	
	a. Name:	S C V J & Associates
	b. Address:	F-110, Raghuleela Mall, Kandivali (West), Mumbai - 400067
	c. Phone number:	9833796836
	d. Email:	scvjassociates@gmail.com
3.	Details of association with the listed entity / material subsidiary:	
	a. Date on which the statutory auditor was appointed:	September 30,2024
	b. Date on which the term of the statutory auditor was scheduled to expire:	Until the Annual General Meeting for the year ended March 31,2029
	c. Prior to resignation, the latest limited review report submitted by the auditor and date of its submission.	Latest limited review Report: Limited review report for the quarter ended September 30,2025 submitted on October 27,2025
	the latest audit report submitted by the auditor and date of its submission.	Latest audit Report: Independent Auditors Report on the financial statements for the year ended 31 March 2025. Date of Submission: May 27,2025
4.	Detailed reasons for resignation	Refer to the attached resignation letter
5.	In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	Not applicable
6.	In case the information requested by the auditor was not provided, then following shall be disclosed:	
	a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management.	Not applicable
	b. Whether the lack of information would have significant impact on the financial statements/results.	Not applicable
	c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)	Not applicable
	d. Whether the lack of information was prevalent in the previous reported financial	Not applicable

S C V J & ASSOCIATES

CHARTERED ACCOUNTANTS

	statements/results. If yes, on what basis the previous audit/limited review reports were issued.	
7.	Any other facts relevant to the resignation:	None

Declaration

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for my resignation/ resignation of my firm.

For S C V J & Associates
Chartered Accountants
FRN: 148419W

SHEETAL Digitally signed
by SHEETAL
JETHAJI JETHAJI SOLANKI
Date: 2025.11.04
SOLANKI 15:16:58 +05'30'

Sheetal Jethaji Solanki
Partner
[M.NO. 174874]

Date: November 04,2025
Place: Mumbai

Annexure - 2

Relevant Details as required pursuant to Regulation 30 of the SEBI Listing Regulations read with the SEBI Master circular No. SEBI/HO/PoD2/ CIR/P/0155 dated November 11, 2024

Sr. No.	Particulars	Details
a)	Name of the Company	BB Virtuals Private Limited, material subsidiary of the Company
b)	Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation of M/s. S C V J & Associates as Statutory Auditors of the Company's Material Subsidiary. The management of the Company, in line with its policy and internal governance framework, has decided that it would be appropriate to appoint a common statutory auditor for all material subsidiaries of the Company.
c)	Date of appointment/reappointment /cessation (as applicable) & term of appointment/reappointment ;	November 04,2025
d)	Brief Profile (in case of Appointment)	Not applicable
e)	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Not applicable

✉ contact@verandalearning.com

🌐 www.verandalearning.com

☎ +91 44 4690 1007

G.R. Complex First floor No.807-808, Anna Salai, Nandanam, Chennai -600 035

CIN: L74999TN2018PLC125880