

29th May, 2023

**To
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001**

Scrip Code: 543514

**To
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, C-1, G Block, Bandra-Kurla
Complex, Bandra (East), Mumbai – 400 051**

Scrip Code: VERANDA

Sub: Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir / Madam,

In accordance with Regulation 23(9) of the Listing Regulations, we are enclosing herewith the disclosure of Related Party Transactions on a consolidated basis for the year ended March 31, 2023.

The said disclosure is also available on the website of the Company i.e. www.verandalearning.com

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

Thanking you.

Yours faithfully,

For Veranda Learning Solutions Limited

**M Anantharamakrishnan
Company Secretary & Compliance Officer
M. No: ACS-7187**

✉ contact@verandalearning.com

🌐 www.verandalearning.com

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📍 34, Thirumalai Road, T Nagar,
Chennai, Tamil Nadu 600 017
CIN: L74999TN2018PLC125880

S. No	Details of the party (listed entity/subsidiary) entering into the transaction	Details of the counterparty			Value of the related party transaction as approved by the audit committee (see Note 6a) *	Value of transaction during the reporting period (see Note 6b)	In case monies are due to either party as a result of the transaction (see Note 1)		In case any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments			Details of the loans, inter-corporate deposits, advances or investments				
	Name	Name	Relationship of the counterparty with the listed entity or its subsidiary	Type of related party transaction (see Note 5)			Opening balance	Closing balance	Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost (see Note 7)	Tenure	Nature (loan/ advance / inter-corporate deposit/ investment)	Interest Rate (%)	Tenure	Secured/ unsecured	Purpose for which the funds will be utilised by the ultimate recipient of funds (end-usage)
1	Veranda Learning solutions Limited	Veranda Race Learning Solutions Private Limited	Wholly Owned subsidiary	Loan	2237.69583	1,004.60	1,520.41	2,525.01				Loan	7%	24 Months	Unsecured	Working Capital
2	Veranda Learning solutions Limited	Veranda XL Learning Solutions Private Limited	Wholly Owned subsidiary	Loan	845.36915	679.16	1,566.84	2,246.00				Loan	7%	24 Months	Unsecured	Working Capital
3	Veranda Learning solutions Limited	Veranda IAS Learning Solutions Private Limited	Wholly Owned subsidiary	Loan	450.7888	-209.90	961.06	751.16				Loan	7%	24 Months	Unsecured	Working Capital
4	Veranda Learning solutions Limited	Brain4ce Education Solutions Private Limited	Wholly Owned subsidiary	Loan	3475	1,898.30	1,283.59	3,181.89				Loan	7%	24 Months	Unsecured	Working Capital
5	Veranda Learning solutions Limited	Veranda Learning Solutions North America, Inc.	Wholly Owned subsidiary	Loan	25000	47.15	742.13	789.28				Loan	10%	12 Months	Unsecured	Working Capital
6	Veranda Learning solutions Limited	Veranda Management Learning Solutions Private Limited	Wholly Owned subsidiary	Loan	25000	21.30	-	21.30				Loan	9%	36 months	Unsecured	Working Capital
7	Veranda Learning solutions Limited	Veranda Race Learning Solutions Private Limited	Wholly Owned subsidiary	Sale of goods or services	1400	651.29	22.05	81.46								
8	Veranda Learning solutions Limited	Veranda XL Learning Solutions Private Limited	Wholly Owned subsidiary	Sale of goods or services	1240	64.19	117.89	19.28								
9	Veranda Learning solutions Limited	Veranda IAS Learning Solutions Private Limited	Wholly Owned subsidiary	Sale of goods or services	1360	49.52	-3.69	14.94								
10	Veranda Learning solutions Limited	Brain4ce Education Solutions Private Limited	Wholly Owned subsidiary	Sale of goods or services	250	413.47	73.91	606.20								
11	Veranda Learning solutions Limited	Brain4ce Education Solutions Private Limited	Wholly Owned subsidiary	Purchases	78.04	32.08	-	34.65								
12	Veranda Learning solutions Limited	JK Shah Education private limited	Step down subsidiary	Sale of goods or services	451.18	451.18	-	96.76								
13	Veranda Learning solutions Limited	Veranda Management Learning Solutions Private Limited	Wholly Owned subsidiary	Sale of goods or services	0.87	-	-	0.87								
14	Veranda Learning solutions Limited	Veranda Learning Solutions North America, Inc.	Wholly Owned subsidiary	Sale of goods or services	11.8	-	-	11.80								
15	Veranda Learning solutions Limited	Veranda Race Learning Solutions Private Limited	Wholly Owned subsidiary	Interest income	158	61.18	64.47	123.87								
16	Veranda Learning solutions Limited	Veranda XL Learning Solutions Private Limited	Wholly Owned subsidiary	Interest income	121	87.65	84.11	168.99								
17	Veranda Learning solutions Limited	Veranda IAS Learning Solutions Private Limited	Wholly Owned subsidiary	Interest income	60	28.65	37.29	64.82								
18	Veranda Learning solutions Limited	Brain4ce Education Solutions Private Limited	Wholly Owned subsidiary	Interest income	211	78.07	30.28	106.50								
19	Veranda Learning solutions Limited	Veranda Learning Solutions North America, Inc.	Wholly Owned subsidiary	Interest income	15013.6985	40.10	16.47	56.57								
20	Veranda Learning solutions Limited	Veranda Management Learning Solutions Private Limited	Wholly Owned subsidiary	Interest income	16950.9126	0.67	-	0.60								
21	Veranda Learning solutions Limited	Kalpathi S Aghoram	Promoters Cum Vice Chairman and Non-Executive Director	Any other transaction	0.1	0.04	-	-								
22	Veranda Learning solutions Limited	Kalpathi S Ganesh	Promoters and Non- Executive Director	Any other transaction	0.1	0.04	-	-								

