

PURPLE AGROTECH INDUSTRIES LIMITED

(Formerly known as PURPLE ENTERTAINMENT LIMITED)

L41001GJ1974PLC084389

Date: 02.09.2026

To,
The Listing Department,
Bombay Stock Exchange Limited
Phiroz Jeejeebhoy Tower,
Dalal Street, Mumbai-400023

BSE Scrip Code: 540159, ISIN: INE905R01016

Dear Sir/Madam,

Sub: Notice of the 52nd Annual General Meeting and Annual Report for FY 2025-26:

Ref: Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Annual Report of the Company along with the Notice of the 52nd Annual General Meeting of the Company and other Statutory Reports for the financial year 2025-26.

The Annual Report for the financial year 2025-26 is available on the website of the Company at <https://purpleagrotech.com/annual-report/>.

We request you to take the above information on your records.

Thanking You,
Yours faithfully

**For, PURPLE AGROTECH INDUSTRIES LIMITED
(Formerly Known as PURPLE ENTERTAINMENT LIMITED)**

NAISHADH
DINESHBHAI
MODI

Digitally signed by
NAISHADH
DINESHBHAI MODI
Date: 2026.09.02
11:45:13 +05'30'

**NAISHADH DINESHBHAI MODI
CHAIRMAN CUM MANAGING DIRECTOR & CFO
DIN: 06538916**

Regd. Office :-

B-301, Titanium City Centre, Near Sachin Towers,
100 Feet Road, Anandnagar Road, Satellite, Ahmedabad-380015
(O) (M) +91-95128 93567 ● Landline (O) 079-45920162
Email : purpleagrotech@gmail.com
Website : www.purpleagrotech.com

PURPLE AGROTECH INDUSTRIES LIMITED
(Formerly known as PURPLE ENTERTAINMENT LIMITED)
CIN: L41001GJ1974PLC084389

52ND ANNUAL REPORT
2025-26

➤ **BOARD OF DIRECTORS & KMP:**

Name	Designation
Mr. Naishadh Dineshbhai Modi	Chairman cum Managing Director and CFO
Mr. Chirag Kirtikumar Shah	Executive Director
Mr. Pradip Sudhakarbhai Birewar	Non-Executive Director
Mr. Manthan Gumansinh Thakor	Independent Director
Mrs. Lata Gaurav Kimtani	Independent Director
Ms. Seema Gupta	Company Secretary and Compliance Officer

➤ **AUDITORS**

Name	Designation	Office Address
M/s. H S K & Co. LLP	Statutory Auditors	307, 3 rd Floor, The Grand Mall, Opp. SBI Zonal Office, S.M. Road, Ambawadi, Ahmedabad 380015, Gujarat
CS Alpana Sethia	Secretarial Auditor	10B, Heysham Row, Kolkata-700020

➤ **REGISTERED OFFICE:**

B-301 Titanium City Centre, Near Sachin Towers, 100 Feet Road, Anandnagar Road, satellite, Jodhpur Char Rasta, Ahmedabad, Gujarat, India, 380015

Contact No.: 079-45920162

Email ID: purpleagrotech@gmail.com

Web: www.purpleagrotech.com

➤ **REGISTRAR & SHARE TRANSFER AGENT:**

PURVA SHAREGISTRY (INDIA) PVT. LTD

Address: Unit No. 9, Shiv Shakti Ind. Estate, J. R., Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai – 400011

Tel.: 022 - 2301 6761/8261

Web: www.purvashare.com

Email: support@purvashare.com

➤ **BANKERS:**

HDFC Bank, Ahmedabad

➤ **52ND ANNUAL GENERAL MEETING:**

Day	Friday,
Date	25 th September, 2026
Venue	VIDEO CONFERENCING/ OTHER AUDIO VISUALS MEANS ("VC/OAVM")
Time	12.30 P.M.

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NOTICE

NOTICE is hereby given that the 52ND Annual General Meeting of the members of **PURPLE AGROTECH INDUSTRIES LIMITED** (Formerly known as Purple Entertainment Limited) will be held on **Friday, 25th September, 2026, at 12.30 P.M.** through Video Conferencing/ Other Audio Visuals Means ("VC/OAVM") to transact the following businesses:

ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Audited Annual Financial Statement and Reports there on for the Financial Year ended 31st March, 2026:**

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon be and are hereby received, considered and adopted."

- 2) To re-appoint Director in place of Mr. Chirag Kirtikumar Shah (DIN: 08111288), Director retiring by rotation:**

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Chirag Kirtikumar Shah (DIN: 08111288), who retires by rotation at this meeting and being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

- 3) To Regularize the appointment of additional Non-Executive and Non-Independent Director Mr. Pradip Sudhakarbhair Birewar (DIN: 10672246):**

To consider and, if thought fit, to pass the following resolution, with or without modifications as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Pradip Sudhakarbhair Birewar (DIN: 10672246) who was appointed as an Additional Director by the Board of Directors with effect from 4th November, 2025 under Section 161(1) of the Act and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Non-Executive, Non-Independent Director of the Company, whose office shall be liable to retirement by rotation.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any one Director of the Company or Company Secretary be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-forms with Registrar of Companies."

4) To Regularize the appointment of additional Non-Executive-Independent Director Mrs. Lata Gaurav Kimtani (Din: 11754072):

To consider and, if thought fit, to pass the following resolution, with or without modifications as a **Special Resolution**:

“RESOLVED THAT pursuant to Sections 149, 150, 152 and 161 read with Schedule IV of the Companies Act, 2013 and other applicable provisions of Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), Companies (Appointment and Qualification of Directors) Rules, 2014 and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Articles of Association of the Company Mrs. Lata Gaurav Kimtani (Din: 11754072) who was appointed as an Additional Non-Executive-Independent Director by the Board of Directors with effect from 3rd June, 2026 and who holds office up to the date of ensuing General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for Independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and whose appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company, who shall not be liable to retire by rotation, for an initial term of 5 (five) consecutive years commencing from 3rd June, 2026 to 2nd June, 2031.”

“RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper, or expedient to give effect to this resolution, including the filing of requisite e-forms with the Registrar of Companies and making necessary intimations to the Stock Exchanges and other statutory authorities.”

5) To Regularize the appointment of additional Non-Executive-Independent Director Mr. Manthan Gumansinh Thakor (DIN: 11356766):

To consider and, if thought fit, to pass the following resolution, with or without modifications as a **Special Resolution**:

“RESOLVED THAT pursuant to Sections 149, 150, 152 and 161 read with Schedule IV of the Companies Act, 2013 and other applicable provisions of Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), Companies (Appointment and Qualification of Directors) Rules, 2014 and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Articles of Association of the Company Mr. Manthan Gumansinh Thakor (DIN: 11356766) who was appointed as an Additional Non-Executive-Independent Director by the Board of Directors with effect from 4th November, 2025 and who holds office up to the date of ensuing General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria for Independence as provided in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and whose appointment has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, be and is hereby appointed as an Independent Director of the Company, who shall not be liable to retire by rotation, for an

initial term of Five (5) consecutive years commencing from 4th November, 2025 to 3rd November, 2030.”

“RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and are hereby severally authorized to take all such steps as may be necessary, proper, or expedient to give effect to this resolution, including the filing of requisite e-forms with the Registrar of Companies and making necessary intimations to the Stock Exchanges and other statutory authorities.”

6) To Approve Appointment of Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as a Managing Director and CFO of the Company:

To consider and, if thought fit, to pass the following resolution, with or without modifications as an **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203, read with Schedule V of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as the Managing Director & Chief Financial Officer of the Company with effect from 14th November, 2025.

RESOLVED FURTHER THAT the said appointment shall be for a period of five (5) years with effect from 14th November, 2025 at a remuneration upto Rs. 12,00,000 (Rupees Twelve Lakh only) per annum.

RESOLVED FURTHER THAT Mr. Naishadh Dineshbhai Modi (DIN: 06538916), shall be entitled to reimbursement of actual expenses incurred in connection with entertainment, travelling, boarding, lodging, and other business-related expenditures, in accordance with the Company's policy.

RESOLVED FURTHER THAT the remuneration payable to Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as the Managing Director & Chief Financial Officer shall be subject to the following conditions:

- a. the total remuneration payable in any financial year by way of salary, perquisites, commission and other allowances shall not exceed the overall limit of five percent (5%) of the net profits of the Company as applicable to each of the Managing Director / Whole time Directors of the Company and / or ten percent (10%) of the net profits of the Company for all Managing Director / Whole-time Directors in accordance with the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and rules made thereunder including any statutory amendments, modifications or re-enactment thereof, as may be made thereto and for the time being in force; or
- b. if the Remuneration exceeds the limits as prescribed in the provisions of Section 197, 198 of the Companies Act, 2013, the remuneration payable shall be within the maximum permissible limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, in case of no profits / inadequate profits and term of the appointment as regards

remuneration would stand revised in such case and will not exceed three years from the date of such insufficiency.

RESOLVED FURTHER THAT the Board of Directors (or the Nomination and Remuneration Committee) be and is hereby authorized to alter or vary the terms of remuneration, including the periodic revision of salary and payment of performance-linked incentives or commission, from time to time, provided that the total remuneration shall remain within the limits stipulated in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds, and things as may be necessary to give effect to this resolution, including the filing of requisite Forms with the Registrar of Companies and making necessary disclosures to the Stock Exchanges.

7) To Ratify the Certificate received from M/s Kamlesh Bhojani & Associates, Chartered Accountants, Auditors of the Company as per Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

To consider and, if thought fit, to pass the following resolution, with or without modifications as a **Special Resolution**:

RESOLVED THAT pursuant to Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, the revised certificate dated 7th January, 2026 issued by M/s Kamlesh Bhojani & Associates, Chartered Accountants, certifying compliance with Regulation 45(1) of SEBI LODR Regulations, 2015 for change of name of the Company, as placed before the Members, be and is hereby ratified, confirmed and taken on record.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

DATE: 29.08.2026
PLACE: Ahmedabad

By Order of the Board

S/d
Ms. Seema Gupta
Company Secretary & Compliance Officer

Registered Office:
B-301 Titanium City Centre, Near Sachin Towers,
100 Feet Road, Anandnagar Road, Satellite,
Jodhpur Char Rasta, Ahmedabad, Gujarat, India, 380015

NOTES:

1. Statement giving details of the Directors seeking appointment/ re-appointment is annexed with this Notice pursuant to the requirement of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') and Secretarial Standards on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India.
2. Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 and as per the Listing Regulations, concerning resolutions vide item No. 3 to 7 in the Notice of this Annual General Meeting is annexed hereto and forms part of this Notice.
3. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 (MCA Circulars), has allowed the Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) until further notice. In compliance with the provisions of the Companies Act, 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (Listing Regulations) and MCA Circulars, the 52nd Annual General Meeting of the Members of the Company will be held through VC/OAVM, without the physical presence of the Members at a common venue. The venue of the Meeting shall be deemed to be the Registered Office of the Company.
4. Share Transfer Books of the Company will remain closed from Saturday, 19th September, 2026 to Friday, 25th September, 2026 (both days inclusive) for the purpose of Annual General Meeting (AGM) of the Company to be held on 25-09-2026.
5. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
6. Those Members who are holding shares in physical form and have not updated their E-mail IDs with the Company, are requested to update the same by submitting duly executed Form ISR-1 along with self-attested copy of the PAN Card, and self-attested copy of any document as address proof (e.g. Driving License, Voter Identity Card, Passport, Masked Aadhaar, etc.), to the Company's RTA at the below mentioned address.

Purva Sharegistry (India) Pvt. Ltd.

Unit no. 9 Shiv Shakti Ind. Estt. J.R. Boricha Marg, Lower Parel (E) Mumbai 400 011

7. As per the provisions of Section 72 of the Companies Act, 2013 read with the rules made thereunder and in terms of SEBI circulars, facility for nomination is available to Individuals holding shares in the Company. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13 at the below mentioned address. Members may download the Nomination Form from the <https://www.purvashare.com/faq>. Members holding shares in demat mode should file their nomination with their Depository Participant for availing this facility.

Purva Sharegistry (India) Pvt. Ltd.

Unit no. 9 Shiv Shakti Ind. Estt. J.R. Boricha Marg, Lower Parel (E) Mumbai 400 011

8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. Members holding share certificate(s) in multiple accounts in identical names, or joint accounts in the same order of names, are requested to apply to the Company's RTA for consolidation of such shareholding into one account.
10. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
11. Since the AGM is being held through Video-Conference, the facility for appointment of proxies by Members is not available, as provided in the MCA Circulars. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice. The attachment of the route map for the AGM venue is also dispensed with.
12. In compliance with the Circulars, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company's Registrar and Share Transfer Agent/Depositories and whose name appears as on cut-off date i.e 28th August, 2026 Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.purpleagrotech.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://evoting.purvashare.com/>.
13. The Board of Directors of the Company has appointed Ms. Pooja Gwalani, Practising Company Secretary (Certificate of Practice Number: 13876 and Membership Number: A29004), as the Scrutinizer for this purpose. The detailed instructions for e-voting are given as a separate attachment to this notice. The e-voting period begins on Tuesday, 22nd September, 2026 at 9.00 AM and ends on Thursday, 24th September, 2026 at 5.00 PM.
14. Pursuant to the provisions of Sections 112 and 113 of the Act, representatives of the Corporate Members may be appointed for the purpose of voting through remote e-voting or for participation and voting at the AGM through e-voting facility. Body corporates are entitled to appoint authorized representative(s) to attend the AGM through VC/ OAVM and to cast their votes through remote e-voting / e-voting at the AGM. In this regard, the body corporates are required to send a latest certified copy of the Board Resolution /Authorization.

15. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at purpleagrotech@gmail.com with a copy marked to evoting@purvashare.com on or before Thursday, 24th September, 2026, up to 5:00 pm without which the vote shall not be treated as valid.
16. The voting rights of Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date is Friday, 18th September, 2026.
17. The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-voting and votes cast at the AGM, in the presence of at least two witnesses not in the employment of the Company and will make, not later than 48 hours of the conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit it to the Chairperson of the Company or, in his absence to his duly authorized Director / officer, who shall countersign the Scrutinizer's Report and declare the result. The Chairperson shall declare the results within forty-eight hours of the conclusion of the meeting.
18. The Scrutinizer's decision on the validity of the votes shall be final and binding.
19. The result along with the Scrutinizer's report shall be placed on the website of the Company (www.purpleagrotech.com) immediately after the result is declared and shall simultaneously be forwarded to the Bombay Stock Exchange where the Company's shares are listed.
20. Resolutions will be deemed to be passed on the AGM date, subject to receipt of the requisite number of votes in favour of the resolutions.
21. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.
22. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Purva Share Registry (India) Private Limited (Purva) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by Purva.

23. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.
24. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/ 2022/8 dated 25th January, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4, as available on the Company's website at www.tntenterprises.com. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form to get inherent benefits of dematerialisation and also considering that physical transfer of equity shares/issuance of equity shares in physical form have been disallowed by SEBI.
25. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Share Transfer Agent. Members holding shares in physical form are requested to intimate such changes to the Company's Registrar and Share Transfer Agent.
26. SEBI through relevant circulars issued in this regard, has mandated furnishing of PAN, KYC and nomination details by all shareholders holding shares in physical form. In view of the above, we urge the shareholders holding shares in physical form to submit the Investor Service Request form along with the supporting documents to the Company's Registrar and Share Transfer Agent. Shareholders who hold shares in dematerialized form and wish to update their PAN, KYC and nomination details are requested to contact their respective Depository Participants

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

- (i) The voting period begins on Tuesday, 22nd September 2026 at 09:00 A.M. and ends on Thursday, 24th September 2026 at 05:00 P.M. During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 18th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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.

- (iv) 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 and joining virtual meetings 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	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 i.e. CDSL/NSDL/KARVY /LINKINTIME/PURVA, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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-Voting option where the evoting 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	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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 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 held 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 or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store   Google Play  For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.js

	p 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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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 or joining virtual meeting & voting during the meeting.

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 22-23058542-43.
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

(v) **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	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)	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. 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).

- (vi) After entering these details appropriately, click on “**SUBMIT**” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVENT NO. for the relevant **Purple Agrotech Industries Limited** on which you choose to vote.
- (x) 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.
- (xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) **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.
- 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; purpleagrotech@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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 support@purvashare.com.
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 attending AGM & 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 Shareregistry (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- 022-49614132 and 022-35220056.

EXPLANATORY STATEMENT

PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No:3: To Regularize the appointment of additional Non-Executive and Non-Independent Director Mr. Pradip Sudhakarbhair Birewar (DIN: 10672246):

The Board of Directors, at its meeting held on 4th November, 2025 appointed Mr. Pradip Sudhakarbhair Birewar (DIN: 10672246) as an Additional Director of the Company, in the capacity of a Non-Executive, Non-Independent Director.

