

**Date: 06/02/2026**

**BSE Limited**  
 Corporate Relationship Department  
 25th Floor, P.J. Tower,  
 Dalal Street, Mumbai-400001

**Scrip Code: 534741 ISIN: INE247C01023**

**OUTCOME OF BOARD MEETING:**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), we hereby inform that Board of Directors in its meeting held on Friday, February, 06<sup>th</sup> 2026 proceeds at 03:00 P:M and concluded at 05:10 P:M interalia, considered and approved the following:

1. The allotment of 2,37,50,000 Equity Shares having face value of Rs. 1/-each at an issue price of Rs. 1/- each consequent upon the conversion of 2,37,50,000 issued at an Issue Price of Rs. 1/- each, on a preferential basis, upon receipt of the consideration aggregating to Rs. 1,78,12,500/ (Rupees One Crore Seventy-Eight Lakhs Twelve Thousand and Five Hundred Only) at the rate of Rs. 0.75/- per warrant (being 75% of the issue price per warrant) from the allottees pursuant to the exercise of their rights of conversion into equity shares in accordance with the provisions of SEBI (ICDR) Regulations, 2018:

S. No.	Name of Allottee	No. of warrants allotted	No. of warrants applied for conversion	No. of equity shares allotted	Amount received being 75% of the issue price per warrant	No. of warrants pending for conversion
1	M/s Pearl Dealers Private Limited	2,37,50,000	2,37,50,000	2,37,50,000	1,78,12,500	0
	<b>Total</b>	<b>2,37,50,000</b>	<b>2,37,50,000</b>	<b>2,37,50,000</b>	<b>1,78,12,500</b>	<b>0</b>

Pursuant to member’s approval, these warrants were allotted, in terms of SEBI (ICDR) Regulations, 2018 to “Non-Promoter Group” on preferential basis, at an Issue Price of Rs. 1/- per warrant on payment of Rs. 0.25/- per warrant, being 25% of the Issue Price, entitling the warrants holders to get their warrants converted into equal number of Equity Shares of the Company by paying remaining 75% i.e., Rs. 0.75/- within 18 months from the date of warrant allotment.

Consequent to today's conversation of warrants/allotment of Equity Shares, the issued and paid-up capital of the Company stands increased to Rs. 56,61,63,698 consisting of 56,61,63,698 equity shares of Rs. 1/- each.

The new equity shares so allotted shall rank pari-passu with the existing equity shares of the Company.



Disclosure under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **(Annexure- 1)** to this letter.

2. To take Note the **Resignation of Mr. Satyendra Aryan** (PAN: ALCPA6504E), **Chief Executive Officer (CEO)** of the Company.

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we wish to inform that Mr. Satyendra Aryan (PAN: ALCPA6504E) has tendered his resignation from the position of the “Chief Executive Officer (CEO)” of Virtual Global Education Limited with effect from the close of business hours **on Friday, February 06th, 2026** due to the personal reasons. Further, he has confirmed that there are no other material reasons for the resignation other than those mentioned in his resignation letter.

Details Required under Schedule III of Para A of Part A of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with SEBI Master No: SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is attached herewith as **(Annexure -2)**.

3. To consider and approve the **appointment of Mr. Gaurav Garg as Chief Financial Officer (CFO)** of the Company. **(Annexure – 3)**.

