Date: 25.08.2026

BSE LIMITED
Department of Corporate Services
25" Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 534741 ISIN: INE247C01023

Subject: Submission of proceedings of 33rd Annual General Meeting of the Company held on Tuesday, 25th August, 2026 pursuant to Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

With respect to the above captioned subject, we are enclosing herewith proceedings of 32ndAnnual General Meeting of the company held on Tuesday, 25th August, 2026 pursuant to Regulation 30(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

For Virtual Global Education Limited

RENU MALIK Digitally signed by RENU MALIK Date: 2026.08.25 18:39:02 +05'30'

Renu Malik
Company Secretary and Compliance officer

Encl: a/a

SUMMARY OF THE PROCEEDINGS OF THE 33rd ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY HELD ON TUESDAY, THE 25th AUGUST, 2026 AT 02:00 P.M. AT MAHARAJA BANQUET AT A-1/20A, PASCHIM VIHAR (OPPOSITE METRO PILLAR NO.256), MAIN ROHTAK ROAD, NEW DELHI 110063.

<u>Directors Present</u>

Ms. Payal Sharma	**Director**
Mr. Rohan Mohan Agarwal	**Director**
Mr.Prem Gupta	**Whole time Director**

<u>By Invitation</u>

Mr. Chandan Jha	Secretarial Auditor & Scrutinser (For & on behalf of Chandan J & Associates)
Mr. Yash	Internal Auditor (For & on behalf of Chandni Singla & Associates)
Ms. Renu Malik	Company Secretary and Compliance officer

The 33rd Annual General Meeting of the members of Virtual Global Education Limited held on Tuesday, the 25th August, 2026 at 02:00 p.m. at Maharaja Banquet At A-1/20A, Paschim Vihar (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi 110063.

The Company Secretary introduced all the Directors and the Secretarial Auditor attending the meeting.

The Chairman & Director greeted the members attending the AGM.

Ms. Payal Sharma elected as Chairman chaired the proceedings of the meeting, the requisite quorum being present, the Chairman called the meeting to order.

Thereafter, the Chairman delivered the speech and informed the shareholders present that the notice convening the meeting, and Annual Accounts and Directors' Report for the year 2025-2026 was taken as read. The Chairman of the meeting informed the members that as per the provisions of section 145 of the Companies Act, 2013, the auditor's report has to be read only in case there is any qualification or adverse remark in the auditor's report. There are qualifications in the auditor's report as follows:

Virtual Global Education Ltd.

1. We draw attention to our previous Review Reports and report ended 31st March 2025 we reported the fraudulent activities of the CFO have significantly impacted the accuracy of the financial statements,, financial position and performance of the Company, This fraud indicates a material weakness in internal financial controls, and raises significant concerns-and raises significant concerns regarding the reliability of the financial reporting, and pursuant to a Special Audit 28.5.2025, we identified material financial irregularities involving unauthorized transactions and misappropriation of funds by the Company's Chief Financial Officer (CFO)& Director Mr. Ankit Sharma . As per the findings of the special audit report it has been determined that an amount aggregating to ₹ 88,17,931/- was misappropriated through fictitious payments, unsupported expenses and unauthorized fund transfers during the financial years 2024-25.The amount has not been recovered as of the date of the report, and the company is in the process of initiating legal and disciplinary proceedings. No provision has been made in the financial statements for the said loss."
2. On the basis of management report the matter has reported to the Board, SEBI, and law enforcement authorities. The CFO has resigned/terminated and legal proceedings have been initiated. The Company has to be recorded an impairment and provision of Rs 88,17,931/- in the financial statements for the year ended March 31, 2026, pending full recovery and resolution.
3. In terms of resolution passed by the share holders at the Annual General Meeting held on 10.09.2024 the company allotted 14,25,00,000 fully convertible warrants of Rs.1/- each on preferential basis to other than promoters. Out of which 25% of warrant issue price has already been received in previous year and balance 75%of warrant issue price received during the year amount of Rs. 10,68,75,000/- .We have not received sufficient evidence and documents to satisfy that amount has been utilized as per the purpose mentioned under the approval for SEBI .
4. The Company has given Loan & Advances of Rs 20,19,00,000/-,up to 31st March 2026 management is unable to provide nature of advances and documentation in support of this transaction.
5. We draw attention that the company has earned "other income" amounting to Rs.58,53,624/- as interest on loan by lending money to the third parties which is out of the charter/ main objectives of Memorandum of Association of the company.
6. We draw attention that investment in equity shares (unquoted) under the head "Non Current Investment" amounting to Rs.39,50,000/- out of which Rs.37,50,000/- should be considered as impairment loss as per INDAS-36. The investment in unquoted shares of Prem Color Chem Pvt Ltd., Vishesh Developers Pvt Ltd doesn't have the name of Virtual Global Education Limited as shareholder in their shares holders list provided by the management to us. The investment in Rock Eagle Portfolio Services Pvt Ltd. is not recoverable since company has been struck off in Registrar of Companies since 2019 as

per Ministry of Corporate Affairs. Adhunik Technology Pvt. Ltd has negative reserves resulting in a negative fair value and thus investment cannot be recovered.