In accordance with Section 161(1) of the Companies Act, 2013, an Additional Director holds office only up to the date of the ensuing Annual General Meeting. Accordingly, it is now proposed to appoint Mr. Birewar as a Non-Executive, Non-Independent Director of the Company, whose office shall be liable to retirement by rotation.

Mr. Birewar possesses extensive experience in the field of business management, with a strong background in building and construction industry. The Board believes that his knowledge, expertise and strategic insights will be immense value to the Company and will contribute significantly to its governance and growth.

The Company has received from Mr. Birewar (i) his consent in writing to act as a Director in Form DIR-2, and (ii) a declaration confirming that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013.

In the opinion of the Board, Mr. Birewar fulfills the conditions for appointment as a Director as specified in the Companies Act, 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee and the Board of Directors, therefore, consider it to be in the best interest of the Company to appoint Mr. Birewar as a Director and recommend the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Members.

Except for Mr. Pradip Sudhakarbhair Birewar himself, none of the other Directors, Key Managerial Personnel of the Company, or their respective relatives are concerned or interested, financially or otherwise, in this resolution.

Additional information on the profile of Mr. Birewar, as required under Regulation 36(3) of the SEBI (LODR) Regulations, 2015, and Secretarial Standard on General Meetings (SS-2), is provided in Annexure-A to this Notice.

Item No. 4: To Regularize the appointment of additional Non-Executive-Independent Director Mrs. Lata Gaurav Kimtani (Din: 11754072):

The Board of Directors, on recommendation of the Nomination and Remuneration Committee, had appointed Mrs. Lata Gaurav Kimtani (Din: 11754072) as an Additional Non-Executive-Independent Director of the Company, for an initial term of Five (5) consecutive years commencing from 3rd June, 2026 to 2nd June, 2031, subject to approval of the Shareholders of the Company. Pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, she holds office up to the date of the ensuing General Meeting of the Company and is eligible for appointment as an Independent Director. During her tenure of appointment, she shall not be liable to retire by rotation.

Mrs. Lata Gaurav Kimtani (Din: 11754072) is not disqualified from being appointed as Director in terms of section 164 of the Act and has given her consent to act as Director. The Company has received declaration from Mrs. Lata Gaurav Kimtani (Din: 11754072) confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and as per Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. She has also furnished a further declaration that she is not debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI /MCA or any such Statutory Authority. The Board has formed an opinion that she fulfils the conditions specified in the Act and rule made thereunder and is independent of the management.

Additional information in respect of Mrs. Lata Gaurav Kimtani (Din: 11754072), pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure-A to this Notice.

Except Mrs. Lata Gaurav Kimtani (Din: 11754072) being an appointee, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

The Board of Directors recommends the **Special Resolution** set out at Item No. 4 of the Notice for approval by the Members of the Company.

Item No. 5: To Regularize the appointment of additional Non-Executive-Independent Director Mr. Manthan Gumansinh Thakor (DIN: 11356766):

The Board of Directors, on recommendation of the Nomination and Remuneration Committee, had appointed Mr. Manthan Gumansinh Thakor (DIN: 11356766) as an Additional Non-Executive-Independent Director of the Company, for an initial term of Five (5) consecutive years commencing from 4th November, 2025 to 3rd November, 2030, subject to approval of the Shareholders of the Company. Pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, he holds office up to the date of the ensuing General Meeting of the Company and is eligible for appointment as an Independent Director. During his tenure of appointment, he shall not be liable to retire by rotation.

Mr. Manthan Gumansinh Thakor (DIN: 11356766) is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director. The Company has received declaration from Mr. Manthan Gumansinh Thakor (DIN: 11356766) confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and as per Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also furnished a further declaration that he is not debarred or disqualified from being appointed or continuing as Director of Companies by the SEBI /MCA or any such Statutory Authority. The Board has formed an opinion that he fulfils the conditions specified in the Act and the rules made thereunder and is independent of the management.

Additional information in respect of Mr. Manthan Gumansinh Thakor (DIN: 11356766), pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is given at Annexure-A to this Notice.

Except Mr. Manthan Gumansinh Thakor (DIN: 11356766) being an appointee, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financial or otherwise, in the said resolution except to the extent of their shareholding in the Company, if any.

The Board of Directors recommends the **Special Resolution** set out at Item No. 5 of the Notice for approval by the Members of the Company.

Item No. 6: To Approve Appointment of Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as a Managing Director and CFO of the Company:

The Board of Directors of the Company based on the recommendation of the Nomination & Remuneration Committee, subject to approval of the Members, has appointed Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as the Managing Director and CFO of the Company, for a period of five years with effect from 14th November, 2025 at the such remuneration as per the Company policy and board discretion for the appointed period upto maximum aggregate amount of Rs. 12,00,000 (Rupees Twelve Lakh only) per annum for the period of his tenure. The profile of Mr. Naishadh Dineshbhai Modi is provided as part of explanatory statement to Annexure-A of the notice.

Accordingly, the Board has proposed to appoint Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as a Managing Director and CFO of the Company for a period of 5 (Five) Years with effect from 14th November, 2025 in terms of the applicable provisions of the Companies Act, 2013, on such terms and conditions and remuneration upto maximum of Rs. 12,00,000 (Rupees Twelve Lakh only) per annum which shall include Basic pay, HRA, Perquisites, Other / Special allowances, Employer PF contributions and other contributions and allowances as per the Company Policy.

The terms & conditions of the remuneration structure may be altered, amended, ratified and varied from time to time by the Board or any Committee thereof, as may be agreed as deem fit within the overall remuneration.

Mr. Naishadh Dineshbhai Modi (DIN: 06538916) is not disqualified from being appointed as a Managing Director under Section 164 of the Companies Act, 2013, and possesses the relevant expertise and experience and has demonstrated his professional capability in diverse facets of management.

The Company has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors. The Company has not issued any non-convertible debentures. The Company would greatly benefit from the rich and varied experience of Mr. Modi. There is no adverse information against him available in the public domain.

As Managing Director and CFO of the Company, he is responsible for the complete operations of the Company. He is entrusted with to perform such duties and exercise such powers as have been or may from time to time be entrusted or conferred upon him by the Board. Taking into account his previous experience, educational background, knowledge about the industry and the nature and size of operations of the Company, he is a fit and proper person as the Managing Director of the Company.

The Nomination & Remuneration Committee and the Board of Directors is of the opinion that Mr. Naishadh Dineshbhai Modi's vast knowledge and varied experience will be of great value to the Company and has recommended the Resolutions at Item No. 6 of this Notice relating to his appointment as the Managing Director and CFO of the Company for a period of five years w.e.f. 14th November, 2025 as a Special Resolution for your approval.

Company is required to obtain prior approval of Shareholders in accordance with Section II of Part II of Schedule V to the Companies Act, 2013, in the event of inadequacy or absence of profits, where the proposed remuneration payable to the managerial personnel exceeds the limits prescribed under the said provision. Accordingly, board has recommended the resolution as a Special Resolution to enable the Company to pay the proposed remuneration to Mr. Modi, without seeking any further approval of the members, in the event of inadequacy or absence of profits, subject to the fulfillment of the conditions and criteria prescribed under the said provisions.

Statement under Section II of Part II of Schedule V to the Companies Act, 2013:

I. General Information:

Sr. No.	Particulars	Details	
1	Nature of Industry	The Company has recently undergone a significant strategic transformation by amending its object clause and transitioning from its erstwhile Entertainment business to wholesale trading business. The Company has commenced new business activities in wholesale trading, including: • agricultural and food products • energy drinks and other beverages • processed agricultural produce, fruits, vegetables and their by-products This strategic shift necessitates experienced leadership to navigate the new business landscape and drive growth in the wholesale trading sector."	
2	Date of commencement of commercial production / operations	4 th July, 1974	
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA	
4	Financial performance based on given indicators	2025-26 (In Lakhs)	2024-25 (In Lakhs)
	Net worth	1027.85	1011.40
	Profit/ (Loss) after tax	16.45	30.80
5	Export performance and net foreign exchange collaboration	NA	
6	Foreign investments or collaborations, if any	NA	

II. Information about the Appointee:

Sr. No.	Particulars	Details
1	Background Details	A seasoned finance and business leader with extensive experience across auditing, banking consultancy, corporate finance, and digital business management. Over the years, he has demonstrated strong entrepreneurial vision and strategic leadership, progressing from audit practice to executive leadership roles in diverse industries. He is having more than decade of experience in the field of Finance Accounting and taxation.
2	Past Remunerations	NIL
3	Recognition or Awards	NA
4	Job Profile and Suitability	As Managing Director of the Company, he is responsible for the complete operations of the Company. He is entrusted with to perform such duties and exercise such powers as have been or may from time to time be entrusted or conferred upon him by the Board. Taking into account his previous experience, educational background, knowledge about the industry and the nature and size of operations of the Company, he is a fit and proper person as the Managing Director of the Company.
5	Remuneration proposed	Remuneration not exceeding Rs. 12,00,000/- (Rupees Twelve Lakh only) per annum effective from 14 th November, 2025 which shall include Basic pay, HRA, Perquisites, Other / Special allowances, Employer PF contributions and other contributions and allowances as per the Company Policy.
6	Comparative remuneration profile with respect to industry, size of the company, profile of position and person	The remuneration proposed to be paid to Mr. Naishadh Modi is commensurate with the experience, qualification and responsibilities entrusted to him by the Board and as prevailing in the industry
7	Pecuniary relationship with the company or relationship with the managerial personnel, if any	Except for receiving remuneration as Chairman cum MD and CFO, Mr. Naishadh Modi has no pecuniary relationship with the Company.

III. Other Information:

Sr. No	Particulars	Details
1	Reasons for loss or inadequate profits	• Due to lower operating revenues, increase in administrative and operational expenses, and other expenditure • The prevailing business conditions and increased operating costs • Uncertainty of recovery in terms of timing and amount
2	Steps taken or proposed to be taken for improvement	The Company has undertaken a strategic realignment of its business operations by transitioning from its erstwhile Entertainment business to wholesale trading businesses, including wholesale trading of agricultural, food products, wholesale trading of energy drinks and other beverages and processed agricultural produce, fruits, vegetables and their by-products. This transition is expected to provide improved business opportunities and long-term growth prospects. To strengthen its business operations and improve financial performance, the Company has proposed to take the following measures: • Expanding its customer base by establishing long-term relationships with reputed domestic and international customers. • Developing a reliable supplier network to ensure uninterrupted procurement at competitive prices. • Focusing on high-demand and high-margin products to improve turnover and profitability. • Exploring new domestic and export markets to diversify revenue streams and reduce dependence on a limited customer base. • Strengthening marketing and business development initiatives to increase market presence and generate new business opportunities. • Implementing effective cost optimisation measures, including better procurement practices and tighter control over administrative and operating expenses. • Maintaining efficient working capital management and improving cash flow through prudent financial planning.

		• Strengthening internal controls, compliance systems, and risk management practices to support sustainable business growth. • Leveraging technology and digital platforms for procurement, customer engagement, and operational efficiency. • Continuously monitoring market trends, commodity prices, and regulatory developments to enable timely business decisions and capitalize on emerging opportunities. The management is confident that the above initiatives will strengthen the Company's operational capabilities, improve business volumes, enhance profitability, and create sustainable value for all stakeholders over the medium to long term.
3	Expected increase in productivity and profits in measurable terms	As the business is in its initial stage of operations under the new business model, it is not presently feasible to quantify the expected increase in productivity and profitability with certainty. However, the management expects that, with the stabilization and expansion of trading operations, the Company will achieve: • Gradual growth in revenue through expansion of its customer base and product portfolio. • Improvement in operational efficiency through optimized procurement and cost management. • Better utilization of working capital and enhancement of inventory turnover. • Improvement in gross margins and operating profitability through increased business volumes and prudent cost controls. • Reduction in losses and movement towards sustainable profitability over the next few financial years. The Company will continuously monitor its operational and financial performance and implement appropriate business strategies to achieve sustainable growth and enhance shareholder value.

Except, Mr. Naishadh Dineshbhai Modi, none of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the Resolution at Item No. 6 of the Notice. Mr. Naishadh Dineshbhai Modi is not related to any other Director or Key Managerial Personnel of the Company.

Item No. 7: To Ratify the Certificate received from M/s Kamlesh Bhojani & Associates, Chartered Accountants, Auditors of the Company as per Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The Members of the Company at the Annual General Meeting held on 30th September, 2025 had approved the change of name of the Company from “PURPLE ENTERTAINMENT LIMITED” to “PURPLE AGROTECH INDUSTRIES LIMITED”. The Ministry of Corporate Affairs (MCA) has approved the said change of name vide Certificate of Incorporation dated 4th November, 2025.

Regulation 45(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that the explanatory statement to the notice seeking shareholders’ approval for change in name shall include a certificate from a Practicing Chartered Accountant confirming compliance with the conditions stipulated under Regulation 45(1).

In compliance thereof, the Company had obtained a certificate dated 1st September, 2025 from M/s H S K & Co. LLP, Chartered Accountants, confirming compliance with Regulation 45(1). The said certificate was placed before the Members and formed part of the explanatory statement to the AGM Notice dated 1st September, 2025, and the proposal was duly approved by the Members on 30th September, 2025.

Subsequently, pursuant to observations received from the Stock Exchange during processing of the application for name change, the Company submitted a revised certificate dated 7th January, 2026 issued by M/s Kamlesh Bhojani & Associates, Chartered Accountants, to the Exchange. Since the revised certificate was issued post the AGM dated 30th September, 2025, the same could not be placed before the Members at the time of seeking their approval.

As a matter of good corporate governance and abundant caution, the Board deems it appropriate to place the revised certificate dated 7th January, 2026 before the Members for ratification and confirmation. The proposed ratification is procedural in nature and does not affect the validity of the change of name already approved by the Members and the MCA. The certificate dated 7th January, 2026 issued by M/s Kamlesh Bhojani & Associates, Chartered Accountants, is enclosed as Annexure-B to this Notice and is now placed before the Members for ratification.

The Board recommends the Resolution set out at Item No. 7 of the Notice for approval of the Members as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the Resolution, except to the extent of their shareholding in the Company, if any.

