



POSTAL BALLOT NOTICE

[PURSUANT TO SECTIONS 108 AND 110 OF THE COMPANIES ACT, 2013, READ WITH RULES 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014] READ WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Dear Members,

NOTICE is hereby given that pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("the Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time), the resolutions set out below are proposed for approval by the Members of Purple Finance Limited ("the Company") as Ordinary Resolutions by means of Postal Ballot, only by remote e-voting process ("E-voting") being provided by the Company to all its Members to cast their votes electronically.

The Explanatory Statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice ("Notice") and additional information as required under the SEBI LODR Regulations also forms part of this Notice.

Pursuant to SEBI Circular No: SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 03, 2024 the Notice is being sent in electronic mode only to those Members whose e-mail addresses are registered with the Company/Depositories. Accordingly, physical copy of the Notice along with Postal Ballot form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote E-voting system. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

Pursuant to Rule 22(5) of Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company has appointed CS Abhilasha Chaudhury (Certificate of Practice No.

Purple Finance Limited

Registered Office: 11, Indu Chamber, 349/353, Samuel Street, Masjid Bunder West, Mumbai – 400003.

Corporate Office: 705/706, 7th Floor, Hallmark Business Plaza, Sant Dnyaneshwar Marg, Opp. Guru Nanak Hospital, Bandra (E), Mumbai- 400051

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23604), of Abhilasha Chaudhury & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the Postal Ballot through remote E-voting process in a fair and transparent manner.

The Company has engaged the services of Purva Shareregistry (India) Private Limited for the purpose of providing remote E-voting facility to its Members. The instructions for remote E-voting are appended to this Notice. The Notice is also available on the website of the Company at www.purplefinance.in. Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting. The schedule of remote e-voting is as under:-

| Commencement of remote e-voting | Conclusion of remote e-voting |
|---|--|
| Thursday, December 04, 2025 at 09:00 a.m. (IST) | Friday, January 02, 2026 at 05:00 p.m. (IST) |

The remote e-voting will be disabled by Purva immediately thereafter.

The Scrutinizer will submit her report to the Chairman of the Company or any person authorized by him upon completion of the scrutiny of the votes cast through remote E-voting. The results of the Postal Ballot will be announced on or before January 06, 2026.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website www.purplefinance.in and on the website of Purva Sharegistry (India) Private Limited at www.purvashare.com.

SPECIAL BUSINESS

1. Regularization of Mr. Sandeep Jindal (DIN: 00402046) as the Non- Executive Non-Independent Director of the Company:

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Articles of Association of the Company, **Mr. Sandeep Jindal (DIN: 00402046)**, who was appointed as an Additional Director (Non-Executive, Non-Independent) by the Board of Directors with effect from **November 17, 2025**, in terms of sec 161 of the Act and in respect of

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whom the Company has received a notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company be and is hereby appointed as a Non-Executive, Non-Independent Director of the Company, liable to retire by rotation for a period of 3 (three) years from November 17, 2025 upto November 16, 2028.

RESOLVED FURTHER THAT any of the Directors and/ or Company Secretary of the Company be and is hereby authorized to file requisite E-forms with the Registrar of Companies and to severally to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution.”

2. Approval of Re-Classification of Shareholders from “Promoter Group” Category to “Public” Category:

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”), and based on the recommendation of the Board of Directors of the Company and receipt of No Objection Certificate from BSE Limited dated November 14, 2025, and subject to such other approvals, if any, as may be required, the consent of the Shareholders of the Company be and is hereby accorded for re-classify the shareholding of following person(s) from “Promoter & Promoter Group” Category to “Public” Category and/or remove their names from “Promoter & Promoter Group Category” of the Company.

| Sr. No. | Name | Shareholding as on date of application | |
|---------|-------------------------|--|----------------|
| | | No. of Shares | Percentage (%) |
| 1. | Mr. Satyaprakash Pathak | 11,46,735 | 2.11 |
| 2. | Ms. Ranjana Pathak | 41,72,362 | 7.67 |

RESOLVED FURTHER THAT on approval of this resolution, the Company shall effect such reclassification in the Statement of Shareholding Pattern from immediate succeeding quarter under Regulation 31 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in compliance to the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions, if any.