S. No	Name	Name	Relationship of the counterparty with the listed entity or its subsidiary	Type of related party transaction (see Note 5)	Value of the related party transaction as approved by the audit committee (see Note 6a) *	Value of transaction during the reporting period (see Note 6b)	Opening balance	Closing balance	Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost (see Note 7)	Tenure	Nature (loan/ advance / inter- corporate deposit/ investment)	Interest Rate (%)	Tenure	Secured/ unsecured	Purpose for which the funds will be utilised by the ultimate recipient of funds (end-usage)
23	Veranda Learning solutions Limited	Kalpathi S Suresh	Promoter Cum Chairman and Executive Director	Any other transaction	0.1	0.04	-	-								
24	Veranda Learning solutions Limited	Leonne Hill Property Developments Private Limited	Enterprises in which Key Management Personnel and their relatives have significant influence	Any other transaction	67.5	34.50	-	-								
25	Veranda Learning solutions Limited	Brain4ce Education Solutions Private Limited	Wholly Owned subsidiary	Investment	328.86	93.79	21,091.89	21,185.68								
26	Veranda Learning solutions Limited	Veranda Administrative Learning Solutions Private Limited	Wholly Owned subsidiary	Investment	1	-	1.00	1.00								
27	Veranda Learning solutions Limited	Veranda Management Learning Solutions Private Limited	Wholly Owned subsidiary	Investment	1	-	1.00	1.00								
28	Veranda Learning solutions Limited	Veranda Learning Solutions North America, Inc.	Wholly Owned subsidiary	Investment	121.9	-	121.90	121.90								
29	Veranda Learning solutions Limited	Veranda XL Learning Solutions Private Limited	Wholly Owned subsidiary	Investment	18700	18,700.00	100.00	18,800.00								
30	Veranda Learning solutions Limited	M Anantharamakrishnan	Company Secretary and Compliance Officer	Remuneration	0	32.07	-	-								
31	Veranda Learning solutions Limited	Saradha Govindarajan	Chief Financial officer	Remuneration	0	46.29	-	-								
32	Veranda Learning solutions Limited	Veranda Race Learning Solutions Private Limited	Wholly Owned subsidiary	Sale of fixed assets	57.92	13.23	-	-								
33	Veranda Learning solutions Limited	Kalpathi S Aghoram	Promoters Cum Vice Chairman and Non- Executive Director	Any other transaction	0	2.20	-	-								
34	Veranda Learning solutions Limited	Kalpathi S Ganesh	Promoters and Non- Executive Director	Any other transaction	0	1.50	-	-								
35	Veranda Learning solutions Limited	Kalpathi A Archana	Non- Executive Director (Promoter Group)	Any other transaction	0	1.50	-	-								
36	Veranda Learning solutions Limited	S Lakshminarayanan	Non- Executive Independent Director	Any other transaction	0	3.80	-	-								
37	Veranda Learning solutions Limited	K Ullas Kamath	Non- Executive Independent Director	Any other transaction	0	1.70	-	-								
38	Veranda Learning solutions Limited	PB Srinivasan	Non- Executive Independent Director	Any other transaction	0	3.60	-	-								
39	Veranda Learning solutions Limited	Revathi Raghunathan	Non- Executive Independent Director	Any other transaction	0	3.20	-	-								
40	Veranda Learning solutions Limited	Varun Bajpai	Non- Executive Independent Director	Any other transaction	0	0.20	-	-								
41	Veranda Learning solutions Limited	Veranda XL Learning Solutions Private Limited	Wholly Owned subsidiary	Any other transaction	7650	7,650.00	-	-								
42	Veranda Learning solutions Limited	Brain4ce Education Solutions Private Limited	Wholly Owned subsidiary	Any other transaction	750	750.00	-	-								
43	Veranda Race Learning Solutions Private Limited	K Praveen Kumar	Director	Any other transaction	0	0.80	-	-								
44	Veranda Race Learning Solutions Private Limited	PB Srinivasan	Director	Any other transaction	0	0.80	-	-								
45	Veranda Race Learning Solutions Private Limited	R Rangarajan	Director	Any other transaction	0	0.80	-	-								
46	Veranda IAS Learning Solutions Private Limited	Revathi Raghunathan	Director	Any other transaction	0	0.80	-	-								