Annexure-A

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING {Pursuant to Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015}

Name	Mr. Chirag Kirtikumar Shah	Mr. Pradip Sudhakarbhair Birewar	Mrs. Lata Gaurav Kimtani
DIN	08111288	10672246	11754072
Designation	Executive Director	Non-Executive and Non-Independent Director	Independent Director
Date of Birth	15/03/1983	29/02/1964	24/02/1996
Date of Appointment	07/10/2021	04/11/2025	03/06/2026
Qualification and experience in specific functional area (Brief Profile)	Mr. Chirag Shah has experience of more than 10 years as a manager in corporate fields	Mr. Pradip Sudhakarbhair Birewar possesses extensive experience in the field of business management, with a strong background in building and construction industry.	Mrs. Lata Gaurav Kimtani holds a Master's degree in Commerce and has experience in the field of accounting and finance.
Name(s) of the other Companies in which directorship held as on Date of AGM	KANUNGO FINANCIERS LTD	Nil	Nil
Membership/ Chairmanships of Committee in other Companies	Member of Audit Committee in the Company KANUNGO FINANCIERS LTD	Nil	Nil
Resignation from listed entities in the past three years	Nil	Nil	Nil
Shareholding of Directors (as on date)	Nil	Nil	Nil
Relationships between Directors inter-se	Nil	Nil	Nil
Skills and capabilities required for the role and manner in which he/she meets such	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company
The number of meetings of the Board attended during the year (2025-26)	10 Board Meetings	03 Board Meetings	Nil
Key terms and conditions of appointment	As per resolution in this Notice read with the explanatory statement thereto	As per resolution in this Notice read with the explanatory statement thereto	As per resolution in this Notice read with the explanatory statement thereto

Remuneration proposed to be paid	Remuneration as may be mutually decided with the Board.	Sitting Fees for attending the Board and Committee Meetings, as may be mutually decided with the Board.	Sitting Fees for attending the Board and Committee Meetings.
Last drawn Remuneration	Rs. 20,000/- p.m.	Nil	Nil
Justification for choosing the appointees for appointment as an Independent Directors/ skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	As per Explanatory Statement to the resolution set out in the Notice of AGM	As per Explanatory Statement to the resolution set out in the Notice of AGM	As per Explanatory Statement to the resolution set out in the Notice of AGM

Name	Mr. Manthan Gumansinh Thakor	Mr. Naishadh Dineshbhai Modi
DIN	11356766	06538916
Designation	Independent Director	Chairman Cum Managing Director and CFO
Date of Birth	07/12/1993	25/07/1988
Date of Appointment	04/11/2025	20/08/2025
Qualification and experience in specific functional area (Brief Profile)	Mr. Manthan Gumansinh Thakor has done M.Sc.I.T in Web Technology and having over 5 years of experience in business Management, financial knowledge, Consumer Marketing, and Project Management, have successfully led cross functional teams, driven strategic initiatives, and delivered impactful business results.	Mr. Naishadh Dineshbhai Modi is having more than decade of experience in the field of Finance Accounting and taxation.
Name(s) of the other Companies in which directorship held as on Date of AGM	Nil	HYGENIC PALM OIL LIMITED
Membership/ Chairmanships of Committee in other Companies	Nil	Nil
Resignation from listed entities in the past three years	Nil	ONESOURCE INDUSTRIES AND VENTURES LIMITED
Shareholding of Directors (as on date)	Nil	Nil
Relationships between Directors inter-se	Nil	Nil
Skills and capabilities required for the role and manner in which he/she meets such	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company	possesses the requisite core skills, capabilities and competencies as required in context of the business of the Company
The number of meetings of the Board attended during the year (2025-26)	3 Board meetings	6 Board meetings
Key terms and conditions of appointment	As per resolution in this Notice read with the explanatory statement thereto	As per resolution in this Notice read with the explanatory statement thereto
Remuneration proposed to be paid	Sitting Fees for attending the Board and Committee Meetings.	Remuneration not exceeding Rs. 12,00,000 (Rupees Twelve Lakh only) per annum for FY 2026-27 which shall include Basic pay, HRA, Perquisites, Other / Special allowances, Employer

		PF contributions and other contributions and allowances as per the Company Policy.
Last drawn Remuneration	Nil	Nil
Justification for choosing the appointees for appointment as an Independent Directors/ skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	As per Explanatory Statement to the resolution set out in the Notice of AGM	As per Explanatory Statement to the resolution set out in the Notice of AGM

Annexure-B
Certificate under Regulation 45(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Chief General Manager
Listing Operation, BSE Limited,
20th Floor, P.J.Towers,
Dalal Street, Mumbai - 400 001

Dear Sir/Madam,

Sub: Issuance of Certificate as per Regulation 45(3) of SEBI (Listing Obligations and Disclosure Requirements) 2015

On the basis of a review of necessary documents, Records and available information as of the date of the certificate and explanation provided to us by PURPLE AGROTECH INDUSTRIES LIMITED (Formerly known as Purple Entertainment Limited)(CIN: L41001GJ974PLC084389) (the "Company"), having its registered office at B-301 Titanium City Centre, Near Sachin Towers, 100 Feet Road, Anandnagar Road, Satellite, Jodhpur Char Rasta, Ahmedabad, Gujarat, India, 380015, we certify the following in terms of Regulation 45(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations):-
of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations):-

(a) a time period of at least one year has elapsed from the last name change:
The Company has last changed its name on 29th June, 2002 and received certificate of name change on 25th July, 2002 since then Company has not changed its name.

b) at least fifty percent of the total revenue in the preceding one year period has been accounted for by the new activity suggested by the new name:

Particulars	Amount (Rs. In lakhs)			
	01.10.2024 to 31.12.2024	01.01.2025 to 31.03.2025	01.04.2025 to 30.06.2025	01.07.2025 to 30.09.2025
Revenue from old business activity (Entertainment activity)	Nil	Nil	Nil	Nil
Revenue from New business activity (Trading in Agricultural Commodities)	Nil	Nil	Nil	Nil
Total	Nil	Nil	Nil	Nil

Note: The Company has passed special resolution for change in the business activity of the Company at its AGM held on 30th September, 2025 pursuant to which Company has also Proposed to change the name of the Company reflecting the activity i.e Purple Agrotech Industries Limited.

Further, the Company have received approval for object clause from Registrar of Companies on 4th November, 2025 thereafter company commenced the new business activity. The Turnover of the Company thereafter from 4th November, 2025 till 26th November, 2025 is 10.22 (Lakhs)

c. The amount invested in the new activity/project is at least fifty percent of the assets of the listed entity:

Yes, the details are as below:

Particulars	Amount in Lacs
Amount already invested in assets on old activity till 30 th September, 2025	0.57 (29.69%)
Amount invested in assets for new business till 26 th November, 2025	1.36 (70.31%)
Total	1.92 (100%)

You are requested to take above information on record.

DATE: 07-01-26

UDIN:- 26119808LNFGEM6712

PLACE: AHMEDABAD

For, Kamlesh Bhojani & Associates

Chartered Accountant

FRN No.: 127505W

Sd/-

CA Kamlesh Bhojani

(Proprietor)

Membership No. 119808

DIRECTORS' REPORT

TO,
THE MEMBERS
PURPLE AGROTECH INDUSTRIES LIMITED
(Formerly known as Purple Entertainment Limited)

Your directors have pleasure in presenting the Directors' Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2026.

1. FINANCIAL HIGHLIGHTS:

The standalone financial statements for the year ended 31st March, 2026 have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014.

(Rs. in Lakhs)

Particulars	Standalone	
	2025-26	2024-25
Revenue from operations	1999.59	-
Other Income	101.51	123.01
Total Income	2101.10	123.01
Expenses	2077.75	81.68
Profit before tax	23.35	41.33
Less: Tax Expense	6.90	10.53
Profit after Tax	16.45	30.80
Other comprehensive Income (net of taxes)	-	-

2. STATE OF COMPANY'S AFFAIRS AND FINANCIAL PERFORMANCE:

The Company has achieved total revenue of Rs. 2101.10 Lakhs as against that of Rs. 123.01 Lakhs in the previous year. The Profit before Tax for the year amounts to Rs. 23.35 Lakhs against that of Rs. 41.33 Lakhs in the previous year. The Profit after tax amounted to Rs. 16.45 Lakhs against that of Rs. 30.80 Lakhs in the previous year. Your directors are striving hard to improve performance of the Company.

3. CHANGE IN NATURE OF BUSINESS:

During the financial year under review, the Company has changed its line of business from entertainment sector to trading of agricultural commodities, after approval of members of the company at the AGM held on 30th September, 2025 and subsequently approved by the Ministry of Corporate Affairs (MCA) on 4th November, 2025.

The change was undertaken after evaluating the prevailing market conditions, future growth opportunities, and the long-term strategic objectives of the Company. The Board believes that the new business activities offer better prospects for sustainable growth, profitability, and enhanced value creation for the stakeholders.

All necessary approvals, wherever applicable, including statutory and regulatory approvals, have been obtained for undertaking the new line of business. The Company has commenced operations in the new business segment and will continue to focus on strengthening its presence in this area.

The Board is confident that the change in the nature of business will contribute positively to the Company's performance in the coming years.

4. DIVIDEND AND DIVIDEND DISTRIBUTION POLICY:

Considering the present financial status of the Company, your directors do not recommend any dividend for the year under report. In terms of the regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board approved and adopted Dividend Distribution Policy of the Company. The policy can be accessed at the website of the Company <https://purpleagrotech.com/code-of-conduct/>.

5. RESERVES AND SURPLUS:

The Board of Directors has decided to retain the entire profit for the current financial year and transferred the same to the Reserves and Surplus account.

6. SHIFTING OF REGISTERED OFFICE:

During the year under review, the registered office of the Company was shifted from 30-B, Third Floor, Ajanta Complex, Income Tax, Ashram Road, Ahmedabad, Gujarat, India, 380009 to B-301, Titanium City Centre, Near Sachin Tower, 100 Feet Ring Road, Anandnagar, Satellite, Jodhpur Char Rasta, Ahmedabad, Ahmadabad City, Gujarat, India, 380015 with effect from 4th November, 2025.

7. ALTERATION OF MEMORANDUM OF ASSOCIATION:

During the year under review, the Company made the following alterations to its Memorandum of Association. The Board of Directors, at its meeting held on 1st September, 2025, approved the proposed alterations to the Memorandum of Association, which were subsequently approved by the Members of the Company at the AGM held on 30th September, 2025.

Accordingly, the Memorandum of Association of the Company was altered by replacing the existing clauses in the main object clause III(A) of the Memorandum of Association of Company with the new object clauses (1) to (9) in the main object clause III(A) of the Memorandum of Association of Company.

8. CHANGE OF NAME OF THE COMPANY:

During the year under review, the Company has changed its name from "PURPLE ENTERTAINMENT LIMITED" to "PURPLE AGROTECH INDUSTRIES LIMITED" approved at the meeting of Board of Directors held on 20th August, 2025, which were subsequently approved by the Members of the Company at the AGM held on 30th September, 2025.

9. MATERIAL CHANGES AND COMMITMENTS

Pursuant to SEBI Final Order bearing No. WTM/AS/IVD-2/ID16/32460/2026-27 dated 30th June, 2026, a penalty of ₹50 Lakhs was imposed and a restraint period of 4 years from the date of the Order was directed. There were no other material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this report, except as stated above. Company has filed appeal for the same at SAT.

10. SHARE CAPITAL OF THE COMPANY

(A) AUTHORIZED SHARE CAPITAL

The authorized share capital of the Company as on 31st March, 2026 was Rs. 10,25,00,000/- (Rupees Ten Crore Twenty Five Lakhs Only) divided into 1,02,50,000 (One crore Two Lakh Fifty Thousand) Equity Shares of Rs. 10/- (Rupees Ten only) each.

(B) PAID-UP SHARE CAPITAL

The paid-up Equity share capital of the Company as on 31st March, 2026 is Rs. 8,64, 59,650/- (Rupees Eight Crore Sixty-Four Lakh Fifty-Nine Thousand Six Hundred Fifty Only) divided into 86,45,965 (Eighty-Six Lakh Forty-Five Thousand Nine Hundred Sixty-Five) equity shares of Rs. 10/- (Rupees Ten Only) each.

11. ANNUAL RETURN

The copy of Annual Return as per under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, is available on the website of the company for your kind perusal and information. The link of the website is <https://purpleagrotech.com/annual-return/>.

12. MEETINGS OF THE BOARD OF DIRECTORS

During the Financial Year 2025-26, the Company held Ten **(10)** board meetings of the Board of Directors as per Section 173 of Companies Act, 2013 which is summarized below. The provisions of Companies Act, 2013 and SEBI LODR were adhered to while considering the time gap between two meetings.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1.	30/05/2025	5	5
2.	20/06/2025	5	5
3.	14/08/2025	5	5
4.	20/08/2025	6	6
5.	01/09/2025	7	7
6.	10/10/2025	7	7
7.	04/11/2025	7	7
8.	14/11/2025	9	9
9.	03/02/2026	5	5
10.	13/02/2026	5	5

13. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended 31st March, 2026; the Board of Directors hereby confirms that:

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. AUDITORS AND REPORT THEREON

Based on the recommendations of the Audit Committee and board of directors, Members of the company at the Annual General Meeting held on 27th September, 2023 appointed M/s. H S K & CO. LLP, Chartered Accountants, (FRN: 117014W) as the Statutory Auditors for the term of 5 (five) years commencing from the conclusion of the Annual General Meeting till the conclusion of the Annual General Meeting to be held in Financial Year 2028.

The Auditors have issued an unmodified opinion on the standalone Financial Statements for the financial year ended 31st March, 2026. The said Auditors' Report for the financial year ended 31st March, 2026 forms part of this Annual Report.

Below are the explanation or comments from the Board of Directors under Section 134(3) of the Companies Act, 2013 on observations, qualification, adverse remark or reservation given by the of Statutory Auditors on Accounts for the year ended 31st March, 2026.

Sr. No.	Observations or qualifications	Board's Explanations or Comments
1.	The company has not used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the	Company has implemented an audit-trail-enabled (edit log) system w.e.f. 1 st October, 2025.

	same has not been operated up till September 30, 2025 for all relevant transactions recorded in the software. Additionally, the audit trail of prior year(s) has not been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.	
2.	In our opinion, though the Company is required to have an internal audit system under section 138 of the Companies Act, 2013, it does not have the same established for the year.	Company has made efforts to identify and appoint a suitable and competent person for the position of Internal Auditor; however, the Company has not yet been able to identify a suitable candidate meeting the requisite qualifications and experience. Company is in process of Complying the same.

The Auditors have not reported any matter to the Company required to be disclosed under Section 143(12) of the Companies Act, 2013.

15. LOANS, GUARANTEES AND INVESTMENTS

The company has not given any guarantees or made any Investments under section 186 of the Companies Act, 2013. The details of the loan made by company are given in the notes to the financial statements.

16. RELATED PARTY TRANSACTIONS

In line with the requirements of the Act and the SEBI Listing Regulations, the Company has adopted a Policy on the Related Party Transactions, which is available on the Company's website at <https://purpleagrotech.com/code-of-conduct/>.

All the related party transactions and subsequent modifications are placed before the Audit Committee for their review and approval. Prior Omnibus approval is obtained before the commencement of each financial year, for the transactions that are repetitive in nature and for unforeseen transactions, subject to a prescribed financial limit. A statement of all related party transactions is placed before the Audit Committee on a quarterly basis specifying the nature, value and terms & conditions of the transactions.

During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or which is required to be reported in Form No. AOC-2 in terms of Section 134 (3) (h) read with Section 188 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

(A) Conservation of energy and Technology absorption

As required under section 134(3)(m) of the companies Act, 2013 read with Rule 8 of the companies (Accounts) Rules 2014, Your Company has no activities relating to Conservation of Energy, Technology Absorption etc undertaken by the company during the year under review.

(B) Foreign exchange earnings and Outgo

There were no foreign exchange earnings and outgo during the year under review.

18. RISK MANAGEMENT

The Company has laid down a well-defined Risk Management Policy. The Board periodically reviews the risk and suggests steps to be taken to control and mitigate the same through a proper defined framework. The Risk Management Policy has been uploaded on the website of the Company and can be accessed at <https://purpleagrotech.com/wp-content/uploads/2026/02/RISK-ASSESSMENT-AND-MANAGEMENT-POLICY.pdf>.

19. DIRECTORS AND KMP

As on date of the report, the Board of Directors of the Company comprises of Five Directors, of which one Managing Director, one Executive Director and two Independent Directors (including Woman Independent Director).

The constitution of the Board of Directors of the Company is in accordance with Section 149 of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, as amended from time to time.

1. **Mr. Chirag Kirtikumar Shah (DIN: 08111288)** retires by rotation at the ensuing 52nd Annual General Meeting and being eligible, offers himself for re-appointment in accordance with the section 152 of the Companies Act, 2013.
2. **Mrs. Lata Gaurav Kimtani (DIN: 11754072)** has appointed as Independent Director of the Company w.e.f. 3rd June, 2026. Further, the Board of Directors has recommended the regularization of her appointment for the approval of the Members at the ensuing 52nd Annual General Meeting of the Company.

Due to change in Management of the Company, there were some Appointment and Resignation of Directors/KMPs which are as under:

1. **Mrs. Nidhi Bharatbhai Sarkhedi (DIN: 11225959)** was appointed as Non- Executive Independent Additional Director of the Company w.e.f. 14th August, 2025. Her appointment was subsequently regularized by the members of the Company at the Annual General Meeting held on 30th September, 2025. Thereafter, she resigned from the post of Director w.e.f. 14th November, 2025.
2. **Mr. Naishadh Dineshbhai Modi (DIN: 06538916)** was appointed as Executive Additional Director of the Company w.e.f. 20th August, 2025. His appointment was subsequently regularized by the members of the Company at the Annual General Meeting held on 30th

September, 2025. Thereafter, the Board of Directors, at its meeting held on 14th November, 2025 appointed the him as Managing Director and CFO of the Company subject to the approval of the Members. Subsequently, at its meeting held 29th May, 2026, the Board appointed him as the Chairman of the Company. Further, Board has recommended to the Members the appointment of Mr. Naishadh Dineshbhai Modi (DIN: 06538916) as the Managing Director and Chief Financial Officer of the Company, for their approval at the ensuing 52nd Annual General Meeting.