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RESOLVED FURTHER THAT the above applicants confirmed that all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been complied with and also confirmed that post re-classification from “Promoter and Promoter Group” to “Public”, shall continue to comply with conditions mentioned Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT Mr. Sabyasachi Rath, Executive Director and Chief Executive Officer, Ms. Meghana Lale, Chief Financial Officer and/or Ms. Ruchi Nishar, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to sign applications, papers, documents etc. and to do all such acts, deeds, matters and things as it may, in their absolute discretion, deem necessary or desirable and to settle any questions, difficulty or doubt that may arise in order to give effect to the above resolution including intimation to BSE to give effect to this resolution.”

By order of Board of Directors

Purple Finance Limited

Sd/-

Ruchi Nishar

Company Secretary & Compliance Officer

M. No. A68260

Date: December 03, 2025

Place: Mumbai

Registered Office: Room No. 11, 1st Floor,
Indu Chamber 349/353, Samuel Street,
Vadgadi, Masjid Bunder (West),
Mumbai- 400003.

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NOTES:

1. The explanatory statements as required under Section 102(1) and 110 of the Companies Act, 2013 (“the Act”), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘SEBI LODR Regulations’) and Secretarial Standards on General Meetings (‘SS-2’) setting out all the material facts and reason for the proposed resolution is annexed hereto and forms part of this Postal Ballot notice.
2. The Ministry of Corporate Affairs, Government of India (MCA), in terms of the General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated 15th June, 2020 and General Circular No. 33/2020 dated 28th September, 2020, General Circular No.39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024, 03/2025 dated September 22, 2025, (collectively referred to as “MCA Circulars”) has advised the Companies to take all decisions of urgent nature requiring members approval, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of postal ballot/ e-voting in accordance with the provisions of the Act and rules made thereunder, without holding a General Meeting that requires physical presence of members at a common venue.
3. The remote e-voting period commences on Thursday, December 04, 2025 at 09:00 a.m. (IST) and closes on Friday, January 02, 2026 at 05:00 p.m. (IST). During this period, the Shareholders of the Company holding fully paid-up and partly paid-up shares, either in physical form or in demat form, as on the Cut-off Date may cast their vote by remote e-voting. The remote e-voting module shall be disabled by Purva for voting after that. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
4. The cut-off date for the purpose of ascertaining Shareholders entitled for voting through this Postal Ballot is **November 28, 2025** (hereinafter referred to as the “**Cut-off Date**”). A person, whose name is recorded in the Register of Members or the Register of Beneficial Owners maintained by the Depositories for fully paid-up shares and partly paid-up shares as on the Cut-off Date only, shall be entitled to vote in this Postal Ballot. A person who is not a shareholder as on the Cut-off Date should treat this Notice for information purpose only.
5. As per the MCA circulars, the Company will send postal ballot notice only through email to all its members who have registered their email address with the Company or

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Depository/Depository Participants and the communication of assent/ dissent of the members on the resolutions proposed in this notice will only take place through e-voting system. This postal ballot is accordingly being initiated in compliance with the MCA circulars. Hence, in compliance with the requirement of MCA circulars, hard copy of postal ballot Notice along with postal ballot forms and prepaid business reply envelope will not be sent to the members for this postal ballot and they are required to communicate their assent or dissent through the e-voting system only.

6. Institutional Shareholders/Corporate Members (i.e. other than individuals, HUF, NRI, etc.) are requested to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the scrutinizer at csabhilashachaudhary@gmail.com, and at compliance@purplefinance.in. It is also requested to upload the same in the e-voting module in their login.
7. Members are requested to send all communications relating to shares, change of address, bank details, email address, etc. to the RTA at the following address: M/s. Purva Sharegistry (India) Private Limited, 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai- 400011, Maharashtra, India. If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective Depository Participants.
8. In case of joint holders, the Member whose name appears as first holder in the order of names as per the Register of Members of the Company will be entitled to vote through Postal Ballot.
9. In compliance with the MCA Circulars and SEBI Circulars, the Notice of Postal Ballot and the Instructions for e-voting are being sent by electronic mode to all the Members whose e-mail addresses are registered with the Company / respective Depository Participants. Members may also note that the Postal Ballot Notice are also available on the Company's website www.purplefinance.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of Purva Sharegistry (India) Private Limited ("PSIPL") at www.purvashare.com.
10. Relevant documents referred to in the accompanying Notice are open for inspection at the Corporate Office of the Company on all working days except Saturdays between 11:00 a.m. and 01:00 p.m. until closure of time for casting vote through remote e-voting without any fee, to members from the date of circulation of the Postal Ballot Notice up to the time of closure of the e-voting period. Members seeking to inspect such documents can send an e-mail to compliance@purplefinance.in.
11. CS Abhilasha Chaudhary of Abhilasha Chaudhary & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair

