

March 20, 2026

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

**Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Please find enclosed a copy of the press release titled “NCLT Approves Next Step in Veranda Learning’s Commerce Vertical Demerger” for your reference.

Kindly take the same on record and display 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**



## **NCLT Approves Next Step in Veranda Learning's Commerce Vertical Demerger**

*NCLT convene meeting of Shareholders of VLS for demerger on April 24*

Chennai: Veranda Learning Solutions (VLS) has moved a step closer to its proposed commerce vertical demerger and separately list J.K. Shah Commerce Education Limited (JSCEL), following directions from the National Company Law Tribunal (NCLT), Chennai Bench, under a Composite Scheme of Arrangement involving VLS, Veranda XL Learning Private Limited (VXLS), and JSCEL.

The National Company Law Tribunal (NCLT), Chennai Bench, has directed VLS to convene a meeting of its equity shareholders on April 24, 2026, via video conferencing, to consider and approve the proposed Composite Scheme of Arrangement.

In a move that streamlines the process, the NCLT has dispensed with multiple stakeholder meetings across VLS, VXLS, and JSCEL, accelerating the path forward.

First announced in September 2025, the Scheme is aimed at simplifying the group's structure while enabling a sharper strategic focus on the fast-growing commerce segment through a separate listed entity.

Suresh Kalpathi, Executive Director and Chairman, Veranda Learning, said: "This is an important step forward. The proposed Scheme is designed to create a more focused and agile organisation, enabling us to scale efficiently and deliver greater value to learners and stakeholders."

Prof. J.K. Shah, who will be the chairman and CEO of J.K. Shah Commerce Education Limited, added: "We are encouraged by this progress. The partnership brings together strong capabilities and shared intent to expand access to high-quality commerce education at scale."

### **About Veranda Learning Solutions**

Established in 2018 by the Kalpathi AGS Group, Veranda Learning Solutions Limited has rapidly evolved into a prominent, publicly listed education company. With a strong presence in schools, colleges, test preparation, study abroad, and software upskilling, Veranda has expanded its nationwide reach and impact. The company integrates advanced technology, robust processes, and innovative methodologies to offer high-quality, personalized learning experiences. Committed to driving student success and academic excellence, Veranda employs a multi-modal delivery system supported by a disciplined and comprehensive learning framework. For more information, please visit [www.verandalearning.com](http://www.verandalearning.com)