3. **Mrs. Jalpaben Nirav Joshi (DIN: 10184953)** was appointed as Non- Executive Independent Additional Director of the Company w.e.f. 1st September, 2025. Her appointment was subsequently regularized by the members of the Company at the Annual General Meeting held on 30th September, 2025. She resigned from the post of Director w.e.f. 3rd June, 2026.
4. **Mrs. Manjulaben Navinchandra Kothari (DIN: 08012476)** ceased to be Independent Director of the Company w.e.f. 22nd September, 2025 due to her sad demise.
5. **Ms. Anjali Akshani** has resigned from the post of Company Secretary and Compliance Officer of the Company w.e.f. 10th October, 2025.
6. **Mr. Manthan Gumansinh Thakor (DIN: 11356766)** was appointed as Non- Executive Independent Additional Director of the Company w.e.f. 4th November, 2025. Further, the Board of Directors has recommended the regularization of his appointment for the approval of the Members at the ensuing 52nd Annual General Meeting of the Company.
7. **Mr. Pradip Sudhakarbhai Birewar (DIN: 10672246)** was appointed as Non-Executive and Non-Independent Director of the Company w.e.f. 4th November, 2025. Further, the Board of Directors has recommended the regularization of his appointment for the approval of the Members at the ensuing 52nd Annual General Meeting of the Company.
8. **Mr. Alkesh Ajitkumar Shah (DIN: 09264246)** has resigned from the post of Independent Director of the Company w.e.f. 14th November, 2025.
9. **Ms. Dimple Alkeshkumar Shah (DIN: 09264261)** has resigned from the post of Independent Director of the Company w.e.f. 14th November, 2025.
10. **Mr. Mahavir Kamleshbhai Viramgami (DIN: 09618623)** has resigned from the post of Independent Director of the Company w.e.f. 14th November, 2025.
11. **Mr. Chirag Kirtikumar Shah (DIN: 08111288)** has resigned from the Post of Managing Director and changed his designation to Executive Director of the company w.e.f. 14th November, 2025.
12. **Ms. Seema Gupta** has appointed as Company Secretary and Compliance Officer of the Company w.e.f. 3rd February, 2026.

Composition of Board as on 31st March, 2026:

Sr. No.	Name	DIN	Designation
1	Naishadh Dineshbhai Modi	06538916	Managing Director and CFO
2	Chirag Kirtikumar Shah	08111288	Executive Director
3	Pradip Sudhakarbhair Birewar	10672246	Non-Executive and Non-Independent Director
4	Manthan Gumansinh Thakor	11356766	Independent Director
5	Jalpaben Nirav Joshi	10184953	Independent Director

20. NOMINATION AND REMUNERATION POLICY

The Company has adopted a Nomination and Remuneration Policy in accordance with the provisions of Section 178 of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The Policy lays down the criteria for appointment, re-appointment, qualification, remuneration, evaluation, and removal of Directors, Key Managerial Personnel and Senior Management Personnel. The Policy also provides the framework for determining the qualifications, positive attributes and independence of Directors. The Nomination and Remuneration Policy is available on the Company's website at <https://purpleagrotech.com/wp-content/uploads/2026/02/NOMINATION-REMUNERATION-AND-EVALUATION-POLICY.pdf> and may be accessed by the members.

21. STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR:

With regard to integrity, expertise and experience (including the proficiency) of the Independent Directors appointed/ re-appointed during the Financial Year 2025- 26, the Board of Directors have taken on record the declarations and confirmations submitted by the Independent Directors and is of the opinion that all the Independent Directors are persons of integrity and possess relevant expertise and experience and their continued association as Directors will be of immense benefit and in the best interest of the Company.

22. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The Company has received declaration from all the Independent Directors of the Company confirming that they meet criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations at the time of appointment. The Independent Directors have also confirmed that they have complied with the Company's Code of Business Conduct and Ethics.

23. FAMILIARIZATION PROGRAMME FOR THE INDEPENDENT DIRECTORS

The Company follows a well-structured induction programme for orientation and training of Directors at the time of their joining to provide them with an opportunity to familiarise themselves with the Company, its management, its operations and the industry in which the Company operates. At the time of appointing a director, a formal letter of appointment is given to him/her, which inter-alia explains the role, function, duties and responsibilities expected of him/her as a Director of the Company. The Director is also explained in detail the Compliance required from him/her under the

Companies Act, 2013, the Listing Regulations and other relevant regulations and affirmation taken with respect to the same.

24. DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

25. CORPORATE SOCIAL RESPONSIBILITY

The company does not meet the criteria of Section 135 of Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 so there is no requirement to constitute Corporate Social Responsibility Committee.

26. DISCLOSURE RELATING TO REMUNERATION:

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 was reported as **ANNEXURE I**.

27. NOMINATION AND REMUNERATION COMMITTEE:

As per the section 178(1) of the Companies Act, 2013 the Company's Nomination and Remuneration Committee comprises of three Non-executive Directors. The table sets out the composition of the Committee as on 31st March, 2026:

Name of the Director	Position held in the Committee	Category of the Director
Mr. Manthan Gumansinh Thakor	Chairman	Independent Director
Mrs. Jalpaben Nirav Joshi	Member	Independent Director
Mr. Pradip Sudhakarbhair Birewar	Member	Non-Executive Non-Independent Director

During the Financial Year, the Company underwent a changes in the board, pursuant to which the Nomination and Remuneration Committee was reconstituted w.e.f. 15th November, 2025.

During the year under review, a total six meetings of the Nomination and Remuneration Committee were held, on 14th August, 2025, 20th August, 2025, 1st September, 2025, 4th November, 2025, 14th November, 2025 and 3rd February, 2026.

28. AUDIT COMMITTEE

According to Section 177 of the Companies Act, 2013 the company's Audit Committee comprised of three directors. The table sets out the composition of the Committee as on 31st March, 2026:

Name of the Director	Position held in the Committee	Category of the Director
Mrs. Jalpaben Nirav Joshi	Chairman	Independent Director
Mr. Manthan Gumansinh Thakor	Member	Independent Director
Mr. Naishadh Dineshbhai Modi	Member	Managing Director and CFO

During the Financial Year, the Company underwent a changes in the board, pursuant to which the Audit Committee was reconstituted w.e.f. 15th November, 2025.

During the year under review, a total five meetings of the Audit Committee were held, on 30th May, 2025, 14th August, 2025, 1st September, 2025, 14th November, 2025 and 13rd February, 2026.

29. STAKEHOLDER'S RELATIONSHIP COMMITTEE

According to Section 178(5) of the Companies Act, 2013 the company's Stakeholder's Relationship Committee comprised of three directors. The table sets out the composition of the Stakeholder's Relationship Committee as on 31st March, 2026:

Name of the Director	Position held in the Committee	Category of the Director
Mrs. Pradip Sudhakarbai Birewar	Chairman	Non-Executive Non-Independent Director
Mr. Naishadh Dineshbhai Modi	Member	Managing Director and CFO
Mr. Manthan Gumansinh Thakor	Member	Independent Director

During the Financial Year, the Company underwent a changes in the board, pursuant to which the Stakeholder's Relationship Committee was reconstituted w.e.f. 15th November, 2025.

During the year under review, total one meetings of the Stakeholder's Relationship Committee were held, on 20th May, 2025.

30. SECRETARIAL AUDIT REPORT

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder the company has appointed CS Alpana Sethia, Practising Company Secretary, (COP: 5098, Membership No. A15758), a Peer Reviewed Firm, as a Secretarial Auditor of the Company for the Financial Year 2025-2026 due to casual vacancy caused due to resignation of M/s. Khushbu Trivedi & Associates , Practicing Company Secretary.

Furthermore, The Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, has recommended appointment of CS Alpana Sethia, Practising Company Secretary, (COP: 5098, Membership No. A15758), as the Secretarial Auditors of the Company for a term of 5 (five) consecutive financial years commencing from 1st April, 2026 till 31st March, 2031 subject to approval of Members in the ensuing Annual General Meeting.

In terms of Section 204 of the Act and Rules made there under, CS Alpana Sethia, Practising Company Secretary, (COP: 5098, Membership No. A15758), a Peer Reviewed CS, has been appointed as the Secretarial Auditor of the Company for the Financial Year 2025-2026 and for the same MR-3 Secretarial Audit Report was issued as ANNEXURE II. The said report contains certain observation or qualifications which are as under:

Sr. No.	Observation or qualifications	Board's Explanations or Comments
1.	Company has not appointed an Internal Auditor as per section 138 of the Companies Act, 2013 during the financial year 2025-26.	Company has made efforts to identify and appoint a suitable and competent person for the position of Internal Auditor; however, the Company has not yet been able to identify a suitable candidate meeting the requisite qualifications and experience. Company is in process of appointing the same.
2.	The Company did not appoint a Chief Financial Officer as required under Section 203 of the Companies Act, 2013, up to 13th November 2025. Mr. Naishadh Dineshbhai Modi was appointed as the Chief Financial Officer with effect from 14th November, 2025. Accordingly, the Company was not in compliance with the provisions of Section 203 of the Companies Act, 2013, during the aforesaid period.	Company has appointed Mr. Naishadh Dineshbhai Modi as the Chief Financial Officer with effect from 14 th November, 2025 to ensure compliance with the applicable provisions of the Act.
3.	The compliance officer of the company Ms. Anjali Akshani has put her resignation w.e.f. 10-10-2025. The Company failed to appoint a qualified Company Secretary as the Compliance Officer within three months of vacancy as required under Rule 6 of the SEBI(LODR), 2015. However, Company has appointed Ms. Seema Gupta as the Company Secretary and Compliance Officer with effect from 3rd February, 2026 as per the provisions of Section 203 of the Companies Act, 2013 and Rule 6 of the SEBI (Listing Obligations and Disclosure Requirements), 2015. Accordingly, the Company was not in compliance with the Rule 6 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, during the aforesaid period.	Company has appointed Ms. Seema Gupta as the Company Secretary and Compliance Officer with effect from 3 rd February, 2026 to ensure compliance with the applicable provisions of the Act.
4.	It was observed that the Company has maintained the Structured Digital Database (SDD) as required under Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations, 2015. However, we observed that certain entries pertaining to the sharing of Unpublished Price Sensitive Information (UPSI) were not recorded in the Structured Digital Database in a timely manner till the date 8th February, 2026, as required under the said Regulation. However, it is observed that company has made all the entries pertaining to the sharing of Unpublished Price Sensitive Information (UPSI) in the	The Board has taken note of the delay in recording certain entries pertaining to the sharing of Unpublished Price Sensitive Information (UPSI). Company has ensured that all entries pertaining to the sharing of UPSI are being recorded in the SDD software in a timely manner with effect from 9 th February, 2026.

	SDD software in a timely manner from 9 th February, 2026.	
5.	Company has received SEBI Order (Order No. WTM/AS/IVD-2/ID16/32460/2026-27) dated 30 th June, 2026. Pursuant to the said Order, a restraint period of four (4) years has been imposed from the date of the Order, along with a monetary penalty of ₹50,00,000/- (Rupees Fifty Lakhs only).	The Company has examined the said Order and filed Memorandum of Appeal before The Hon'ble Securities Appellate Tribunal at Mumbai on 17 th August, 2026 in this regard. The Board shall continue to monitor the matter and take such further actions as may be considered necessary in the interest of the Company and its stakeholders.

31. VIGIL MECHANISM

As per Section 177(9) and (10) of the Companies Act, 2013, the company has established Vigil Mechanism for directors and employees to report genuine concerns and made provisions for direct access to the chairperson of the Audit Committee. Company has formulated vigil mechanism/ Whistle Blower Policy to safeguard the interest of its stakeholders, Directors and employees, to freely communicate and address to the company their genuine concerns in relation to any illegal or unethical practice being carried out in the Company. The Vigil Mechanism Policy has been uploaded on the website of the Company at <https://purpleagrotech.com/wp-content/uploads/2026/02/POLICY-ON-WHISTLE-BLOWER-POLICY-VIGIL-MECHANISM.pdf>

32. ANNUAL EVALUATION OF BOARD'S PERFORMANCE:

Annual Evaluation of Directors, Committees and Board Pursuant to the provisions of the Companies Act, 2013 and as per the Listing Regulations, the Board of Directors carried out annual performance evaluation of its own performance, the directors individually as well as the working of its committees.

The performance of the board as a whole and of its committees was evaluated by the board through structured questionnaire which covered various aspects such as the composition and quality, meetings and procedures, contribution to board processes, effectiveness of the functions allocated, relationship with management, professional development, adequacy, appropriateness and timeliness of information etc.

Taking into consideration the responses received from the Individual Directors to the questionnaire, performance of the Board and its Committees was evaluated. The Directors expressed their satisfaction with the evaluation process.

In terms of requirements of Schedule IV of the Companies Act, 2013, a separate meeting of Independent Directors of the Company was held on Friday, 13th February, 2026 to review:

- The performance of non-independent directors and the Board as a whole and its Committees thereof;
- The performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- To assess the quality, quantity and timeliness of the flow of information between the Management and the Board.
- Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

33. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.

No complaint was received from any employees of the Company or otherwise during the financial year 2025-26 and hence no complaint is outstanding as on 31st March, 2026 for Redressal. Details for the same is as under:

Sr No	Particulars	Details
1	Number of complaints of sexual harassment received in the year;	Nil
2	Number of complaints disposed off during the year; and	Nil
3	Number of cases pending for more than ninety days	Nil

34. COMPLIANCE WITH MATERNITY BENEFIT ACT:

To the extent applicable, the Company has met with the respective compliances under the Maternity Benefit Act, 1961.

35. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your company has established adequate internal financial control systems to ensure reliable financial reporting and compliance with laws and regulations.

36. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) read with Schedule V Part B of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") is annexed herewith.

37. SECRETARIAL STANDARDS COMPLIANCE:

Secretarial Standards Compliance During the year under review, the Company has complied with all the applicable Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government pursuant to Section 118 of the Companies Act, 2013.

38. INSIDER TRADING REGULATIONS AND CODE OF DISCLOSURE:

The Company has formulated and implemented the Code of Conduct for Prevention of Insider Trading to comply with relevant regulations laid down by SEBI available at the website of the company <https://purpleagrotech.com/code-of-conduct/>. Accordingly, the Company announces closure of Trading Windows, free period, declaration of prohibited period etc. The Company has designed a reporting system to prevent insider trading by designated persons. As mentioned in the said policy and takes quarterly and annual disclosure from the concerned persons.

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day-to-day business operations of the Company. The code laid down by the Board is known as “Code of Business Conduct” which forms an Appendix to the Code. The Code has been posted on the Company’s website.

39. CREDIT RATING

The Company has not issued any debt instruments and does not have any Fixed Deposit Program or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended 31st March, 2026. Hence during the financial year; there was no requirement to obtain such Credit Ratings.

40. LISTING WITH STOCK EXCHANGES

The Company’s equity shares are listed on The BSE Limited (Scrip Code: 540159).

41. SHARE TRANSFER / DEMAT CONNECTIVITY

The Company has appointed Purva Sharegistry (India) Pvt. Ltd as Share Transfer Agent of the Company.

The Company is having demat connectivity with both depositories i.e. National Securities Depository Limited and Central Depository Services (India) Limited.

42. OTHER INFORMATIONS:

Your Directors hereby states that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. The Company did not have any subsidiary, joint venture or, associate Company, hence, no need to state anything about the same;
2. Maintenance of cost records as per sub-Section (1) of Section 148 of the Companies Act, 2013;
3. Frauds reported as per Section 143(12) of the Companies Act, 2013;
4. No significant material orders were passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.
5. There were no employees who are in receipt of salary in excess of the limits prescribed under Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
6. The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status as at the end of the financial year and;
7. The details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

43. ACKNOWLEDGEMENT

Your directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

Date: 29.08.2026

Place: Ahmedabad

**SD/-
NAISHADH DINESHBHAI MODI
DIN: 06538916
CHAIRMAN CUM M.D. & CFO**

ANNEXURE-I

➤ **INFORMATION REQUIRED UNDER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

1. Ratio of Remuneration of each Director to the median remuneration of all the employees and details of percentage increase in the remuneration of Directors, Chief Financial Officer and Company Secretary in the financial year 2025-26 are as follows:

Sr. No.	Name of Director/ KMP	Designation	Ratio of remuneration of each Director to median remuneration of employees	% increase/decrease in Remuneration in the Financial Year 2025-26
1.	*Mr. Chirag Kirtikuamr Shah	Executive Director	2.29:1	No Change
2.	*Ms. Anjali Akshani	Company Secretary	NA	No Change
3.	*Mrs. Nidhi Bharatbhai Sarkhedi	Independent Director	NA	Not Applicable as this is the first financial year
4.	*Mr. Alkesh Ajitkumar Shah	Independent Director	NA	NA
5.	*Mr. Dimple Alkeshkumar Shah	Independent Director	NA	NA
6.	*Mr. Mahavir Kamleshbhai Viramgami	Independent Director	NA	NA
7.	*Mr. Manjulaben Navinchandra Kothari	Independent Director	NA	NA
8.	*Mr. Naishadh Dineshbhai Modi	Managing Director and CFO	0.95:1	NA
9.	*Mr. Pradip Sudhakarbhai Birewar	Non-Executive and Non-Independent Director	No Remuneration Paid	NA
10.	*Mr. Manthan Gumansinh Thakor	Independent Director	NA	NA
11.	*Mrs. Jalpaben Nirav Joshi	Independent Director	NA	NA
12.	*Ms. Seema Gupta	Company Secretary	NA	NA

***Refer Point No. 18 DIRECTORS AND KMP above in this Directors Report**

2. the percentage increase in the median remuneration of employees in the financial year: -41.67%.
3. the number of permanent employees on the rolls of company: 2 (Two) as on 31st March, 2026.
4. average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: During the Financial Year, due to some appointments and resignations of the Directors, pursuant to which the existing Directors and employees tendered their resignations and new Directors and employees were appointed. Further there were no employees other than managerial personnel during the previous financial year hence comparison is not possible.
5. The key parameters for any variable component of remuneration availed by the directors are considered by the Board of directors based on the recommendations of the Nomination and Remuneration Committee of the company.
6. This is to affirm that the remuneration is as per the remuneration policy of the company.
7. The Non-Executive Directors of the Company are entitled to sitting fee and commission as per the statutory provisions and within the limits approved by the Shareholders. The remuneration of Non-Executive Directors is governed by the Remuneration Policy.