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and transparent manner. The Scrutinizer shall, immediately after the conclusion of voting at the Postal Ballot, unblock the votes cast through remote e-Voting and provide within two working days of closure of E-Voting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Results declared along with the report of the Scrutiniser will be placed on the website of the Company at www.purplefinance.in. The results shall also be immediately forwarded to BSE Limited, where the Equity Shares of the Company are listed and will be placed on the Notice Board at the Registered Office of the Company.

12. Voting rights will be reckoned on the paid-up value of Equity Shares registered in the name(s) of the members as on the Cut-off Date. Only those members whose names are recorded in the Register of Members of the Company or in the list of Beneficial Owners received from the Depositories as on the Cut-off Date will be entitled to cast their vote by remote e-voting. A person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.
13. Remote e-voting will commence on **Thursday, December 04, 2025 at 09:00 a.m. (IST)** and closes on **Friday, January 02, 2026, at 05:00 p.m. (IST)**. The e-voting module shall be disabled by Purva for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequent.
14. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting i.e. January 02, 2026. Further, resolution passed by the members through postal ballot are deemed to have been passed as if they are passed at a General Meeting of the Members.
15. Any query in relation to the Resolution proposed to be passed by this Postal Ballot may be addressed to Ms. Ruchi Nishar at Email: compliance@purplefinance.in.
16. The details in terms of SEBI LODR Regulations and other applicable provisions of the Act (including SS-2) are annexed hereto and form part of this Notice. 18. SEBI vide its Circular dated January 25, 2022, has mandated that all requests for transfer of securities including transmission and transposition requests, shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

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THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- (i) The voting period begins on 09:00 a.m. on December 04, 2025 and ends on 05:00 p.m. on January 02, 2026. During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **November 28, 2025** may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its Shareholders, in respect of all Shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

INSTRUCTIONS FOR REMOTE E-VOTING

In compliance with the provisions of Section 108, 110 and other applicable provisions of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations read with Master Circular dated 11 July, 2023 issued by SEBI on e-voting facility provided by Listed Entities and SS-2, members are provided with the facility to cast their vote electronically, through the e-voting services provided by Purva on the Resolutions set-forth in this Notice of Postal Ballot, through remote e-voting only.

Information relating to remote e-voting i.e.

- i. Day, date and time of commencement of voting through electronic means Thursday, December 04, 2025 at 09:00 A.M. (IST).

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- ii. Day, date and time of end of voting through electronic means beyond which voting will not be allowed: Friday, January 02, 2026 at 05:00 P.M. (IST).

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

| Type of shareholders | Login Method |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e- |

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|---|---|
| | Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” “Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> |





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| | <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div> <p>5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> |

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

| Login type | Helpdesk details |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542-43. |

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| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 |
|--|--|

Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

| | For Shareholders holding shares in Demat Form other than individual and Physical Form |
|--|---|
| PAN | <ul style="list-style-type: none"> Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | <ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. |

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| | |
|--|--|
| | <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v). |
|--|--|

- 6) After entering these details appropriately, click on “SUBMIT” tab.
- 7) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- 8) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 9) Click on the EVENT NO. for the relevant <Purple Finance Limited> on which you choose to vote.
- 10) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- 11) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- 12) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 13) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 14) Facility for Non – Individual Shareholders and Custodians – Remote Voting
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

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- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; compliance@purplefinance.in, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 49614132 and 022-49700138.

