September 23,2026

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

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby inform you that J.K. Shah Commerce Education Limited (JSCEL), a wholly owned subsidiary of Veranda Learning Solutions Limited ("VLS/the Company"), has approved the issuance of Senior, Secured, Redeemable, Unrated and Unlisted Non-Convertible Debentures ("NCDs"), denominated in Indian Rupees, having a face value of Rs.1,00,000 (Rupees One Lakh) each, aggregating to Rs.143,00,00,000 (Rupees One hundred and Forty Three Crores only), in dematerialized form, on a private placement basis, subject to applicable laws and requisite approvals.

The proceeds of the issue are to be utilized by JSCEL towards (i) repayment of its entire existing loan facility from RBL Bank Limited, and (ii) general corporate purposes.

The details in this regard, pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, is enclosed as **Annexure A**

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

Kindly take the same on record and display the same on the website of your exchange.

Thanks & Regards
For Veranda Learning Solutions Limited

S BALASUNDHARAM Digitally signed by S BALASUNDHARAM
Date: 2026.09.23 20:53:40 +05'30'

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

Annexure A

Sl. No	Particular	Details
a)	Size of the Issue	Rs. 143,00,00,000/- (Indian Rupees One Hundred and Forty-Three Crore only)
b)	Whether proposed to be listed? If yes, name of the stock exchange(s);	No. The NCDs are unlisted.
c)	tenure of the instrument -date of allotment and date of maturity;	Tenure: 5 years from the deemed date of allotment. Date of allotment: Not Applicable Date of Maturity: 5 years from the deemed date of allotment.
d)	coupon/interest offered, schedule of payment of coupon/interest and principal;	Fixed Coupon Rate: 0.001% Per Annum Schedule of payment of coupon/interest and principal: On redemption
e)	charge/security, if any, created over the assets	The principal amount of the NCDs, together with interest accrued thereon, shall be secured by way of a charge on all movable and immovable assets of JSCEL, such that the security cover is maintained at a minimum of 1x (one time) of the outstanding principal amount and accrued interest at all times.
f)	special right/interest/privileges attached to the instrument and changes thereof	Not Applicable
g)	delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	Not Applicable
h)	details of any letter or comments regarding payment/non -payment of interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	Not Applicable
i)	details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	Not Applicable

j)	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

Veranda Learning Solutions Limited
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