➤ **DISCLOSURE UNDER RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 FOR THE FINANCIAL YEAR 2025-26**

A statement showing the names of the top ten employees in terms of remuneration drawn and the name of every employee, who-

- (i) if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees: **Not Applicable as there are no employees throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees**
- (ii) if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month: **Not Applicable as there was no employees a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month.**
- (iii) if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company: **Not Applicable as there was no such instance.**

ANNEXURE II

FORM NO. MR-3

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2026

To,
The Members,
M/s. Purple Agrotech Industries Limited
(Formerly known as Purple Entertainment Limited)
Ahmedabad

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Purple Agrotech Industries Limited (Formerly known as Purple Entertainment Limited), (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2026 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under.
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; -
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

- (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018: - **Not Applicable to the Company during the Audit Period**
- (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2014: - **Not Applicable to the Company during the Audit Period;**
- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: - **Not Applicable to the Company during the Audit Period**
- (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: - **Not Applicable to the Company during the Audit Period**
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- **Not Applicable to the Company during the Audit Period**

The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below during the period under review: -

Sr No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken By	Type of Action	Details of Violation	Fine Amount	Observation s/ Remarks of the Practicing Company Secretary	Management Response
1	Non-compliance with requirement to appoint a qualified company secretary as the compliance officer	Regulation 6(1) of SEBI (LODR) Regulations, 2015	Delay in appointment of compliance officer for the quarter March 2026	BSE	Fine	Delay in appointment of compliance officer for the quarter March 2026	Rs. 24000	The Company has paid fine Amounting to Rs. 24,000 on 12-06-2026.	The Company has paid fine Amounting to Rs. 24,000 on 12-06-2026.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except in respect of matters specified below during the period under review:

1. Company has not appointed an Internal Auditor as per section 138 of the Companies Act, 2013 during the financial year 2025-26.
2. The Company did not appoint a Chief Financial Officer as required under Section 203 of the Companies Act, 2013, up to 13th November 2025. Mr. Naishadh Dineshbhai Modi was appointed as the Chief Financial Officer with effect from 14th November, 2025. Accordingly, the Company was not in compliance with the provisions of Section 203 of the Companies Act, 2013, during the aforesaid period.
3. The compliance officer of the company Ms. Anjali Akshani has put her resignation w.e.f. 10-10-2025. The Company failed to appoint a qualified Company Secretary as the Compliance Officer within three months of vacancy as required under Rule 6 of the SEBI(LODR), 2015. However, Company has appointed Ms. Seema Gupta as the Company Secretary and Compliance Officer with effect from 3rd February, 2026 as per the provisions of Section 203 of the Companies Act, 2013 and Rule 6 of the SEBI (Listing Obligations and Disclosure Requirements), 2015. Accordingly, the Company was not in compliance with the Rule 6 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, during the aforesaid period.
4. It was observed that the Company has maintained the Structured Digital Database (SDD) as required under Regulation 3(5) of the SEBI (Prohibition of Insider Trading) Regulations, 2015. However, we observed that certain entries pertaining to the sharing of Unpublished Price Sensitive Information (UPSI) were not recorded in the Structured Digital Database in a timely manner till the date 8th February, 2026, as required under the said Regulation. However, it is observed that company has made all the entries pertaining to the sharing of Unpublished Price Sensitive Information (UPSI) in the SDD software in a timely manner from 9th February, 2026.
5. Company has received SEBI Order (Order No. WTM/AS/IVD-2/ID16/32460/2026-27) dated 30th June, 2026. Pursuant to the said Order, a restraint period of four (4) years has been imposed from the date of the Order, along with a monetary penalty of ₹50,00,000/- (Rupees Fifty Lakhs only).

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has not passed any Board & Special Resolutions which may have major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

I further report that during the audit period; there were no instances of:

1. Public/Preferential Issue of securities;
2. Redemption/Buy Back of Securities;
3. Foreign technical Collaborations
4. Right Issue of Equity Shares

I further report that the compliance by the Company of applicable financial laws, like direct and indirect tax laws, Accounting Standards etc. has not been reviewed in this Audit, since the same is subject to review by designated professional/s during the course of statutory financial audit.

I further report that during the audit period there were no specific events/actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.

I further state that my report of even date is to be read along with "Annexure – A" appended hereto.

ACS: 15758, COP: 5098
Peer review no. 2650/2022
Date: 29/08/2026
Place: Kolkata
UDIN: A015758H001275005

S/d
CS Aplana Sethia
Practicing Company Secretary

Annexure – A

To,
The Members,
M/s. Purple Agrotech Industries Limited
(Formerly known as Purple Entertainment Limited)
Ahmedabad

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit as presented by management to us.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.

the process and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.

5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of the management. Our examination was limited to the verification of procedure on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

ACS: 15758, COP: 5098
Peer review no. 2650/2022
Date: 29/08/2026
Place: Kolkata
UDIN: A015758H001275005

S/d
CS Aplana Sethia
Practicing Company Secretary

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. Overall Review

During the financial year under review, the Company has changed its line of business to trading of agricultural commodities. The change was undertaken after evaluating the prevailing market conditions, future growth opportunities, and the long-term strategic objectives of the Company. The Board believes that the new business activities offer better prospects for sustainable growth, profitability, and enhanced value creation for the stakeholders. The Board is confident that the change in the nature of business will contribute positively to the Company's performance in the coming years.

2. Global Economic Overview

The global economic landscape during FY 2025-26 remained shaped by elevated geopolitical risks, persistent trade policy uncertainty, and heightened vulnerability of global supply chains to conflict related disruptions. The escalation and spillover risks emanating from the conflict in West Asia emerged as a key macroeconomic shock, disrupting energy markets and critical trade routes, particularly through the Strait of Hormuz and Red Sea corridor. These developments led to higher commodity prices, renewed inflationary pressures, and increased volatility across financial markets, with disproportionate impacts on energy importing and emerging economies. At the same time, the Russia-Ukraine conflict and other regional flashpoints continued to weigh on global growth prospects, reinforcing geopolitical fragmentation and policy uncertainty.

The global trade environment became increasingly complex during the year, marked by a resurgence of protectionist measures and frequent recalibration of tariff policies by major economies. Recent tariff actions and trade related policy signals by the United States and other advanced economies have added to uncertainty around cross border trade flows, investment decisions, and supply chain configurations. Corporates globally continued to respond by diversifying sourcing bases, increasing near-shoring or friend-shoring strategies, and front-loading trade where feasible, though such adjustments have also resulted in higher costs and transitional inefficiencies across value chains.

Against this backdrop, global growth moderated from recent highs. According to the World Bank's latest outlook, global GDP growth is expected to slow down to around 2.5 percent in FY26 and 2.8 percent in FY27, reflecting a moderation in economic momentum amid a challenging macroeconomic environment. This outlook factors in persistent downside risks arising from prolonged geopolitical tensions, commodity price shocks, and tighter financial conditions. Overall, the global macroeconomic environment during FY 2025-26 remained fragile, characterized by cautious optimism tempered by significant downside risks, reinforcing the need for resilience, policy credibility, and strategic agility across economies and businesses alike.

3. Indian Economic Overview

Despite volatile global environment and heightened geopolitical tensions in West Asia, Indian economy remained resilient. As per RBI Annual Report FY 2025-26, real GDP growth is estimated at 7.6% in FY26, up from 7.1% in FY25, driven by strong domestic fundamentals.

Agriculture remained stable on the back of favorable monsoons and healthy reservoir levels, supporting rural demand - tractor sales rose 19% crossing 1 million units. Services sector continued to be the key growth engine with strong performance in financial, real estate, trade, transport and communication, reflected in robust PMI, air traffic, hotel occupancy and digital payments.

IMF in its April 2026 Outlook has projected India to grow at 6.5% in FY27 & FY28, retaining its position as the fastest growing major economy. While conflict in West Asia poses risks through crude prices and freight costs, strong domestic demand, structural reforms and higher public capex continue to support growth momentum.

4. About the Company:

Incorporated on 4th July, 1974. Presently Purple Agrotech Industries Limited is dealing in agricultural commodities. The Companies trading portfolio includes of wheat, rice, paddy, maize and pulses.

5. Segment wise performance:

During the financial year under review, the Company did not undertake any distinct operational activities. Accordingly, reporting on segment-wise performance is not applicable.

6. Outlook:

Despite near-term headwinds from weather variability and external geopolitical factors, the Indian agriculture sector remains structurally strong over the medium term. The initial forecast of below-normal rainfall for Southwest Monsoon 2026 poses a risk to kharif arrivals and may lead to short-term price volatility and pressure on rural sentiment.

However, strong domestic demand, continued policy support, growing adoption of technology-led farming and expanding export opportunities for agri-commodities are expected to sustain momentum across the agri-value chain.

For companies engaged in agricultural trading and distribution, this environment presents opportunities to leverage strong sourcing networks, ensure efficient supply chain management and cater to rising demand for quality agri-inputs and agri-produce. With focus on product mix, inventory management and farmer engagement, the Company is well positioned to navigate near-term volatility and capitalize on medium-term growth opportunities. The Directors are under the process of exploring other avenues of diversifying the business.

7. Financial Review

During the year the financial performance is as under:

Particulars	(Rs. in Lakhs)	
	Standalone	
	2025-26	2024-25
Revenue from operations	1999.59	-
Other Income	101.51	123.01
Total Income	2101.10	123.01
Expenses	2077.75	81.68
Profit before tax	23.35	41.33
Less: Tax Expense	6.90	10.53
Profit after Tax	16.45	30.80
Other comprehensive Income (net of taxes)	-	-

7. Risk and concerns

The Company's operations in agri-commodity trading are subject to climatic risks, price volatility, regulatory changes in trade and stock limits, working capital intensity and quality & storage risks. Fluctuations in monsoon and Government policies may impact availability and margins. The Company manages these risks through diversified sourcing, efficient inventory management, quality checks, prudent credit policy and close monitoring of market and policy developments.

9. Opportunities and Threats:

Opportunities: The agri-trading business offers significant opportunities driven by strong domestic consumption, rising export demand, government thrust on agri-infrastructure and scope for value-added and branded products. The Company is in process of establishing sourcing network and distribution capabilities position it well to capitalize on these trends.

Threats: The business is exposed to monsoon variability, commodity price volatility, changes in government trade policies and stock limits, and high working capital requirements. Competition from unorganized players and storage & quality risks remain key monitorable which the Company mitigates through prudent procurement, inventory management and quality control practices.

The improvement in the global economic situation coupled with protection given by Indian Government provides opportunity for growth and it is set to grow in Expected line Outlook. The company expects the pressure on Quality Customer to continue due to competition.

10. Internal Control System and their adequacy

The internal control system is looked after by Directors themselves, who also looked after the day-to-day affairs to ensure compliance of guide lines and policies, adhere to the management instructions and policies to ensure improvements in the system. Though there was no internal auditor in the company, management is keenly looking after all the matter meticulously. Further Company is in process of appointing internal auditor.

11. Material Developments in Human Resources and Industrial Relations Front:

Company takes pride in the commitment, competence and dedication shown by its employees in all areas of business. Your directors wish to convey their gratitude and place on record their appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year. Industrial relations were cordial throughout the year.

12. Environmental Issues

As the company is not in the field of manufacture, the matter relating to produce any harmful gases and the liquid effluents are not applicable. Accordingly, there are no environmental issues.

13. Financial Performance with Respect to Operation Performance

The Company has all the plans for tight budgetary control on key operational performance indication with judicious deployment of funds without resorting to any kind borrowing where ever possible. However, the plans were in some crunches due to last year unanticipated events and natural causes on the world at large.

14. Details Of Significant Changes (i.e. Change of 25% or more as compared to the immediately previous financial year) in key financial ratios. The Company has identified the following ratios as key financial ratios:

Ratio	2025-26	2024-25	% Deviation	Reasons for variance of above 25%
Current Ratio	5.49	8.27	-33.62%	Due to Increase in current assets
Inventory Turnover Ratio	-	-	-	-
Receivables Turnover Ratio	-	-	-	-
Net profit ratio	0.01	-	-	-
Debt-to-equity Ratio	0.87	0.86	0.87%	-
Interest Coverage Ratio	1.53	1.76	-13.07%	Due to Increase in Operating cost and Indirect expenses as compared to last year
Operating Profit Margin	3.38	-	-	-
Debt Service Coverage Ratio	1.37	0.25	457.05%	Due to decrease in debt services amount during the year
Return on Equity Ratio	0.02	0.03	-48.16%	Due to Increase in Operating cost and Indirect expenses as compared to last year
Return on Capital employed Ratio	0.04	0.05	-31.15%	Due to Increase in Operating cost and Indirect expenses as compared to last year
Return on investment Ratio	0.07	0.06	13.44%	-

15. Cautionary Statement

Statement in this report on Management Discussion and Analysis may be forward looking statements within the meaning of applicable security laws or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially, from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand supply conditions, finished goods prices, raw material cost and availability and changes in government regulation and tax structure, economic development within India and the countries with which the company has business contacts and other factors such as litigation and industrial relations.

The Company assumes no responsibility in respect of forward - looking statements, which may be amended or modified in future on the basis of subsequent developments, information or events.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

Date: 29.08.2026
Place: Ahmedabad

SD/-
NAISHADH DINESHBHAI MODI
DIN: 06538916
CHAIRMAN CUM MD. & CFO

CEO/CFO CERTIFICATE UNDER REGULATION 17(8) AND PART B OF SCHEDULE II OF THE SECURITIES EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To,
The Board of Directors,
Purple Agrotech Industries Limited
(Formerly known as Purple Entertainment Limited)
Ahmedabad

I, the undersigned, in my respective capacities as Managing Director and Chief Financial Officer of the Company, to the best of my knowledge and belief certify that:

(a) I have reviewed the financial statements and the cash flow statement for the Financial Year ended 31st March, 2026 and based on my knowledge and belief, I state that:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2025-26, which are fraudulent, illegal or violative of the Company's code of conduct;

(c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee those deficiencies, of which I am aware, in the design or operation of the internal control systems and that I have taken the required steps to rectify these deficiencies, if any.

(d) I further certify that –

(i) there have been no significant changes in internal control over financial reporting during the year 2025-26;

(ii) there have been no significant changes in accounting policies during the year 2025-26; and

(iii) there has been no materially significant fraud of which I have become aware and the involvement therein, management or an employee having a significant role in the Company's internal control system over financial reporting.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

Date: 29.08.2026
Place: Ahmedabad

SD/-
NAISHADH DINESHBHAI MODI
DIN: 06538916
CHAIRMAN CUM M.D. & CFO

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT
PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I, Naishadh Dineshbhai Modi, Managing Director and CFO of the Company, declare that the Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct during the year ended 31st March, 2026.

FOR & ON BEHALF OF THE BOARD OF DIRECTORS

Date: 29.08.2026
Place: Ahmedabad

SD/-
NAISHADH DINESHBHAI MODI
DIN: 06538916
CHAIRMAN CUM M.D. & CFO

INDEPENDENT AUDITOR'S REPORT

To the Members of
Purple Agrotech Industries Limited
(Formerly known as Purple Entertainment Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Purple Agrotech Industries Limited** ("the Company"), which comprises of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows, the Statement of Changes in Equity for the year then ended and notes to the financial statements including summary of Material accounting policies and other explanatory information (herein after referred as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there is no key audit matter to communicate in our report.

Information Other than the Financial statements and Auditor's Report Thereon

The Company's Management and Board of Directors are responsible for the Other Information. The Other Information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's reports thereon. The Board's Report including Annexure to Board's Report,

and Shareholder's Information are expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 "The Auditor's Responsibilities Relating to Other Information".

