

15th December 2024

The Secretary
BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, G Block, Bandra-Kurla
Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 543514 Scrip Code: VERANDA

Dear Sir/Madam,

Sub: <u>Disclosure under Regulations and 30(3) read with Clause 5 of Para B of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 Dated: July 13, 2023</u>

To

The Manager,

Pursuant to Regulation 30(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") read with Clause 5 of Para B of Part A, we hereby inform you that Veranda Learning Solutions Limited ("**Company**") has amended the debenture trust deed with Axis Trustee Services Limited (acting as the debenture trustee).

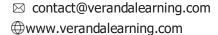
The details as required under the Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD- PoD-1/P/CIR/2023/123 Dated: July 13, 2023 are enclosed as "Annexure-A".

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

This information will as well be hosted on the Company's website at https://www.verandalearning.com/web/index.php/stock-exchange-intimations.

Thanks & Regards
For Veranda Learning Solutions Limited

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



+91 44 4690 1007
G.R. Complex First floor No.807-808, Anna Salai, Nandanam,
Chennai -600 035
CIN: L74999TN2018PLC125880



<u>ANNEXURE – A</u>

Agreements (viz. loan agreement(s) or any other agreement(s) which are binding and not in normal course of business, revision(s) or amendment(s) and termination(s) thereof:

SI. No.	Brief Particulars	Remarks	
1.	Name(s) of parties with whom the agreement is entered;	Veranda Learning Solutions Limited and Axis Trustee Services Limited	
2.	Purpose of entering into the agreement	Pursuant to the Amendment Acceptance Letters; the unlisted-Non Convertible Debenture Holders and the Company have agreed to mutually revise, inter alia, i.e interest rate and tenure in relation to the unlisted, Non-convertible Debentures together with the matters connected therewith and/or incidental thereto.	
3.	Size of agreement	As the unlisted, NCDs are already issued, the same is not applicable	
4.	Shareholding, if any, in the entity with whom the agreement is executed	Not Applicable	
5.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Not Applicable	
6.	Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Not Applicable	
7.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";	lot Applicable	
8.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable	
9.	In case of loan agreements, details of lender, nature of the loan, total amount of loan granted, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders for such loan	Not Applicable	



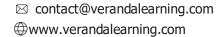
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Veranda Learning Solutions Limited

11.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc; In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. Name of parties to the agreement; ii. Nature of the agreement; iii. Date of execution of the agreement; iv. Details of amendment and impact thereof or reasons of termination and impact thereof.	i. ii. iii. iv.	Veranda Learning Solution Limited and Axis Trustee Services Limited Supplemental Deed December 15, 2024 Pursuant to the Amendme Acceptance Letters; the unlisted- Non convertible Debenture Holders and the Company have agreed to mutually revise, inter alia, i.e interest rate and tenur in relation to the unlisted Non convertible Debentures together with the matters connected therewith and/or incidental
			Non convertible Debentures together w the matters connected



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