

August 31, 2026

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

**Sub: Intimation regarding increase in the Authorised Share Capital of Veranda Learning Solutions Limited pursuant to the Composite Scheme of Arrangement.**

**Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

This is with reference to our intimation dated **August 31, 2026**, regarding the effectiveness and implementation of the Composite Scheme of Arrangement amongst **Veranda Learning Solutions Limited (“VLS”)** (“Demerged Company” / “Amalgamated Company”), **Veranda XL Learning Solutions Private Limited (“VXLS”)** (“Amalgamating Company”) and **J.K.Shah Commerce Education Limited (“JSCEL”)** (“Resulting Company”), and their respective shareholders and creditors (“the Scheme”).

As provided under the Scheme, upon the Scheme becoming effective and with effect from the First Appointed Date, the authorised share capital of VXLS, being the Amalgamating Company, aggregating to **INR 37,50,00,000 (Indian Rupees Thirty-Seven Crores and Fifty Lakhs)**, has been added to and merged with the authorised share capital of VLS.

Accordingly, the authorised share capital of VLS, which was **INR 110,00,00,000 (Indian Rupees One Hundred and Ten Crores)** divided into **11,00,00,000 (Eleven Crore) Equity Shares of INR 10 (Indian Rupees Ten) each**, has been enhanced by **INR 37,50,00,000 (Indian Rupees Thirty-Seven Crores and Fifty Lakhs)** to **INR 147,50,00,000 (Indian Rupees One Hundred and Forty-Seven Crores and Fifty Lakhs)**, divided into:

- a. **13,35,00,000 (Thirteen Crore and Thirty-Five Lakhs) Equity Shares of INR 10 (Indian Rupees Ten) each; and**
- b. **1,40,00,000 (One Crore and Forty Lakhs) Preference Shares of INR 10/- (Indian Rupees Ten) each.**

Consequently, Clause 5 of the Memorandum of Association of VLS stands modified and substituted in accordance with the terms of the Scheme. The aforesaid increase in the authorised share capital has been given effect pursuant to the Scheme effectiveness.

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

**Thanks & Regards,**  
**For Veranda Learning Solutions Limited**

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

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