

30th April, 2024

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
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Sub: Disclosure under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Dear Sir/Madam,

Pursuant to provisions of Regulation 7(2) read with Regulation 6(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015. Please find the attached disclosure relating to the conversion of warrants into 6,66,667 Equity Shares of the Company held by Mr. Kalpathi S Ganesh, Promoter/Non- Executive Director of the Company.

The aforesaid information is also hosted on the website of the Company viz www.verandalearning.com.

Request you to kindly take the same on record.

Thanking you,

For Veranda Learning Solutions Limited

M. Anantharamkrishnan
Company Secretary & Compliance Officer

✉ contact@verandalearning.com

🌐 www.verandalearning.com

☎ +91 44 4296 7777

34, Thirumalai Road, T.Nagar,
Chennai, Tamil Nadu-600017

CIN: U74999TN2018PLC125880

Date : 30/04/2024

From

**Kalpathi S Ganesh
Promoter of Company
Veranda Learning Solutions Limited
T Nagar -Chennai -600017**

To

**M Anantharamakrishnan
Company Secretary & Compliance Officer
Veranda Learning Solutions Limited
T Nagar -Chennai -600017**

Dear Sir/Madam,

Pursuant to Regulation 7(2)(a) read with Regulation 6(2) of the Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, please find enclosed herewith the disclosure regarding the conversion of 6,66,667 warrants to Equity Shares.

Request to kindly take same on record.

Thank you,

Your Sincerely

**Kalpathi S Ganesh
Promoter / Non Executive Director
Veranda Learning Solutions Limited**

CODE OF INTERNAL PROCEDURES AND CONDUCT FOR PREVENTION OF INSIDER TRADING

FORM C

**SEBI (Prohibition of Insider Trading) Regulations, 2015
[Regulation 7(2) read with Regulation 6(2) & – Continual disclosures]**

Name of the company: **VERANDA LEARNING SOLUTIONS LIMITED**

ISIN of the company: **INE0IQ001011**

Details of change in holding of Securities of Promoter/ members of the promoter group/ Designated Person/ Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2)

Name, PAN, CIN/ DIN, & address with contact nos.	Category of Person (Promoter/ Promoter Group/ Designated Person/ Director/ immediate relative to/others etc.	Securities held prior to acquisitions/ disposal		Securities acquired / Disposed				Securities Held post acquisitions/ disposal		Date of allotment advice/ acquisition of shares/ sale of shares specify		Date of intimation to company	Mode of acquisition/ disposal (on market/ public/ rights/ preferential offer/ off market/ Inter- se transfer, ESOPs etc.)	Exchange on which the trade was executed
		Type of security (for eg. Shares, Warrants, Convertible Debenture s etc.)	No. and % of such Share holding	Type of security (for ex. Shares, Warrants, Convertible Debenture etc.)	No.	Value	Transaction Type (Buy/ Sale/ Pledge /Revoke / Invoke	Type of security (for ex. Shares, Warrants, Convertible Debenture etc.)	No. and % of such Share holding	From	To			
Kalpathi S Ganesh PAN: AAIPG7382H DIN: 00526451 No.18, Habibullah Road, T. Nagar, Chennai – 600017 +91 9841061638	Promoter	Equity Shares	1,21,61,382 17.57%	Warrants Converted into Equity Shares	6,66,667	15,35,00,0 76.75/-	Buy (Exercise of Warrants)	Equity Shares	1,28,28,049 18.00%	26 th April 2024	26 th April 2024	30/04/2024	Preferential Offer	N.A.

Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015. Value of transaction excludes taxes/brokerage/any other charges

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relative of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Types of Contract	Contract Specifications	Buy		Sell		
		Notional Value	Number of units (Contract * Lot size)	Notional Value	Number of units (Contract * Lot size)	
N.A	N.A	N.A	N.A	N.A	N.A	N.A

Note: In case of options, notional value shall be calculated based on Premium plus strike price of options.

Name: Kalpathi S Ganesh

Signature:

Designation: Promoter/Non-Executive Director

Date: 30/04/2024

Place: Chennai