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47	Veranda IAS Learning Solutions Private Limited	R Rangarajan	Director	Any other transaction	0	1.00	-	-								
48	Veranda IAS Learning Solutions Private Limited	K Praveen Kumar	Director	Any other transaction	0	1.00	-	-								
49	Brain4ce Education Solutions Private Limited	Veranda XL Learning Solutions Private Limited	Fellow Subsidiary	Loan	1350	1,305.00	-	1,305.00				Loan	12%	120 Month	Unsecured	Working Capital
50	Veranda XL Learning Solutions Private Limited	S Lakshminarayanan	Director	Any other transaction	0	1.40	-	-								
51	Veranda XL Learning Solutions Private Limited	R Rangarajan	Director	Any other transaction	0	1.40	-	-								
52	Veranda XL Learning Solutions Private Limited	K Praveen Kumar	Director	Any other transaction	0	1.40	-	-								
53	Brain4ce Education Solutions Private Limited	Lovleen Bhatia	Director	Remuneration	0	18.39	-	-								
54	Brain4ce Education Solutions Private Limited	S Lakshminarayanan	Director	Any other transaction	0	0.80	-	-								
55	Brain4ce Education Solution	R Rangarajan	Director	Any other transaction	0	0.40	-	-								
56	Brain4ce Education Solution	K Praveen Kumar	Director	Any other transaction	0	1.20	-	-								
57	Brain4ce Education Solution	Veranda IAS Learning Solutions Private Limited	Fellow subsidiary	Interest income	0.15167	0.15	-	-								
58	Brain4ce Education Solution	Veranda Race Learning Solutions Private Limited	Fellow Subsidiary	Interest income	0.78733	0.79	-	-								
59	Brain4ce Education Solution	Veranda XL Learning Solutions Private Limited	Fellow Subsidiary	Interest income	66.80901	66.81	-	11.30								
60	Veranda Race Learning Solution	Kalpathi S Aghoram	Promoters Cum Vice Chairman and Non- Executive Director	Any other transaction	0	0.04	-	-								
61	Veranda Race Learning Solution	Kalpathi S Ganesh	Promoters and Non- Executive Director	Any other transaction	0	0.04	-	-								
62	Veranda Race Learning Solution	Kalpathi S Suresh	Promoter Cum Chairman and Executive Director	Any other transaction	0	0.04	-	-								
63	Veranda Race Learning Solution	Veranda XL Learning Solutions Private Limited	Fellow Subsidiary	Sale of goods or services	0	-	-	4.89								
64	Veranda Race Learning Solution	Veranda XL Learning Solutions Private Limited	Fellow Subsidiary	Loan	1464.6	1,464.60	-	1,464.60				Loan	12%	120 Month	Unsecured	Working Capital
65	Veranda Race Learning Solution	Veranda XL Learning Solutions Private Limited	Fellow Subsidiary	Interest income	74.81	74.81	-	12.69								
66	Veranda XL Learning Solution	Kalpathi S Aghoram	Promoters Cum Vice Chairman and Non- Executive Director	Any other transaction	0	0.04	-	-								