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ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and Section 110 of the Companies Act, 2013 and Regulation 17 (11) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ITEM NO. 1:

The Nomination and Remuneration Committee (NRC) and the Board of Directors at their Meeting held on August 14, 2025, approved the proposal for appointment of Mr. Sandeep Jindal (DIN: 00402046) as a Non- Executive Non- Independent Director of the Company, subject the approval of the Reserve Bank of India (RBI).

RBI vide its communication dated November 13, 2025, has taken note of the proposal of appointment of Mr. Sandeep Jindal (DIN: 00402046) as a Non-Executive Non-Independent Director of the Company.

The Nomination and Remuneration Committee (NRC) and the Board of Directors on November 17, 2025, approved the appointment of Mr. Sandeep Jindal (DIN: 00402046) as an Additional Director, designated as Non- Executive Non- Independent Director of the Company subject to the approval of the members. He shall hold office upto the next Annual General Meeting (AGM) of the Company or the last date on which the AGM should have been held.

As per provisions of Regulation 17 (1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) requires that approval of Shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next General Meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received following statutory disclosures / declarations:

- (i) Form DIR-8 – intimating the Company that he stands free from any disqualification, under section 164(1) and 164(2) of the Act;
- (ii) Declaration that he is not debarred from holding the office of director by virtue of any SEBI Order or any other such authority and given his consent to act as Director of the Company;
- (iii) A notice in writing by a member proposing her candidature under section 160(1) of the Act;
- (iv) Form MBP-1 – disclosing his concerns or interests in other company(ies) in terms of section 184(1) of the Act.

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The Board of Directors on the recommendation of Nomination and Remuneration Committee has determined that the appointment of Mr. Sandeep Jindal as Non-Executive Non-Independent Director for a period of 3 (three) years with effect from November 17, 2025, would be beneficial to the Company.

Except Mr. Sandeep Jindal, being an appointee, none of the other Directors, Key Managerial Personnels of the Company and their relatives are, in any way, concerned or interested, financially, or otherwise, in the said resolution. The other relatives of Mr. Sandeep Jindal may be deemed to be interested in the said resolution at Item No. 1 of the Notice to the extent of their Shareholding, if any, in the Company.

Brief Profile:

Mr. Sandeep Jindal, a Chartered Accountant with over 25 years of experience in strategic, operational, and business leadership, has a proven track record in NBFCs, securities, and capital markets. His expertise spans corporate governance, risk management, regulatory compliance, capital raising, and business growth, with deep knowledge of RBI, SEBI, and MCA regulations. He will play a key role in supporting initiatives that strengthen the organization's financial position and enable long-term strategic expansion.

The relevant details, pursuant to regulation 36(3) of the SEBI LODR Regulations and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India, in respect of Director seeking appointment is annexed as Annexure A.

The Board of Directors recommends the resolution as set out as Item No.1 in the Notice for approval of Members as an Ordinary Resolution.

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ITEM NO. 2:

The Company had received request letters dated October 15, 2025, from the following persons belonging to the Promoter Group of the Company for re-classification of their Shareholding from the 'Promoter Group' category to 'Public' category in accordance with Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) as amended from time to time.

| Sr. No. | Name | No. of Shares | Percentage (%) |
|---------|---------------------|---------------|----------------|
| 1. | Satyaprakash Pathak | 11,46,735 | 2.11 |
| 2. | Ranjana Pathak | 41,72,362 | 7.67 |

Please note that the aforementioned shareholding is as on the date of the application for re-classification by the Persons forming part of the Promoter Group.

Pursuant to the provisions of Regulation 31A (3)(b) of the SEBI LODR Regulations, the aforesaid persons belonging to Promoter Group, have confirmed that each of them along with the persons related to them:

- do not, together, hold more than 10% of the voting rights in the Company;
- do not exercise control over the affairs of the Company directly or indirectly;
- do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- are not represented on the Board (including not having a nominee director) of the Company;
- are not acting as Key Managerial Personnel in the Company;
- are not 'willful defaulter' as per the Reserve Bank of India Guidelines; and
- are not fugitive economic offender.

The copy of the request letters have been disseminated to the Stock Exchange and are publicly available at www.bseindia.com and www.purplefinance.in.

Further, the promoters seeking re-classification have also affirmed to comply with the conditions prescribed in Regulation 31A of SEBI LODR Regulations, at all times.

