September 04, 2026

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

Dear Sir/Madam,

Sub: Intimation of Conversion of 1,55,763 Warrants into Equity Shares

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations")

In continuation to the letter dated **March 03, 2025**, w.r.t. allotment of Warrants, in terms of Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the **Allotment Committee of the Company at its meeting held today i.e. Friday, September 04, 2026**, inter-alia, considered and approved the allotment of equity shares on conversion of **1,55,763 (One Lakh Fifty-Five Thousand Seven Hundred and Sixty-Three) warrants** into **1,55,763 (One Lakh Fifty-Five Thousand Seven Hundred and Sixty-Three) fully paid-up equity shares** at an issue price of **Rs. 321 (Rupees Three Hundred and Twenty-One Only)** per equity share, including a premium of **Rs. 311 (Rupees Three Hundred and Eleven Only)** per equity share, to **Goodday Enterprises LLP**, belonging to the **Non-Promoter Category**, on preferential basis, upon receipt of amount aggregating to **Rs. 3,74,99,942.25 (Rupees Three Crores Seventy-Four Lakhs Ninety-Nine Thousand Nine Hundred and Forty-Two and Paise Twenty-Five Only)**, being **75% of the issue price**, at the rate of **Rs. 240.75 (Rupees Two Hundred and Forty and Paise Seventy-Five Only) per warrant**, from the allottee pursuant to the exercise of its right of conversion into equity shares in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018) (**"SEBI ICDR Regulations"**).

It may be noted that **25% of the issue price of the Warrants amounting to Rs. 1,24,99,980.75** was paid by the allottee at the time of allotment of the Warrants on **March 03, 2025**. Accordingly, the total consideration towards the aforesaid 1,55,763 Warrants amounts to **Rs. 4,99,99,923**, being 100% of the issue price of Rs. 321 per Warrant.

The details of the allottee are as follows:

Name of Allottee	Category (Promoter / Non-Promoter)	No. of Warrants held (prior to conversion)	No. of Warrants applied for conversion	No. of Equity Shares Allotted	Amount received being 75% of the issue price per warrant (Rs.)
Goodday Enterprises LLP	Non-Promoter	1,55,763	1,55,763	1,55,763	3,74,99,942.25
Total		**1,55,763**	**1,55,763**	**1,55,763**	**3,74,99,942.25**

Consequent to the aforesaid allotment, the paid-up share capital of the Company has increased as under:

From	To
9,63,50,847 equity shares of Rs. 10 each aggregating to Rs. 96,35,08,470	9,65,06,610 equity shares of Rs. 10 each aggregating to Rs. 96,50,66,100

The equity shares so allotted shall **rank pari-passu with the existing equity shares of the Company** and will be listed on **BSE Limited and National Stock Exchange of India Limited** upon receipt of the requisite listing and trading approvals.

The information in connection with the allotment of securities pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, is enclosed as **Annexure I**.

The meeting of the Allotment Committee commenced at 4:30 P.M. and concluded at 05.00 P.M.

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

Thanks & Regards,
For Veranda Learning Solutions Limited

S BALASUNDHARAM Digitally signed by S BALASUNDHARAM
Date: 2026.09.04 17:49:47 +05'30'

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

Annexure I

Sr. No.	Particulars of Securities	Details of Securities
a)	Type of securities	Equity Shares
b)	Type of issuance	Preferential Allotment – Conversion of Warrants into Equity Shares in accordance with Chapter V of the SEBI ICDR Regulations and other applicable laws.
c)	Total number of securities issued or the total amount for which the securities will be issued.	**1,55,763 (One Lakh Fifty-Five Thousand Seven Hundred and Sixty-Three) fully paid-up Equity Shares** having a face value of Rs. 10 each at an issue price of **Rs. 321 per Equity Share**, including a premium of Rs. 311 per Equity Share, aggregating to **Rs. 4,99,99,923**, pursuant to conversion of 1,55,763 Warrants
In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):		
i	Name of the Investors	Goodday Enterprises LLP
ii.	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles)	Enclosed as Annexure II
iii.	No. of Investors	01 (One)
iv.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Exercise of 1,55,763 warrants into 1,55,763 fully paid-up Equity Shares of Rs.10 each.

Annexure II

Name of the Investor	Pre-Preferential Equity holding		Post-issue Equity holding after exercising of warrants		Category
	No. of Equity shares held	% held	No. of Equity shares held	% held	
Goodday Enterprises LLP	4,71,233	0.49	6,26,996	0.65	Non-promoter
Total	**4,71,233**	**0.49**	**6,26,996**	**0.65**	