This is for your information and record.  
Thanking you

Yours Faithfully,  
**For Virtual Global Education Limited**

**Prasanna Laxmidhar Mohapatra**  
**Whole Time Director**  
**DIN: 09528267**

**Annexure – 1**

**The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are as under:**

S. No.	Particulars	Disclosures																											
<b>1</b>	<b>Type of securities proposed to be Issued</b>	Equity Shares pursuant to conversion of warrants.																											
<b>2</b>	<b>Type of issuance</b>	Preferential Allotment																											
<b>3</b>	<b>Total number of securities proposed to be issued or total amount for which the securities will be issued</b>	Allotment of 2,37,50,000 Equity Shares having face value of Rs. 1/- each at an issue price of Rs. 1/- each, consequent upon the conversion of 2,37,50,000 Warrants issued at an Issue Price of Rs. 1/-each, upon receipt of amount aggregating to Rs. 1,78,12,500/-																											
<b>Additional Information in case of preferential issue</b>																													
<b>4</b>	<b>Name and number of the Investor(s)</b>	1. M/s Pearl Dealers Private Limited																											
<b>5</b>	<b>Post allotment of securities - outcome of the subscription,</b>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">Name of the Allottees(s)</th> <th colspan="2" style="width: 50%;">Pre- Issue Equity holding before allotment</th> <th style="width: 15%;">No. of Shares allotted upon conversion of warrant</th> <th colspan="2" style="width: 10%;">Post issue Equity Holding after exercise of Warrants</th> </tr> </thead> <tbody> <tr> <td></td> <td style="text-align: center;">No. of shares</td> <td style="text-align: center;">%</td> <td></td> <td style="text-align: center;">No of shares</td> <td style="text-align: center;">%</td> </tr> <tr> <td>M/s Pearl Dealers Private Limited</td> <td style="text-align: center;">NIL</td> <td style="text-align: center;">NIL</td> <td style="text-align: center;">2,37,50,000</td> <td style="text-align: center;">2,37,50,000</td> <td style="text-align: center;">4.19</td> </tr> <tr> <td><b>Total</b></td> <td></td> <td></td> <td style="text-align: center;">2,37,50,000</td> <td style="text-align: center;">2,37,50,000</td> <td></td> </tr> </tbody> </table>	Name of the Allottees(s)	Pre- Issue Equity holding before allotment		No. of Shares allotted upon conversion of warrant	Post issue Equity Holding after exercise of Warrants			No. of shares	%		No of shares	%	M/s Pearl Dealers Private Limited	NIL	NIL	2,37,50,000	2,37,50,000	4.19	<b>Total</b>			2,37,50,000	2,37,50,000				
Name of the Allottees(s)	Pre- Issue Equity holding before allotment		No. of Shares allotted upon conversion of warrant	Post issue Equity Holding after exercise of Warrants																									
	No. of shares	%		No of shares	%																								
M/s Pearl Dealers Private Limited	NIL	NIL	2,37,50,000	2,37,50,000	4.19																								
<b>Total</b>			2,37,50,000	2,37,50,000																									
		<p>Warrants had been allotted on August 09<sup>th</sup>, 2024 carrying a right to subscribe to 1 Equity Share per warrant on receipt of amount at the rate of Rs. 1/- per warrant (being 25% of the issue price per warrant).</p> <p>Hence 2,37,50,000 Equity Shares have been allotted on receipt of balance amount at the rate of Rs. 1 per warrant (being 75% of the issue price per warrant).</p>																											

	issue price / allotted price (in case of convertibles)	
<b>6</b>	<b>In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument</b>	Exercise of 2,37,50,000 warrants into 2,37,50,000 fully paid-up Equity Shares of Rs.1/each at an issue price of Rs. 1/- each.

**Annexure-2**

**Details with respect to Regulation 30 read with Part A Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

S. No	Particulars	Details
1	<b>Reason for Change</b>	Resignation of Mr. Satyendra Aryan (PAN: ALCPA6504E) as the Chief Executive Officer(CEO) of the Company, with effect from 06th February, 2026
2	<b>Date of Appointment/Cessation &amp; Term of Appointment</b>	06th February, 2026
3	<b>Date of Cessation</b>	06th February, 2026
4	<b>Brief Profile(in case of appointment)</b>	Not Applicable
5	<b>Disclosures of Relationship between directors</b>	Not Applicable
6	<b>Letter of Resignation along with detailed reason for resignation</b>	Enclosed as Annexure-4
7	<b>Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any</b>	NIL
8	<b>Confirmation from the resigning director that there is no other material reasons other than those provided</b>	The Chief Executive Officer(CEO) has confirmed that there are no other material reasons for resignation other than those mentioned in the resignation letter

**Annexure – 3**

**Information as required under Regulation 30 - Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
<b>1.</b>	Reason for Change	Appointment of Mr. Gaurav Garg as Chief Financial Officer (CFO) of the Company, with effect from 06th February, 2026
<b>2.</b>	Date of Appointment/Cessation & Term of Appointment	06th February, 2026
<b>3.</b>	Date of cessation	Not Applicable
<b>4.</b>	Brief profile (in case of appointment)	Mr. Gaurav Garg has 15+ years in IT Government Business Development across multiple State Governments & PSUs — IT Hardware, Software & Security Solutions, Smart City Projects, and Government Project Execution. Proven expertise in strategic engagement with government officials, partner ecosystem & tender acquisition.
<b>5.</b>	Disclosure of relationships between directors	NA

Date: 06/02/2026

To,  
**The Board of Directors,**  
**Virtual Global Education Limited**  
**1108, 11<sup>th</sup> Floor, RG Trade Tower,**  
**Netaji Subhash Place, New Delhi- 110034**

**Subject: Resignation from the position of Chief Executive Officer of Virtual Global Education Limited**

Dear Members of the Board

I Satyendra Aryan (PAN: ALCPA6504E), hereby tender my resignation from the position of Chief Executive Officer of Virtual Global Education Limited with effect from closure of business hours on Friday, 06<sup>th</sup> February, 2026 due to personal reasons.

I further confirm that there are no other material reasons for my resignation other than those mentioned in this letter. I wish to express my sincere gratitude to the Board and the management for the opportunities and support extended to me during my tenure with the Company.

Kindly acknowledge & Take the necessary steps to relieve me from my responsibilities effective from the above-mentioned date and arrange to submit the necessary forms with the office of the Registrar of Companies to that effect.

Thanking You

**Yours Faithfully,**



**Satyendra Aryan**  
**Chief Executive Officer**