In view of the explanations given by the applicants as detailed above and in consideration to the conditions as stipulated in Regulation 31A of the SEBI LODR Regulations, the Board of Directors of the had analysed each request in accordance with Regulation 31A of SEBI LODR Regulations. Accordingly, after detailed discussion and on the basis of the rationale and the confirmation provided by the applicants in their respective request letters, the Board of Directors of the Company at their Meeting held on October 17, 2025 have given their views and approved the applications to re-classify shareholding of the above mentioned applicants from "Promoter

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& Promoter Group Category” to “Public Category” of the Company based on request letters received from the applicants and subject to the approval by member of the Company, SEBI, stock exchange and such other authorities as may be necessary in this regard.

Pursuant to Regulation 31A of the SEBI LODR Regulations and upon approval of the Board of Directors, an application for such reclassification was made to BSE Limited (BSE) on October 17, 2025. BSE vide its letter no. LIST/COMP/SJ/552/2025-26 dated November 14, 2025 has granted No Objection for the proposed re-classification and the same has been disseminated to the stock exchanges and is publicly available at www.bseindia.com and on the website of the Company at www.purplefinance.in.

As on date of this Notice, the Company is in compliance with the requirement for minimum public shareholding as required under Regulation 38 of the SEBI LODR Regulations, does not have trading in its shares suspended by the Stock Exchange(s) and does not have any outstanding dues to the Securities and Exchange Board of India, the Stock Exchange(s) or the depositories(s).

In accordance with Regulation 31A of the SEBI LODR Regulations, the reclassification of status of a Shareholder holding more than one percent of the total voting rights in the Company, from the ‘Promoter and Promoter Group’ category to the ‘Public’ category, inter alia requires approval of the Members of the Company by way of an Ordinary Resolution. Therefore, the Board of Directors of the Company recommends the resolution as set out in the Notice as item no. 02 for the approval of the members of the Company as an Ordinary Resolution.

Further, the Promoter/Promoter Group seeking re- classification and persons related to them shall not vote to approve such re- classification request.

None of the Directors or Key Managerial Personnel of the Company or their relatives, are in anyway concerned or interested in the proposed resolution as set out in the Notice except to the extent of their Shareholding in the Company.

By order of Board of Directors
Purple Finance Limited

Sd/-
Ruchi Nishar
Company Secretary & Compliance Officer
M. No. A68260
Date: December 03, 2025
Place: Mumbai

Purple Finance Limited



Annexure A

Disclosure relating to Directors pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings:

| | |
|---|---|
| Name of Director | Mr. Sandeep Jindal |
| Age | 53 years |
| Date of first appointment on the Board | November 17, 2025 |
| Expertise in specific functional Areas/ Experience | Risk Management, Regulatory Compliance, Capital Raising |
| Brief resume | Mr. Sandeep Jindal, a Chartered Accountant with over 25 years of experience in strategic, operational, and business leadership, has a proven track record in NBFCs, securities, and capital markets. His expertise spans corporate governance, risk management, regulatory compliance, capital raising, and business growth, with deep knowledge of RBI, SEBI, and MCA regulations. He will play a key role in supporting initiatives that strengthen the organization's financial position and enable long-term strategic expansion. |
| Qualifications | Chartered Accountant |
| Terms and conditions of appointment | Appointed as a Non- Executive Non- Independent Director for a period of 3 (three) years w.e.f. November 17, 2025 |
| Last drawn remuneration details along with remuneration sought to be paid | NA |
| No. of Board meeting attended | 0 |
| List of other Listed Companies (excluding foreign Companies) | NIL |
| Listed entities from which the Director has resigned from Directorship in the past three years | NIL |
| Memberships / Chairmanships of committees of other companies (excluding foreign companies) | NIL |
| Number of Equity Shares held in the Company (including shareholding as a beneficial owner) | Mr. Sandeep Jindal indirectly holds 28,76,480 (5.29%) Equity Shares in the Company. |
| Inter-se relationship with other Directors and Key Managerial Personnel of the Company | Mr. Sandeep Jindal is not related to any Director or Key Managerial Personnel of the Company. |

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