7. We draw attention that the Advance given for development of project under the head "Other Non-Current Assets" amounting to Rs.19,98,87,156/-, is subject to confirmation/ reconciliation. However management has explained us that the amount is recoverable standing in the books of account. We are unable to validate the assertion of recoverability in the absence of any independent report by the competent agency & the uncertainty of presumption of future operations/ results of operations thereafter. Also in the absence of underlying documents like agreements/confirmations/contracts, we are unable to comment on the completeness of the same.
8. In the absence of appropriate evidence and underlying documents like third party confirmations, details, breakup of Training Expenses Payable under the head "Other Non-Current Liabilities" amounting to Rs 4,58,37,533/-, we are unable to comment on the sufficiency and appropriateness of the payable amount . Advance given for development of project " under the head other noncurrent Assets amounting to Rs 96,77,974/-was adjusted with Training Expenses Payable without any justification/confirmation made available to us by the management. During the year company has Paid Rs 6,34,88,996/- against Training expenses payable, in respect of this transaction no supporting documents has been provided to us.
9. We draw your attention that in the absence of Fixed Asset Register and no physical verification report by the management / third party, we are unable to comment on the existence of the Fixed Assets.
10. We draw your kind attention on that during the year Company has given a Advance amounting to Rs. 5,34,21,670/- to M/s Witness Developers & Promoters Private Limited for purchase of Land at Gurugram Haryana .In the absence of appropriateness of documents like agreements/confirmations/contracts, we are unable to comment on the completeness of the same.

Reply from the Board: The management has noted this and will take steps to comply this in current year.

There are qualifications in the secretarial audit report as follows:

- Independent Directors Mr Rahul Misra and Ms Anubha Chauhan had not completed IICA databank registration/self-assessment during FY 2024-25 (Reg. 17 LODR breach) — both have since registered w.e.f. 19.05.2025;
- Form DIR-12 filed for Mr Ankit Sharma's cessation shows a date of cessation (11.02.2025) inconsistent with the resignation/acceptance dates (08.02.2025 / 03.03.2025);

- Investment in subsidiary Shikshan School Pvt Ltd — share certificates and the Board resolution/Form MGT-14 were not produced;
- CS Shivani Jindal's resignation (w.e.f. 22.08.2024) — no Board meeting/minutes were shared to evidence consideration of the resignation;
- Form MGT-14 for approval of financials, Directors' Report and appointment of Internal/Secretarial Auditors for FY 2023-24 was not filed.

We further report that

1. Adequate notice is given to all directors'/committee members to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. Further the company has conducted meetings on shorter notice for which the intimation has been sent to all the directors/committee members in sufficient and reasonable time possible, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

2. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes Reply from the Board:

The management would like to inform you that company has complied with the structured digital database and for the remaining qualifications company will take steps to comply this in current year.

The Chairman informed that pursuant to the provisions of section 108 of the Companies Act, 2013 read with rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulations 44 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has provided remote e-voting facility to the members entitled to cast their votes on all resolutions. The e-voting commenced at 9.00 A.M. on Saturday, 22th August 2026 and ended on Monday 24th August, 2026 at 5.00 P.M. The Chairman also informed the Members that the facility for voting through polling paper was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

The Chairman requested the members who had not yet cast their votes or were otherwise not barred from exercising their voting rights to cast their votes on the mentioned resolutions through Polling Papers.

The Chairman of the meeting also informed that Mr. Chandan Jha, Practicing Company Secretary, (having Membership No. 62350 and Certificate of Practice Number 27629) has been appointed as the Scrutinizer by the Board for the purpose of scrutinizing the process of remote e-voting held prior and voting through polling paper during the AGM.

Virtual Global Education Ltd.

The Chairman explained the objective and implications of each resolution and requested the members to ask questions or seek clarifications or express their views on the agenda items. Thereafter put the resolutions to vote at the meeting.

Thereafter, the Chairman mentioned that following items as set out in the Notice convening the 33rd Annual General Meeting of the Company have to be considered by the Members:

ORDINARY BUSINESS:-

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 along with the reports of Independent Auditors and Directors thereon.**(Ordinary Resolution)**.

SPECIAL BUSINESS:-

2. Appointment of Mr. Prem Gupta (DIN: 00180250) as Whole Time Director **(Ordinary Resolution)**

3. Appointment of Ms. Payal Sharma (DIN: 07190616) as Independent Director **(Special Resolution)**

4. Appointment of Mr. Rohan Mohan Agarwal (DIN: 08592184) as Independent Director. **(Special Resolution)**

The Chairman announced that the result of the e-voting along with the consolidated Scrutinizer Report will be announced within two working days from conclusion of this meeting. The voting result will be submitted to the stock exchanges and also will be uploaded on the website of the company.

Ms. Payal Sharma Chairman granted vote of thanks to shareholders and requested Ms. Renu Malik, Company Secretary to conclude the meeting.

The meeting concluded at 02.30P.M.

For Virtual Global Education Limited

RENU MALIK

Digitally signed by RENU MALIK
Date: 2026.08.25 18:38:35 +05'30'

Renu Malik
Company Secretary and Compliance officer