

CTL/23-24/SAST/06396

March 27, 2024

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001	<b>National Stock Exchange of India Limited – Corporate Office</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051.
<b>Company Name</b>	<b>Veranda Learning Solutions Limited</b>
<b>Pledgor Name 1</b>	<b>KALPATHI SUBRAMANYAM AGHORAM</b>
<b>Pledgor Name 2</b>	<b>KALPATHI SUBRAMANIAM GANESH</b>
<b>Pledgor Name 3</b>	<b>KALPATHI SUBRAMANIAN SURESH</b>

Dear Sir/ Madam,

**Sub: Disclosure pursuant to Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to pledge of equity shares of Veranda Learning Solutions Limited**

Pursuant to the disclosure required to be made under Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the pledged equity shares of “Veranda Learning Solutions Limited” in favour of “Catalyst Trusteeship Limited” in the capacity of Debenture Trustee for the benefit of Debenture holders.

For Catalyst Trusteeship Ltd

  
  
Authorised Signatory  
Name: Deesha Srikkanth  
Designation: Vice President  
Place: Mumbai

**Part A**  
**Annexure**

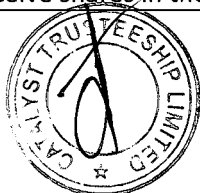
**Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part- A – Details of Acquisition**

1. Name of the Target Company (TC)	Veranda Learning Solutions Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Pledge of Equity shares of Veranda Learning Solutions Limited with Catalyst Trusteeship Ltd acting as Debenture Trustee on behalf of Debenture Holders		
3. Whether the acquirer belongs to Promoter/Promoter group	Not Applicable		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)	-	-	-



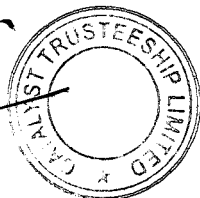
<u>Details of acquisition:</u>			
a) Shares carrying voting rights acquired/sold	-	-	-
b) VRs acquired/sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others) <u>Encumbrance</u>	1,10,73,477	16.00%	15.55%
e) Total (a+b+c+d)	1,10,73,477	16.00%	15.55%
<u>After the acquisition, holding of acquirer along with PACs of :</u>			
a) Shares carrying voting rights	-	-	-
b) VRs otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others) <u>Encumbrance</u>	1,10,73,477	16.00%	15.55%
e) Total (a+b+c+d)	1,10,73,477	16.00%	15.55%
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	By way of pledge of equity shares	-	-
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	-	-	-
8. Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	26-03-2024	-	-



9. Equity share capital /total voting capital of the TC before the said acquisition/ sale	6,91,97,546 shares of Face value of Rs. 10 each		
10. Equity share capital/ total voting capital of the TC after the said acquisition/ sale	6,91,97,546 shares of Face value of Rs. 10 each		
11. Total diluted share/voting capital of the TC after the said acquisition/sale.	7,11,97,546 shares of Face value of Rs. 10 each		

Signature of the acquirer:

For Catalyst TrusteeShip Ltd

Authorised Signatory

Name: Deesha Srikanth

Designation: Vice President

Place: Mumbai

Date: March 27, 2024