August 28, 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,

Subject: Intimation of Lapse and Forfeiture of 6,23,054 Convertible Warrants issued under the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations")

Ref: Disclosure under Regulation 30 read with Schedule III to the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is in furtherance of the earlier intimations given by the Company on February 27, 2025 (Preferential Allotment), wherein we had informed you that the allotment committee had approved the allotment of 6,23,054 convertible warrants to non-promoter category, on preferential basis, for an issue price of Rs.321/- per warrant (including face value of Rs.10/- each), for an amount aggregating to Rs. 20,00,00,334 /-.

In accordance with the terms of issue and Regulation 162 of the SEBI ICDR Regulations, 25% of the issue price was received upfront as the initial subscription amount at the time of allotment and the balance 75% was payable at the time of exercise of warrants within a period of 18 months from the date of allotment, i.e., on or before August 27,2026. Since, the Company has not received the balance 75% consideration from the warrant holders within the stipulated timeline, accordingly, the outstanding warrants have lapsed upon expiry of the exercise period, i.e., on August 27, 2026.

Consequently, with effect from August 28,2026, the upfront subscription amount received at the time of allotment, being 25% of the issue price, amounting to Rs. 5,00,00,083.50 stands forfeited, in line with Regulation 169(3) of Chapter V of the SEBI ICDR Regulations.

This is further to inform you that, consequent to the lapse of the aforesaid warrants, the warrant holders shall cease to have any rights or entitlement to seek conversion into equity shares of the Company. There will be no change in the paid-up share capital of the Company, and the amount forfeited pursuant to such lapse shall be retained by the Company and accounted for in accordance with the applicable accounting standards.

The details of aforesaid warrants have been provided 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

Thanks & Regards,
For Veranda Learning Solutions Limited

S BALASUNDHARAM
Digitally signed by S BALASUNDHARAM
Date: 2026.08.28 10:16:22 +05'30'

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

Annexure -A

S. No	Particulars	Details
1.	Type of securities	Convertible Warrants
2.	Type of issuance	Preferential Allotment
3.	Total number of warrants allotted	6,23,054
4.	Issue price per warrant	Rs. 321 per warrant
5.	Date of allotment	February 27,2025
6.	Tenure	18 Months (up to August 27,2026)
7.	Number of warrants exercised	Nil
8.	Number of warrants lapsed	6,23,054
9.	Names of warrant holders whose warrants have Lapsed	Refer Table-I below
10	Amount forfeited	Rs. 5,00,00,083.50
11	Any change in capital structure	Nil

Table -I

Sr. No.	Name of Warrant holder	No. of Warrants allotted/ lapsed	Amount Forfeited (Rs) (Being 25% upfront consideration)
1	Mr. Jitendra Kantilal Shah	3,11,527	2,50,00,041.75
2	Mr. Sreedhar Muppala	3,11,527	2,50,00,041.75
Total		**6,23,054**	**5,00,00,083.50**