Responsibilities of Management, Board of Directors for the Financial Statements

The Company's Management and Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgement and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively or ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management and Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's management and Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management and the Board of Directors.
- Conclude on the appropriateness of management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief are necessary for the purpose of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matter stated in the paragraph vi below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) The qualifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) of the Act and paragraph vi below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - g) With respect to the adequacy of internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to or separate report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our and according to the explanations given to us :
- i. The Company does not have any pending litigation which would have any impact on the financial position of its financial statements
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2026.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.
 - iv. (a) The management has represented that, to the best of its knowledge and belief (Refer Note 41 to the financial statements), no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(b) The management has represented that, to the best of its knowledge and belief, (Refer Note 42 to the financial statements), no funds (which are material either individually or in aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - v. (a) The company had not proposed any final dividend in the previous year, which was declared and paid by the Company during the year.
(b) The Company has not declared and paid any interim dividend during the year and until the date of this report.
(c) The Board of Directors of the Company have not proposed any final dividend for the year which is subject to approval of the members in the ensuing Annual General Meeting.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which does not have a feature of recording audit trail (edit log) facility and the same has not operated up till September, 30th 2025 for all relevant transactions recorded in the software (Refer Note 47 to the financial statements). Additionally, the audit trail has not been preserved by the Company as per statutory requirements for record retention.

For, HSK & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 117014W/W100685

Sd/-
CA. Sudhir Shah
Partner
M. No. 115947
UDIN: 26115947NEXPGM3256

Place: Ahmedabad
Date: May 29, 2026

Annexure “A” to the Independent Auditors’ Report

(Referred to in paragraph 1 under “Report on Other Legal and Regulatory Requirements section of our report to the members of Purple Agrotech Industries Limited of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of Company’s Property, Plant and Equipment and Intangible Assets :
 - (a) (A) The Company is in the process of updating of proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.
(B) As the Company does not hold any intangible assets, reporting under clause 3(i) of the Order is not applicable.
 - (b) The Property, Plant and Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. According to information and explanation given to us, no material discrepancies were noticed on such verification.
 - (c) The company does not have any immovable properties, so this clause is not applicable to the company.
 - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - (a) According to information and explanation given to us, the company does not hold any physical inventory, and hence reporting under clause 3(ii)(a) of the Order is not applicable to the company and hence not commented upon.
 - (b) As per the information and explanations provided to us and based on our verification of relevant records, we report that the Company has not been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from banks during the year, secured against current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. According to information and explanation given to us, The Company has not made any investments , provided any guarantee or security to companies, firms, Limited Liability Partnerships or any other parties during the year. The Company has granted loans or advances in the nature of loans to companies, firms and other parties, in respect of which :

- (a) The Company has provided unsecured loans or advances in the nature of loans during the year and details of which are given below:

Particulars	Aggregate Amount during the year (Rs. In Lakhs)	Balance outstanding at the balance sheet date (Rs. In Lakhs)
- Subsidiaries	Nil	Nil
- Joint Ventures	Nil	Nil
- Associates	Nil	Nil
- Others	128.00	597.03

The Company has not given guarantee or provided security to any company, firm, Limited Liability Partnership or any other party during the year.

- (b) The grant of all the above-mentioned loans or advances in the nature of loans are, in our opinion, prima facie, not prejudicial to the interest of the Company.

(c) In respect of loans granted or advances in the nature of loans provided by the Company, the schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayments of principal amounts and payment of interest. (Refer reporting under clause (iii)(f) below).

(d) According to information and explanations given to us and based on the audit procedures performed in respect of loans granted and advances in the nature of loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

(f) The Company has granted Loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment, details of which are given below:

Particulars	All parties	Promoters	Related Parties
Aggregate amount of loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment	Rs. 128.00 Lakhs	Nil	Nil
Percentage thereof to the total loans granted	100%	Nil	Nil

- iv. In our opinion and according to the information and explanations given to us, the company has complied with provisions of section 185 and 186 of the Companies Act, 2013 in respect loans given. The company has not made any investment, given guarantee or provided security as provided in section 185 and 186 of the Companies Act, 2013.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public and is not holding any amounts which are deemed to be deposits within the meaning of the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. According to the information and explanation given to us, provision regarding maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 is not applicable to the company. Hence, reporting under clause 3(vi) of the order is not applicable.
- vii. In respect of statutory dues:
 - (a) The Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, GST and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2026 for a period of more than six months from the date on when they become payable.
 - (b) According to the information and explanations given to us, there are no material dues of Sales Tax, Service Tax, Goods & Service Tax and Customs Duty which have not been deposited with the appropriate authorities on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- ix.
 - (a) the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
 - (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - (c) To the best of our knowledge and belief, in our opinion, Term loans were not taken during the year, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
 - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures during the year and hence, reporting under clause (ix) (e) of the Order is not applicable.
 - (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies. Hence reporting under clause 3(ix)(f) of the Order is not applicable.

- x. (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- xi. (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year (and up to the date of this report).
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of Companies Act, 2013 for all the transactions with the related parties and the details of related party transactions have been disclosed in the Financial statements as required under Indian Accounting Standard 24 "Related Party Disclosures" specified under section 133 of the Act.
- xiv. (a) In our opinion, though the Company is required to have an internal audit system under section 138 of the Companies Act, 2013, it does not have the same established for the year.
(b) No Internal audit carried out by the company, Hence, we were unable to obtain on timely basis any of the internal audit reports. Accordingly, we have not considered.
- xv. In our opinion, the Company has not entered into any non-cash transactions with directors or persons connected with its directors during the year. Hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3 (xvi)(a) of the Order is not applicable to the Company.
(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
(d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi) (d) of the Order is not applicable to the Company.

- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year. Hence, the provisions stated in paragraph clause 3 (xvii) of the Order are not applicable to the Company.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For, HSK & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 117014W/W100685

Sd/-
CA Sudhir Shah
Partner
M. No. 115947
UDIN: 26115947NEXPGM3256

Place: Ahmedabad
Date: May 29, 2026

Annexure “B” to the Independent Auditors’ report
(Referred to in paragraph 1(g) under “Report on Other Legal and Regulatory Requirements section of our report to the members of Purple Agrotech Industries Limited of even date)

Report on the Internal Financial Controls With reference to financial statement under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls with reference to the financial statements of Purple Agrotech Industries Limited (“the Company”) as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s Judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting with reference to financial statements

Meaning of Internal Financial Controls with reference to the financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company. (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company, and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statement, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies of procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as on March 31, 2026 based on the internal control with reference financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For, HSK & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 117014W/W100685

CA Sudhir Shah

Partner

M. No. 115947

UDIN: 26115947NEXPGM3256

Place: Ahmedabad

Date: May 29, 2026

PURPLE AGROTECH INDUSTRIES LIMITED				
Balance Sheet as at March 31, 2026				
(Rs. In Lakhs)				
	Particulars	Notes	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
I	Assets			
1)	Non-current assets			
	(a) Property, Plant and Equipment	3	145	057
	(b) Capital work-in-progress		-	-
	(c) Intangible assets		-	-
	(d) Financial Assets		-	-
	(i) Investments		-	-
	(ii) Loans		-	-
	(iii) Other Financial Assets	4	034	-
	(e) Deferred tax assets (Net)		-	-
	(f) Other non-current assets		-	-
	Total Current Assets		179	057
2)	Current assets			
	(a) Inventories		-	-
	(b) Financial Assets		-	-
	(i) Investments		-	-
	(ii) Trade Receivables	5	606.59	58.00
	(iii) Cash and cash equivalents	6	589.73	295.01
	(iv) Bank balances other than (ii) above	7	312.99	1565.85
	(v) Loans	8	597.03	-
	(vi) Others		-	-
	(c) Current Tax Assets (Net)	9	1.07	13.88
	(d) Other current assets	10	0.10	-
	Total Current Assets		2107.51	1932.74
	TOTAL ASSETS		2109.30	1933.31
II	EQUITY AND LIABILITIES			
1)	Equity			
	(a) Equity Share capital	11	864.60	864.60
	(b) Other Equity	12	163.25	146.80
	Total Equity		1027.85	1011.40
2)	LIABILITIES			
	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	13	697.38	688.09
	(b) Deferred tax liabilities (Net)	14	0.12	0.10
	(c) Other Non Current Liabilities		-	-
	Total Non -Current Liabilities		697.50	688.19
	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	15	19887	18625
	(ii) Trade payables	16		
	Total outstanding dues of micro and small enterprises			
	Total outstanding dues of trade payables other than micro and small enterprises		18189	2423
	(b) Other current liabilities	17	319	21.18
	(c) Provisions		-	-
	(d) Current Tax Liabilities (Net)	18	-	206
	Total Current Liabilities		383.95	233.72
	TOTAL EQUITY AND LIABILITIES		2109.30	1933.31
	Material Accounting Policies and Notes on Financial Statements	1 to 49		
	As per my report of even date For, HSK & CO LLP Chartered Accountants FRN: 117014W/W100685	For & on behalf of the Board of Directors		
	Sd/- CA. Sudhir Shah Partner M. No. 115947	Sd/- Naishadh D Modi Managing Director & CFO DIN: 06538916	Sd/- Chirag K Shah Director DIN: 08111288	
	UDIN: 26115947NEXPGM3256 Place: Ahmedabad Date : May 29,2026	Sd/- Seema Gupta Company Secretary (A-52578) Place: Ahmedabad Date : May 29,2026		

(Rs. In Lakhs)

PURPLE AGROTECH INDUSTRIES LIMITED
Statement of Profit and loss for the year ended March 31, 2026

Year Ended March 31,

	Particulars	Notes	Year Ended March 31, 2026 Rs.	2025 Rs.
I	INCOME			
	Revenue from operations	19	1,999.59	-
	Other income	20	101.51	123.01
	Total Income		2,101.10	123.01
II	EXPENSES			
	Cost of materials consumed		-	-
	Purchases of Stock-in-Trade		1,992.06	-
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress		-	-
	Employee benefits expense	21	9.40	4.43
	Finance costs	22	44.21	54.99
	Depreciation and amortization expense	23	0.11	-
	Other expenses	24	31.97	22.26
	Total Expenses		2,077.75	81.68
III	Profit before exceptional items and tax		23.35	41.33
	Exceptional Items		-	-
V	Profit before tax (5-6)		23.35	41.33
VI	Tax Expenses			
	Current Tax		5.84	10.38
	Deferred Tax Provision / (Reversal)		0.02	0.03
	Short / (Excess) provision of IT of earlier years		1.04	0.12
VII	Profit for the year		16.45	30.80
VIII	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss		-	-
	Income tax relating to items that will not be reclassified to profit or loss		-	-
	Items that will be reclassified to profit or loss		-	-
	Income tax relating to items that will be reclassified to profit or loss		-	-
IX	Total Comprehensive Income for the year		16.45	30.80
X	Earning per Equity Shares of Rs. 10 each			
	Basic	25	0.19	0.36
	Diluted	25	0.19	0.36
	Material Accounting Policies and Notes on Financial Statements	1 to 45		

As per our report of even date attached herewith

For, HSK & CO LLP
Chartered Accountants
FRN: 117014W/W100685
Sd/-

CA. Sudhir Shah
Partner
M. No. 115947

UDIN : 26115947NEXPGM3256
Place : Ahmedabad

For and on behalf of Board of Directors

Sd/-
Naishadh D Modi
Managing Director & CFO
DIN: 06538916

Sd/-
Seema Gupta
Company Secretary
Membership No:A-52578

Place : Ahmedabad

Sd/-
Chirag K Shah
Director
DIN: 08111288

PURPLE AGROTECH INDUSTRIES LIMITED
Cash Flow Statement for the year ended March 31, 2026

Particulars	Year ended March 31, 2026		Year ended March 31, 2025	
A. Cash Flow from Operating Activities				
Profit Before Tax		23.35		41.33
Adjustments for :				
Depreciation and Amortisation Expenses	0.11		-	
Finance Costs	44.21		54.99	
Interest Income	(100.83)		(123.01)	
		(56.51)		(68.02)
Operating Profit Before Working Capital Changes		(33.16)		(26.69)
Working Capital Changes				
Adjustments for				
(Increase)/Decrease Trade & Other receivables, Other Non Current and Current Financial Assets ,Other Non Current and Current Assets	(593.15)		438.38	
Increase/ (Decrease) Trade & Other Non Current and Current Financial Liability and Non Current and Current Liability & Provisions	139.67		(75.15)	
		(453.48)		363.23
Net Cash Flow Generated from Operating Activities		(486.64)		336.54
Direct taxes paid (Net)		(10.01)		(4.97)
Net Cash Flow from/(used in) Operating Activities		(496.65)		331.57
B. Cash Flow from Investing Activities				
Purchase of Property, Plant & Equipment	(0.99)		-	
Increase/ (Decrease) Non Current and Current Loans	968.82		(107.17)	
(Investment)/ Redemption of Fixed Deposits	(17.98)		-	
Interest Received	100.83		123.01	
Net Cash Flow from Investing Activities		1,050.67		15.84
C. Cash Flow from Financing Activities				
Proceeds/(Repayment) of Borrowings (Net)	21.92		(292.69)	
Finance Costs Paid	(44.21)		(54.99)	
Net Cash Flow (used in) Financing Activities		(22.29)		(347.68)
Net increase / (decrease) in cash and cash equivalents		531.73		(0.27)
Cash and cash equivalent at the beginning of the year		58.00		58.27
Cash and cash equivalent at the end of the year		589.73		58.00

Notes to Cash Flow Statement:

1. Previous year figures have been regrouped wherever necessary, to confirm to this year's classification.
2. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Ind AS 7 prescribed under the Companies (Indian Accounting Standard) Rules, 2015 under the Companies Act, 2013.

As per our Report of even date attached.

For, HSK & CO LLP

Chartered Accountants

FRN: 117014W/W100685

Sd/-

CA. Sudhir Shah

Partner

M. No. 115947

UDIN : 26115947NEXPGM3256

Place : Ahmedabad

Date : May 29,2026

For and on behalf of the Board of Directors

Sd/-

Naishadh D Modi

Managing Director & CFO

DIN: 06538916

Seema Gupta

Company Secretary

Membership No:A-52578

Place : Ahmedabad

Date : May 29,2026

Sd/-

Chirag K Shah

Director

DIN: 08111288

PURPLE AGROTECH INDUSTRIES LIMITED
Statement Of Changes In Equity For The Year Ended March 31, 2026

A. Equity Share Capital

(Rs. In lakhs)		
Particulars	Note No.	Amount Rs.
As at March 31, 2024	10	864.60
Changes due to prior period errors		-
Restated Balance as April 1 ,2024		864.60
Changes during the year 2024-2025		-
As at March 31, 2025	10	864.60
Changes due to prior period errors		-
Restated Balance as April 1 ,2025		864.60
Changes during the year 2025-2026		-
As at March 31, 2026	10	864.60

B. Other Equity

(Rs. In lakhs)		
Particulars	Reserves and Surplus Retained Earning	Total
Balance As at March 31, 2024	116.00	116.00
Profit for the year	30.80	30.80
Other comprehensive income for the year (net of tax)	-	-
Balance As at March 31, 2025	146.80	146.80
Profit for the year	16.45	16.45
Other comprehensive income for the year (net of tax)	-	-
Balance As at March 31, 2026	163.25	163.25

As per our Report of even date attached.