67	Veranda XL Learning Solution	Kalpathi S Ganesh	Promoters and Non- Executive Director	Any other transaction	0	0.04	-	-								
68	Veranda XL Learning Solution	Kalpathi S Suresh	Promoter Cum Chairman and Executive Director	Any other transaction	0	0.04	-	-								
69	Veranda XL Learning Solution	JK Shah Education private Limited	Subsidiary	Sale of goods or services	275	275.00	-	59.40								
70	Veranda XL Learning Solution	JK Shah Education private Limited	Subsidiary	Investment	50000	34,917.66	-	34,917.66								
71	Veranda IAS Learning Solution	Kalpathi S Aghoram	Promoters Cum Vice Chairman and Non- Executive Director	Any other transaction	0	0.04	-	-								
72	Veranda IAS Learning Solution	Kalpathi S Ganesh	Promoters and Non- Executive Director	Any other transaction	0	0.04	-	-								
73	Veranda IAS Learning Solution	Kalpathi S Suresh	Promoter Cum Chairman and Executive Director	Any other transaction	0	0.04	-	-								
74	Veranda IAS Learning Solution	Veranda XL Learning Solutions Private Limited	Fellow subsidiary	Loan	1171.68	1,171.68	-	1,171.68				Loan	12%	120 Month	Unsecured	Working Capital
75	Veranda IAS Learning Solution	Veranda XL Learning Solutions Private Limited	Fellow subsidiary	Interest income	59.85	59.85	-	10.15								
76	Veranda Administrative Learning Solutions Private Limited	R Rangarajan	Director	Any other transaction	0	1.00	-	-								
77	Veranda Administrative Learning Solutions Private Limited	PB Srinivasan	Director	Any other transaction	0	0.80	-	-								
78	Veranda Administrative Learning Solutions Private Limited	K Praveen Kumar	Director	Any other transaction	0	1.00	-	-								
79	Veranda Administrative Learning Solutions Private Limited	Veranda Learning Solutions Limited	Holding company	Loan	800	693.90	-	693.90				Loan	12%	120 Month	Unsecured	Working Capital
80	Veranda Administrative Learning Solutions Private Limited	Veranda IAS Learning Solutions Private Limited	Fellow subsidiary	Loan	260	260.00	-	260.00				Loan	12%	120 Month	Unsecured	Working Capital
81	Veranda Administrative Learning Solutions Private Limited	Veranda Learning Solutions Limited	Holding company	Interest income	33.2	33.20	-	6.01								
82	Veranda Administrative Learning Solutions Private Limited	Veranda IAS Learning Solutions Private Limited	Fellow subsidiary	Interest income	9.91	9.91	-	2.25								
83	Veranda Administrative Learning Solutions Private Limited	SSI Ventures Private Limited	Enterprises in which Key Management Personnel are employed	Loan	100	100.00	-	100.00				Loan	14%	3 Months	Unsecured	Working Capital