For, HSK & CO LLP
Chartered Accountants
FRN: 117014W/W100685

Sd/-
CA. Sudhir Shah
Partner
M. No. 115947

UDIN : 26115947NEXPGM3256
Place : Ahmedabad
Date :May 29,2026

For and on behalf of the Board of Directors

Sd/-
Naishadh D Modi
Managing Director & CFO
DIN: 06538916

Sd/-
Chirag K Shah
Director
DIN: 08111288

Sd/-
Seema Gupta
Company Secretary
Membership No:A-52578

Place : Ahmedabad
Date :May 29,2026

3. Property, plant and equipment

(Rs. In lakhs)

Particular	Computer	Total
Gross Carrying Value		
Balance as at March 31, 2024	11.45	11.45
Additions	-	-
Disposals	-	-
Reclassification as held for sale	-	-
Balance as at March 31, 2025	11.45	11.45
Additions	0.99	0.99
Disposals	-	-
Reclassification as held for sale	-	-
Balance as at March 31, 2026	12.44	12.44
Accumulated Depreciation		
Balance as at March 31, 2024	10.88	10.88
Deduction & Adjustment	-	-
Depreciation for the period	-	-
Reclassification as held for sale	-	-
Balance as at March 31, 2025	10.88	10.88
Deduction & Adjustment	-	-
Depreciation for the period	0.11	0.11
Reclassification as held for sale	-	-
Balance as at March 31, 2026	10.99	10.99
Balance as at March 31, 2025	0.57	0.57
Balance as at March 31, 2026	1.45	1.45

4. Other Non-current financial assets

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Unsecured and considered good		
Security Deposits	0.34	-
Total	0.34	-

5. Trade receivables

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Secured, considered good	-	-
Unsecured, considered good	606.59	-
Doubtful	-	-
Total	606.59	-

Trade Receivables Ageing Schedule Refer Note No -44

6. Cash and cash equivalents

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Balances with banks In current account	535.04	3.30
Cash on hand	54.68	54.70
Total	589.73	58.00

7. Bank balances other than (ii) above

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Bank Deposits	312.99	295.01
Total	312.99	295.01

8. Current Loans

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Unsecured, considered good		
Loans	597.03	1565.85
Total	597.03	1,565.85

9. Current Tax Assets (Net)		(Rs. In lakhs)
Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Advance Payment of Taxes (Net)	1.07	-
Total	1.07	-

10. Other Current Assets		(Rs. In lakhs)
Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Balance with Govt. Agencies	-	13.67
Advances other than capital advances	0.10	0.21
Total	0.10	13.88

11. Share Capital

a. Authorised Share Capital

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Equity Share Capital		
Equity shares of Face Value Rs. 10 each	1,025.00	1,025.00
1,02,50,000 Equity Shares of Face Value of Rs.10 each as at March 31,2026 (1,02,50,000 Equity Shares of Face Value of Rs.10 each as at March 31,2025)		
	1,025.00	1,025.00

b. Issued , Subscribed & Paid up Share Capital

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Equity Share Capital		
Equity shares of Face Value Rs. 10 each	864.60	864.60
86,45,965 Equity Shares of Face Value of Rs.10 each as at March 31,2026 .(86,45,965 Equity Shares of Face Value of Rs.10 each as at March 31,2025)		
	864.60	864.60

c. Reconciliation of the number of shares outstanding and the amount of share capital as at March 31,2026 and March 31, 2025, is set out below:-

Particular	No	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Equity shares			
At Beginning of the period	8645965 (8645965)	864.60	864.60
Add : Issued during the year	-		
Less : Bought back during the year	-		
At End of the period	8645965 (8645965)	864.60	864.60

d. Details of shareholders holding more than 5% shares in the company as at March 31, 2026 is as per below (as at March 31,2025 is shown as per below table)

Particulars	No of Shares as at March 31,2026
DEALMONEY COMMODITIES PRIVATE LIMITED	761,814
Total	761,814

Particulars	No of Shares as at March 31,2025
	-
Total	-

e. Details of Promoters holding Shares in the company as at March 31,2026 and March 31, 2025 is shown as per below table)

Particulars	No of Shares as at March 31,2026
	-

Particulars	No of Shares as at March 31,2025
	-

f. Details of Promoters holding Shares in the company % Deviation as per below table)

Particulars	No of Shares
	-

g. Rights, Preferences and Restrictions attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share.

Each shareholder is eligible for one vote per share held. The dividend, if any proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, if any, in proportion to their shareholding.

h. The Company has not reserved any share for issue under options and contracts or commitments for the sale of shares or disinvestment.

i. Aggregate number and class of shares allotted as fully paid up pursuant to contracts without payment being received in cash :- Nil

j. Aggregate number and class of shares allotted as fully paid by way of Bonus Shares :- Nil

k. Aggregate number and class of shares bought back :- Nil

l. Securities which are convertible into Equity Shares :- Nil

m. Aggregate Value of Calls unpaid by directors and officers :- Nil

12. Other Equity

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Surplus in Statement of Profit & Loss :		
Balance as per last year	146.80	116.00
Add : Profit for the year	16.45	30.80
Balance at the end of the year	163.25	146.80

13. Non-current borrowings

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Unsecured		
Inter Corporate Loans	697.38	688.09
Total	697.38	688.09

14. Deferred Tax Liability (Net)

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Deferred Tax Liabilities		
Opening Balance	0.10	0.08
During the year adjustment	0.02	0.02
Total	0.12	0.10

14.1. Movement of Deferred Tax Liability (Net)

As at March 31, 2024 *	0.08
(Charged) / credited:	
to profit or loss	0.03
to other comprehensive income	-
As at March 31, 2025 *	0.10
(Charged) / credited:	
to profit or loss	0.02
to other comprehensive income	-
As at March 31, 2026 *	0.12

15. Current borrowings

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Secured		
From Banks	198.87	186.25
Total	198.87	186.25

(Secured by Bank Deposit showing in Note No -5 having ROI from 9.00 % to 12.00%)

16. Trade Payables (Current)

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Total outstanding dues of trade payables other than micro and small enterprises	181.89	24.23
Total	181.89	24.23

This information is disclosed under the Micro, Small & Medium Enterprises Development Act, 2006 which has been determined to the extent such parties have been identified on the basis of the information available with the company. Refer Note No -32 and Trade Payables Ageing Schedule Refer Note No -45

17. Other Current liabilities

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Statutory Dues	3.19	1.18
Others	-	20.00
Total	3.19	21.18

18. Current Tax Liability (Net)

(Rs. In lakhs)

Particulars	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Income Tax Provisions (Net)	-	2.06
Total	-	2.06

19. Revenue from operations**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Sale of products	1999.59	-
TOTAL	1,999.59	-

20. Other income**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Interest income	100.83	123.01
Sundry Balance Written Back	0.69	-
Total	101.51	123.01

21. Employee benefit expense**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Salaries and wages	8.60	2.03
Director Remuneration	0.80	2.40
Total	9.40	4.43

22. Finance costs**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Interest expense	44.18	54.57
Bank Charges and Commission	0.02	0.42
Total	44.21	54.99

23. Depreciation and Amortisation expense

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Depreciation	0.11	
Total	0.11	-

24. Other expenses**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Electricity Expenses	0.03	0.00
Audit Fees	2.01	1.56
Repair to others	0.01	0.00
GST Expenses	14.57	0.00
Rent, Rates and taxes (excluding taxes on income)	2.84	1.80
Legal & Professional Charges	4.90	6.52
Sundry Balance Written off	5.49	11.55
Other Expenses	2.12	0.83
Total	31.97	22.26

25. Earning Per Equity Share**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Net Profit after tax attributable to Shareholders before Exceptional Items	16.45	30.80
Net Profit after tax attributable to Shareholders after Exceptional Item	16.45	30.80
Weighted average number of Equity Shares at the end of year.	8,645,965.00	8,645,965.00
Nominal Value of Share	10.00	10.00
Basic and diluted (before Exceptional Item) Earning per Share Rs.	0.19	0.36
Basic and diluted (after Exceptional Item) Earning per Share Rs.	0.19	0.36

26. Income tax reconciliation**(Rs. In lakhs)**

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Profit Before tax	23.35	41.33
Income tax expenses calculated at effective tax rate (25.168% current year and 25.168 % previous year)	5.88	10.40
Effect of Income not considered for tax purpose & Other deductible expenses	-	-
Effect of Related to Deferred Tax and Earlier year tax balances	1.06	0.15
Effect of Other Items	(0.04)	(0.02)
Total Income Tax Expenses recognised in the statement of profit and loss	6.90	10.53

Notes to financial statement for the year ended March 31, 2026

(Rs. in lakhs)

27 Capital Commitment

Details of outstanding capital commitments are as under:

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Estimated amount of contracts remaining to be executed on capital account and not provided for Capital goods / Capital work in progress	Nil	Nil
Advance paid against such contracts	Nil	Nil
Remaining outstanding commitment	Nil	Nil

28 Contingent Liabilities

Details of contingent liabilities are as under:

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
	Nil	Nil

29 Segment Reporting

The Company operates in a single segment and in line with Ind AS - 108 - "Operating Segments" be the only reportable business segment.

30 Fair Value Measurements

Financial instrument by category and their fair value

(Rs. in lakhs)

As at 31st March, 2026	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	AmortisedCost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Other Non Current Financial Assets	-	-	0.34	0.34	-	-	0.34	0.34
Cash and Cash Equivalents	-	-	589.73	589.73	-	-	589.73	589.73
Other Bank Balances	-	-	312.99	312.99	-	-	312.99	312.99
Loans - Current	-	-	597.03	597.03	-	-	597.03	597.03
Total Financial Assets	-	-	1,500.10	1,500.10	-	-	1,500.10	1,500.10
Financial Liabilities								
Non - Current Borrowings	-	-	697.38	697.38	-	-	697.38	697.38
Current Borrowings	-	-	198.87	198.87	-	-	198.87	198.87
Trade Payables	-	-	181.89	181.89	-	-	181.89	181.89
Total Financial Liabilities	-	-	1,078.15	1,078.15	-	-	1,078.15	1,078.15
As at 31st March, 2025	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	AmortisedCost	Total	Level 1	Level 2	Level 3	Total
Financial Assets								
Trade receivables	-	-	-	-	-	-	-	-
Cash and Cash Equivalents	-	-	58.00	58.00	-	-	58.00	58.00
Other Bank Balances	-	-	295.01	295.01	-	-	295.01	295.01
Loans - Current	-	-	1,565.85	1,565.85	-	-	1,565.85	1,565.85
Total Financial Assets	-	-	1,918.86	1,918.86	-	-	1,918.86	1,918.86
Financial Liabilities								
Non - Current Borrowings	-	-	688.09	688.09	-	-	688.09	688.09
Current Borrowings	-	-	186.25	186.25	-	-	186.25	186.25
Trade Payables	-	-	24.23	24.23	-	-	24.23	24.23
Total Financial Liabilities	-	-	898.57	898.57	-	-	898.57	898.57

The above fair value hierarchy explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

31 Financial risk management

The Company's activities expose it to a variety of financial risks, including credit risk, market risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same.

The Company's risk management is governed by policies and approved by the board of directors. The Company identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The Company has policies for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of non-derivative financial instruments.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. It undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

I Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits, and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The history of trade receivables shows a negligible provision for bad and doubtful debts. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of expected losses in respect of trade and other receivables and investments. The company has adopted simplified approach of ECL model for impairment.

i) Trade Receivables:

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. The Company with various activities as mentioned above manages credit risk. An impairment analysis is performed at each reporting date on an individual basis for major customers. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on historical data. The Company does not hold collateral as security. Expected Credit Loss provision has been made based on the ECL policy.

ii) Financial assets that are neither past due nor impaired

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's assessment of credit risk about particular financial institution. None of the Company's cash equivalents, including term deposits (i.e., certificates of deposit) with banks, were past due or impaired as at each balance sheet date.

Cash and cash equivalents

The company holds cash and cash equivalents of Rs. 589.73/- lakhs at March 31, 2026 (March 31, 2025: Rs. 58 lakh) The cash and cash equivalents are held with bank and cash on hand.

II Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The level of liquidity risk is very low considering the fact that the company relies on operating cash flows and owned equity. Currently the company has borrowed funds from bank mainly for day to day business needs (i.e. Cash Credit Facilities are being availed by the company).

Further the Company manages liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring the forecasted and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

(Rs. in lakhs)

Contractual Cash Flows

Contractual maturities of financial liabilities as at March 31, 2026	Carrying Amount	On demand or within 1 year	Over 1 year within 2 years	After 3 years	Total
Non - Current Borrowings	697.38				-
Current Borrowings	198.87	198.87	-	-	198.87
Trade Payables	181.89	159.19	1.10	21.60	181.89
Other Current Financial Liability	3.19	3.19	-	-	3.19
Total	1,081.34	361.26	-	-	383.96

(Rs. in lakhs)

Contractual Cash Flows

Contractual maturities of financial liabilities as at March 31, 2025	Carrying Amount	On demand or within 1 year	Over 1 year within 2 years	After 3 years	Total
Non - Current Borrowings	688.09				-
Current Borrowings	186.25	186.25	-	-	186.25
Trade Payables	24.23	24.23	-	-	24.23
Other Current Financial Liability	21.18	21.18	-	-	21.18
Total	919.75	231.66	-	-	231.66

III

Market Risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments, all foreign currency receivables and payables and all short term and long-term debt. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and commodity risk.

a)

Interest Risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to the interest income and interest expenses and to manage the interest rate risk, treasury performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in it total portfolio. With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates related primarily to the Company's short-term borrowings with floating interest rates. Company's treasury department monitors the interest rate movement and manages the interest rate risk based on its policies.

The exposure of the company's borrowing to interest rate changes at the end of the reporting period are as follows:

i)

Exposure to interest rate risk

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Non Current Borrowings	697.38	688.09
Current Borrowings	198.87	186.25
Total	896.25	874.34

For details of the Company's Non Current and Current borrowings, refer to Note 13 and 15 of these financial statement.

ii)

Interest Rate Sensitivity

Profit or loss is sensitive to higher/lower interest expense from borrowings as a result of changes in interest rates on Profit After Taxes. The below sensitivity does not include the impact of interest rate swap contracts which largely mitigate the risk.

Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
50bp increase would decrease the profit after tax by	3.35	3.27
50bp decrease would increase the profit after tax by	(3.35)	(3.27)

32 Due to Micro, Small and Medium Enterprise		
Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED), certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with management, outstanding dues to the Micro and Small enterprise as defined in the MSMED Act, 2006 are disclosed as below:		
Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Principal amount remaining unpaid to any supplier as at the end of accounting year	-	-
Interest due and remaining unpaid to any supplier as at the end of accounting year	-	-
Amount of interest paid by the Company in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	-	-
Amount of interest due and payable for the reporting period of delay in making payment [which have been paid but beyond the appointed day during the year] but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of interest accrued and remaining unpaid at the end of accounting year	-	-
Amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of MSMED Act, 2006	-	-
Total	-	-
33 Capital Management:		
The Company's capital management is intended to maximise the return to shareholders and benefits for other stakeholders for meeting the long-term and short-term goals of the Company; and reduce the cost of capital through the optimization of the capital structure i.e. the debt and equity balance.		
The Company monitors the capital structure on the basis of Gearing ratio and maturity profile of the overall debt portfolio of the Company.		
The gearing ratio at the end of the reporting period was as follows:		
Particulars	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Debt	896.25	874.34
Cash and bank balances	(589.73)	(58.00)
Net debt	306.52	816.34
Equity	1,027.85	1,011.40
Net Gearing ratio	0.30	0.81

Notes to financial statement for the year ended March 31, 2026

(Rs. in Lakhs)

34	Payment to Auditors	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
	Audit fees	2.01	1.56
	Taxation matters	-	-
	Out of pocket expenses	-	-
	Others	-	-
	Total	2.01	1.56

35 **Related Party Disclosures and Their Relatives**

Related Party Disclosures as required by Accounting Standard Ind AS 24 issued by Institute of Chartered Accountants of India are given below:

(i) **Related Parties and Nature of Relationship**

a) **The Enterprises in which Key Managerial Personnel (KMP) and their relatives have significant influence:**

Kanungo Financiers Limited Entities over which Key Management Personnel (KMP) or their close family members have significant influence

b) **Key Management Personnel:**

Naishadh D Modi	Managing Director and CFO (from August 20th, 2025)
Manthan Gumnamsinh Thakor	Independent Director (from November 4th,2025)
Pradip Sudhakarbhair Birewar	Non Executive Director (from November 4th,2025)
Jalpaben Nirav Joshi	Independent Director (from September 1st,2025)
Chirag Kiritkumar Shah	Executive Director
Alkesh Ajitkumar Shah	Independent Director (Up to November 14th,2025)
Dimple Alkeshkumar Shah	Independent Director (Up to November 14th,2025)
Mahavir Kamleshbhai Viramgami	Independent Director (Up to November 14th,2025)
Manjulaben Navinchandra Kothari	Independent Director (Up to September 22nd,2025)
Nidhi Bharatbhai Sarkhedi	Independent Director (from August 08th,2025 to November 14th,2025)
Anjali Abhay Asknani	Company Secretary (Up to October 10th, 2025)
Seema Gupta	Company Secretary (from February 3rd,2026)

(ii) **Transactions during the period and balances outstanding with related parties are as under:**

Transactions with related parties during the year:

Name of related party	Nature of Transaction	Year Ended March 31, 2026 Rs.	Year Ended March 31, 2025 Rs.
Kanungo Financiers Limited	Interest Expenses Net	11.96	32.52
Kanungo Financiers Limited	Borrowings Taken	164.30	-
Kanungo Financiers Limited	Borrowings Repaid	601.55	-
Naishadh D Modi	Salary	0.80	-
Chirag Kiritkumar Shah	Salary	2.40	2.00
Anjali Abhay Asknani	Salary	1.05	-
Seema Gupta	Salary	1.20	-

(iii) Balances outstanding at each reporting date

Name of related party	Nature of Transaction	As at March 31, 2026 Rs.	As at March 31, 2025 Rs.
Kanungo Financiers Limited	Loans & Advances	-	(424.97)
Naishadh D Modi	Salary	(0.20)	-
CS Seema Gupta	Salary	(0.60)	-

Note: Figures in bracket denotes credit balance.

36 The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

37 The Company do not have any transactions with companies struck off.

38 The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,

39 The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

40 The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

41 The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

42 The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

43 Subsequent Events:

Subsequent to Balance Sheet Date, there are no events occurred which require disclosure or adjustments in the financial statements.

44 Trade receivables Ageing Schedule

a) Undisputed trade receivables

Particulars	As at March 31, 2026 Rs.		As at March 31, 2025 Rs.	
	Considered Good	Considered Doubtful	Considered Good	Considered Doubtful
Outstanding for following periods from due date of receipts				
Not Due	-	-	-	-
Less than 6 months	606.59	-	-	-
6 months - 1 year	-	-	-	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 Years	-	-	-	-
Total	606.59	-	-	-

b) Disputed trade receivables

Particulars	As at March 31, 2026 Rs.		As at March 31, 2025 Rs.	
	Considered Good	Considered Doubtful	Considered Good	Considered Doubtful
Outstanding for following periods from due date of receipts				
Not Due	-	-	-	-
Less than 6 months	-	-	-	-
6 months - 1 year	-	-	-	-
1-2 years	-	-	-	-
2-3 years	-	-	-	-
More than 3 Years	-	-	-	-
Total	-	-	-	-

45 Trade Payables Ageing Schedule

Particulars	Outstanding as on March 31, 2026 for following periods from due date of payment				Total
	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
MSME	-	-	-	-	-
Others	159.19	1.10	-	21.60	181.89
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

Particulars	Outstanding as on March 31, 2025 for following periods from due date of payment				Total
	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
MSME	-	-	-	-	-
Others	24.23	-	-	-	24.23
Disputed dues – MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-

46 Ratios					
Sr. No	Ratio	Ratio as on 31st March 2026	Ratio as on 31st March 2025	% Deviation 2025-26	Reasons for variance of above 25%
1	Current Ratio Current Assets				
	Current Liabilities	5.49	8.27	-33.62%	Due to Increase in current assets.
2	Debt-to-equity Ratio Total Debt				
	Shareholder's Equity	0.87	0.86	0.87%	Due to Increase in Repayment of Borrowings during the year.
3	Debt Service Coverage Ratio Earnings available for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc. Debt Service = Interest & Lease Payments + Principal Repayments	1.37	0.25	457.05%	Due to decrease in debt services amount during the year.
4	Return on Equity Ratio Net Profits after taxes – Preference Dividend (if any) Average Shareholder's Equity	0.02	0.03	-48.16%	Due to Increase in Operating cost and also Indirect expenses as compared to last year.
5	Inventory Turnover Ratio Cost of Goods Sold Average Inventory	-	-	-	-
6	Receivables Turnover Ratio Net Credit Sales Avg. Accounts Receivable	6.59	-	-	-
7	Payables Turnover Ratio Net Credit Purchases Average Trade Payables	19.33	-	-	-
8	Net capital turnover Ratio Net Sales Working capital = Current assets – Current liabilities	-	-	-	-
9	Net profit ratio Net Profit After Tax Net Sales	0.01	-	-	-
10	Return on Capital employed Ratio Earning before interest and taxes Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.04	0.05	-31.15%	Due to Increase in Operating cost and also Indirect expenses as compared to last year.
11	Return on investment Ratio Interest (Finance Income) Average of Loans	0.07	0.06	13.44%	-

Notes to financial statement for the year ended March 31, 2026

- 47** The company has not used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has not been operated up till September 30th, 2025 for all relevant transactions recorded in the software. Additionally, the audit trail of prior year(s) has not been preserved by the Company as per the statutory requirements for record retention to the extent it was enabled and recorded in the respective years.
- 48** Approval of the Financial Statements: The Financial Statements were approved for issue by the board of directors on May 30, 2026.
- 49** Previous year's figures have been regrouped/re-arranged/recasted, wherever necessary, so as to make them comparable with current year's figures.

As per our report of even date attached.

For, HSK & CO LLP

Chartered Accountants

FRN: 117014W/W100685

Sd/-

CA. Sudhir Shah

Partner

M. No. 115947

UDIN : 26115947NEXPGM3256

Place : Ahmedabad

Date : May 29, 2026

For and on behalf of Board of Directors

Sd/-

Naishadh D Modi

Managing Director & CFO

DIN: 06538916

Sd/-

Seema Gupta

Company Secretary

Membership No:A-52578

Sd/-

Chirag K Shah

Director

DIN: 08111288

Place : Ahmedabad

Date : May 29, 2026

1. Company Information

Purple Agrotech Industries Limited (Formerly Known as **Purple Entertainment Limited**) (the 'Company') is a public limited Company domiciled in India with its registered office at B-301 Titanium City Centre, Near Sachin Towers, 100 Feet Road, Anandnagar Road, satellite, Jodhpur Char Rasta, Ahmedabad Gujarat - 380015 (India). The equity shares of the Company are listed on BSE Limited (BSE).

The financial statements as at March 31, 2026 present the financial position of the Company.

2. Summary of basis of compliance, basis of preparation and presentation, critical accounting estimates, assumptions and judgments and material accounting policies

2.1 Basis of Preparation of Financial Statements

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented.

(i) Compliance with Ind-AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

(ii) Basis of Preparation and presentation

The financial statements have been prepared and presented on the going concern basis and at historical cost basis considering the applicable provisions of Companies Act 2013, except for the following items that have been measured at fair value as required by relevant IND AS.

Fair Value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

- a) Certain financial assets/liabilities measured at fair value (refer accounting policy regarding financial instruments) and
- b) Any other item as specifically stated in the accounting policy.

(iii) Functional and Presentation Currency

The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates.

(iv) Classification of Assets and Liabilities as Current and Non-Current

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle, and other criteria set out in Schedule III of the Companies Act, 2013. Based on the nature of products and the time lag between the acquisition of assets for processing and their realisation in cash and cash equivalents, 12 months period has been considered by the Company as its normal operating cycle.

(iv) Rounding off amounts

The financial statements are presented in INR and all values are rounded to the nearest Lakhs (INR 1,00,000) as per the requirement of Schedule III, unless otherwise stated.

2.2 Critical accounting estimates, assumptions and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable.

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

a. Useful lives of property, plant and equipment

Useful lives and residual values of Property, plant and equipment represent a material portion of the Company's asset base. The periodic charge of depreciation is derived after estimating useful life of an asset and expected residual value at the end of its useful life. The useful lives and residual values of assets are estimated by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on various external and internal factors including historical experience, relative efficiency and operating costs and change in technology.

b. Provision for income tax and valuation of deferred tax assets

The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes including amounts to be recovered or paid for uncertain tax positions. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

c. Employee benefit obligations

Defined benefit obligations are measured at fair value for financial reporting purposes. Fair value determined by actuary is based on actuarial assumptions. Management judgement is required to determine such actuarial assumptions. Such assumptions are reviewed annually using the best information available with the Management.

d. Provisions and contingent liabilities

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystalizing or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

e. Fair value measurement

In measuring the fair value of certain assets and liabilities for financial reporting purpose, the Company uses market observable data to the extent available. Where such Level 1 inputs are not available, the Company establish appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

2.3 Material Accounting Policies :

a) Property, Plant and Equipment (PPE)

These tangible assets are held for use in production, supply of goods or services or for administrative purposes. Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated impairment losses except for freehold land which is not depreciated. Cost includes

purchase price after deducting trade discount/rebate, import duties, non-refundable taxes, Net of GST input credit wherever applicable, cost of replacing the component parts, borrowing costs and other directly attributable cost of bringing the asset to its working condition in the manner intended by the management.

If significant parts of an item of PPE have different useful lives, then they are accounted for as separate items (major components) of PPE.

The cost of an item of PPE is recognised as an asset if, and only if, it is probable that the economic benefits associated with the item will flow to the Company in future periods and the cost of the item can be measured reliably. Expenditure incurred after the PPE have been put into operations, such as repairs and maintenance expenses are charged to the Statement of Profit and Loss during the period in which they are incurred.

De-recognised upon disposal

An item of PPE is derecognised on disposal or when no future economic benefits are expected from use or disposal. Any gain or loss arising on derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss when asset is derecognised.

Depreciation

The depreciable amount of an asset is determined after deducting its residual value. Where the residual value of an asset increases to an amount equal to or greater than the asset's carrying amount, no depreciation charge is recognized till the asset's residual value decreases below the asset's carrying amount. Depreciation of an asset begins when it is available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the intended manner. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale in accordance with IND AS 105 and the date that the asset is derecognised.

The Company depreciates its property, plant and equipment (PPE) over the useful life in the manner prescribed in Schedule II to the Act. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act.

The assets residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate.

b) Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

c) Leases

As a Lessee:

The Company assesses whether a contract is, or contains a lease, at inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: i) the contract involves the use of an identified asset, ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and iii) the Company has the right to direct the use of the asset.

At the commencement date of the lease, the Company recognises a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for short-term leases (leases with a term of twelve months or less), leases of low value assets and, for contract where the lessee and lessor has the right to terminate a lease without permission from the other party with no more than an insignificant penalty. The lease expense of such short-term leases, low value assets leases and cancellable leases, are recognised as an operating expense on a straight-line basis over the term of the lease.

At the commencement date, lease liability is measured at the present value of the lease payments to be paid during non-cancellable period of the contract, discounted using the incremental borrowing rate. The right-of-use assets is initially recognised at the amount of the initial measurement of the corresponding lease liability, lease payments made at or before commencement date less any lease incentives received and any initial direct costs.

Subsequently, the right-of-use asset is measured at cost less accumulated depreciation and any impairment losses. Lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using effective interest rate method) and reducing the carrying amount to reflect the lease payments made. The right-of-use asset and lease liability are also adjusted to reflect any lease modifications or revised in-substance fixed lease payments.

As a Lessor:

Leases for which the Company is a lessor are classified as finance or operating leases. Whenever the terms of the lease substantially transfer all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease.

All other leases are classified as operating leases.

Income from operating leases where the Company is a lessor is recognised as income on a straight-line basis over the lease term unless the receipts are structured to increase in line with the expected general inflation to compensate for the expected inflationary cost increases. The respective leased assets are included in the Standalone Balance Sheet based on their nature. Leases of property, plant and equipment where the Company as a lessor has substantially transferred all the risks and rewards are classified as finance lease. Finance leases are capitalised at the inception of the lease at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rent receivables, net of interest income, are included in other financial assets. Each lease receipt is allocated between the asset and interest income. The interest income is recognised in the Standalone Statement of Profit and Loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the asset for each period.

Under combined lease agreements, land and buildings are assessed individually.

d) Borrowing Cost

Borrowing cost includes interest expense, amortisation of discounts, ancillary costs incurred in connection with borrowing of funds and exchange difference, arising from foreign currency borrowings, to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are attributable to the acquisition or construction or production of a qualifying asset are capitalized as part of the cost of such asset till such time the asset is ready for its intended use. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing cost are recognised in the Statement of Profit and Loss in the period in which they are incurred.

e) Impairment of Assets

At the end of each reporting period, the Company reviews the carrying amounts of its PPE and other intangible assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The resulting impairment loss is recognised in the Statement of Profit and Loss. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Where an impairment loss subsequently reverses, the carrying amount of the asset or CGU is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset or CGU in prior years. A reversal of an impairment loss is recognised in the Statement of Profit and Loss.

f) Taxes

Income tax expense represents the sum of tax currently payable and deferred tax. Tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized directly in equity or in other comprehensive income.

i) Current Tax

Current tax includes provision for Income Tax computed under Special provision (i.e., Minimum alternate tax) or normal provision of Income Tax Act. Tax on Income for the current period is determined on the basis on estimated taxable income and tax credits computed in accordance with the provisions of the relevant tax laws and based on the expected outcome of assessments/appeals.

ii) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unabsorbed losses and unabsorbed depreciation to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unabsorbed losses and unabsorbed depreciation can be utilized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the

manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

g) Employees Benefits

i) Employee Benefits

All employee benefits payable wholly within twelve months of rendering services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc., are recognized during the period in which the employee renders related services and are measured at undiscounted amount expected to be paid when the liabilities are settled.

ii) Post-employment obligations

Defined contribution plans

The Company pays provident fund contributions to publicly administered funds as per local regulations when liability to pay arise . The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

h) Provisions, Contingent Liability and Contingent Assets

Disputed liabilities and claims against the company including claims raised by fiscal authorities (e.g. Sales Tax, Income Tax, Excise, GST etc.) pending in appeal / court for which no reliable estimate can be made and or involves uncertainty of the outcome of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes to accounts. However, present obligation as a result of past event with possibility of outflow of resources, when reliable estimation can be made of the amount of obligation, is recognized in accounts in terms of discounted value, if the time value of money is material using a current pre-tax rate that reflects the risk specific to the liability. No contingent asset is recognized but disclosed by way of notes to accounts.

i) Revenue Recognition

Sale of Goods

Revenue from sale of goods is recognised when the control of the goods have been transferred to the buyer, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. The performance obligation in the case of sale of goods is satisfied at a point in time i.e. when the material shift to the customer or on delivery to the customer as may be specified in the contract.

Rendering of Services

Revenue from rendering of services is recognized as per the terms of the contract with customers when related services are performed and when the outcome of the transactions involving rendering of services can be estimated reliably.

Dividend Income

Dividend Income is accounted for when the right to receive the same is established, which is generally when shareholders approve the dividend.

Interest Income

Interest Income on financial assets measured at amortised cost is recognised on a time-proportion basis using the effective interest method.

Other Income

Other income is recognised when no significant uncertainty as to its determination or realisation exists.

j) Cash Flows and Cash and Cash Equivalents

Statement of cash flows is prepared in accordance with the indirect method prescribed in the IND AS 7. For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cheques and drafts on hand, deposits held with Banks, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. However, Bank overdrafts are shown within borrowings in current liabilities in the balance sheet for the purpose of presentation

k) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the Company
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year.

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after 'income-tax' effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

l) Segment Reporting

Based on "Management Approach" as defined in IND AS 108 – Operating Segments, the Management evaluates the Company's performance and allocates the resources based on an analysis of various performance indicators by business segments.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

m) Foreign Currency Transactions

In preparing the financial statements of the Company, transactions in foreign currencies, other than the Company's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the rate prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency, are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which these arise except for:

- exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as

- an adjustment to interest costs on those foreign currency borrowings; and
- exchange differences on transactions entered into in order to hedge certain foreign currency risks.

n) Events occurring after the balance sheet date

Assets and liabilities are adjusted for events occurring after the reporting period that provides additional evidence to assist the estimation of amounts relating to conditions existing at the end of the reporting period.

Dividends declared by the Company after the reporting period are not recognized as liability at the end of the reporting period. Dividends declared after the reporting period but before the issue of financial statements are not recognized as liability since no obligation exists at that time. Such dividends are disclosed in the notes to the financial statements.

o) Financial Instruments

i. Recognition and initial measurement

All financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortized cost;
- Fair Value through Other Comprehensive Income (FVOCI) – equity investment; or
- Fair Value Through Profit and Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly

reduces an accounting mismatch that would otherwise arise.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. (designated as FVOCI – equity investment). This election is made on an investment-by-investment basis.

Investments in subsidiary company:

Investments in subsidiary company are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary company, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Debt instruments measured at amortised cost e.g., bank deposits
- Trade receivables
- Other financial assets not designated as FVTPL

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12- month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-

month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables (including lease receivables). The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

Financial liabilities

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on de-recognition is also recognized in profit or loss **De-recognition**

Financial assets

The company de-recognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

The company de-recognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The company also de-recognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

p) Recent Accounting Pronouncements Issued but not Yet Effective Recent pronouncements:

The below amendments to the existing standard which are notified by Ministry of Corporate affairs but are not yet effective:

Amendment to Ind AS 1 'Presentation of Financial Statements'- Classification of Liabilities as current or non-current and non-current liabilities with covenants. The amendment includes specific provisions that will take effect for reporting periods beginning on or after 1 April 2026, retrospectively, as outlined below:

- a) Breach of material covenant for long-term loan arrangement on or before end of reporting period with effect that liability becomes payable on demand as on reporting date, then it shall be classified as current liability, if lender agreed after reporting period and before approval of financial statements to not demand payment as a consequence of breach.
- b) Classify as non-current liability, if lender agreed by end of reporting period to provide grace period ending at least 12 months after reporting period within which entity can rectify the breach provided lender does not demand immediate repayment.
- c) Disclose information about the timing of settlement to understand the impact of the liability on the financial statements.

The Company does not expect this amendment to have an impact on its operations or financial statements.