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84	Veranda Management Learn	R Rangarajan	Director	Any other transaction	0	0.60	-	-								
85	Veranda Management Learn	K Praveen Kumar	Director	Any other transaction	0	0.60	-	-								
86	Veranda Management Learn	PB Srinivasan	Director	Any other transaction	0	0.60	-	-								
87	Veranda Management Learn	Veranda XL Learning Solutions Private Lir	Fellow subsidiary	Loan	1171.68	1,171.68	-	1,171.68				Loan	12%	120 Month	Unsecured	Working Capital
88	Veranda Management Learn	Veranda XL Learning Solutions Private Lir	Fellow subsidiary	Interest income	59.85	59.85	-	10.15								
89	JK Shah Education Private Lir	R Rangarajan	Director	Any other transaction	0	1.20	-	-								
90	JK Shah Education Private Lir	PB Srinivasan	Independent director	Any other transaction	0	1.20	-	-								
91	JK Shah Education Private Lir	Veranda XL Learning Solutions Private Lir	Holding company	Any other transaction	168	168.00	-	168.00								
92	JK Shah Education Private Lir	Veranda XL Learning Solutions Private Lir	Holding company	Any other transaction	166.68	166.68	-	-								
93	JK Shah Education Private Lir	Jitendra Kantilal Shah	Director	Loan	0	4.54	145.46	150.00				Loan	8%	24 Months	Unsecured	Personal Loan
94	JK Shah Education Private Lir	Jitendra Kantilal Shah	Director	Interest income	0	11.64	-	-								
95	JK Shah Education Private Lir	Jitendra Kantilal Shah	Director	Any other transaction	0	105.44	-	-								
96	JK Shah Education Private Lir	Purnima Jitendra Shah	Relative of Key managerial personnel	Any other transaction	0	329.20	-	-								
97	JK Shah Education Private Lir	Vishal Jitendra Shah	Relative of Key managerial personnel	Any other transaction	0	1.42	-	-								
98	JK Shah Education Private Lir	Jitendra Kantilal Shah	Director	Remuneration	0	147.50	-	-								
99	JK Shah Education Private Lir	Purnima Jitendra Shah	Relative of Key managerial personnel	Remuneration	0	12.25	-	-								
100	JK Shah Education Private Lir	Vishal Jitendra Shah	Relative of Key managerial personnel	Remuneration	0	35.00	-	-								
101	JK Shah Education Private Lir	Pooja Jitendra Shah	Relative of Key managerial personnel	Remuneration	0	35.00	-	-								
102	Veranda XL Learning Solution	SSI Ventures Private Limited	Enterprises in which Key Management Person	Interest paid	0	34.60	-	31.14								
103	JK Shah Education Private Lir	Vishal Jitendra Shah	Relative of Key managerial personnel	Any other transaction	0	-	-	1.25								
104	JK Shah Education Private Lir	Pooja Jitendra Shah	Relative of Key managerial personnel	Any other transaction	0	-	-	1.25								
105	JK Shah Education Private Lir	Veranda XL Learning Solutions Private Lir	Holding company	Any other transaction	275	275.00	-	59.40								
106	Veranda IAS Learning Solution	SSI Ventures Private Limited	Enterprises in which Key Management Person	Interest paid	0.12	0.12	-	0.10								
107	Veranda XL Learning Solution	SSI Ventures Private Limited	Enterprises in which Key Management Person	Loan	1100	1,100.00	-	1,100.00				Loan	14%	24 Months	Unsecured	Working capital